



# ANNUAL REPORT

รายงานประจำปี **2563**

**TRINITY** WATTHANA

## Financial Highlights

Operating Results	2018	2019	2020	% Change	
				2019/2018	2020/2019
Total Assets	3,922.15	4,403.62	5,043.36	12.28	14.53
Current and Long term Investments	719.58	980.59	885.07	36.27	(9.74)
Securities Business Receivables	2,248.53	1,785.35	2,404.69	(20.60)	34.69
Other loans	612.85	1,224.43	1,081.51	99.79	(11.67)
Total Liabilities	2,369.99	2,824.16	3,446.18	19.16	22.02
Loans due within one year	2,081.00	2,147.12	2,387.83	3.18	11.21
Securities Business Payables	122.04	182.28	263.64	49.36	44.63
Shareholder's Equities	1,552.16	1,579.45	1,597.18	1.76	1.12
Total Revenues	622.67	677.59	717.44	8.82	5.88
Operating and Administrative Expenses	541.45	558.39	561.90	3.13	0.63
Operating Profit (Loss)	(6.95)	-	-	-	-
Bad debt and doubtful	88.17	119.20	155.54	35.19	30.49
Net Profit (Loss)	68.10	96.74	130.45	42.06	34.85
<b>Key Financial Ratios</b>					
Return on Asset (%)	1.73	2.32	2.76	34.10	18.97
Return on Equity (%)	4.32	6.18	8.21	43.06	32.85
Liquid Assets/Total Assets (%)	11.46	17.10	15.02	49.21	(12.16)
Debt to Equity (time)	1.53	1.79	2.16	16.99	20.67
Profit Margin (%)	10.94	14.28	18.18	30.53	27.31
Earnings per Share (Weighted Average) (Baht)	0.34	0.49	0.65	44.12	32.65
Book Value per Share (Baht)	7.79	7.93	8.02	1.80	1.13

## Message from the Chairman

Dear Shareholders

The Thai stock market in 2020 fell 8.26 percent. The stock market index was volatile throughout the year, having dropped from the end of 2019 at 1,579.84 points to the lowest drop to 1,024.46 points or 35.15% in March due to the outbreak of Coronavirus 2019, or COVID 19, that is spreaded throughout the world. After that the index rose steadily through December to close at 1,449.35 points. As a result of the COVID-19 epidemic, the global economic activity has declined significantly. Governments around the world release liquidity measures, resulting in some of the excess money flowing into the capital markets, especially risky assets, both stocks and commodities. From the aforementioned factors, the average daily trading volume for the whole year was 68,607 million baht, an increase from 53,192 million baht from the year 2019. For Futures market, it rose from 104.52 million contracts in 2019 to 120.19 million contracts in 2020.

In 2020, retail investors play a much bigger role. The retail investor's share trading ratio is 43.7 percent from 33.7 percent in 2019, while other types of investors have a decreased share of trading. Foreign investors accounted for 35.9 percent this year, decreasing from 41.4 percent in 2019. Proprietary trading accounts decreased to 10.5 percent from 13.5 percent in 2019. Domestic institutional investors decreased to 9.9 percent from 11.4 percent in 2019. For the company, market share of 2020 is 1.05 percent, down from 1.35 percent in 2019.

In managing private funds, even though the SET has been very volatile due to the COVID-19 situation, the private fund's asset value can be maintained the same as the previous year, i.e. the total asset value increased from 3,826 million baht at the end of 2019 to 3,950 million baht at the end 2020 or 3% increase in value from 2019.

In addition to investing in the country, the company also provides overseas investment options for its clients through 1) "Trinity Asian Private Fund", a private fund that invest in the Asian market (excluding Japan), which yielded 45.93 percent from inception until the end of 2020, with total assets increased from \$ 4.51 million at the end of 2019 to \$ 8.61 million at the end of 2020 or increase 90.91 percent 2) Vietnamese Fund SSISCA, a fund managed by one of the largest asset management companies in Vietnam, namely SSI Asset management Limited Company. With the fund being Vietnamese, it is possible to invest without paying a premium when investing in stocks subject to Foreign Ownership Limit (FOL). At the end of the year, the fund value is \$ 8.3 million, increased from \$ 6.6 million in 2019, representing an increase of 25.76 percent.

The company has continued work as a financial advisor to assist listing the company in the stock exchange. With the successful result of listing Bangkok Commercial Asset Management Public Company Limited (BAM) to enter the

market at the end of 2019, Trinity Securities Co., Ltd. has received the SET AWARDS 2020 in the category of the Deal of the year award and the Capital Market Fund Raising Deal, an excellent award for IPO of Bangkok Commercial Asset Management Public Company Limited (BAM)

The company's performance in 2020 fluctuates between each quarter according to the stock market conditions. The company had total revenue of 717.44 million baht, an increase from the year 2019 with total income of 677.59 million baht, while operating and administrative expenses increased from 558.40 million baht in 2019 to 561.91 million baht, resulting in net profit in 2020 amounted to 130.45 million baht, an increase from the net profit in 2019 of 96.74 million baht or an increase of 34.85 percent.

The company also emphasizes importance to ethical management in accordance with the practice of good corporate governance. The company was assessed by the Thai Institute of Directors Association for the Corporate Governance of Listed Companies for the year 2020. It was a listed company that received a rating of "very good" in accordance with the ASEAN CG Scorecard standard. The 2020 shareholders' meeting by the Thai Investors Association has been consistently rated as "Excellent". In addition, the company sponsors participating in the project, Happy Retirement Company, organized by SEC to promote and supervise employees to save enough money to spend upon retirement. The company received an award in the gold level.

The company operates its business with determination to create continuous and sustainable growth for its shareholders over the long term. We have always realized and valued the importance of responding to the needs of our stakeholders, including customers, shareholders, employees, business partners and society. The company believes that a strong corporate culture will help the company achieve its vision and goals effectively. The company has integrated organizational culture in the work flow of employees of all departments and at all levels, communicated and emphasized expected behaviors to employees in order for employees to adhere guidelines, so that all parts of the company move in the same direction.

In 2020, even the economy and many businesses will stumble and halt from the spread of COVID-19, the company makes great efforts to take care of and provide services to customers and investors with the same standard of efficiency. In the meantime, the company pays attention to safety and employee health as top priority at the same time by strictly following the orders of government agencies to help control the COVID-19 outbreak from spreading and providing employees to work at home with equipment, work, and communication tools that will facilitate employees to work at home. We can consistently provide customer service. In addition, a communication system has been established for employees to communicate with supervisors. For employees who need to work

at the office, the company has put in place strict measures to take care of hygiene, keep distance, and always wear a mask at work. There is also a temperature measurement and adequate alcohol for employee.

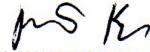
In 2021, the company forecasts low growth for the global economy as a whole. And the volatility of the stock market from various factors caused by the situation of the spread of coronavirus disease 2019 or COVID 19 continues to affect the growth of the global economy, more or less depending on industry. This effect is expected to persist until comprehensive vaccine administration is achieved.

The Thai economy is still at risk, as the tourism sector tends to be delayed to receive foreign tourists. With Thai baht value continuing to further appreciate, it is a risk factor that may have a significant impact on the export sector, while liquidity in the global financial system is consistently high. It is a factor to support the emerging stock market in the dimension of fund flow, so the company has carefully planned and has a mechanism to monitor the global economic situation and information on risk closely. There are plans to distribute income across many businesses by not relying solely on income from one business. In addition, strategies for retaining and expanding the customer base are also proposed with a focus on providing services beyond customer expectations both in return and service.

In 2021, the company plans to add financial products apart from existing stocks through a channel to offer investment services, Trinity Smart Wealth Platform, through Digital media, which is a platform that can respond to the needs of investors, those who want to invest in stocks or funds but rarely have time to study and track prices and not well-informed about information to confidently make decisions about the timing of the investment, both buying and selling. With the movement of the Trinity Smart Wealth system, the team of securities analysts and fund managers will assist in the selection and screening of stocks and funds that are worth investing in, as well as providing information on the timing of buying-selling stocks / funds according to the type of investment that the customer has chosen. In addition to investing in the country, the company aims to increase its overseas investment through both private funds and Vietnamese funds, SSI-SCA, which believes that it can provide good returns to clients.

In regard to the development of knowledge, the company still gives importance and continues to educate information to clients, investors, as well as to develop knowledge to employees continuously through modern technology channels. This can be done without having to be close to each other in the meeting room or a seminar room. In addition, the company provides training for employees to learn how to use modern communication channels effectively as well.

On behalf of the committee, I would like to thank you to all shareholders, customers, executives and employees for believing in the company and in the management team and always support the company. I sincerely hope to be trusted and continuously receive support from all of you in order to reach the goals of the company.



Mr, Pakhawat Kovithvatthanaphong  
Chairman

## Policy and Business Overview

Trinity Watthana Public Company Limited was registered as a limited company on 31 January 2001 with an initial registered capital of Baht 300 million and it was converted into a public company on 14 August 2002. The Company is principally engaged in investment in other companies (A Holding Company) with Trinity Securities Company Limited as its core subsidiary, with stakeholder of 99.40%. The Company was listed on the Stock Exchange of Thailand (SET) on 18 December 2002 with a registered capital of Baht 700 million. Later, The Company increased the registered capital to support the stock dividend payment to the shareholders on 14 May 2015, and to support the conversion of warrants to purchase ordinary shares issued to shareholders and directors/employees on 19 March 2018 to the registered capital of 1,631,215,955 Baht. As of 31 December 2019, the Company has paid-up capital of 995,944,830 Baht

Trinity Watthana Public Company Limited has 5 subsidiaries with stakeholder of 99.99% and 1 affiliate. The detail of subsidiaries and affiliated companies are as follows:

**(1) Trinity Securities Company Limited** was registered as a limited company on 19 April 1999 under its former name of "SCB Bookclub Securities Co., Ltd." with Siam Commercial Bank Public Company Limited as its major shareholder as of 24 May 1999. Then, on 2 March 2001, Siam Commercial Bank Public Company Limited agreed to sell its shares in SCB Bookclub Securities Co., Ltd. to Trinity Watthana Company Limited resulting in a change of new management team Also, the company's name of "SCB Bookclub Securities Co., Ltd." was renamed "Trinity Securities Co., Ltd." on 9 March 2001. The company has a registered capital of 500 million baht, which is fully paid up. The company has increased its registered and paid-up capital on 12 April 2011 to 1,200 million baht. As of 31 December 2020, the company has 6 branches in Bangkok and other provinces.

Currently, the company has been granted a license by the Ministry of Finance to engage in 7 types of securities business namely securities brokerage, securities trading, investment advisory, securities underwriting, securities borrowing and lending, derivatives agent, and private fund asset management, the company has been approved by the Office of Securities and Exchange Commission to provide financial advisory service and to be a selling agent for unit trust of mutual fund.

**(2) Trinity Advisory 2001 Company Limited** engages in financial advisory services and investment banking. In association with Trinity Securities Company Limited, the company has been approved by the Office of the Securities and Exchange Commission to provide financial advisory services within the scope outlined by the Office of the Securities and Exchange Commission. Additionally,

the company is registered with the Ministry of Finance as “Type “Kor” Advisor” in the Ministry’s pool of advisors responsible for providing financial advisory services to various agencies, both government and private sectors.

**(3) Trinity Intelligence Plus Company Limited** is engaged in consultancy business, internal control system, Risk management, Accounting system and Internal audit for medium and small sized companies to plan to list on the stock market Including listed companies. Trinity Intelligence Plus Company Limited was registered on November 22, 2013 with registered and paid-up capital of Baht 3,000,000.

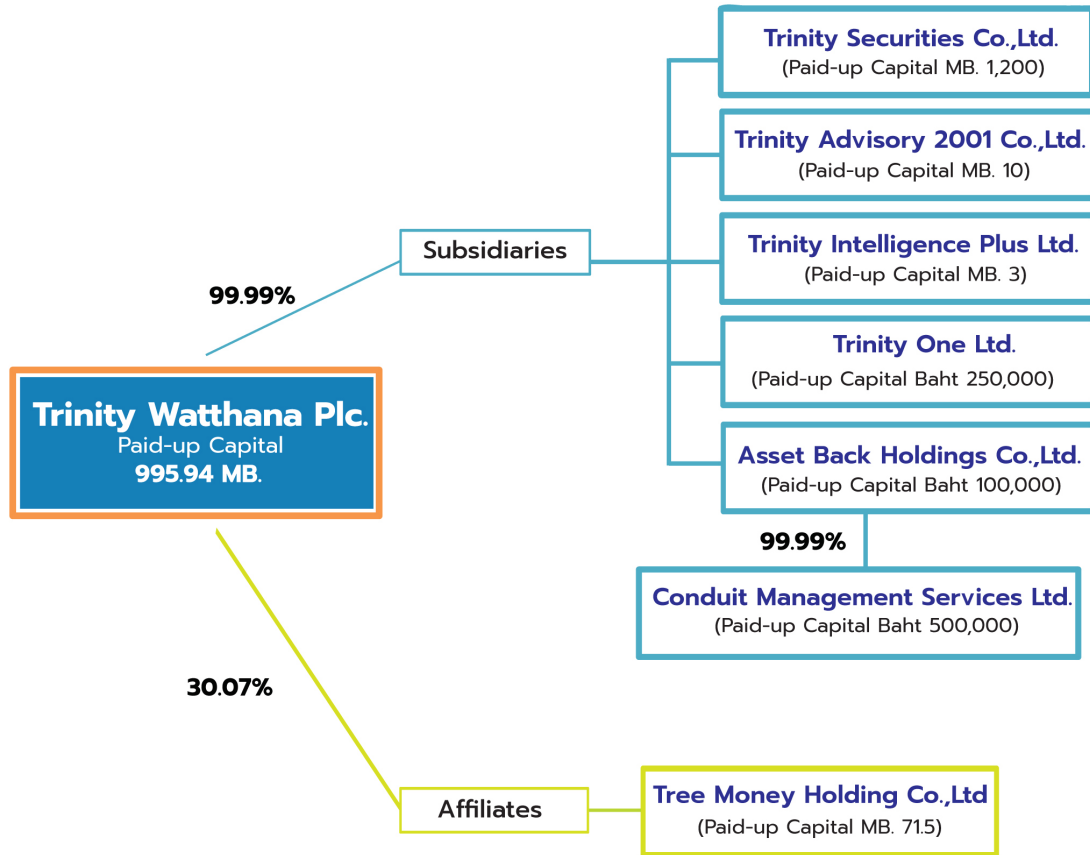
**(4) Trinity One Company Limited** engages in investing in various businesses. Trinity One Company Limited is registered on 8 June 2018 with registered capital of 1,000,000 baht and paid-up 250,000 baht.

**(5) Asset Back Holdings Company Limited** operates an investment business. Asset Back Holdings Co., Ltd. was registered on July 30, 2002 and has a registered and paid-up capital of 100,000 baht. Asset Back Holdings Co., Ltd. has invested 99.99% in Conduit Management Services Co., Ltd., which was established with the objective of managing securitization for other companies with registered and paid-up capital of 500,000 baht.

**(6) Tree Money Holding Company Limited** is an associate company, for shareholding of 30.07 percent. Its primary objective of establishing a business is to invest in companies that operate retail loans at the provincial level under supervision (Pico Finance) and other related businesses. Currently, the company has a registered and paid-up capital of 71.5 million baht.

## Trinity Securities Group's Structure

(Including direct and indirect shareholding exceed 10 %)



As Trinity Watthana Plc. is a holding company, investing in other companies and listed company, and also lending to individual or listed companies with pledged securities. However, main source of revenue derive from Trinity Securities Co., Ltd., which is a core company. Therefore, in presenting information, Trinity Watthana Plc. and Trinity Securities Co., Ltd. will both be mentioned.

## Vision Mission and Business Objectives

### Vision

“Our securities company determines to deliver better than average market returns to stakeholders under an umbrella of good corporate governance.”

### Mission

**01** To be a financial and investment advisor striving to generate profits for clients.

**02** To manage the Company’s business in a way that provides incremental values to shareholders.

**03** To enhance caliber of and provide appropriate remunerations to the Company’s staff.

**04** To manage the Company by observing good corporate governance under ethical rules.

**05** To be in charge of and participate in any socially-beneficial activities.

### Business Objectives

The company strive to engage in a securities business that can offer a comprehensive or all-in-one service to its clients. To achieve this objective, in the primary market, the Company offers a financial advisory service for a company’s structuring and raising capital, including being an advisor in setting up internal system and in services in the secondary market. The Company offers investment advisory service which is supported by the information and analytical research on securities and derivatives prepared by the company’s research department.

Apart from the above services, the Company offers a derivative brokerage service in which the Company’s clients can invest in new and innovative derivatives for both investment and hedging purposes. The Company’s objectives classified by their business activities are outlined below.

### Investment Business

For this business, the Company intends to make long-term investments in securities business or any business with high growth potential so that the company can regularly enjoy income in form of profit share from subsidiaries or affiliates of such company on a long term basis. As for short-term and medium-term investments, it is the Company’s policy to invest in available-for-sale securities, both equity and debt securities, which have high trading volumes and

liquidities and which can generate profits to the Company. In making the above investments, the Company always employs a variety of investment strategies.

### **Lending business by pledging listed securities as collateral**

The company targets to increase lending to customers who require long-term loans by pledging listed securities as collateral, for the Company continually earns interest. The Company focuses on the major shareholders in listed companies that have strong fundamentals and high growth potential.

### **Securities and Derivatives Business**

Trinity Securities Co., Ltd. strives to gain larger market shares in securities and derivatives business. To achieve this goal, it plans to maintain its client base through an offer of fully-integrated securities service. For example while introducing investment alternatives e.g. fixed income, unit trusts of mutual funds and derivatives products to clients, the company offers

a variety of services which can be performed in parallel e.g. margin loans , expansion of institutional client base, expansion of a new customer base that has not followed the market closely by offering a new service that the company can invest for customers under the investment framework that customers agree and securities borrowing and lending service via cash account.

These services can be performed quickly and conveniently given that they have already been included in the company's online trading system. In addition, the company has developed investment decision-making tools for its clients and equipped them with analytical research containing information and suggestions useful for quick and efficient investment. The company has also ensured that the investment advice given by its marketing staff is based on quality analytical research. Apart from that, the company regularly organizes seminars for its clients. These seminars are part of the company's marketing activities.

**For fixed income trading:** Trinity Securities Co., Ltd. plans to focus on the trading with institutional clients and expanded its retail client base at the same time.

**For underwriting business:** Trinity Securities Co., Ltd. intends to underwrite and jointly participate with other financial institutions in the underwriting of securities which are offered by both private sectors and state enterprises.

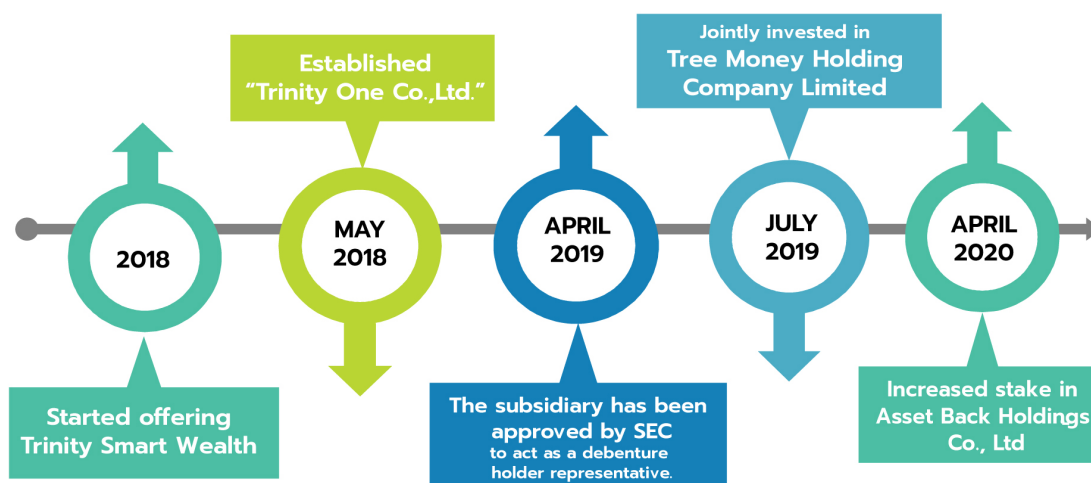
**For private fund management:** Trinity Securities Co., Ltd. intends to increase the number of its clients in this business through an offer of investment packages which are tailor-made to meet each client's requirements.

### **Financial Advisory Business**

Trinity Securities Co., Ltd. and Trinity Advisory 2001 Co., Ltd. intend to provide financial advisory service to clients having high business potential. In providing this service, the companies place strong emphasis on the quality of

their advice by ensuring that the advice is useful and practical for the clients' financial management, fund-raising or can enhance the clients' business or financial competitiveness. At the same time, the companies try to maintain relationship with the clients for long-term business relation. In this regard, the companies have expertise in providing advice concerning a listing of company on SET, fund-raising activities, merger and acquisition and issuance of fixed income from securitization. In addition, the companies also act as an independent financial advisor of various companies to provide opinions in relation to such companies' engagement in any transactions which can have significant impacts on their shareholders.

## Major Changes and Development in the past years



### Changes in business and administrative operations over the past 3 years.

- 2018** The Company started offering Trinity Smart Wealth as a new investment advisory service that is suitable for customers who do not have time to track the market.
- May 2018** The company established a new subsidiary company "Trinity One Co.,Ltd." with a registered capital of 1 million baht to provide engages in investing in various businesses.
- April 2019** The subsidiary has been approved by Securities and Exchange Commission to act as a debenture holder representative.
- JULY 2019** The company has jointly invested in Tree Money Holding Company Limited, which operates an investment business in provincial retail lending companies, in which the company holds 30.07 percent of the issued and paid-up shares of that company after the capital increase
- April 2020** The company has increased its stake in Asset Back Holdings Co., Ltd. from 49.95 percent to 99.99 percent of the issued and paid-up shares of that company. Asset Back Holdings Co., Ltd. changed from an associate to a subsidiary of the Company.

## Business Nature

Consolidated revenue breakdown of Trinity Watthana Plc. and its subsidiaries  
in 2018 – 2020

Revenue	Generated By	Share-Holding (%)	2018		2019		2020	
			MB	%	MB	%	MB	%
Advisory fees	Trinity Advisory 2001 Co.,Ltd. Trinity Securities Co.,Ltd. and Trinity Intelligence Plus Co.,Ltd.	99.99	17.61	2.83	43.87	6.47	17.13	2.39
Income from securities business	Trinity Securities Co.,Ltd.	99.99	442.04	70.99	478.82	70.67	425.93	59.37
Income from Derivatives business	Trinity Securities Co.,Ltd.	99.99	19.73	3.17	18.82	2.78	20.74	2.89
Gain (Loss) from Proprietary Trading, Equity/ Futures	Trinity Securities Co.,Ltd. And Trinity Watthana Plc.	99.99	93.02	14.94	58.65	8.66	145.50	20.28
Interest and dividend	Trinity Watthana Plc and Trinity Securities Co.,Ltd.	99.99	37.71	6.06	65.01	9.59	95.50	13.31
Other income	Trinity Securities Co.,Ltd. Trinity Advisory 2001 Co.,Ltd. Asset Back Holding Co.,Ltd. And Tree Money Holding Co., Ltd.	99.99	12.56	2.02	12.42	1.83	12.64	1.76
<b>Total</b>			<b>622.67</b>	<b>100.00</b>	<b>677.59</b>	<b>100.00</b>	<b>717.44</b>	<b>100.00</b>

Revenue breakdown of Trinity Securities Co., Ltd. in 2018 – 2020

Revenue	2018		2019		2020	
	MB	%	MB	%	MB	%
Brokerage fees	313.41	54.12	09.69	34.15	289.82	50.71
Fees and services	73.35	12.67	237.57	38.69	132.70	23.22
Interest and dividend	25.32	4.37	33.48	5.45	42.88	7.50
Interest on margin loans	123.02	21.25	98.08	15.97	82.85	14.49
Other Interest Income	37.66	6.50	31.75	5.17	18.38	3.22
Other Income	6.33	1.09	3.53	0.57	4.94	0.86
<b>Total</b>	<b>579.09</b>	<b>100.00</b>	<b>614.10</b>	<b>100.00</b>	<b>571.57</b>	<b>100.00</b>

## Business Nature

### 1) Trinity Watthana Public Company Limited

Trinity Watthana Public Company Limited (“Company”) is a holding company making direct investment in its 4 subsidiaries, namely Trinity Securities Co., Ltd. Trinity Advisory 2001 Co., Ltd. Trinity Intelligence Plus Co.,Ltd. and Trinity One Co.,Ltd. In performing this business, the Company’s Board of Directors is responsible for formulating business operation policies of the subsidiaries, and these policies will be implemented by the subsidiaries’ boards of directors.

In addition to making direct investment in its subsidiaries, the Company invests in its affiliate, i.e. Asset Backed Holdings Co., Ltd. by holding 49.95% of the total shares therein. Asset Backed Holdings Co., Ltd. is principally incorporated to invest in the entities which are established as special purpose vehicles for securitization of assets. The Company also has investment in trading and available-for-sale securities.

From 2014, the Company has lending business that has listed securities pledged as collaterals, which has longer terms period than the margin loan for purchasing of securities of Trinity Securities Company limited. The Company has set policies to accept customers, the approval of the customers, and policies to control and follow strictly, which operates by Trinity Securities Company Limited. As of December 31, 2020, the Company had other loans amounting to Baht 1,081 million.

On July 1, 2019, the company entered into a shareholder agreement of Tree Money Holding Company Limited with an individual in order to invest in the company for 215,000 newly issued ordinary shares, with a par value of 100 baht per share, totaling investment of 21.5 million baht. The shareholding proportion of the company is 30.07 percent of the issued and paid-up shares of the company after the capital increase. The company considers that under the conditions in the shareholder agreement, Tree Money Holding Company Limited is an enterprise in which the company and the individual jointly controlled, providing retail loans for provincial businesses.

On April 25, 2020, the Company increased its stake in Asset Back Holdings Co., Ltd. from 49.95 percent to 99.99 percent of the issued and paid-up shares of that company.

### Company’s Investment Policy

It is the Company’s policy to make short-term investments in listed securities with high liquidity and medium-term investments in listed securities with good foundations and operating results as indicated by analytical research. As for long-term investments, the Company will invest in non-listed companies which have high growth potential or any other businesses which can support the businesses of the Company’s affiliates or subsidiaries. The Company’s long-term investments are made to spread risk relating to income source, to mitigate the

impacts from the fluctuation within SET and to allow the Company to enjoy profit share throughout the holding period of such companies or businesses. In addition, Trinity Securities Co., Ltd., the Company's subsidiary, has a policy to make short-term investments in listed securities and derivatives which are listed for trading, including debt instruments for trading and available for sale which are other investment alternatives for financial management.

As of December 31, 2020, the Company has temporary investments in the amount of 344.72 million baht measured at fair value through profit and loss, amortized cost method amounting to 38.14 million baht, and long-term investments measured by fair value method through other comprehensive income of 56.23 million baht.

### **Investment Monitoring Policy**

#### **Investment in Listed Securities and Derivatives for Trading and Available for Sale**

In general, the Company's Board of Directors is in charge of approving an investment limit and risk management policy governing the securities or derivatives investment made by the Company and its subsidiaries while the Company's Proprietary Committee / Long-term Investment Committee is responsible for (i) formulating policy for selection of group of securities for investment, (ii) setting measures to manage risks attached to each type of securities/instruments or proprietary accounts, e.g. investment limit allotment, stop loss limit, returns on investment report and (iii) prescribing actions to be taken when loss from investment incurs. In addition, the Proprietary Committee / Long-term Investment Committee is in charge of evaluating and following up the performance of each securities or derivatives investment made by the Company or its subsidiary for further report to the Company's Board of Directors. In this regard, the Risk and Information Management Department will help monitor and ensure that each investment is in line with the governing policy as well as take corrective actions in case where any investment is not in line with the governing policy.

#### **Stop Loss Limit**

Stop loss limit for each proprietary account is different from one another, depending on risk attached to each investment type and invested securities. Some examples of stop loss limit were set out below.

- Unrealized loss limit per security e.g. up to 15% of cost of each security
- Unrealized loss limit per portfolio e.g. up to 15% of total investment in a Portfolio.
- Investment limit for any particular securities e.g. up to Baht 15 million

#### **Investment in Debt Securities/Instruments**

In general, the Company's Board of Directors is in charge of approving an investment limit and risk management policy governing the debt securities

investment made by the Company and its subsidiaries while the Company's Proprietary Committee is responsible for (i) formulating policy for selection of debt securities for investment, (ii) approving an investment in debt securities within its approval scope and (iii) setting measures or rules for risk management e.g. stop loss limit and procedures for reporting the returns on investment, including (iv) prescribing actions to be taken when loss from investment incurs. In addition, the Proprietary Committee is in charge of evaluating and following up the performance of each debt securities investment made by the Company or its subsidiary for further report to the Company's Board of Directors.

### **Other Investments**

An investment in any company which does not fall within the scopes of investments stated above must be approved by the committee(s) in charge of investment. Also, such investment must be proposed to the Board of Directors of Trinity Watthana Plc. for consideration and approval. Additionally, the responsible person(s) for such investment must be designated so that they can follow up and report the performance of such investment to the committee(s).

### **Investment in Affiliated Company**

Tree Money Holding Company Limited's main objective is to invest in companies that operate retail loans at the provincial level under the supervision (Pico Finance) and other related businesses. At present, the joint venture has a subsidiary that has obtained a license to operate Pico Finance business and has started its operations in 12 companies. There are 6 new subsidiary companies that are in the process of applying for a license and one subsidiary company that provides related services. Conducting retail lending business at the provincial level under supervision must obtain a business license and be under the supervision of the Ministry of Finance and must comply with the rules and conditions for doing business in accordance with the announcement of the Ministry of Finance and the relevant Office of the Fiscal Policy Office.

### **Policy Concerning Provision of Allowance for Impairment of Investment**

Trinity Watthana Public Company Limited presents both temporary and long-term investments at fair value. Changes in the fair value of temporary investments are recorded as gains or losses in the financial statements. Changes in the value of long-term investments are recorded as separate items in shareholders' equity.

## **2) Trinity Securities Company Limited**

Trinity Securities Company Limited engages in various types of securities business which can be classified as follows:

### **1. Securities Brokerage Business**

Trinity Securities Co., Ltd. has been the 22nd member of the Stock Exchange of Thailand (SET) and has provided securities brokerage service since March 2002. The company's turnovers in both SET and MAI during the period from 2018, 2019 and 2020 were shown below.

Turnovers	2018	2019	2020
SET and MAI (MB)	14,130,078	12,978,854	16,671,479
Trinity Securities Co., Ltd.'s turnovers (MB)	411,935	302,093	307,268
Trinity Securities Co. Ltd.'s market share (%)	1.66	1.35	1.05

Source: Stock Exchange of Thailand

Trinity Securities Co., Ltd. provides securities brokerage service to a wide variety of clients ranging from individual, corporate to institutional clients. As at the end of 2020, the number of clients for this service was 19,212. The company has established and implemented various supervisory policies primarily concerning (i) client acceptance consideration, (ii) approval and adjustment of credit line for clients' securities trading and (iii) control and monitor of clients' securities and derivative trading. Details of these policies are set out below.

#### Client Acceptance and Credit Line Approval Policy

Trinity Securities Co., Ltd. has a policy to accept quality clients with good financial records. The company's criteria for accepting and approving credit lines for securities trading to its clients are as follows:

Individual client	Criteria for individual client acceptance include the client's employment stability, income adequacy and ability to settle the approved credit line. Documents in support of consideration include copy of identification card or passport, copy of household registration, copy of passbook or bank statement or any other documents evidencing the individual's financial conditions.
Corporate /institutional client	Criteria for corporate/institutional client acceptance include the client's financial position, shareholders, management, business wealth and operating results. Documents in support of consideration include copies of identification cards or passports of authorized signatories, copy of corporate/institution affidavit, past financial statements or bank statements.

After investment consultants verify the supporting documents and the client's identity, assessing the client's money-laundering risk, the company's investment consultants will propose his/her opinions and the suggested credit line to his/her supervisor and an operation officer in charge of credit line

consideration. The operation officer will then examine the completeness of the documents required for trading account opening and the client's information to assess the client's money-laundering risk, the company's investment consultants will propose his/her opinions and the suggested credit line to his/her supervisor and an operation officer in charge of credit line consideration. The operation officer will then examine the completeness of the documents required for trading account opening and the client's information to assess the client's money-laundering risk again before providing his/her opinions for the suggested credit line. After that, the operation officer's opinions will be forwarded to his/her line manager for consideration and approval. (See details in the Credit Committee section).

Apart from the above procedures for accepting and approving credit line to the client, the company assesses the credit line of each client and keeps updating the clients' information at least once a year. Also, the client's information is reviewed on a regular basis to assess the client's money-laundering risk whereby the review's intensity will be commensurate with the client's risk level. During the year, if any client requests for an increase in his/her/its credit line, the officer in charge will consider the request in light of the clients' record of payments, trading volume and other relevant information. Then, the officer's opinions for the increase will be proposed to the personnel with approval authority in the same process as earlier described.

#### **Policy for Controlling and Monitoring Clients' Securities and Derivatives Trading**

To ensure that the rules of the Stock Exchange of Thailand, Thailand Futures Exchange Plc., and the Office of Securities and Exchange Commission are correctly and properly complied with, the company has implemented various measures to strictly control and monitor the securities and derivatives trading of its clients. These measures include a strict control of securities/derivatives trading system users; supervisory rules applicable to licensed officers, investment consultants and other related persons; rules for approval of proper credit lines to clients; stipulation of approval authority for online securities/derivatives trading; a review of clients' transactions to prevent money laundering, a provision of system and channel for clients to lodge complaints in case where the company's officer fails to perform their work properly; and a provision of solutions and corrections in case where mistake/error is found in the clients' transactions.

In addition, the company has put in place various internal rules and regulations to monitor the securities/derivatives trading and payments made by its clients so as to prevent itself from being exposed to undesirable risks. Examples of these rules and regulations are a prohibition of additional trading when late payment occurs, a demand for additional fund when the stop loss limit is reached and the existing fund is insufficient, including a reduction of credit line and a closing of trading account when the client fails to make payment.

Besides, the Compliance and Internal Audit Department will audit the trading transactions made by the company's clients and the work performed by the company's officers to ensure that the company's audit plan is strictly adhered to. The audit results will be directly reported to the company's chief executive officer, presidents, board of directors and the audit committee in accordance with the prescribed rules.

## **2. Provision of Margin Loans with Credit Balance Account**

Trinity Securities Co.,Ltd. has prescribed and ensured that its policies and procedures for approval of margin loan are stringent and consistent with the existing investment situations including the rules and regulations relating to margin loans provision. These policies and procedures can be summarized as follows :

### **Margin Loan Provision Policy**

The company has a policy that a margin loan provided to each client shall not exceed 25% of the company's capital fund and the total margin loans provided to all clients shall not exceed 5 times the company's capital fund.

The company's criteria for accepting clients for this transaction of margin loan provision include an analysis of client's financial position (credit scoring) and his/her understanding of risk and procedures involving in a margin loan request. In this regard, the company appoints the Credit Committee to consider securities selection for margin loan. Selection criteria of securities for margin loan include trading liquidity, price volatility and fundamental factors of selected securities. Additionally, the Credit Committee is responsible for prescribing margin rate of the securities as per the securities' risk in order to request for collateral from the client to protect the company against any risk from the margin loan provision. In case where the total value of margin loans provided to all clients is densely clustered within any particular securities, the company will prohibit an additional loan to such securities.

### **Policy for Client Acceptance and Margin Loan Approval**

After a client expresses his/her intention to request for a margin loan with credit balance account, an investment consultant must prepare the client's information as required by the company's regulations. The investment consultant must also clarify the following issues to the client: an investment which can be made through margin loan with credit balance account, his/her investment record, and his/her margin loan request record, as well as ensure that the client fully understands and is ready to comply with all rules, regulations and requirements concerning margin loan request. Then, the investment consultant must have the client sign the clarification form for opening a credit balance account. This form together with other supporting documents will then be submitted for approval, following the procedures for opening a credit balance

account. In this regard, the company will consider all limits that the company has provided to the client under all accounts opened with the company.

### **Policy for Controlling and Monitoring of Collateral Placement and Debt Payment by Client**

The company's policy for controlling and monitoring of collateral placement and debt payment by its clients were set out below.

#### **1. Collateral placement, additional required collateral and debt payment enforcement**

The company accepts only cash and listed securities as collateral for margin loan. Additionally, the company requires the investment consultant and operation officer to review an adequacy of the client's collateral on a daily basis by using the latest trading price of the securities. In case where debt payment enforcement is necessary and if the investment consultant does not perform a forced sale of the collateral according to the company's requirement, the company authorizes the operation department to perform a forced sale of such collateral.

#### **2. Custody of client's collateral and assets**

The company prepares a list of its clients' collaterals and assets in segregation of its account and treats the clients' collaterals and assets in accordance with the notification of the Securities and Exchange Commission.

#### **Asset Classification Policy and Expected Credit Loss Allowance Policy**

Trinity Securities Company Limited adheres to financial reporting standards. The management uses judgment in estimating the expected loss arising from the credit risk that may arise from each debtor by considering the risk of payment and the value of the collateral.

#### **Revenue recognition suspension policy**

The Company has a policy to recognize income on an accrual basis using the real interest method. For credit impaired financial assets, the net book value of the loan will be taken (net of the expected credit loss allowance) and multiply it by the effective interest rate.

#### **3) Securities trading and futures contracts**

The Company invests in debt instruments, including short-term debt instruments with a maturity of up to 3 months and long-term debt instruments such as bonds, debentures, as well as investing in listed securities and in futures contracts. The new investments are reclassified in accordance with the company's investment management business model. This affects the method of valuation of investments in accordance with financial reporting standards.

For the year 2020, the company has a return on investment in equity instruments, futures contracts and debt instruments totaled 53.02 million baht, including trading gains and losses, investment income and dividend, and unrealized losses from investments shown in shareholders' equity.

As of 31 December 2020, the Company has investments measured by the fair value method through profit and loss amounting to 297.89 million baht, amortized cost method amounting to baht 9.01 million, and fair value method through other comprehensive income amounting to 139.08 million baht.

### **The Company's investment policy**

The company's investment in and trade of securities and derivatives can be classified by type of instruments as follows:

1. To invest in deposit, bills issued by financial institutions, treasury bills, government bonds or state enterprise bonds which can be redeemed within 3 years from the date of investment.
2. To invest in fixed income issued by private sectors or investment units.
3. To invest in government bonds, state enterprise bonds or instruments of debt guaranteed by the government which can be redeemed within 3 years from the date of investment.
4. To invest in listed securities / derivatives.
5. To invest in non-listed securities.
6. To invest in other securities in addition to the aforesaid securities.

The company has a policy to invest in and trade the securities and derivatives having high liquidity. Before making any investment or trading, the company will conduct a study to select securities with good foundations and operating results and/or the securities that can provide good yields based on the market condition. Generally, the company's decision for investment and trading of securities/derivatives depends on the market condition.

Long-term investments, which are considered as available-for-sale investments, are operated and monitored by the Long-term Investment Committee. The long-term investment committee will consider making the investment or selling the investment from the information presented by the investment division. It will consider investment universe using the investment criteria and guidelines that take into account of the appropriate rate of return and risk in each investment. The investment can be invested in ordinary shares or convertible securities as well as derivatives to protect the risk for long-term investments that have already been invested. The committee can invest both in and outside the stock market, including investment both at home and abroad, and set investment period for 1-5 years. The investment will be invested in companies that operate interesting businesses with a high growth rate of revenue and profit potentials and have executives and management structures in accordance with the business management principles and good corporate

governance principles. The investment will also be choosing to invest with the lower value comparing its fundamental factors (undervalued).

### **Investment Supervision Policy**

The Board of Directors of Trinity Watthana Plc. is in charge of approving investment limit of the Company and other companies in the Group including rules and procedures for management of risks arising from investment. In addition, the Board has appointed the Proprietary Committee to supervise and ensure that all long term investments made by the Company and its subsidiaries are in line with the approved rules and procedures and that the investment risks are properly managed. Apart from that, the Proprietary Committee is responsible for approving the investments made under the Company's proprietary account (See Proprietary Committee for more information) (Please see details in section 2, 9.2 the long term investment committee) and establishing Risk and Information Management Department to monitor, report and provide corrections when any investment is made in violation of the approved rules and procedures. For long-term investment, after investing in the business, the investment division or the person assigned will monitor, review the status of the investments to be in accordance with the specified investment framework, and report periodically on progress or significant changes to the long-term investment committee.

### **Policy Concerning Provision of Allowance for impairment of Investment**

Trinity Securities Co., Ltd. has a policy to record its investments and set allowance for impairment of its investments in accordance with the rules prescribed by the Office of Securities and Exchange Commission and the rules of Trinity Watthana Plc.

### **4) Investment Advisory Service**

Trinity Securities Co., Ltd. generally offers investment advisory service in parallel with its securities brokerage service by providing advice on securities that are suitable for investment to the clients. Presently, the company does not charge for this service despite the fact that the company's investment advisory service has been approved since 5 November 2003. With this approval, the company can fully provide investment advice through various channels as an investment advisor.

### **5) Securities Underwriting Service**

Trinity Securities Co., Ltd. offers a securities underwriting service to various companies wishing to offer their securities in type of both debt and equity instruments. This service is provided by the company's staff who have been trained and approved to be financial advisors by the Office of Securities and Exchange Commission. These staff also possesses qualifications necessary for supervising a securities underwriting service. Prior to accepting to be an underwriter of any securities, the company will thoroughly consider and analyze

details of the securities, its offering price and market conditions as well as conduct a survey on needs of clients and investors. After that, a securities underwriting proposal will be proposed to those in line of command for approval e.g. department head, president and/or the Underwriting Committee.

#### **6) Securities Borrowing and Lending Service**

In January, 2005, Trinity Securities Co., Ltd. was granted a license to engage in a securities borrowing and lending business whereby the business scope was limited to the borrowing and lending of securities for an over-allotment of any securities underwriting.

On 28 November 2008, the company was approved by the Office of the Securities and Exchange Commission to engage in the securities borrowing and lending business to the full extent under which the company is allowed to be an agent of a borrower and lender or to be a contractual party in the securities borrowing and lending contract made with its clients.

The company started engaging in the securities borrowing and lending business to the full extent in January 2009. Generally, before engaging in the borrowing and lending activities, the company will analyze counterparty's risk to ensure that the borrowing counterparty can meet contractual obligations and deliver securities to the company as required. Furthermore, the company must ensure that it will be able to meet collateral requirements to the lender at all times in accordance with the regulations of the Office of Securities and Exchange Commission as well as ensure timely delivery of securities to the lender as scheduled.

As at the end of 2020, there were 216 clients opening securities borrowing and lending accounts with the company.

#### **7) Financial Advisory Service**

At present, Trinity Securities Company Limited has been approved to operate as a financial advisor within the scope of the Securities and Exchange Commission for a period of 5 years, ending on August 7, 2022 and listed as Class A Advisors with the Ministry of Finance's Advisory Information Center to provide services as a financial advisor to various departments both public and private sectors. Currently, the company has 14 experienced and knowledgeable personnel in investment banking, 6 of who are operational supervisors.

#### **8) Private Fund Asset Management Service**

Trinity Securities Co., Ltd. obtained a license to provide private fund asset management service in August 2005 and commenced this service in November 2005. To provide this service, the company has arranged for a sound working system and clearly segregates the duties and responsibilities of the fund manager and the operation team. That is, the operation team will be responsible for taking care and contacting custodian, including verifying the transactions, preparing

report and reconciling the asset balance with the custodian. To manage and monitor the investment, the company's board of directors assigned the Investment Committee to set up a reliable investment framework and to assess overall investment performance in order to provide proper advice on investment. (See details in Investment Committee) (Please see details in section investment committee)

As of December 30, 2020, the Company has 103 accounts of private fund management customers, same as in 2019, with total assets increasing from 3,826 million baht at the end of 2019 to 3,950 million baht at the end of 2020. Assets have only increased 3% from 2019. Although, in terms of asset, value is almost no difference from the previous year due to the huge volatility in the stock market from the COVID-19 situation, revenue has increased significantly from 62 million baht in 2019 to 89.5 million baht in 2020, or up to 44% due to the ability to generate good yields. Therefore, they receive a higher operating performance fee.

As for private funds investing in foreign securities, as of December 30, 2020, the Company has 49 foreign investment private fund clients, increasing from 28 accounts in 2019. Total assets increased from \$ 4.51 million at the end of 2019 to \$ 8.61 million at the end of 2020, or up 90.91%.

#### **9) Investment Unit Selling Agent Business**

Trinity Securities Co., Ltd. acts as a selling agent of investment units for 11 asset management companies, namely Kasikorn Asset Management Co., Ltd., Krungsri Asset Management Co., Ltd., Krung Thai Asset Management Co., Ltd., TISCO Asset Management Co., Ltd., One Asset Management Co., Ltd. and UOB Asset Management Co., Ltd. CIMB-Principal Asset Management, TMB Asset Management Co., Ltd. ,Asia Plus Fund management co.,Ltd., SCB Asset Management Co.,Ltd. and Talis Asset Management Co.,Ltd.

This business is regarded as a supplementary service provided to the clients. As a selling agent, the company can diversify its services, better assist its clients in managing their investments and spread risks more effectively. Additionally, this business serves as another channel for the clients to make investments in any assets more conveniently. Although at present, this business is considered a supplementary service, it has gained a lot of interest from the clients, resulting in that the service fee derived from this business is increasing every year and becoming a unit that can steadily generate revenue.

#### **10) Being a bondholder representative**

Trinity Securities Company Limited received approval to conduct business as bondholders' representatives from Securities and Exchange Commission on April 29, 2019, beginning bond services of being bondholders' representatives in June 2019. In the year 2020, the company is the representative of the debenture holders to 3 debenture issuers.

## 11) Being an agent for derivatives trading

Trinity Securities Company Limited received a Derivatives Brokerage License on July 31, 2008 and commenced its business on December 1, 2008.

The company has market share and derivatives purchase values in 2018, 2019, and 2020 as follows:

### Trinity Securities Co., Ltd.'s Trading Volumes in TFEX

Trading Volume (contracts)	2018	2019	2020
TFEX	104,422,200	104,521,995	120,193,573
Trinity Securities Co., Ltd.	1,508,728	1,299,525	900,441
Company's market share (%)	0.72	0.62	0.37

Source: Thailand Futures Exchange Plc.

### Breakdown of TFEX Turnover Classified by Types of Products

Trading Volume (contracts)	2018		2019		2020	
	No. of contracts	%	No. of contracts	%	No. of contracts	%
<b>Futures</b>	103,059,680	98.70	102,844,672	98.40	118,494,948	98.40
- RSS3	34,482	0.03	54,565	0.05	17,597	0.05
- Oil	-	0.00	-	0.00	-	0.00
- Gold	4,356,424	4.17	7,568,699	7.24	10,821,720	7.24
- USD	685,847	0.66	673,060	0.64	2,803,128	0.64
- Single Stock	55,332,444	52.99	52,098,173	49.84	47,386,674	49.84
- SET50 Index	42,544,040	40.74	42,450,175	40.61	57,465,829	40.61
<b>Options</b>	1,362,520	1.30	1,677,323	1.60	1,698,625	1.60
- SET50 Index	1,362,520	1.30	1,677,323	1.60	1,698,625	1.60
<b>Total (contracts)</b>	<b>104,422,200</b>	<b>100.00</b>	<b>104,521,995</b>	<b>100.00</b>	<b>120,193,573</b>	<b>100.00</b>

In 2020, the Company's market share dropped from 0.62% in 2019 to 0.37%. In this year, the Company ranked 31rd in the total trading volume of TFEX due to a more intense competition in commission fee. The overall trading volume of the futures market has increased from 2019, the rate is 15%.

The company's derivatives brokerage business is mainly targeted at individual clients. In operating this business, the company has established and implemented policies concerning (i) client acceptance consideration, (ii) approval and adjustment of credit line for derivatives trading and (iii) control and monitor of clients' derivative trading. These policies are similar to those prescribed for securities brokerage business. However, due to the fact that the derivatives brokerage business has higher risk than that of securities brokerage business, the company provides an additional questionnaire for the investment consultant to use in collecting information from the clients and assessing their understanding of derivatives.

## 12) Provision of Support Service to Companies in the Group

Trinity Securities Co., Ltd. provides several support services, i.e. Financial and Accounting, Auditing, Computer, Human Resources, including other administrative services as well as internal audit and compliance to all companies in the Group. In providing these support services, Trinity Securities Co., Ltd. entered into the following agreements with the companies in the Group

### Agreements between Trinity Securities Co.,Ltd. and Trinity Advisory 2001 Co.,Ltd.

<b>Contractual Parties:</b>	Trinity Securities Co., Ltd. as Service Provider Trinity Advisory 2001 Co., Ltd. as Customer
<b>Service Agreement</b>	Service scope: <ul style="list-style-type: none"> <li>- To provide financial and accounting services</li> <li>- To provide internal audit and compliance services</li> <li>- To provide human resources and administrative services</li> <li>- To provide computer service</li> </ul> <p>The term of this agreement is 1 year and the term shall be automatically renewed for another year if there is no termination of the agreement. The total service fee in 2020 was Baht 600,000.</p>
<b>Lease Agreement</b>	The annual rental fee was agreed at Baht 288,000.

### Agreements between Trinity Securities Co., Ltd. and Trinity Watthana Plc.

<b>Contractual Parties:</b>	Trinity Securities Co., Ltd. as Service Provider Trinity Watthana Plc. as Customer
<b>Service Agreement</b>	Service scope: <ul style="list-style-type: none"> <li>- To provide financial and accounting services</li> <li>- To provide public relations and administrative services</li> <li>- To provide computer service</li> <li>- To provide internal audit and compliance services</li> <li>- To Provide investment management / lending services to clients</li> </ul> <p>The term of this agreement is 1 year and the term shall be automatically renewed for another year if there is no termination of the agreement. The total service fee in 2020 was Baht 600,000. and consider billing from time to time according to the workload provided for investment management and lending to clients</p>

### Agreements between Trinity Securities Co., Ltd. and Trinity Intelligence Plus Co.,Ltd

<b>Contractual Parties:</b>	Trinity Securities Co., Ltd. as Service Provider Trinity Intelligence Plus Co.,Ltd. as Customer
<b>Service Agreement</b>	Service scope: <ul style="list-style-type: none"> <li>- To provide financial and accounting services</li> <li>- To provide human resources and administrative services</li> <li>- To provide computer service</li> </ul> <p>The term of this agreement is 1 year if there is no termination of the agreement.</p> <p>The total service fee in 2020 was Baht 330,000.</p>

### Agreement between Trinity Securities Co., Ltd. and Conduit Management Services Co., Ltd.

<b>Parties:</b>	Trinity Securities Co., Ltd. as Service Provider Conduit Management Services Co., Ltd. as Service recipient
<b>Service Agreement:</b>	Scope of service <ul style="list-style-type: none"> <li>- Provide services related to finance and accounting</li> <li>- Provide services related to human resources and administrative works</li> <li>- Provide services about computer work</li> </ul> <p>The term of the contract is 1 year and is valid for a further 1 year at a time if the contract is not terminated.</p> <p>Service fee for the year 2020 in the amount of baht 432,000.</p>
<b>Lease Agreement</b>	The annual rental fee was agreed at Baht 240,000

### Market Conditions and Competition in the Securities Business

For Thai stock market in 2020, the SET Index dropped 8.3 percent, while the SET50 Index dropped 14.8 percent. And the SETTRI Index rose 8.6 percent.

1. At the beginning of the year, the US and China signed a successful first-phase trade deal along with the removal of China from the list of countries with currency distortions, which is a positive factor for global stock markets.

2. However, after the spread of COVID-19 is widespread and spread throughout the world. The asset prices have dropped significantly.

3. Governments and policymakers around the world are launching emergency stimulus measures both in terms of monetary policy and fiscal policy.

4. Injecting liquidity with various policies. As a result, some of the excess money flows into the capital market, especially risky assets, both stocks and commodities.

5. The global economy has recovered rapidly after the situation and concerns about COVID-19 eased, especially the manufacturing sector. As a result, the PMI Index was higher than the Pre-Covid level.

6. An important individual factor in Thailand is the political situation in the Country where uncertainty occurs throughout the year both inside and outside the council

7. Global stock markets rose in the last 2 months of the year, in particular, the cyclical group received positive news about the vaccine against COVID-19.

The industry with the best adaptation in 2020 is electronics, agricultural business and packaging categories, while the industry with the lowest return was the commercial banking, travel and media and publications categories.

#### SET Index and average market turnover per day – yearly



Source: Stock Exchange of Thailand

When considering the trading value of securities (including SET and MAI Index) classified by investor type, it was found that in 2020, retail investors play a greater role. The retail investor's share trading ratio is 43.7 percent from 33.7 percent in 2019, while other types of investors have a decreased share of trading. Foreign investors accounted for 35.9 percent, decreased from 41.4 percent in 2019. Securities trading accounts decreased to 10.5 percent from 13.5 percent in 2019. And domestic institutional investors decreased to 9.9 percent from 11.4 percent in 2019, as shown in the diagram below.

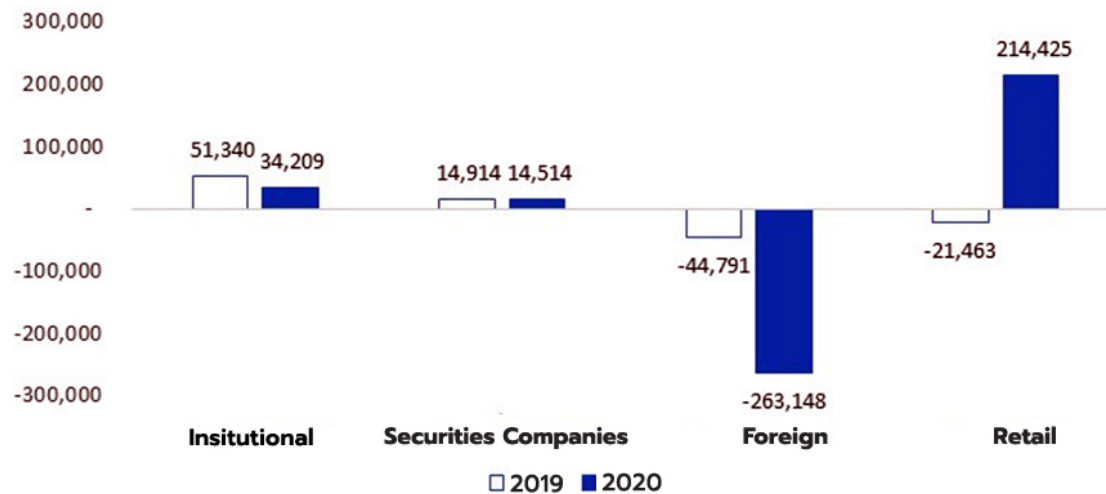
### Trading proportion by each type of investors



Source: Stock Exchange of Thailand

Overall, for the year 2020, retail investors had a net buy of 214,425 million baht. Institutional investors had a net buy of 34,209 million baht. Securities company account had a net buy of 14,514 million baht, while foreign investors had a total net sell position of 263,148 million baht.

### Trading value by each type of investors (Million Baht)



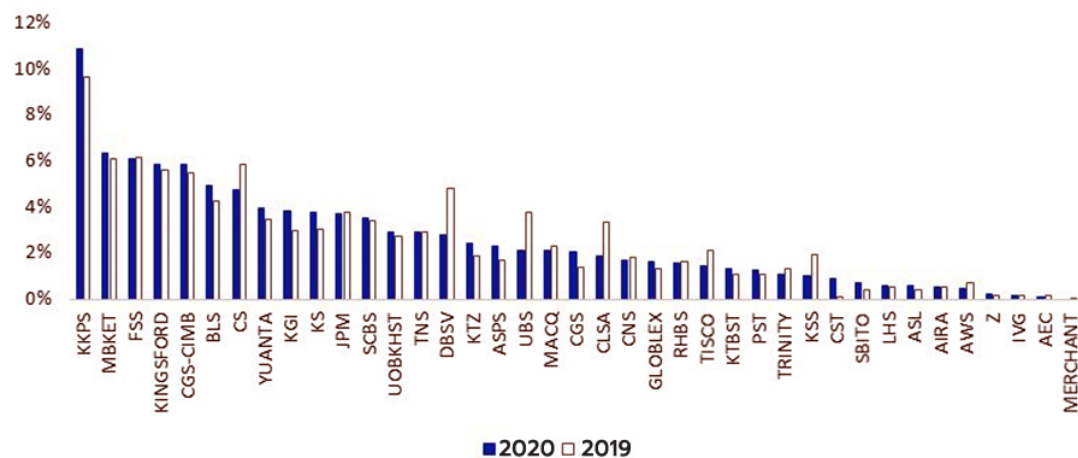
Source: Stock Exchange of Thailand

**Summary of the Stock Exchange of Thailand**

	2018	2019	2020
SET Index (points)	1,563.88	1,579.84	1,449.35
Market Capitalization (MB)	16,219,068	16,962,612	16,342,662
Total Turnover (MB)	14,130,078	12,978,854	16,671,479
Daily Average Turnover (MB)	57,674	53,192	68,606
Dividend Yield (%)	3.22	3.14	3.32
Price to Earnings Ratio (time)	14.75	19.40	28.84
Number of Listed Companies	704	725	743
Number of Newly-Listed Companies (IPO)*	19	30	27
Market Capitalization of New Listings (IPO) (MB)	127,050	362,860	555,299

\* both in the Stock Exchange of Thailand and the Market for Alternative Investment (MAI)

Source: The Stock Exchange of Thailand

**Market Share of Securities Companies in SET**

Source: The Stock Exchange of Thailand

In 2020, there were 38 brokerage-licensed member firms. Overall, most companies gained market share. Companies with outstanding market share were KKPS, KGI and CST, while companies with significantly reduced market share were DBSV, UBS, CLSA and CS.

For Trinity Securities Company Limited, whose target customers are Individuals and general juristic persons in 2019 had their market share decreased from 1.35 percent in 2020 to 1.05 percent, with such customer groups having a slight increase in turnover from 2019 and domestic institutional clients traded higher for 36.63 percent. The company's customers traded 94.60% in cash and on

a 5.40% credit balance account. In recent years, no reliance on any single customer exceeds 10% of total income.

#### Breakdown of Turnover Classified by Client

Unit : MB

Type of Client	2018		2019		2020	
	Turnover	%	Turnover	%	Turnover	%
Local Retail	369,119.43	89.61	275,826.38	91.31	276,723.17	88.58
Local Institution	42,268.54	10.26	25,798.68	8.54	35,249.95	11.29
Foreign	547.03	0.13	467.94	0.15	418.40	0.13
Total	411,935.00	100.00	302,093.00	100.00	312,391.53	100.00

#### Breakdown of Turnover Classified by Account

Unit : MB

Type of Account	2018		2019		2020	
	Turnover	%	Turnover	%	Turnover	%
Cash Account	395,275.14	95.96	292,748.62	96.91	295,524.00	94.60
Credit Balance Account	16,659.86	4.04	9,344.38	3.09	16,867.53	5.40
Total	339,800.00	100.00	302,093.00	100.00	312,391.53	100.00

Key achievements in underwriting and underwriting in 2019 and 2020 can be summarized as follows:

In 2019, Trinity Securities Company Limited became the lead underwriter of IPO for Absolute Clean Energy Public Company Limited and Bangkok Commercial Asset Management Public Company Limited, and has joined as a joint underwriter of 5 IPOs, namely Kumwell Corporation Public Company Limited, Infraset Public Company Limited, R&B Food Supply Public Company Limited, The Practical Solution Public Company Limited, and Starflex Public Company Limited

In addition, the company is the underwriter of short-term and long-term debentures offered to institutional and / or high net worth investors for 2 companies, namely Power Solution Technology Public Company Limited and S11 Group Company Public Company Limited.

In 2020, Trinity Securities Company Limited became the lead underwriter for IPO to Leo Global Logistics Public Company Limited and joined as a joint underwriter of 6 IPOs, namely JRW. Utilities Public Company Limited, Dee House Pattana Public Company Limited, Peerapat Technology Public Company Limited, Right Tunneling Public Company Limited, Siam Ratchathani Public Company Limited, and Index Inter National Group Public Company Limited

In addition, the company has joined as the underwriter of debentures offered to general investors (PO) and institutional investors and / or high net worth investors (PP (II & HNW)) in total of 4 companies, namely National Power

Supply Public Company Limited, Thai Foods Group Public Company Limited, Sermuang Power Corporation Public Company Limited, and Wind Energy Holding Company Limited

In the private fund management business, the SEC issued 51 licenses to manage private funds. This business is interested by entrepreneurs again, offering to the public with a wide variety of investment potential. Investors have more investment knowledge. Moreover, entrepreneurs have developed and presented investment channels through the application which is easy and convenient to be able to invest abroad. The demand for this service is growing. However, most of the customer base is concentrated in a few big banks, so most entrepreneurs entering the business have their own customer base. Currently, there are 21 securities company operating this business.

As of December 30, 2020, the Company has 103 accounts of private fund management customers, same as in 2019, with total assets increasing from 3,826 million baht at the end of 2019 to 3,950 million baht at the end of 2020. Assets have only increased 3 percent from 2019. Although, in terms of asset value, there is almost no difference from the previous year due to the huge volatility in the stock market from the COVID-19 situation, revenue has increased significantly from 62 million baht in 2019 to 89.5 million baht in 2020, or up to 44 percent due to the ability to generate good yields. Therefore, they receive a higher operating performance fee.

As for private funds investing in foreign securities, as of December 30, 2020, the Company has 49 foreign investment private fund clients, increasing from 28 accounts in 2019. Total assets increased from \$ 4.51 million at the end of 2019 to \$ 8.61 million at the end of 2020, or up 90.91%. Return on investment in 2020 reached 37.25 percent.

### **Securities Business Outlook in 2021**

Based on the following key factors, the 2021 SET Index framework is assessed at a level of 1500-1700.

1) It is expected that policymakers around the world, both in terms of monetary and fiscal policy, will continue to be eased among the risks of the ongoing COVID-19 virus outbreak.

2) From a relaxed monetary and fiscal policy, it will cause liquidity in the world financial system continuously high. It is a factor to support the emerging stock market in the dimension of fund flow.

3) However, the US dollar's short position is quite crowded trade. So if any risk factor suddenly occurs in the market, it may cause the US dollar appreciation quickly.

4) A key factor to monitor is the development of the COVID-19 vaccine after it was initially administered to at-risk individuals in many countries, in particular, the effectiveness of drugs against new viral mutations.

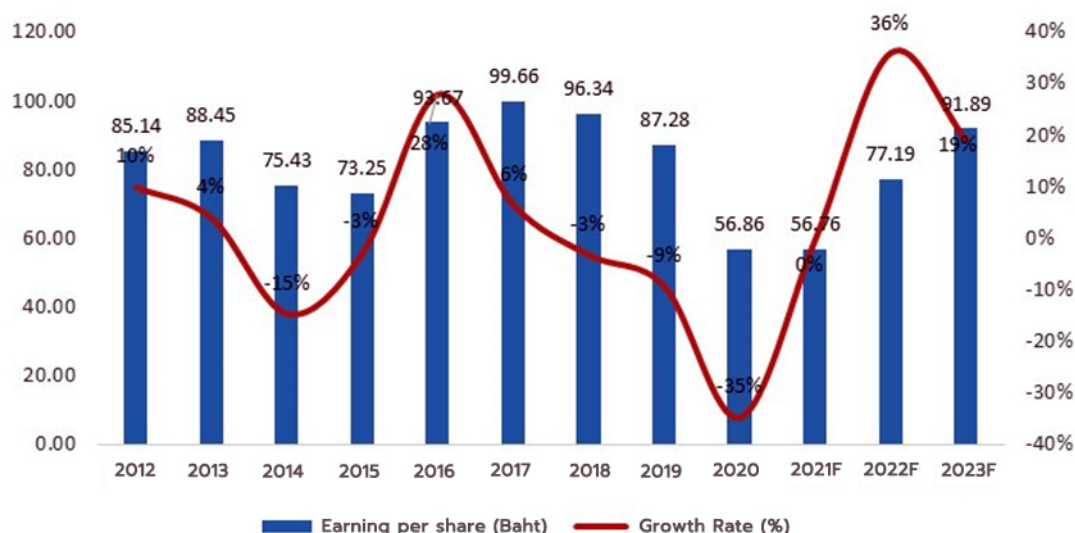
5) Acting as President of the United States Mr. Joe's official Biden may initially face various barriers to legislation, as Republicans still hold a majority in the Senate.

6) Expect growth stocks to outperform in the first half of the year. The global economy is still low growth and there is a downside risk. But when entering the second half, cyclical stocks are expected to reverse outperform on more pronounced signs of economic recovery.

7) The Thai economy is still at risk from the tourism sector, tending to be delayed to foreign tourists.

8) Thai baht continues to stabilize. Further appreciation is a risk factor that may have a significant impact on the export sector.

9) Monitor the development of the political situation in the country. This is expected to continue to be a factor in the investment climate. But as long as no violence has occurred, the impact is expected to be limited.



Source : Bloomberg Consensus

### Competitive outlook

Although the turnover of the market in 2020 grew approximately 28 percent, the competition in the securities business still tends to be more intense, respectively by the average commission rate of the group (excluding the trading of securities company accounts) continued to decline after the commission liberalization. In 2018 it was 0.10 percent, while 2019 was 0.09 percent, and the nine-month period of 2020 was 0.09 percent. Each securities company has to be prepared to maintain its existing customer base and add new customers with a focus on service quality both in providing investment advice and quality securities analysis services, as well as expanding new financial products or services that customers are likely to be interested in investing more broadly to

increase investment opportunities and diversity and increasing the return on investment for customers.

In addition, to reduce the risk of relying on brokerage income, each securities company needs to accelerate or increase their income in other areas, such as interest income from loans to buy securities, profit from investment income, investment banking business income, and income from private fund management business, etc.

In terms of the private fund management business for the year 2021, it is a technological transformation, which will have a direct impact on the business sector. The most influencing factor around the world is the spread of the coronavirus. It continues until the world's population is thoroughly vaccinated. Thailand would be inevitable with the recession. But it is expected that Thailand is expected to have passed the lowest point. The national banks of every country in the world have tried to sustain the economy and subsidize their people by borrowing money to bring money to distribute to the people while the manufacturing sector is still at a standstill, resulting in a bubble environment and the excess liquidity in the world

From the excess liquidity in the system, money naturally has to seek compensation. While the interest on deposits is less than 1 percent, there is massive speculation in all types of securities such as precious metals, Bitcoin, and there is a huge speculative force in securities. These things have happened all over the world. It is not only Thailand. For the year 2021, securities prices are expected to move in accordance with the direction of the foreign fund flow to find a return in the Emerging Market, especially in Asian countries, which are the source of the world's highest GDP growth.

Investment management becomes more difficult under conditions of basic arbitrage. The Stock Exchange of Thailand will fluctuate according to the Fund Flow that has no direction in certain direction. Therefore, in order to invest for a good return, it is to catch the right timing with Fund Flow. The correct selection of securities in this situation may be only a secondary factor. However, the company still adheres to the principle of private fund investment risk management. The company will focus on safety. The client's funds will not be damaged from the loss of the principal and at the same time generating good returns.

### **Competition Strategy in securities business**

The Company has policy to compete in securities business by determining competition strategy to increase revenues, planning to retain customers by offering a full range of services to clients and expand the customer, focusing on developing research reports to provide information on investment with good quality and timely manners, providing a system for clients to assess accurate, complete and timely information in the Company's website ([www.trinitythai.com](http://www.trinitythai.com))

such as deposit and withdrawal of collateral, clearing amount, transaction confirmation. In addition, development of marketing personnel with expertise and good quality in presenting investment alternatives in asset classes.

In the year 2021, the company aims to increase customers through Trinity Smart Wealth services, which help customers to invest under the investment framework that they agree with in order to respond to customers who do not have time to closely monitor the market, There is a plan to distribute mutual funds in a portfolio that includes asset allocation, such as investing in gold funds or diversification in foreign funds to help investment have higher returns and has better sound distribution It also continues to focus on providing fast service by developing a system to make transactions conveniently through the Trinity Member channel, offering private funds investing in foreign securities as well as being an investment advice agent in funds established in Vietnam.

In addition, the Company continues to manage funds with good returns regularly. Investments are managed conservatively, not to seek maximum profit but essentially emphasized the safety and the ability to profit consistently, regardless of the investment conditions to be able to deliver a positive return for investors.

For the year 2021, it is expected to generate a return of approximately 15 percent. With foreign investment through private funds, the popularity has risen dramatically. In the past year, the company plans to expand additional foreign investments through private funds to generate return on investment and diversify risks to customers in addition to investing in Thailand alone.

The company has been in this business for the 16<sup>th</sup> year and has continued to grow in fund size. It is expected that this year's assets under management will meet the target of five billion baht.

### **Competition in Financial Advisory and Underwriting and Underwriting Business**

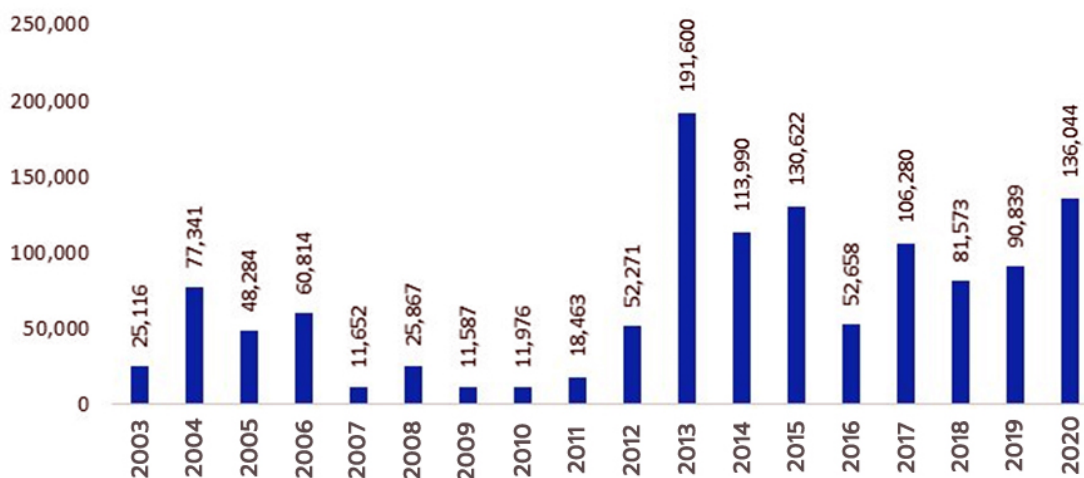
In 2020, a listed company has raised capital by IPO, classified as capital increase ordinary shares, real estate investment trust and infrastructure funds totaling 28 companies (divided into 16 SET-listed companies (14 common shares, 1 real estate investment trust unit and 1 infrastructure mutual fund trusts) and 12 MAI listed new ordinary shares, which is lower than in 2019 with 32 listed companies raising capital in the first market (divided into 15 SET-listed companies and 17 MAI's).

However, the initial market capitalization value was found in 2020 that IPO, real estate investment trust and infrastructure funds were offered for the first time in the amount of 555,599.12 million baht by raising funds through the Stock Exchange (SET) of 540,114.82 million baht and through the MAI market of 15,184.30 million baht. Central Retail Corporation Public Company Limited (CRC), SCG Packaging Public Company Limited (SCGP) and Sri Trang Gloves (Thailand) Public Company Limited (STGT) were the top three companies with the highest

fundraising value in 2020, equal to 55,902.00 million baht, 39,464.25 million baht and 14,904.92 million baht, respectively.

For trends of 2021, it is expected that raising capital by offering ordinary shares, real estate investment trust and infrastructure fund remains promising. At present, there are 16 companies applying for IPO and 9 companies that have been approved for sale.

**Fund raising value of newly listed companies (million Baht)**



### Financial advisory achievements

In 2019, the Investment Banking Department of Trinity Securities Co., Ltd. has acted as a financial advisor to list 2 companies on the Stock Exchange, namely Absolute Clean Energy Public Company Limited and Bangkok Commercial Asset Management Public Company Limited and is in the process of bringing 6 companies listed on the SET and MAI. In addition, it is a financial advisor in merging 4 companies, 1 independent financial advisor, and being the financial advisor in other matters for 3 companies.

Trinity Securities Company Limited received the Best Deal of the Year award for fundraising as a financial advisor and underwriter for listing the company on the stock exchange for Bangkok Commercial Asset Management Public Company Limited at the 2020 SET Awards organized by the Stock Exchange of Thailand.

In 2020, the Investment Banking Department of Trinity Securities Co., Ltd. has served as a financial advisor for listing 1 company on the stock exchange, namely Leo Global Logistics Public Company Limited. In addition, it is also a financial advisor in preparing the disclosure form and annual report of 1 listed company, in issuing and selling debentures for 7 companies and other financial advisory services for 6 companies.

### **Competition Trend**

For the trend of competition in the financial advisory business, at present there are over 75 financial advisory business operators approved by the SEC and a number of independent contractors, resulting in high competition. Therefore, the Company focuses on service quality, experience and expertise of the team, relationship network, and initiatives to present new financial instruments.

### **Competitive strategy**

Trinity Advisory 2001 Company Limited and Investment Banking Department of Trinity Securities Company Limited has a policy to focus on customer in a comprehensive manner by creating a relationship with customers in a corporate client manner, monitoring and providing advisory services continuously in all aspects, providing funding advisory services for both debt and equity instruments Issuing securities from securitization and merger and acquisition. The Company has a policy to study and research new products / services to become new financial instruments, such as derivatives, in the approach to reducing the risk of cost management of the company. The Company believes that with a quality team, experience and expertise in the business, the Company can compete and provide good services to customers.

### **Market Conditions and Competition in the Derivatives Broker Business**

Since the opening of trading in April 2006, trading conditions in the TFEX market have continued to grow. In 2020, the total trading volume was 120,193,573 contracts or an average of 494,624 contracts per day, higher from the year 2019 that had a total trading volume of 104,521,995 contracts or an average of 428,369 contracts per day for the past three years. Trading volume has an average annual growth rate (CAGR) of approximately 4.8 percent. In 2020, Index Futures are the most popular with a trading volume of 47.81 percent of the total number of contracts, followed by Single Stock Futures, which has a trading volume of 39.43 percent of the total number of contracts. The world economy shrinking from the epidemic and the volatility of major currencies resulted in currency futures trading volume increased by 2,130,068, representing an increase of 316.48 percent. Gold Online Futures trading volume increased by 4,133,454 contracts or a 104 percent increase. These two products received the most popularity compared to the others.

The main group of TFEX investors is still retail investors in the country. In 2020, the share of the domestic retail investor volume is 48.38 percent. For local institutional investors and foreign investors, the trading was 25.61 percent and 23.01 percent, respectively.

In 2020, there are 40 companies that are members of Futures Exchange (Thailand) Co., Ltd. acting as an agent for derivatives trading, with the company having market share with the trading volume ranked 31st, accounting for 0.37 percent of total trading volume.

### Summary of Derivatives Transaction

	2018	2019	2020
Trading volume (contracts)	104,422,200	104,521,995	120,193,573
Pending (contracts)	2,440,223	3,330,230	2,194,994
No. of transactions (transactions)	12,722,636	14,737,353	23,147,433
Daily average trading volume (contracts)	426,213	428,369	494,624
Daily average no. of transactions (transactions)	51,929	60,399	95,257

Source: Thailand Futures Exchange Plc.

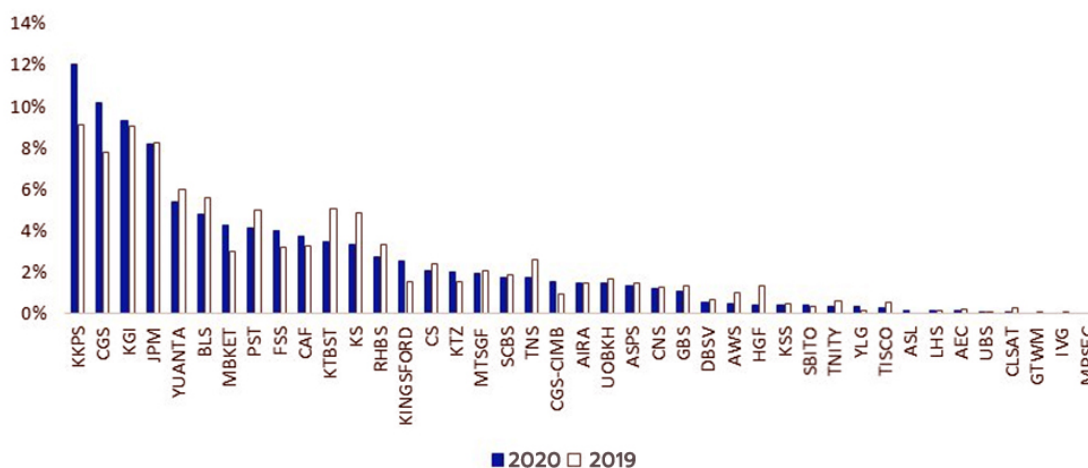
### Breakdown of TFEX Trading Volume Classified by Investor

Unit : Contract

Type of Investor	2018		2019		2020	
	Number of Contract	%	Number of Contract	%	Number of Contract	%
Local retail	52,922,890	50.68	51,164,976	48.95	58,148,645	48.38
Local institutions	37,767,292	36.17	34,744,840	33.24	34,386,029	25.61
Foreign	13,732,018	13.15	18,612,179	17.81	27,658,900	23.01
Total	104,422,200	100.00	104,521,995	100.00	120,193,573	100.00

Source: Thailand Futures Exchange Plc.

### Derivatives Trading Volume and Market Share of TFEX's Members in 2019 and 2020



Source: Thailand Futures Exchange Plc.

### Trend of derivatives brokerage business year 2020

In 2020, the volume of trading in the TFEX market is expected to grow continuously. After the last 3 years, the average growth rate was 4.8% per year. The single stock futures and SET50 Index Futures and Precious Metal Futures are still expected to be popular when compared with other products under the volatile global market conditions.

The Thailand Futures Exchange Public Company Limited (TFEX) plans in 2021 that TFEX will continue to focus on increasing liquidity in SET50 Options, Silver Online Futures, and Japanese Rubber Futures. They were launched in 2020. It supports the development of tools that will make trading easier, such as Option Wizards and Margin Calculation programs for SET50 Options traders or Algorithmic Trading Platform. It will focus on increasing educational activities for investors according to target groups as well as working with the industry to promote learning through various projects.

### **Competitive Strategy**

The company has a policy to penetrate the derivatives brokerage business by determining the competitive strategy in providing efficient trading systems, developing tools, including providing accurate, complete, fast, and prompt information services for customers of the Company to receive information for investment decisions and increase personnel efficiency in order to provide services and facilitate the Company's customers. The company will provide training for staff and customers in order to have knowledge and understanding of investing in new types of instruments.

### **Capital Arrangement**

#### **Source of Capital**

As of 31 December 2020, Trinity Watthana Plc.'s capitals which were derived from the shareholders' equity and borrowings account for 31.67% and 56.57% of its liabilities and shareholders' equity, respectively. In this regard, the borrowings from other financial institutions were served as the Company's working capital and additional capital. In 2020, the Company issued and offered short-term bills of exchange and short-term debentures, including 1.5-2 years term debentures to institutional investors and its major investors in order to raise fund for the Company's and its subsidiaries' business operation. In so doing, the Company strictly followed its policy that any fund raising must be in accordance with the activities and spending purpose.

#### **Funding or Loan Available from Related Persons of Management or Shareholders.**

Trinity Watthana Plc. provides business loans to companies within its Group only whereby interest on these loans is calculated based on the market rate. The Company does not lend or borrow any amounts to and from its management or shareholders.

**Net Capital Rule (NCR)**

Trinity Watthana Plc. has a policy which requires Trinity Securities Co., Ltd. to always maintain a net liquid capital in accordance with the policy of the Office of Securities and Exchange Commission.

In 2018, 2019 and 2020 Trinity Securities Co., Ltd.'s net capital ratios were 35-93 percent, 18-107 percent and 20-126 percent, respectively.

As of 31 December 2020, Trinity Securities Co., Ltd.'s net capital ratio was 57.10 percent. This net capital ratio was consistent with the Office of Securities and Exchange Commission's rule that a net capital ratio must not be less than 7 percent of a company's general liabilities and net liquid capital must not be less than Baht 25 million.

## Risk Factors

### 1. Risks in Securities Business

#### 1) Risks from SET's Fluctuation and Economic Situation in Thailand

As of December 31, 2020, the Company and its subsidiaries have main income from interest income on loans, fee and service income, and fee income for brokerage and derivatives brokerage, accounted for approximately 24.47%, 13.18% and 35.80% of the total revenue. From the aforementioned income structure, the company is exposed to risks from the fluctuation of the stock market and the futures market, including the economic and political conditions in the country and abroad. If these factors adversely affect the confidence, trading volumes of securities and futures contracts will have reduced value. This will also result in a decrease in brokerage fee income for securities and futures contracts.

To cope with the fluctuation, Trinity Watthana Plc. has a policy to invest more in securities, both listed and non-listed securities, lending that has securities as collateral, and to increase its income-generating source by offering a private fund management service, a fixed income trading service and agency service for unit trust in order to provide diversification and reduce risk from dependence on brokerage income. At the same time, the provision of the aforesaid services can be regarded as an offer of additional services to existing clients as well as a market expansion to attract new clients.

#### 2) Risks from Competition in Securities Business and Derivative

It is expected to see an intense competition in the securities business due to a large number of securities broking companies, which are 39 at present and 40 companies of futures Agent Company and major of them have retails based customers. The other factor contributing to the intense competition was that from 1 January 2012, the securities brokerage fee which is calculated based on a sliding scale at present will be liberalized. In 2015, there are two companies that offer service mainly through internet trading and offer service fees that are lower from referred rate.

To compete in providing quality services, Trinity Securities Co., Ltd. has set an objective of actively building and expanding its client base whether individuals, corporate or institutions. This includes emphasizing the quality of research in order to provide clients with high quality and timely information for investment decision. The company is also set to raise the caliber of the marketing team through training. All the new financial products have been introduced and educated to our marketing staff, Sector Futures in order to offer clients more alternatives for investment that will be suited to their needs. The company also establishes a call center to provide clients with various marketing activities, Training for all new financial products, and to assist problem handling.

Communication channels will also be emphasized in expediting the flow of vital information to the clients.

### **3) Risks from Underwriting**

There are 2 methods of underwriting securities: i) Firm Underwriting, the underwriter must sell all of the securities under the guarantee. If the securities cannot be sold completely, the securities underwriter will have to buy the securities themselves. and ii) Best Effort, the underwriter will try to sell as much as possible, and if the securities cannot be sold, the underwriter is not responsible for them. Therefore, the company may face the risk of not being able to distribute or offer the full amount of securities as guaranteed in the case of Firm Underwriting. The company must keep those securities in the investment account, which causes the liquidity to decrease and may cause profits or losses from the sale of securities.

However, in order to reduce any possible risks in the future, the Company has set a policy in relation to its underwriting business; that is, details of the securities, including offering price and market conditions must be thoroughly considered and analyzed, a survey on needs of clients and investors must be conducted, and a securities underwriting proposal must be submitted to the (Firm Commitment) Underwriting Management Committee for consideration prior to giving acceptance to be an underwriter of any securities.

### **4) Risks from Default Payment**

Factors giving rise to risks from clients' default payment in securities business include SET's condition and stock speculation, especially the net settlement trading during a bear market. The Company attempted to reduce the aforesaid risks by placing a strong emphasis on client acceptance consideration process in order to select creditworthy clients. Furthermore, a credit line is established which is commensurate with the client's financial position or collateral balance. Stringent rules for selecting securities for margin loan, requirement for call and forced sale value of collateral are also established and put in place when necessary. Additionally, a strict follow-up and action process will be taken in case where the clients are in default of payment.

As at 31 December 2020, Trinity Securities Co., Ltd.'s debts which exceeded the collateral value and for which doubtful-debt allowance must be set was Baht 62 million or equivalent to 4.22% of the company's capital fund. In this regard, the company had already set allowance for doubtful account for the above debt in full after deducting the collateral value thereof.

## **5) Risks from Investment Due to Change in Securities and Derivatives Prices, Interest Rate and Foreign Exchange Rate**

The Company and its subsidiaries have short-term and long-term investments in securities for trading and available-for-sale, including derivatives in TFEX. These investments are priced at their fair values. The Company calculates the fair value of their investments in securities for trading and available for sales from the last bidding prices of those securities on SET at the end of the last business day of the year, and the fair value of unit trust is calculated from net asset value of the fund at the end of the year. Based on the above calculation method, the value of securities may change in accordance with changes in prices or interest rates on the last business day of the year. In addition to the investments in securities and derivatives, the Company also invests in foreign currency. In order to calculate the value of its investment in foreign currency, the Company bases its calculation on the foreign exchange rate announced on the last business day of the year by the Bank of Thailand or on the forward contract in case that the Company has executed the contract in order to reduce the risk posed by foreign exchange rate.

For the financial statements ended December 31, 2020, the company and its subsidiaries had investments in securities amounting to 912.34 million baht or 18.09 percent of total assets, a decrease from the year 2019 which had investments in securities in the amount of 1,010.73 million baht or 22.95 percent of total asset value. Temporary investments increased from 299.73 million baht to 642.60 million baht, while investments in other long-term securities decreased from 289.89 million baht to 195.31 million baht, and fixed income investments decreased from 390.98 million baht from the year 2019 to 47.15 million baht, which invested in promissory notes, bank-certified bills or avals, and government and private debt instruments. The rest are investments in joint ventures, amounting to 27.27 million baht. In addition, as of December 31, 2020, the fair value of off-balance sheet derivatives in selling position is 280 million baht.

In 2020, the Company and its subsidiaries had a total return on investment of 131.27 million baht, profit from securities trading of 141.88 million baht, loss from derivatives trading of 27.80 million baht, interest and dividends on both trading and available-for-sale securities of 36.15 million baht, loss from sale of investment at fair value through other comprehensive income of 10.93 million baht, increase in unrealized loss in shareholders' equity amount of 13.09 million baht, and interest from investments in associates and joint ventures in the amount of 5.06 million baht.

The short-term and long-term investments in securities and derivatives for which the Company is required to present at their fair values may pose risks from change in prices, foreign exchange rate and interest rates of the securities and derivatives. In this regard, the Company has a policy to control risk and limit loss of each security and each account. Also, the Company requires that its proprietary account manager regularly report the investment strategies and associated risks to the Company's Proprietary Committee so as to ensure that the risks from the Company's investments are at acceptable level.

#### **6) Risks from Staff Turnover**

The Company's main income derives from securities and derivatives business. In 2019 and 2020, the Company has revenues from securities and futures business, accounting for approximately 76.11% and 63.95% of the total revenues of the company and its subsidiaries, respectively. Personnel are regarded as a vital factor for the operation and expansion of the securities and derivatives business which is a service business. It is expected that personnel poaching would become more intense after the liberalization of this industry.

Nevertheless, to reduce this risk, the Company has a policy to enhance knowledge of its personnel at all levels on a continual basis to increase and develop the personnel's competency as well as to cultivate a sense of loyalty in them. Additionally, the Company provides remuneration packages and other standard benefits which are suitable and competitive in the market.

#### **7) Risks from Failure or Disruption of Securities and Derivatives Trading System**

Securities and derivatives trading system is a computer system essential for operating the Company's businesses. Any disruption or failure of the system certainly has direct impacts on clients as well as the Company's operation and credibility.

Presently, the Company has provided a sound and sufficient computer system management and IT staff to support the Company's businesses. In doing so, the Company has set policies and compliances regarding IT security which have been approved by the Company's Board of Directors. Such policies and compliances include an establishment of back-up office (Disaster Recovering Center: DRC) at Rama II branch to provide support in case of the head office's system failure or disruption, a measure to prevent any unauthorized access to significant information, a provision and restoration of back-up information and an installation of security system for the computer center at the head office and back-up office.

## **8) Risks from Business Operating under Strict Rules, Regulations, Notifications and Supervision from the Regulatory Authorities**

Trinity Securities Co., Ltd., and Trinity Advisory 2001 Co., Ltd. are the Company's subsidiaries which operate securities business, financial advisory business and derivatives brokerage business, respectively. These three types of business are under the supervisions of the Office of the Securities and Exchange Commission (SEC), the Stock Exchange of Thailand (SET) and Thailand Futures Exchange Plc. (TFEX). As such, these subsidiaries are required to strictly comply with rules, regulations and notifications, both currently existing and those to be issued in the future, of these three regulatory authorities. The business operations of the three subsidiaries under stringent rules and regulations may pose significant risks and limitations on their business policies, business natures, business strategies, and future operation results.

In addition to the aforementioned risks and limitations, a business operation under stringent rules and regulations may expose these subsidiaries to superfluous responsibility resulting from the mistakes made by their staff, for instance, mistakes from securities trading operation, securities trading, securities underwriting and financial advisory activities. In these cases, each company may be required to be in charge of the fines or penalties or punishment such as warning, deducting score, suspending or canceling license; all of these may adversely affect the Company's operation. However, each of these three companies has established procedures to actively monitor its operation and oversee the conduct of its staff. In this regard, a staff manual and the audit and internal controls have been provided. An effective risk management has been always in place. With these things and activities, the Company is, therefore, confident that any material effects on the Company's operation are kept to the minimum extent. Up until the present, the Company has never faced any problems or accusations which result in a suspension or cancellation of its license.

### **2. Risks from Financial Advisory Business**

In addition to the income from securities business, the Company enjoys incomes from financial advisory service from both Trinity Securities Co., Ltd. and Trinity Advisory 2001 Co., Ltd. and system consulting fee Trinity Intelligence Plus Company Limited. The income from this business comprised 2.39 percent of the combined income of the Company and its subsidiaries. The main risk in financial advisory business is that the company is required to be jointly responsible with its clients for disclosure of true, sufficient and comprehensive information to the public. The company has minimized this risk by focusing on the quality of its service; that is, the staff must be knowledgeable and capable as well as have profound experience so as to provide service to clients correctly and efficiently.

The company also places emphasis on a study of the client's background prior to acceptance of any work.

### **3. Risk to shareholders**

#### **1) Risk from share's liquidity**

As of March 16, 2020, the Strategic Partners and retail investors have held 94,538,063 shares or 47.47 percent and 104,633,963 shares or 52.53 percent of total shares, respectively. Given of less liquidity in Securities Sector due to less interest from investors to other sectors, the risk may arise when the shareholders cannot sell the shares at once with the expecting price.

#### **2) Risk from payment of debts under bills of exchange and debentures**

Risk from payment of debts under bills of exchange and debentures refers to the circumstance when the issuer of bill of exchange and debenture does not have sufficient liquidity to repay the amounts under the bills of exchange and debenture to the holders thereof. This risk occurs when the issuer of bill of exchange and debenture fails to issue and offer new bills of exchange and debentures to raise fund for repayment of the previously-issued bills of exchange and debentures.

However, the company as the issuer of bills of exchange and debentures has sufficient liquidity for repayment due in 2020. As of December 31, 2020, the Company and its subsidiaries have bills of exchange and short-term debentures outstanding of 963 million baht, financial institution creditors of 1,425 million baht, and long-term debentures of 465 million baht, totaling debt of Baht 2,853 million. The new debentures have not been issued and offered for sale. The company still has liquidity from other sources of funds, such as undrawn loan lines from financial institutions amounting to 815 million baht, the sale of investments in listed securities or debt securities that are in good and liquid condition of 710 million baht, and other short-term loans of 1,001 million baht, totaling 2,526 million baht, which is sufficient for loans due within 1 year.

### **4. New Emerging Risks**

#### **1) Risk of Digital Transformation**

Digital technology has played a huge role in the business. In the long run, digital technology change is a risk that can affect the ability to compete. It can also be an opportunity to create new businesses. The company has followed and analyzed trends in digital technology to improve performance and create new business to enhance the competitiveness, such as Big Data Analytic, to analyze the needs and behavior of customers, information on trading and securities to meet the needs of more customers.

## 2) Cyber Security Risks

The use of digital technology increasingly through the Internet causes the business operation to be more vulnerable to cyber threats such as hacking and ransom. The company has set up an IT Security Policy such as information technology classification, confidentiality and data management, guidelines for using social media and email for communications, as well as improved tools to prevent attacks by educating and raising awareness of the various types of threats.

## Shareholding Structure

### 1. The Company's securities and the right for voting

#### Trinity Watthana Public Company Limited

As of December 31, 2020, the Company's registered capital was Baht 1,631,215,955 and the Company's paid-up capital was Baht 995,944,830 which was divided into 199,188,966 ordinary shares with a par value of Baht 5 each. Each Company's ordinary share has equal voting right.

#### Trinity Securities Company Limited

As of December 31, 2020, the company's registered capital was Baht 1,200 million which was fully paid-up and divided into 120,000,000 ordinary shares with a par value of Baht 10 each and the paid-up capital is 10 baht per share for the total of Baht 1,200 million.

### 2. Shareholders

#### Trinity Watthana Public Company Limited

According to the closing of share registration on March 16, 2020, the list of top 10 shareholders are as follows:

No.	Name of Shareholders	Number of Shares	Percentage
1	Mr.Nitipon Chaisakulchai	38,390,625	19.27
2	Com-Link Co.,Ltd. <sup>1</sup>	28,029,375	14.07
3	Mr.Ruangkiat Chantarawareerat	13,882,800	6.97
4	Kovithvathanaphong <sup>2</sup>	10,970,625	5.51
5	Mr.Watchira Tayanaraporn	5,600,000	2.81
6	Mr.Kittipong Chintawaraluck	3,700,800	1.86
7	Mr.Narongsak Maitreepoj	3,300,000	1.66
8	MR. Boonkiat Aursudkij	3,110,900	1.56
9	Mr.Chansak Fuangfu	3,035,137	1.52
10	Mr.Chanya Mahadamrongkul	2,683,125	1.35
	Total	112,815,887	56.64

Remark: 1. Owners of Com-link Co., Ltd. with stakes over 10% include Mr. Siritaj and Mrs. Supin Rojanapruek (19.48%), Mr.Santi Bhirombhakdi (17.50%), Ms. Juthiporn Suksriwong (14.45%), and others (48.57%) 2. Kovithvathanaphong Group refers to Mr. Pakhawat Kovithvathanaphong, Ms. Panipak Kovithvathanaphong and Ms. Pranisa Kovithvathanaphong.

## The Distribution of Shareholders Structure (as of March 16, 2020)

Shares	Number of Shareholders		Number of shares	
	Number of shareholders	Ratio (%)	Number of shares	Ratio (%)
1 – 999	643	26.28	117,057	0.06
1,000 – 10,000	981	40.09	3,995,004	2.01
10,001 -100,000	652	26.64	20,450,468	10.27
100,001 – less than 5% of paid-up shares	168	6.87	94,323,637	47.35
Over 5% of paid-up shares	3	0.12	80,302,800	40.31
<b>Total</b>	<b>2,447</b>	<b>100.00</b>	<b>199,188,966</b>	<b>100.00</b>

**Trinity Securities Company Limited**

The list of top 10 shareholders as of December 31, 2020 are as follows:

No.	Name	Number of Shares	%
1	Trinity Watthana Plc.	119,999,996	99.99
2	Mr.Pakhawat Kovithvathanaphong	1	0.00
3	Mr. Charnchai Kongthongluck	1	0.00
4	Ms. Suwannee Limpanavongsaen	1	0.00
5	Mrs. Niyada Changtrakul	1	0.00
	<b>Total</b>	<b>120,000,000</b>	<b>100.00</b>

**3. Issuance of other securities****3.1 Debenture**

As of December 31, 2020, the Company has short-term debentures with a total value of 522.20 million baht, maturing in 2021, with interest rates of 2.60 - 3.80 percent per annum and long-term debentures with a total value of 465.30 million baht, maturing in 2022 with interest rates of 3.50 - 3.55 per year. All debentures were offered to institutional investors and large investors without collateral and not subordinated

**3.2 Bills of exchange**

As of December 31, 2020, the Company and its subsidiaries issued short-term bills of exchange with a total outstanding face value of Baht 441 million. These bills of exchange matured in year 2021 were offered without collateral provided to institutional investors and the Company's high networth investors.

### 3.3 Warrants to purchase ordinary shares

#### 1) Warrants to purchase ordinary shares issued to shareholders (TNITY-W1)

On March 9, 2018, the extraordinary shareholders' meeting of the Company passed a resolution approving the allocation of warrants to purchase ordinary shares of the Company (TNITY-W1), specified name and transferable to existing shareholders to subscribe for the newly issued ordinary shares in the amount of not more than 98,747,730 units with the following details:

Number of warrants issued and offered	:	98,747,323 Units
Number of warrants subscribed	:	98,747,323 units
Offering price	:	0 baht per unit
Offering method	:	Allocate to the existing shareholders of the Company at the ratio of 2 ordinary shares per 1 unit of warrants.
Exercise ratio and exercise price	:	1 unit of warrant has the right to purchase 1 ordinary share at the price of 5.00 baht per share
Issue date	:	March 22, 2018
Term of Warrants	:	3 years from the date of issuance and offering of warrants
Expiry date	:	March 21, 2021
Exercise date	:	every last business day of March, June, September and December

As of December 31, 2019, the remaining warrants of TNITY-W1 are 97,283,151 units.

#### 2) Warrants to purchase ordinary shares issued to directors Management and staff (TNITY-WA)

On March 9, 2018, the extraordinary shareholders' meeting of the Company passed a resolution approving the allocation of warrants to purchase ordinary shares of the Company for directors, executives and employees of the Company and its subsidiaries (TNITY-WA) for 30,000,000 units with the following details:

Number of securities offered	:	30,000,000 units
Number of shares to be exercised	:	30,000,000 shares
Term of Warrants	:	3 years from the date of issuance of warrants
Allocation date	:	March 23, 2018
Expiry date	:	March 22, 2021
Offering price	:	not worth, 0 baht per unit (zero baht)

Exercise price	:	Baht 5.94 per share (the closing price of the Company's securities (TNITY) average 5 working days after the date that the shareholders have the rights to purchase ordinary shares), except in the case of adjustment of the exercise price under the conditions of rights adjustment.
Exercise ratio	:	1 unit of warrant per 1 ordinary share

As of December 31, 2019, TNITY-WA warrants remaining 25,971,867 units

#### 4. Dividend Payment Policy

The company and its subsidiaries has the following dividend policy:

1. Trinity Watthana Plc. has a policy to pay a dividend of at least 50% of the net profit for the year.

2. Trinity Securities Co., Ltd. has a policy to pay a dividend of at least 30% of the net profit for the year.

3. Trinity Advisory 2001 Co., Ltd. has a policy to pay a dividend at least 10% of the net profit for the year

#### History of Dividend pay-out (Past 3 years)

Year	2018	2019	2020
Net profit per share (Baht)	0.14	0.34	0.49
Dividend to share (%)	0.45*	0.32	0.44
Dividend ratio to net profit (%)	316.61	93.36	90.60

\* Dividend per share of 0.13 baht, paid from net profit and 0.32 baht per share, paid retained earnings

## Management Structure

### 1. Board of Directors

The Company and subsidiaries have many committees such as the Board of Directors, the Audit Committee and the Nomination and Remuneration Committee. The Boards of Directors and Managements of the Company and subsidiaries are comprised of qualified persons possessing all qualifications specified under Section 68 of the Public Limited Company Act B.E. 2535 and the Notification of the Capital Market Advisory Board.

#### A. Trinity Watthana Public Company Limited

##### Directors

As of December 31, 2020, the Board of Directors consists of 12 members, namely

1. Mr.Pakhawat Kovithvathanaphong	Chairman
2. Dr.Panja Senadisai	Independent Director and the Audit Committee and Chairman of the Nomination and Remuneration Committee
3. Mr.Pairote Varophas	Independent Director and the Audit Committee
4. Mr.Abhichart Arbhabhirama	Chairman of the Audit Committee and Independent Director and the Nomination and Remuneration Committee
5. Mr.Kampanart Lohachaloenvanich	Independent Director and the Audit Committee
6. Mr.Surachai Suksriwong*	Director and the Nomination and Remuneration Committee
7. Mr.Nitipon Chaisakulchai	Director and the Nomination and Remuneration Committee
8. Ms. Kanitha Subpa-Asa **	Director and the Nomination and Remuneration Committee
9. Dr.Worata Kongseannitsarar	Director
10. Mr. Sorayouth Prompoj	Independent Director
11. Mr.Charnchai Kongthongluck	Director and CEO
12. Dr.Visit Ongpipatanakul	Director

Note:

\* Mr. Surachai Suksriwong resigned from being a director on January 3, 2020.

\*\* Ms. Kanitha Subpa-Asa was appointed as a Director on August 13, 2020

### Authorized Directors

To bind the Company, two of the following five authorized directors shall sign : Mr.Pakhawat Kovithvathanaphong, Mr.Abhichart Arbhabharama, Mr.Nitipon Chaisakulchai, Mr.Charnchai Kongthongluck and Dr.Visit Ongpipatanakul.

The Company's Board of Directors are in charge of setting the Company's overall policies which will be served as guidelines to be complied with by other companies in the Group. The boards of directors of the companies in the Group, i.e. the Boards of Directors of Trinity Securities Co., Ltd. Trinity Advisory 2001 Co., Ltd. and Trinity Intelligence Plus Co.,Ltd. Trinity One Co.,Ltd. and Asset Back Holding Co.,Ltd. are required to report the operations of their companies directly to the Company's Board of Directors.

### Scope of Roles and Responsibilities of the Board of Directors

1. Perform duties with caution, honesty and operate the business in Accordance with the laws, objectives and regulations of the company as well as the resolutions of the shareholders' meeting.
2. Set objectives vision and goals together with management to be the direction of the business of the Group, control, monitor the operation of the group companies to be in accordance with the rules and regulations of relevant government agencies, assure sufficient disclosure of information to all shareholders and related parties, operate transparently by adhering to ethics, and maximize benefits to shareholders
3. Formulate strategies, policies, plans and budgets of the Group by supporting the appropriate use of innovation and technology and supervise the use of information to add value to the business sustainably. Control and supervise the management of the board of directors of the Group to be in accordance with the policy, except for the matters that the director must obtain approval from the shareholders 'meeting prior to the operation, the matter that the law requires the resolution of the shareholders' meeting, such as capital increase, capital reduction, trading or business transfer of other companies, merging with other companies, amendment to the Memorandum of Association and the regulations on remuneration and gratuities of directors, etc.
4. To set committees in the number deemed appropriate by the Board of Directors to supervise the Company's business as Audit Committee, Nomination and Remuneration Committee and approve duties and responsibilities of sub-committees.
5. Consider the appointment of the Chairman of the Board, and executives in the Chief Executive Officer level, Director, Managing Director of companies in the group and approve duties and responsibilities.

6. To appoint operational committees for certain types of works such as Credit Committee, Private Funds Committee and Proprietary Committee

7. To approve a pledging of any assets or property of the Company or subsidiaries as a collateral or as a part of contingent liability.

8. To approve an execution of any agreement which causes contingent liabilities over the Group companies and whose amount exceeds the limit assigned to the Operational Committee or authorized person.

9. To approve an investment for business expansion and joint venture with other entrepreneurs.

10. Acknowledge important audit reports of the Audit Committee or the Internal Audit and Compliance Department, including the auditor of the company, and set guidelines for improvement in the case of significant mistakes.

11. Determine and review the good corporate governance policy in order for the company to have transparent operations, to have the ability to compete and adapt under changing factors, which will lead to growth, increase value and value for shareholders in the long term with regard to stakeholders, the impact on society and the environment.

The above duties and responsibilities assigned to the Board of Directors do not include an authority allowing the Board of Directors to approve the transactions which may cause the Board themselves or any conflicting parties to have interest or conflict of interest of any manner with the Company. Also, the Board of Directors are required to seek approval from the shareholders for an engagement in any connected transactions and the acquisition or disposition of key assets of the Company in accordance with the stipulations of the Stock Exchange of Thailand.

### **Scope of Roles and Responsibilities of the Board of Directors' Chairman**

1. To be the head of the Company's Board of Directors

1.1 To chair the Board of Directors' meeting.

1.2 To convene and set agenda for each meeting of the Board of Directors by working with the Chief Executive Officer (CEO).

1.3 To provide sufficient time and encourage each director to discuss and exchange opinions fully, independently and prudently whereby the interests of all stakeholders are taken into consideration.

1.4 To build and strengthen a good relationship between the Board of Directors and the Management, to support and ensure that the CEO's and the Management's work are in accordance with the Company's policies and to promote the relationship between the Company, shareholders, other financial institutions and media.

1.5 To supervise and arrange for a performance appraisal of the Board of Directors and committees so that the appraisal's results can be used to enhance the directors' and committee's performance as well as their

knowledge and capacities; to ensure that the directors' performance is efficient and effective.

- 1.6 To supervise and ensure that the Board of Directors' structure and components are appropriate.
- 1.7 To oversee and ensure that the Board of Directors' performance and the Company's operations are in line with good corporate governance, laws, including rules and regulations of the Company, the Office of Securities and Exchange Commission and other related regulatory bodies.

## 2. To lead the shareholders' meeting

To ensure that the shareholders' meeting is conducted in accordance with the Company's articles of association and relevant laws by holding the meeting at appropriate time, providing shareholders with opportunity to express their opinions on an equal basis and ensuring that all issues raised by the shareholders are answered appropriately and transparently.

## 3. To oversee the Company's business operation

- 3.1 To scrutinize the policies, directions, strategic targets and business plans of the Company and subsidiaries which had been prepared by CEO for further proposing to the Board of Directors
  - 3.2 To follow up that the business operations of the Company and subsidiaries are in line with the approved policies and business plans and to oversee that CEO has effectively and efficiently performed his/her duties in accordance with the approved policies.
  - 3.3 To formulate the structure/organization of the Company and subsidiaries, to set the scope of roles, responsibilities and authorization of CEO and other operational committees, including to oversee that CEO and other operational committees has performed in line with the framework provided by the Board of Directors.
4. To consider and promote any new plans or projects in order to enhance the Company's operational efficiency and to make the Company better correspond to any changes.
  5. To build and strengthen network with the Company's key and target clients, including to encourage relevant staff to take care of these clients properly.
  6. To supervise and be a role model in complying with the corporate governance and business ethics of the Company and other relevant regulatory authorities in order to maintain the Company's image and reputation and to sustain the Company's business.
  7. To suggest and propose the Board of Directors to approve an engagement, appointment, transfer or termination of the employment contract made with CEO.

8. To approve the Company's spending of any amount or annual expense budget under his/her approval authority which has been approved by the Board of Directors.

In 2020, the meetings of the Company's Board of Directors and committees as well as attendance record of each director in each meeting can be summarized as follows:

List of Directors	Attendance/Total Meeting			
	Board of Director	Audit committee	The Nomination and Remuneration Committee	Annual General Meeting of Shareholder
1 Dr. Panja Senadisai	7/8	6/6	5/5	1/1
2 Mr. Pairote Varophas	7/8	5/6		1/1
3 Mr. Abhichart Arbhabhira	7/8	5/6	5/5	1/1
4 Mr. Surachai Suksriwong*	0/8		0/5	
5 Mr. Nitipon Chaisakulchai	8/8		5/5	1/1
6 Dr. Worata Kongseannitsarar	7/8			1/1
7 Mr.Kampanart Lohacharoenvanich	8/8	6/6		1/1
8 Mr. Sorayouth Prompoj **	8/8			1/1
9 Ms. Kanitha Subpa-Asa *	4/8			
10 Mr.Pakhawat Kovitvathanaphong	8/8		2/5	1/1
11 Mr.Charnchai Kongthongluck	8/8			1/1
12 Dr.Visit Ongpipattanakul	8/8			1/1
<b>Total Number of Meeting Held</b>	<b>8</b>	<b>6</b>	<b>5</b>	<b>2</b>

Note: \* Mr. Surachai Suksriwong resigned from being a director on January 3, 2020.

\*\* Ms. Kanitha Subpa-Asa was appointed as a Director on August 13, 2020

In the past year, non-executive directors have a meeting among themselves without management when considering the meeting agenda related to management, such as consideration of executive compensation.

## B. Trinity Securities Company Limited

### Board of Directors

As of 31 December 2020, the Board of Directors consists of 9 members, namely

- |                                   |                                                          |
|-----------------------------------|----------------------------------------------------------|
| 1. Mr.Pakhawat Kovithvathanaphong | Chairman                                                 |
| 2. Mr.Abhichart Arbhabhira        | Independent Director and Chairman of the Audit Committee |
| 3. Dr.Panja Senadisai             | Independent Director and Member of the Audit Committee   |

4. Mr.Pairote Varophas	Independent Director and Member of the Audit Committee
5. Mr.Charnchai Kongthongluck	Director
6. Dr.Visit Ongpipatanakul	Director
7. Mrs.Niyada Changtrakul	Director
8. Ms.Suwannee Limpanavongsaen	Director
9. Mrs.Niyada Changtrakul	Director

Note: Ms.Suthang Khonsilpa resigned from being a director on January 5, 2021.

#### **Authorized Directors**

To bind the company, two of the following five authorized directors shall sign: Mr.Charnchai Kongthongluck Dr.Visit Ongpipatanakul Ms. Suthang Khonsilpa Ms. Suwannee Limpanavongsaen and Mrs. Niyada Changtrakul.

#### **Scope of Duties and Responsibilities of the Board of Directors of Subsidiary Companies**

1. Perform duties with caution, honesty and operate the business in accordance with the laws, objectives and regulations of the company as well as the resolution of the shareholders' meeting

2. To review and propose the company's business plan and annual budget to the Chief Executive Officer and further forward to the Board of Directors of Trinity Watthana Plc. for approval and to follow up and supervise the company's operation to be in line with the plan.

3. To approve any change or additions in the company's annual expenditure budget during the period when there is no meeting of the Board of Directors of Trinity Watthana Plc. and to propose such change or additions to the Board of Directors of Trinity Watthana Plc. for acknowledgment in their next meeting.

4. To set, assess and review the company's business strategies to correspond to the company's business plan.

5. To approve any internal authorization. In this regard, the board of directors may authorize any person to take care of this work for them.

6. To approve the company's risk management policies and to ensure that the risk management is implemented in accordance with the policies.

7. To appraise the performance of the company and employees.

The above duties and responsibilities assigned to Board of Directors do not include an authority allowing the Board of Directors to approve the transactions which may cause themselves or any conflicting parties to have interest or conflict of interest of any manner with the Company. Also, the Board of Directors are required to seek approval from the shareholders for an

engagement in any connected transactions and the acquisition or disposition of key assets of the company in accordance with the stipulations of the Stock Exchange of Thailand.

#### Authorization by the Board of Directors

The Meeting of the Board of Directors No. 2/2004 held on 23 February 2004 approved an authorization of two authorized directors to perform any actions for or on behalf of the company. These two authorized directors may then authorize staff of any divisions in the company or subsidiaries to perform any actions for or on behalf of the company within the scope or responsibilities delegated to each staff.

In 2020, the meetings of the boards of directors and committee of Trinity Securities Co., Ltd. as well as the attendance record of each director in each meeting can be summarized as follows:

	List of Directors	Attendance/Total Meeting	
		Board of Directors	Audit Committee
1	Mr.Pakhawat Kovithvathanaphong	8/8	
2	Dr.Panja Senadisai	7/8	5/5
3	Mr.Pairote Varophas	7/8	4/5
4	Mr. Abhichart Arbhabhira	7/8	5/5
5	Mr.Charnchai Kongthongluck	8/8	
6	Dr.Visit Ongpipattanakul	8/8	
7	Ms.Suthang Khonsilpa	5/8	
8	Ms.Suwannee Limpanavongsaen	8/8	
9	Mrs.Niyada Changtrakul	8/8	
	<b>Total Number of Meeting Held</b>	<b>8</b>	<b>5</b>

### C. Trinity Advisory 2001 Company Limited

#### Board of Directors

As of 31 December 2020 the Board of Directors consists of 4 members, namely

- |                                 |          |
|---------------------------------|----------|
| 1. Mr.Pakhawat Kovithvathaphong | Chairman |
| 2. Mr. Charnchai Kongthongluck  | Director |
| 3. Ms. Suthang Khonsilpa        | Director |
| 4. Mrs. Anong Yuvahong          | Director |

### Authorized Directors

To bind the Company, two of the following four authorized directors shall sign together: Mr.Pakhawat Kovithvathaphong, Mr.Charnchai Kongthongluck, Ms.Suthang Khonsilpa and Ms.Anong Yuvahong

### Scope of Duties and Responsibilities of the Board of Directors

The scope of duties and responsibilities of the board of directors of Trinity Advisory 2001 Co., Ltd. is outlined by the scope of duties and responsibilities of the board of directors of subsidiary companies. (See the Scope of Duties and Responsibilities of the Board of Directors of Subsidiary Companies for further details.)

In 2020, the meetings of the boards of directors and committee of Trinity Advisory 2001 Co., Ltd. as well as the attendance record of each director in each meeting can be summarized as follows:

List of Directors		Attendance/Total Meeting
		Board of Director
1.	Mr.Pakhawat Kovithvathaphong	1/1
2.	Mr.Charnchai Kongthongluck	1/1
3.	Ms. Suthang Khonsilpa	1/1
4.	Ms. Anong Yuvahong	1/1

### D. Trinity Intelligence Plus Co.,Ltd.

#### Board of Directors

As of 31 December 2020 the Board of Directors consists of 5 members, namely

1. Mr.Charnchai Kongthongluck	Chairman
2. Ms.Suwannee Limpanavongsaen	Director
3. Mrs.Niyada Changtrakul	Director
4. Ms. Suthang Khonsilpa	Director
5. Mr.Nattawut Naruekatpichai	Director

### Authorized Directors

To bind the Company, two of the following five authorized directors shall sign together: Mr. Charnchai Kongthongluck, Ms.Suwannee Limpanavongsaen, Mrs. Niyada Changtrakul and Ms. Suthang Khonsilpa and Mr.Nattawut Naruekatpichai

### Scope of Duties and Responsibilities of the Board of Directors

The scope of duties and responsibilities of the board of directors of Trinity Advisory 2001 Co., Ltd. is outlined by the scope of duties and responsibilities of the board of directors of subsidiary companies. (See the Scope of Duties and Responsibilities of the Board of Directors of Subsidiary Companies for further details.)

In 2020, the meetings of the boards of directors and committee of Trinity Intelligence Plus Co., Ltd. as well as the attendance record of each director in each meeting can be summarized as follows:

<b>List of Directors</b>	<b>Attendance/Total Meeting</b>
	<b>Board of Director</b>
1. Mr.Charnchai Kongthongluck	2/2
2. Ms.Suwannee Limpanavongsaen	2/2
3. Mrs.Niyada Changtrakul	2/2
4. Ms. Suthang Khonsilpa	1/2
5. Mr.Nattawut Naruekatpichai	2/2
<b>Total Number of Meeting Held</b>	<b>2</b>

### E. Trinity One Co.,Ltd.

#### Board of Directors

As of 31 December 2020 the Board of Directors consists of 3 members, namely

Mr. Pakhawat Kovithvathaphong	Chairman
Mr. Charnchai Kongthongluck	Director
Dr. Visit Ongpipattanakul	Director

#### Authorized Directors

To bind the Company, two of the following Three authorized directors shall sign together: Mr. Pakhawat Kovithvathaphong, Mr. Charnchai Kongthongluck and Dr.Visit Ongpipattanakul

### Scope of Duties and Responsibilities of the Board of Directors

The scope of duties and responsibilities of the board of directors of Trinity one Co., Ltd. is outlined by the scope of duties and responsibilities of the board of directors of subsidiary companies.(See the Scope of Duties and Responsibilities of the Board of Directors of Subsidiary Companies for further details.)

In 2020, the meetings of the boards of directors and committee of Trinity One Co., Ltd. as well as the attendance record of each director in each meeting can be summarized as follows

<b>List of Directors</b>	<b>Attendance/Total Meeting</b>
	<b>Board of Director</b>
1. Mr.Pakhawat Kovithvathaphong	1/1
2. Mr.Charnchai Kongthongluck	1/1
3. Dr.Visit Ongpipattanakul	1/1
<b>Total Number of Meeting Held</b>	<b>1</b>

#### **F. Asset Back Holdings Company Limited**

##### **Board of directors**

As of December 31, 2020, the Board of Directors consists of 3 persons as follows:

1. Mr. Chanchai Kongthonglak Chairman of the Board
2. Mrs. Niyada Changtrakul Director
3. Ms. Suwannee Limpanawongsaen Director

##### **Authorized Director**

The authorized directors of the Company are two of the three directors who sign together.

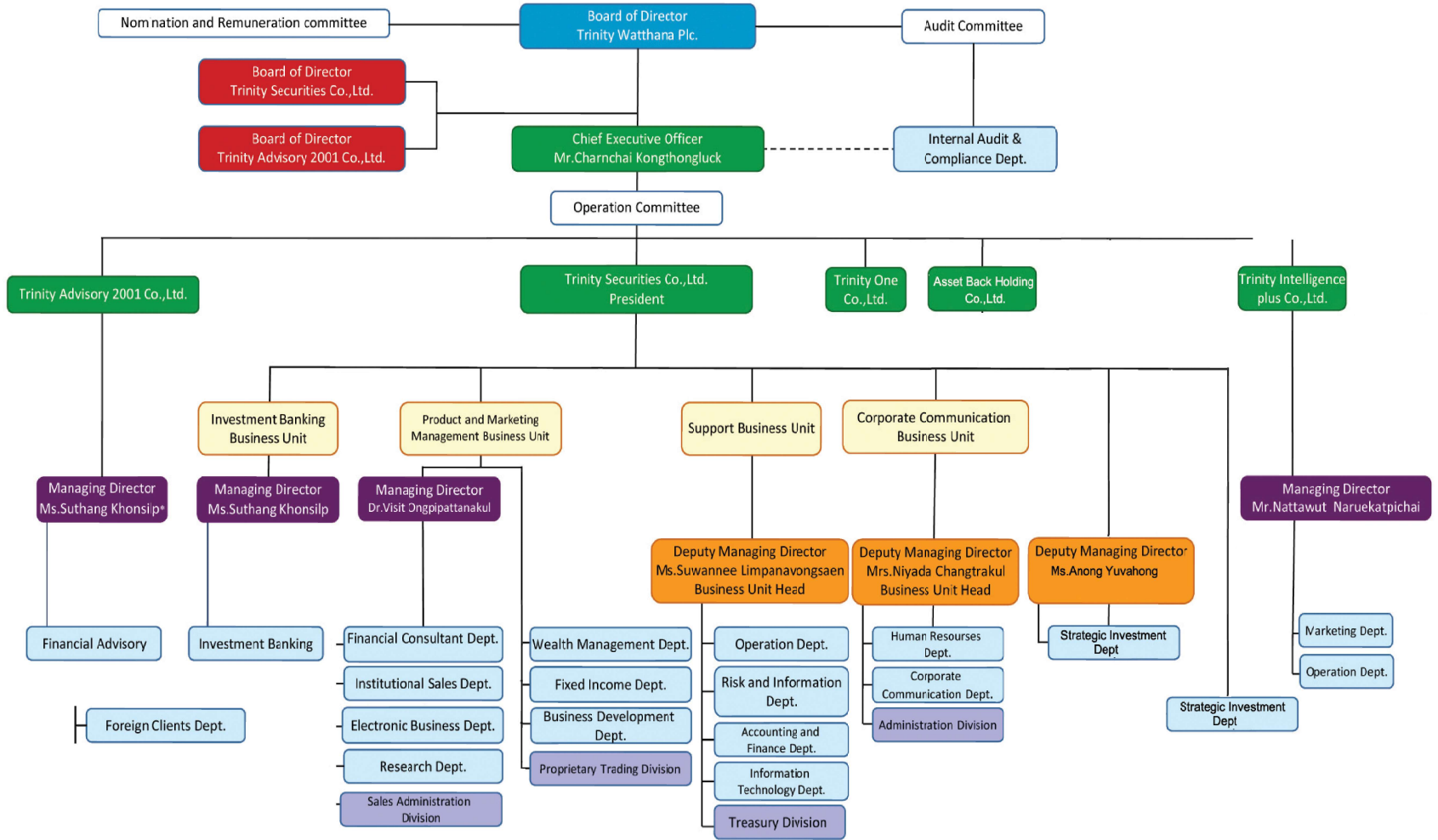
##### **Scope of Duties and Responsibilities of Directors**

The powers and duties of the Board of Directors will be in accordance with the scope of duties and responsibilities of the Board of Directors in the group. (Please see details in the Scope of Duties and Responsibilities of the Board of Directors of the Group)

In 2020, Asset Back Holding Company Limited has held meetings and the number of times each director attended each committee meeting, which can be summarized as follows:

<b>List of Directors</b>	<b>Attendance/Total Meeting</b>
	<b>Board of Director</b>
1 Mr. Chanchai Kongthonglak	1/1
2 Mrs. Niyada Changtrakul	1/1
3 Ms.Suwannee Limpanawongsaen	1/1

## Management Organization Structure



Remark \* Staff of TrinitySecurities Co.,Ltd.

### **A. Trinity Watthana Public Company Limited.**

Trinity Watthana Plc. appointed Mr. Charnchai Kongthongluck, an executive director, to be the Company's Chief Executive Officer (CEO) to liaise, supervise and ensure that the business operations of subsidiaries are consistent with the policies set by the Company's Board of Directors.

The Company does not have a management team given the nature of the Company's business as a holding company. The investment in listed companies has been prudently supervised and risk management overseen by the Proprietary Committee and the President of Trinity Securities Co., Ltd. Therefore there is no specific committee assigned for the tasks.

#### **Scope of Duties and Responsibilities of the Chief Executive Officer**

1. To carefully prepare and propose the Company's business plan and annual budget to the Chairman and the Company's Board of Directors for approval and to follow up and supervise the Company's operation to be in line with the plan.

2. Set strategic direction and goals and propose policies, management plan both within the company and other companies in the group, including being responsible for operating results in accordance with the policies ,strategic goals and the plan approved by the Board of Directors.

3. To make decision on any activities relating to the Company's operation.

4. To approve the appointment of the members for the operational committee such as Credit Committee Investment Committee and Proprietary Committee and delegate the roles responsibilities and authorization to the committee as designated by the Board of Directors.

5. To consider and allocate remuneration which had been approved by the Nomination and Compensation Committee and the Company's Board of Directors to the Management, employees and staff including any persons performing works for the Company.

6. To propose an appointment, transfer or terminate the employment contract of any Presidents and Managing Director to the Company's Board of Directors.

7. To approve an engagement, appointment, transfer and termination of employment contract made with any employees, including to determine wages, salaries and remunerations of the Company's staff, ranging from general staff to the president based on appropriate norms. In this regard, the Chief Executive Officer may appoint an authorized person to discharge this duty on his/her behalf.

8. To propose an annual remuneration budget for the Company's staff which is appropriate, reflective of the Company's performance and competitive

within the industry to the Nomination and Compensation Committee for consideration and approval.

9. To manage risks from the Company's business operation in accordance with the policies and report the risk management to the Company's Board of Directors for acknowledgement.

10. To approve the Company's spending of any amount or annual expense budget under his/her approval authority which has been approved by the Company's Board of Directors.

The above duties and responsibilities assigned to the Chief Executive Officer do not include an authority allowing the Chief Executive Officer to approve the transactions which may cause himself/herself or any conflicting parties to have interest or conflict of interest of any manner with the Company. Also, the Chief Executive Officer is required to seek approval from the shareholders for an engagement in any connected transactions and the acquisition or disposition of key assets of the Company in accordance with the stipulations of the Stock Exchange of Thailand.

#### **B. Trinity Securities Company Limited**

As of December 31, 2020 the Top Management consists of 9 members, namely

1. Mr.Pakhawat Kovithvathaphong	Chairman
2. Mr.Charnchai Kongthongluck	President
3. Dr. Visit Ongpipatanakul	Managing Director Product and Marketing Business Unit
4. Ms.Suthang Khonsilpa	Managing Director Investment Banking
5. Mrs.Niyada Changtrakul	Deputy Managing Director Corporate Communication Business Unit
6. Ms.Suwannee Limpanavongsaen	Deputy Managing Director Support Business Unit
7. Mr.Woravit Sinyoo	Deputy Managing Director Financial Consultant Department
8. Ms.Anong Yuvahong	Deputy Managing Director Investment Banking Department
9. Mrs.Kaewkamol Tantixalerm	Deputy Managing Director Wealth Management Department

### Scope of Duties and Responsibilities of President

1. To propose business plan and annual budget to the Chief Executive Officer and the subsidiaries' boards of directors for consideration.
2. To supervise and ensure that the company's operation is in line with the stipulated plan and policies.
3. To perform internal management including finance, marketing, human resources and other operation works.
4. To jointly make a decision with the Chief Executive Officer with regard to any activities relating to the company's operation.
5. To jointly make a decision with the Chief Executive Officer with regard to an allocation of remunerations/rewards, approved by the company's board of directors to the company's staffs or employees or any persons working for the company.
6. To manage risks in accordance with the policies and propose the report thereof to the company's board of directors for acknowledgement.
7. To approve the expenses within the limit or annual expenditure budget approved by the company's board of directors.

The above duties and responsibilities assigned to the President do not include an authority allowing the president to approve the transactions which may cause his/herself or any conflicting parties to have interest or conflict of interest of any manner with the company. Also, the president is required to seek approval from the shareholders for an engagement in any connected transactions and the acquisition or disposition of key assets of the company in accordance with the stipulations of the Stock Exchange of Thailand.

### Management's Authority

The company authorizes the Management to approve any disbursement of expense, amortization and a handling of losses from operation within the amount levels as outlined below:

Type of Transaction	Amount (Baht)	Authorized Persons
1. Amortization of loss from sale or depreciation of assets*	Less than Baht 500,000	Chairman, Chief Executive Officer or President or Managing Director , totaling two persons
	Less than Baht 200,000	Chairman, Chief Executive Officer or President or One Managing Director
	Less than Baht 50,000	One Deputy Managing Director or any person of higher rank

Type of Transaction	Amount (Baht)	Authorized Persons
2. Error expense arising from error trading	Less than Baht 10 Million	Chairman, Chief Executive Officer or President or Managing Director , totaling two persons
	Less than Baht 200,000	Chairman, Chief Executive Officer or President or One Managing Director
	Less than Baht 50,000	One Deputy Managing Director or any person of higher rank
	Less than Baht 20,000	One Deputy Managing Director or Executive Director
	Less than Baht 10,000	A Head of Sales or Branch Manager or any person of higher rank

\*To write-off loss from disposal or allowance of key assets of the company includes receivables or investment, the Management is required to propose this transaction to the Board of Directors for consideration prior to take action.

In case of capital expenditure, the Management is required to prepare an annual capital expenditure budget to seek approval from the Board of Directors of Trinity Watthana Plc. with an exception for an urgent case where no budget is available and the required expense is less than 20% of the annual capital expenditure budget. In such case, approval from Chairman or chief Executive Director or President or Managing Director ,totaling two persons is required for the expense exceed Baht 10,000 if the expense is less than Baht 10,000, the approval is required for one Deputy Managing Director.

### C. Trinity Advisory 2001 Company Limited

As of December 31, 2020 the Board of Directors consists of 3 members, namely

- |                                 |                    |
|---------------------------------|--------------------|
| 1. Mr.Pakhawat Kovithvathaphong | Chairman           |
| 2. Ms.Suthang Khonsilpa         | Managing Director  |
| 3. Mrs.Pimwi-on Jangjamjitt     | Executive Director |

### Company Secretary

The Board of directors has appointed Ms.Suwanee Limpanavongsaen, Deputy Managing Director, Support Business Unit to perform the role of Company Secretary and directly report to Chief Executive Officer with the required qualification as follows:

- Graduate in Laws or Accounting
- Experience in Corporate Secretary job or attend the training course for Corporate Secretary.

### **Duties and Responsibilities**

1. Co-ordinations and assisting in Board's activities to monitor accordance to the laws, rules and regulations, the resolution of Board of Directors and Shareholders meetings.
2. Preparing and filing the registration of Directors.
3. Preparing and filing notices calling, agenda, documents, minutes of Board of Directors meeting in accordance with the laws and regulations.
4. Preparing and filing notices calling, agenda, documents, minutes of Shareholders meeting in accordance with the laws and regulations.
5. Providing basic advice pertaining to the laws and regulations governing the securities business among the Board of Directors to perform efficiently as Directors for the benefit of the Company.
6. Responsible for preparing and filing 56-1 form and 56-2 form.
7. Filing the report from the Directors and Executives on their conflict of interest as required by Laws.

### **Management's Remuneration**

#### **A) Trinity Watthana Public Company Limited**

##### **1. Cash Remuneration**

###### **Directors**

In 2020, 11 members of the Company's Board of Directors collectively received meeting allowance in the total amount of Baht 4,820,000 and directors' bonus for year 2019 in the amount of Baht 5,980,000. For the directors' bonus for year 2020, the Company reserved Baht 7,500,000 in accordance with the resolution passed by the Board of Directors' Meeting No. 1/2021. The remuneration provided to each director in 2018 were shown below.

### A. Meeting Allowance

Directors	Position	Board of Director	Audit Committee	The Nomination and Remuneration Committee	Total 2020
Mr.Pakhawat Kovithvathanaphong	Chairman	720,000	-	-	720,000
Dr. Panja Senadisai	Director Audit Committee and The Nomination and Remuneration Committee	240,000	300,000	-	540,000
Mr. Pairote Varophas	Director and Audit Committee	240,000	300,000	-	540,000
Mr. Abhichart Arbhabharama	Director and Audit Committee	240,000	600,000	-	840,000
Mr. Kampanart Lohacharoenvanich	Director and Audit Committee	240,000	300,000	-	540,000
Mr. Surachai Suksriwong	Director and The Nomination and Remuneration Committee	240,000	-	240,000	480,000
Mrs. Kanitha Subpa-Asa *	Director and The Nomination and Remuneration Committee	100,000	-	100,000	200,000
Mr. Nitipon Chaisakulchai	Director and The Nomination and Remuneration Committee	240,000	-	240,000	480,000
Dr. Worata Kongseannitsarar	Director	240,000	-	-	240,000
Mr. Sorayouth Prompoj	Director	240,000	-	-	240,000
Mr.Charnchai Kongthongluck	Director	240,000	-	-	240,000
Dr.Visit Ongpipatanakul	Director	240,000	-	-	240,000
<b>Total</b>		<b>2,980,000</b>	<b>1,500,000</b>	<b>340,000</b>	<b>4,820,000</b>

Remark \* Ms. Kanitha Subpa-Asa was appointed as a Director on August 13, 2020

### B. Cash Remuneration

Director	Position	2020
Mr. Pakhawat Kovithvathanaphong	Chairman	780,000
Dr. Panja Senadisai	Director Audit Committee and Chairman of The Nomination and Remuneration Committee	520,000
Mr. Pairote Varophas	Director and Audit Committee	520,000
Mr. Abhichart Arbhabharama	Director and Chairman of Audit Committee	520,000

Director	Position	2020
Mr. Kampanart Lohacharoenvanich	Director and Audit Committee	520,000
Mr. Surachai Suksriwong	Director and The Nomination and Remuneration Committee	520,000
Mr. Nitipon Chaisakulchai	Director and The Nomination and Remuneration Committee	520,000
Dr. Worata Kongseannitsarar	Director	520,000
Mr. Sorayouth Prompoj	Director	520,000
Mr. Charnchai Kongthongluck	Director	520,000
Dr. Visit Ongpipatanakul	Director	520,000
<b>Total</b>		<b>5,980,000</b>

## Management

-None-

### 2. Other Remunerations

#### Directors

In 2019 and 2020 the Company provided a Directors and Officers Liabilities Insurance for the Company and subsidiaries in the amount of Baht 50 million. Furthermore, the company has provided the welfare for expenses incurred while admit in the hospital in addition with the Life Insurance and Accidental Insurance coverage per director for the amount of Baht 900,000 and Baht 3,600,000 respectively.

On March 9, 2018, an extraordinary meeting of the shareholders of the Company passed a resolution approving the allocation of warrants for the purchase of the Company's ordinary shares to the directors, executives, and employees of the Company and its subsidiaries (TNITY-WA) in the amount of 30,000,000 units.

### B) Trinity Securities Company Limited

#### 1. Cash Remuneration

##### Directors

-None-

##### Management

Type of Remuneration	2019		2020	
	No. of Management	Amount	No. of Management	Amount
Salary and Bonus	9	62,062,367	9	67,295,356
Provident Fund Contribution and Others	9	11,051,969	9	12,767,617

## **2. Other Remunerations**

### **Directors and Management**

In 2019 and 2020, the Company provided a Directors and Officers Liabilities Insurance for the Company and subsidiaries in the amount of Baht 50 million.

## Board of Directors TRINITY WATTHANA PLC.



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**01. Mr. Pakhawat Kovithvathanaphong**  
Chairman

**02. Dr. Panja Senadisai**

Independent Director and  
Member of the Audit Committee and  
Chairman of the Nomination and  
Remuneration Committee

**03. Mr. Pairote Varophas**

Independent Director and  
Member of the Audit Committee



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**04. Mr. Abhichart Arbhahirama**

Independent Director and  
Chairman of the Audit Committee and  
Member of the Nomination  
and Remuneration Committee

**05. Mrs. Kanitha Subpa-Asa**

Director and Member of the  
Nomination and Remuneration Committee



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**06. Mr. Nitipon Chaisakulchai**

Director and Member of the  
Nomination and Remuneration Committee

**07. Dr. Worata Kongseannitsarar**

Director

**08. Mr. Sorayouth Prompoj**

Independent Director



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**09. Mr. Kampanart Lohacharoenvanich**

Independent Director and  
Member of the Audit Committee

**10. Mr. Charnchai Kongthongluck**

Director and Chief Executive Officer

**11. Dr. Visit Ongpipatanakul**

Director

## Mr. Pakhawat Kovithvathanaphong



1

Chairman (Authorized Director)

**Age :** 71 Years

**No.of share and holding% :** 7,111,250 Shares 3.57%

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- Bachelor Degree, Faculty of Economics, Thammasat University
- MBA (Finance), Wharton School, University of Pennsylvania, U.S.A.

### Qualification :

- Certificate of Director Certification Programme (DCP)
- Certificate of National Defense College (Joint Program with Private Sector)
- Certificate of Capital Market Academy (CMA)
- Corporate Governance for Capital Market Intermediaries (CGI)
- Certificate of Senior Executive Program in Energy Science by Thailand Energy Academy

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2016 - Present	Chairman, Trinity Watthana Plc.
2001 - 2016	Director and Chief Executive Officer, Trinity Watthana Plc.
2001 - Present	Chairman, Trinity Securities Co.,Ltd.
2011 - Present	Chairman, Trinity Advisory 2001 Co.,Ltd.
2018 - Present	Director, Trinity One Co.,Ltd.
2018 - Present	Independent Director and Member of Audit Committee, PCS Machine group Holding Pls.
2017 - Present	Independent Director, Dusit Thani Plc.
2019 - Present	Investment Committee, Dusit Thani Plc.
2000 - Present	Chairman of the Audit Committee and Independent Director, Land and Houses Plc.
2000 - 2016	Chairman of the Nomination and Remuneration Committee, Land and Houses Plc.
2016 - 2018	Independent Director and Member of the Audit Committee, Thai Rubber Latex Corporation (Thailand) Plc.
2011 - 2016	Independent Director, Thai Rubber Latex Corporation (Thailand) Plc.

#### Companies and other organizations

2020 - Present	Director and Member of the Nomination and Remuneration Committee, Tris Rating Co.,Ltd.
2014 - Present	Director, Sukhumvit 62 Medical Limited.
2017 - Present	Chairman, Smart ID Group Co.,Ltd.
2010 - Present	Advisor, Association of Thai Securities Company
2009 - Present	Advisor, Thai Listed Companies Association
2008 - Present	Advisor to Financial Economics : Master Program , National Institute Development Administration (NIDA)
2000 - Present	Performance and Agreement Committee, State Enterprise Policy Office Ministry of Finance
2010 - 2017	Director and Chairman, Company Strategy, TSFC Securities Public Co.,Ltd
2016 - 2017	Vice Chairman, The Thai Bond Market Association.
2011 - 2016	Director, The Thai Bond Market Association
2009 - 2019	Advisor, Thai Listed Companies Association

## Dr. Panja Senadisai



Independent Director and  
Member of the Audit Committee and  
Chairman of the Nomination and Remuneration Committee

**Age :** 72 Years

**No.of share and holding% :** 84,375 shares 0.04%

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- Master Degree, Business Administration, Suffolk University, USA.
- Ph.D. of Business Administration Industry, Faculty of Administration and Management, King Mongkut's Institute of technology Ladkrabang

### Qualification :

- Certificate of Director Certification Program (DCP) 2002
- Certificate of Audit Committee Program (ACP) 2004
- Certificate of Role of the compensation Committee Program 2007
- Certificate of Capital Market Academy (CMA)
- Certificate of Corporate Governance for Directors and Executives Public Director Institute (PDI)
- Certificate of Top Executive Program in Commerce and Trade (TEPCoT)
- Corporate Governance for Capital Market Intermediaries (CGI)
- Certificate of Risk Management Program for Corporate Leaders 2018

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2002 - Present	Independent Director and Member of the Audit Committee and Chairman of the Nomination and Remuneration Committee, Trinity Watthana Plc.
2002 - Present	Independent Director and Member of the Audit Committee, Trinity Securities Co., Ltd.
2005 - Present	Director, Chairman of the Audit Committee, Pylon Plc.
1983 - Present	Director, Chairman of the Audit Committee and member of the Remuneration Committee, Somboon Advance Technology Plc.
1983 - Present	Director, KCE Electronics Plc.
2003 - 2014	Director and Member of the Audit Committee, Rasa Property Development Plc.

#### Companies and other organizations

2017 - Present	Director, PAE (Siam) Co.,Ltd.
Oct 2020 - Present	Director, Sukhumvit 62 Medical Limited.

### Mr. Pairote Varophas



Independent Director and Member of the Audit Committee

**Age :** 69 Years

**No.of share and holding% :** 14,062 shares 0.007%

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- Bachelor Degree, Faculty of Commerce and Accountancy, Thammasart University
- Master of Marketing and Finance Northwestern University, U.S.A

#### Qualification :

- Certificate of Director Certification Program (DCP)
- Anti-Corruption: The Practical Guide (ACPG) 2016 by Thai Institute of Directors (IOD)
- Corporate Governance for Capital Market Intermediaries (CGI) # 11/2016 by Thai Institute of Directors (IOD)
- Boards that Make a Difference (BMD) # 1/2016 by Thai Institute of Directors (IOD)
- Seminar AC HOT UPDATE CG prepare for a new era towards sustainability by Federation of Accounting Professions
- R-ACF-Audit Committee Forum 2017 by Thai Institute of Director

#### Professional Experience (Last 5 Years)

##### Listed companies and companies in the group

2002 - Present	Independent Director and Member of the Audit Committee, Trinity Watthana Plc.
2005 - Present	Independent Director and Member of the Audit Committee, Trinity Securities Co., Ltd
2002 - 2004	Independent Director, Trinity Securities Co., Ltd

##### Companies and other organizations

2005 - Present	Chairman, Siam Appraisal and service Co., Ltd.
2016 – May 2020	Independent Director and Member of the Audit Committee Sriracha Green Point Company Limited
2016 - 2017	Independent Director and Member of the Audit Committee , TVD Shopping Co., Ltd.

## Mr. Abhichart Arbhabhrama



Independent Director and Chairman of the Audit Committee and Member of the Nomination and Compensation Committee (Authorized Director)

**Age :** 74 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- Bachelor of Laws Thammasat University

### Qualification :

- The Thai Bar - Institute of Legal Education

- Corporate Governance for Capital Market Intermediaries (CGI) # 15/2016 by Thai Institute of Directors (IOD)

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2016 - Present	Independent Director and Chairman of the Audit Committee and Member of the Nomination and Remuneration Committee ,Trinity Watthana Plc.
2004 - 2016	Independent Director and Member of the Audit Committee and Member of the Nomination and Remuneration Committee ,Trinity Watthana Plc.
2005 - Present	Independent Director and Chairman of the Audit Committee, Trinity Securities Co., Ltd
2013 - 2016	Chairman of the Audit Committee and chairman of the Nomination and Remuneration Committee, Inter Far East Plc.

### Companies and other organizations

2000 - Present Lawyer and Legal Counsel

## Mrs.Kanitha Subpa-Asa



Director and Member of the Nomination and Compensation Committee

**Age :** 65 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- MBA (Finance), Wharton School University of Pennsylvania U.S.A.

### **Qualification :**

- Certificate of Director Certification Programme (DCP),
- Certificate of Capital Market Academy (CMA)

### **Professional Experience (Last 5 Years)**

#### **Listed companies and companies in the group**

- |                    |                                                                                           |
|--------------------|-------------------------------------------------------------------------------------------|
| Aug 2020 - Present | Director and Member of the Nomination and Compensation Committee<br>Trinity Watthana Plc. |
| 2012 - 2018        | Director, Trinity Watthana Plc.                                                           |

#### **Companies and other organizations**

- |                |                                                                 |
|----------------|-----------------------------------------------------------------|
| 2007 - Present | Director, BSY Group Plc.<br>Director, BSY Construction Co.,Ltd. |
| 2014 - 2016    | Director, Comlink Co.,Ltd.                                      |
| 2011 - 2014    | Director, SSUT Co.,Ltd.                                         |

## Mr. Sorayouth Prompoj



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Independent Director

**Age :** 71 Years

**No.of share and holding% :** 511,300 Shares 0.25 %

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- Bachelor Degree, Political Sciences , Oakland University
- Master Degrees, Asia Studies , University of Michigan
- Honorary Doctorate Degree, Faculty of Humanities Pangasinan State University

**Qualification :**

- Certificate of Capital Market Academy (CMA)
- Certificate of National Defense College (Joint Program with Private Sector)

**Professional Experience (Last 5 Years)**

**Listed companies and companies in the group**

2018 - Present Independent Director Trinity Watthana Plc.

**Companies and other organizations**

2014 - Present Director, GT Dentra Co.,Ltd.  
Director, Gaud Gun Glom Co.,Ltd.

2012 - Present Director, P&T Collect co.,Ltd.

2013 - 2016 Advisor, The Precision Dentis Lab Co.,Ltd.

## Mr. Nitipon Chaisakulchai



Director Member of the Nomination and Remuneration Committee  
(Authorized Director)

**Age :** 57 Years

**No. of share and holding% :** 38,390,625 Shares 19.27 %

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- Faculty of Medicine Chulalongkorn University **Qualification :**
- Certificate of Director Certification Programme (DCP)

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2015 - Present Director and Member of the Nomination and Remuneration Committee  
Trinity Watthana Plc.

#### Companies and other organizations

2019 - Present Director Kanisara Co.,Ltd  
Director Chanapattana Co.,Ltd

2002 - Present Director, Nitipon Clinic Co.,Ltd.

2015 - Present Director, Nitipon International Distribution Ltd.

2014 - Present Director, Nitipon International Holding Ltd.  
Chairman, Nitipon International Group Ltd.

2012 - Present Director, Nitipon Channel Co.,Ltd.

2004 - Present Director, Venus Clinic Co.,Ltd.

2003- Present Director, Nitipon Vejgum Co.,Ltd.

2016 - Present Director General Distribution Co.,Ltd.

2014 - Present Director Nitipon International Holding Ltd.

## Dr. Worata Kongseanitsara



### Dr. Worata Kongseanitsara

Director

**Age :** 56 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- Master Degree Faculty of Business Administration International Business, University of the Thai Chamber of Commerce
- Ph.D. of Business Asian Institute of Technology (AIT)

**Qualification :** Certificate of Director Certification Programme (DCP)

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2015 - Present Director, Trinity Watthana Plc.

2018 - Present Director, China - Asean Commercial Trade Association

#### Companies and other organizations

2016 - 2017 Director, Sino RH Capital Co.,Ltd.

2013 - 2016 Head of Business Development Dept., Nitipon International Group

## Mr. Kampanart Lohacharoenvanich



Independent Director and Member of Audit Committee

**Age :** 70 Years

**No.of share and holding% :** 610,056 Shares 0.31 %

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- Bachelor Degree , Faculty of Economics, Thammasart University
- Master of Economics Kansas State College of Pittsburg , U.S.A.
- Qualification :**
- Certificate of Capital Market Academy (CMA)
- Certificate of Director Certification Program (DCP)
- Certificate of DAP (2002) by Thai Institute of Directors (IOD)

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

- |                |                                                                                                                  |
|----------------|------------------------------------------------------------------------------------------------------------------|
| 2016 - Present | Independent Director and Member of the Audit Committee, Trinity Watthana Plc.                                    |
| 2018 - Present | Director and Chairman of Audit Committee, Nirvana Daii Co.,Ltd.                                                  |
| 2016 - 2017    | Independent Director and Chairman of Audit Committee<br>Shun Thai Rubber Gloves Industry Public Company Limited. |

#### Companies and other organizations

- |                |                                                                                                      |
|----------------|------------------------------------------------------------------------------------------------------|
| 2018 - Present | Chairman, Independent Director and Member of the Audit Committee<br>Infrasat Public Company Limited. |
| 2011 - 2018    | Expert Commissioners National savings Fund                                                           |
| 2009 - 2016    | Expert Commissioners Capital Market Supervisory Board<br>The Securities and Exchange Commission.     |

## Mr. Charnchai Kongthongluck



Director and Chief Executive Officer (Authorized Director)

**Age :** 60 Years

**No.of share and holding% :** 1,012,500 Shares 0.51 %

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- Master Degree, Faculty of Commerce and Accountancy, Thammasat University.

### Qualification :

- Certificate of Director Certification Program (DCP)
- Certificate of Capital Market Academy (CMA)
- Corporate Governance for Capital Market Intermediaries (CGI)

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2009 - Present	Director, Trinity Watthana Plc.
2016 - Present	Chief Executive Officer, Trinity Watthana Plc.
2001 - Present	Director and President, Trinity Securities Co.,Ltd.
2016 - Present	Director, Trinity Advisory 2001 Ltd.
2017 - Present	Director, Trinity Intelligence Plus Co., Ltd.
2018 - Present	Director, Trinity One Co.,Ltd.
2019 - Present	Director, Tree Money Holding Co.,Ltd.
May 2020 - Present	Director, Asset Back Holding Co.,Ltd.
May 2020 - Present	Director, Conduit Management Services Co.,Ltd.

#### Companies and other organizations

July 2020 - Present	Director, TSFC Securities Plc.
2019 - Present	Director, Asco Business Promotion Co.,Ltd.
2017 - Present	Advisor of Civil Penalty, The Securities and Exchange Commission
2013 - Present	Director, Thailand Futures Exchange Plc.
2019 - Present	Chairman of the Subcommittee of disciplinary, Thailand Futures Exchange Plc.
2013 - Present	Vice Chairman, Associate of Thai Securities Companies
2012 - Present	Chairman, Future Industry Club
2012 - Present	Disciplinary Director in Capital Market and Derivatives The Securities and Exchange Commission
2016 - 2018	Chairman of the Subcommittee of disciplinary, The Stock Exchange of Thailand
2016 - 2017	Vice Chairman, The Stock Exchange of Thailand
2013 - 2016	Director, The Stock Exchange of Thailand
2016 - 2017	Chairman of the Subcommittee of the Risk Management and Chairman of the Subcommittee of the Nomination and Remuneration Committee , The Stock Exchange of Thailand
2015 - 2017	Chairman of the Subcommittee of Corporate Governance and Social Responsibility The Stock Exchange of Thailand
2014 - 2015	Subcommittee of the Risk Management The Stock Exchange of Thailand

## Dr.Visit Ongpipattanakul



Director (Authorized Director)

**Age :** 56 Years

**No.of share and holding% :** 90,000 Shares 0.05%

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- Bachelor of Science in Pharmacy, Chulalongkorn University
- Master of Arts in Business Administration Major in Finance and Marketing University of Florida
- Ph.D. of Business Asian Institute of Technology (AIT)

### Qualification :

- Certificate of Director Certification Programme (DCP)
- Corporate Governance for Capital Market Intermediaries (CGI)

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2011 - Present	Director, Trinity Watthana Plc.
2010 - Present	Director and Managing Director, Trinity Securities Co.,Ltd.
2018 - Present	Director, Trinity One Co.,Ltd.
2015 - Present	Chairman of the Audit Committee and Chairman of the Nomination and Remuneration Committee and Member of the Audit Committee Capital Engineering Network Plc.
2013 - 2017	Independent Director and Member of the Audit Committee Inter Far East Energy Corporation Plc.

#### Companies and other organizations

2019 – Present	Chairman, Independent Director and Member of the Audit Committee Star Money Co., Ltd..
2018 – Present	Board of directors of intellectual property, Thammasat University
2017 - Present	Director, Chin Sae Chiang partnership Director, Eng Chin Sae Chiang Partnership

## Board of Directors TRINITY SECURITIES CO.,LTD.



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**01. Mr. Pakhawat Kovithvathanaphong**  
Chairman

**02. Dr. Panja Senadisai**  
Independent Director and  
Member of Audit Committee

**03. Mr. Pairote Varophas**  
Independent Director and  
Member of Audit Committee

**04. Mr. Abhichart Arbhabhirama**  
Independent Director and  
Chairman of Audit Committee

**05. Mr. Charnchai Kongthongluck**  
Director

**06. Dr. Visit Ongpipatanakul**  
Director

**07. Ms. Suthang Khonsilp**  
Director

**08. Ms. Suwannee Limpanawongsaen**  
Director

**09. Mrs. Niyada Changtrakul**  
Director

## Mr. Pakhawat Kovithvathanaphong



1

Chairman (Authorized Director)

**Age :** 71 Years

**No.of share and holding% :** 1 Shares 0%

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- Bachelor Degree, Faculty of Economics, Thammasat University
- MBA (Finance), Wharton School, University of Pennsylvania, U.S.A.

### Qualification :

- Certificate of Director Certification Programme (DCP)
- Certificate of National Defense College (Joint Program with Private Sector)
- Certificate of Capital Market Academy (CMA)
- Corporate Governance for Capital Market Intermediaries (CGI)
- Certificate of Senior Executive Program in Energy Science by Thailand Energy Academy

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2016 - Present	Chairman, Trinity Watthana Plc.
2001 - 2016	Director and Chief Executive Officer, Trinity Watthana Plc.
2001 - Present	Chairman, Trinity Securities Co.,Ltd.
2011 - Present	Chairman, Trinity Advisory 2001 Co.,Ltd.
2018 - Present	Director, Trinity One Co.,Ltd.
2018 - Present	Independent Director and Member of Audit Committee, PCS Machine group Holding Pls.
2017 - Present	Independent Director, Dusit Thani Plc.
2019 - Present	Investment Committee, Dusit Thani Plc.
2000 - Present	Chairman of the Audit Committee and Independent Director, Land and Houses Plc.
2000 - 2016	Chairman of the Nomination and Remuneration Committee, Land and Houses Plc.
2016 - 2018	Independent Director and Member of the Audit Committee, Thai Rubber Latex Corporation (Thailand) Plc.
2011 - 2016	Independent Director, Thai Rubber Latex Corporation (Thailand) Plc.

#### Companies and other organizations

2020 - Present	Director and Member of the Nomination and Remuneration Committee, Tris Rating Co.,Ltd.
2014 - Present	Director, Sukhumvit 62 Medical Limited.
2017 - Present	Chairman, Smart ID Group Co.,Ltd.
2010 - Present	Advisor, Association of Thai Securities Company
2009 - Present	Advisor, Thai Listed Companies Association
2008 - Present	Advisor to Financial Economics : Master Program , National Institute Development Administration (NIDA)
2000 - Present	Performance and Agreement Committee, State Enterprise Policy Office Ministry of Finance
2010 - 2017	Director and Chairman, Company Strategy, TSFC Securities Public Co.,Ltd
2016 - 2017	Vice Chairman, The Thai Bond Market Association.
2011 - 2016	Director, The Thai Bond Market Association
2009 - 2019	Advisor, Thai Listed Companies Association

## Dr. Panja Senadisai



Independent Director and  
Member of the Audit Committee and  
Chairman of the Nomination and Remuneration Committee

**Age :** 72 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- Master Degree, Business Administration, Suffolk University, USA.
- Ph.D. of Business Administration Industry, Faculty of Administration and Management, King Mongkut's Institute of technology Ladkrabang

### Qualification :

- Certificate of Director Certification Program (DCP) 2002
- Certificate of Audit Committee Program (ACP) 2004
- Certificate of Role of the compensation Committee Program 2007
- Certificate of Capital Market Academy (CMA)
- Certificate of Corporate Governance for Directors and Executives Public Director Institute (PDI)
- Certificate of Top Executive Program in Commerce and Trade (TEPCoT)
- Corporate Governance for Capital Market Intermediaries (CGI)
- Certificate of Risk Management Program for Corporate Leaders 2018

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2002 - Present	Independent Director and Member of the Audit Committee and Chairman of the Nomination and Remuneration Committee, Trinity Watthana Plc.
2002 - Present	Independent Director and Member of the Audit Committee, Trinity Securities Co., Ltd.
2005 - Present	Director, Chairman of the Audit Committee, Pylon Plc.
1983 - Present	Director, Chairman of the Audit Committee and member of the Remuneration Committee, Somboon Advance Technology Plc.
1983 - Present	Director, KCE Electronics Plc.
2003 - 2014	Director and Member of the Audit Committee, Rasa Property Development Plc.

#### Companies and other organizations

2017 - Present	Director, PAE (Siam) Co.,Ltd.
Oct 2020 - Present	Director, Sukhumvit 62 Medical Limited.

## Mr. Pairote Varophas



Independent Director and Member of the Audit Committee

**Age :** 69 Years

**No. of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- Bachelor Degree, Faculty of Commerce and Accountancy, Thammasart University
- Master of Marketing and Finance Northwestern University, U.S.A

### Qualification :

- Certificate of Director Certification Program (DCP)
- Anti-Corruption: The Practical Guide (ACPG) 2016 by Thai Institute of Directors (IOD)
- Corporate Governance for Capital Market Intermediaries (CGI) # 11/2016 by Thai Institute of Directors (IOD)
- Boards that Make a Difference (BMD) # 1/2016 by Thai Institute of Directors (IOD)
- Seminar AC HOT UPDATE CG prepare for a new era towards sustainability by Federation of Accounting Professions
- R-ACF-Audit Committee Forum 2017 by Thai Institute of Director

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

- |                |                                                                                     |
|----------------|-------------------------------------------------------------------------------------|
| 2002 - Present | Independent Director and Member of the Audit Committee, Trinity Watthana Plc.       |
| 2005 - Present | Independent Director and Member of the Audit Committee, Trinity Securities Co., Ltd |
| 2002 - 2004    | Independent Director, Trinity Securities Co., Ltd                                   |

#### Companies and other organizations

- |                 |                                                                                                |
|-----------------|------------------------------------------------------------------------------------------------|
| 2005 - Present  | Chairman, Siam Appraisal and service Co., Ltd.                                                 |
| 2016 – May 2020 | Independent Director and Member of the Audit Committee<br>Sriracha Green Point Company Limited |
| 2016 - 2017     | Independent Director and Member of the Audit Committee , TVD Shopping Co., Ltd.                |

## Mr. Abhichart Arbhabhira



Independent Director and Chairman of the Audit Committee and Member of the Nomination and Compensation Committee (Authorized Director)

**Age :** 74 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- Bachelor of Laws Thammasat University

### Qualification :

- The Thai Bar - Institute of Legal Education

- Corporate Governance for Capital Market Intermediaries (CGI) # 15/2016 by Thai Institute of Directors (IOD)

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2016 - Present	Independent Director and Chairman of the Audit Committee and Member of the Nomination and Remuneration Committee ,Trinity Watthana Plc.
2004 - 2016	Independent Director and Member of the Audit Committee and Member of the Nomination and Remuneration Committee ,Trinity Watthana Plc.
2005 - Present	Independent Director and Chairman of the Audit Committee, Trinity Securities Co., Ltd
2013 - 2016	Chairman of the Audit Committee and chairman of the Nomination and Remuneration Committee, Inter Far East Plc.

#### Companies and other organizations

2000 - Present Lawyer and Legal Counsel

## Mr. Charnchai Kongthongluck



### Mr. Charnchai Kongthongluck

Director and Chief Executive Officer (Authorized Director)

**Age :** 60 Years

**No.of share and holding% :** 1 Shares 0 %

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- Master Degree, Faculty of Commerce and Accountancy, Thammasat University.

#### Qualification :

- Certificate of Director Certification Program (DCP)
- Certificate of Capital Market Academy (CMA)
- Corporate Governance for Capital Market Intermediaries (CGI)

#### Professional Experience (Last 5 Years)

##### Listed companies and companies in the group

2009 - Present	Director, Trinity Watthana Plc.
2016 - Present	Chief Executive Officer, Trinity Watthana Plc.
2001 - Present	Director and President, Trinity Securities Co.,Ltd.
2016 - Present	Director, Trinity Advisory 2001 Ltd.
2017 - Present	Director, Trinity Intelligence Plus Co., Ltd.
2018 - Present	Director, Trinity One Co.,Ltd.
2019 - Present	Director, Tree Money Holding Co.,Ltd.
May 2020 - Present	Director, Asset Back Holding Co.,Ltd.
May 2020 - Present	Director, Conduit Management Services Co.,Ltd.

##### Companies and other organizations

July 2020 - Present	Director, TSFC Securities Plc.
2019 - Present	Director, Asco Business Promotion Co.,Ltd.
2017 - Present	Advisor of Civil Penalty, The Securities and Exchange Commission
2013 - Present	Director, Thailand Futures Exchange Plc.
2019 - Present	Chairman of the Subcommittee of disciplinary, Thailand Futures Exchange Plc.
2013 - Present	Vice Chairman, Associate of Thai Securities Companies
2012 - Present	Chairman, Future Industry Club
2012 - Present	Disciplinary Director in Capital Market and Derivatives ,The Securities and Exchange Commission
2016 - 2018	Chairman of the Subcommittee of disciplinary, The Stock Exchange of Thailand
2016 - 2017	Vice Chairman, The Stock Exchange of Thailand
2013 - 2016	Director, The Stock Exchange of Thailand
2016 - 2017	Chairman of the Subcommittee of the Risk Management and Chairman of the Subcommittee of the Nomination and Remuneration Committee , The Stock Exchange of Thailand
2015 - 2017	Chairman of the Subcommittee of Corporate Governance and Social Responsibility The Stock Exchange of Thailand
2014 - 2015	Subcommittee of the Risk Management The Stock Exchange of Thailand

## Dr.Visit Ongpipattanakul



Director (Authorized Director)

**Age :** 56 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- Bachelor of Science in Pharmacy, Chulalongkorn University
- Master of Arts in Business Administration Major in Finance and Marketing University of Florida
- Ph.D. of Business Asian Institute of Technology (AIT)

### Qualification :

- Certificate of Director Certification Programme (DCP)
- Corporate Governance for Capital Market Intermediaries (CGI)

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2011 - Present	Director, Trinity Watthana Plc.
2010 - Present	Director and Managing Director, Trinity Securities Co.,Ltd.
2018 - Present	Director, Trinity One Co.,Ltd.
2015 - Present	Chairman of the Audit Committee and Chairman of the Nomination and Remuneration Committee and Member of the Audit Committee Capital Engineering Network Plc.
2013 - 2017	Independent Director and Member of the Audit Committee Inter Far East Energy Corporation Plc.

#### Companies and other organizations

2019 – Present	Chairman, Independent Director and Member of the Audit Committee Star Money Co., Ltd.
2018 – Present	Board of directors of intellectual property, Thammasat University
2017 - Present	Director, Chin Sae Chiang partnership Director, Eng Chin Sae Chiang Partnership

## Ms. Suthang Khonsilpa



Director (Authorized Director)

**Age :** 56 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- MBA (Finance) Chulalongkorn University

### **Qualification :**

- Certificate of Director Certification Programme (DCP)
- Corporate Governance for Capital Market Intermediaries (CGI)

### **Professional Experience (Last 5 Years)**

#### **Listed companies and companies in the group**

2013 - Present	Director and Managing Director, Trinity Securities Co.,Ltd
2013 - Present	Director and Managing Director, Trinity Advisory 2001 Co.,Ltd.
2011 - 2012, 2008 - 2011	Deputy Managing Director, Trinity Securities Co.,Ltd
2011 - 2012, 2001 - 2008	Director / Deputy Managing Director, Trinity Advisory 2001 Co.,Ltd.
2017 - Present	Director, Trinity Intelligence Plus Co., Ltd.

#### **Companies and other organizations**

2017 - Present	Puppy Hub co.,Ltd.
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## Ms. Suwannee Limpanavongsaen



Director (Authorized Director)

**Age :** 55 Years

**No.of share and holding% :** 1 Share 0%

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- MBA, Thammasat University

### Qualification :

- Certificate of Director Accreditation Program(DAP)
- Corporate Governance for Capital Market Intermediaries (CGI)

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2008 - Present	Company Secretary, Trinity Watthana Public Co.,Ltd.
2008 - Present	Director and Deputy Managing Director, Trinity Securities Co., Ltd.
2008 - Present	Member of the Audit Committee and Member of the Nomination and Remuneration Committee, Salee Colour Plc.
2005 - Present	Director, Asset Back Holding Co.,Ltd.
2017 - Present	Director, Trinity Intelligence Plus Co.,Ltd.
2017 - Present	Director, Conduit Management Services Co.,Ltd.

**Companies and other organizations :** None

## Mrs. Niyada Changtrakul



Director (Authorized Director)

**Age :** 60 Years

**No.of share and holding% :** 1 Share 0%

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- Master of Science (Industrial Relations) West Virginia University, U.S.A.

### **Qualification :**

- Certificate of Director Certification Programme (DCP)
- Corporate Governance for Capital Market Intermediaries (CGI)
- Certificate of Capital Market Academy (CMA)

### **Professional Experience (Last 5 Years)**

#### **Listed companies and companies in the group**

2010 - Present	Director and Deputy Managing Director, Trinity Securities Company Limited
2007 - 2010	Deputy Managing Director, Trinity Securities Company Limited
2017 - Present	Director, Trinity Intelligence Plus Co.,Ltd.

**Companies and other organizations** - None

## MANAGEMENT TRINITY SECURITIES CO.,LTD.



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**01. Mr. Pakhawat Kovithvathanaphong**  
Chairman

**02. Mr. Charnchai Kongthongluck**  
Director and Chief Executive Officer  
and President

**03. Dr. Visit Ongpipatanakul**  
Director and Deputy Managing Director

**04. Ms. Suthang Khonsilp**  
Director and Deputy Managing  
Director

**05. Ms. Suwannee Limpanawongsaen**  
Director and Deputy Managing Director

**06. Mrs. Niyada Changtrakul**  
Director and Deputy Managing Director

**07. Mr. Woravit Sinyoo**  
Deputy Managing Director

**08. Mrs. Kaewkamol Tantixalerm**  
Deputy Managing Director

**09. Ms. Anong Yuvahong**  
Deputy Managing Director

## Mr. Pakhawat Kovithvathanaphong



1

Chairman (Authorized Director)

**Age :** 71 Years

**No.of share and holding% :** 1 Shares 0%

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- Bachelor Degree, Faculty of Economics, Thammasat University

- MBA (Finance), Wharton School, University of Pennsylvania, U.S.A.

### Qualification :

- Certificate of Director Certification Programme (DCP)
- Certificate of National Defense College (Joint Program with Private Sector)
- Certificate of Capital Market Academy (CMA)
- Corporate Governance for Capital Market Intermediaries (CGI)
- Certificate of Senior Executive Program in Energy Science by Thailand Energy Academy

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2016 - Present	Chairman, Trinity Watthana Plc.
2001 - 2016	Director and Chief Executive Officer, Trinity Watthana Plc.
2001 - Present	Chairman, Trinity Securities Co.,Ltd.
2011 - Present	Chairman, Trinity Advisory 2001 Co.,Ltd.
2018 - Present	Director, Trinity One Co.,Ltd.
2018 - Present	Independent Director and Member of Audit Committee, PCS Machine group Holding Pls.
2017 - Present	Independent Director, Dusit Thani Plc.
2019 - Present	Investment Committee, Dusit Thani Plc.
2000 - Present	Chairman of the Audit Committee and Independent Director, Land and Houses Plc.
2000 - 2016	Chairman of the Nomination and Remuneration Committee, Land and Houses Plc.
2016 - 2018	Independent Director and Member of the Audit Committee, Thai Rubber Latex Corporation (Thailand) Plc.
2011 - 2016	Independent Director, Thai Rubber Latex Corporation (Thailand) Plc.

#### Companies and other organizations

2020 - Present	Director and Member of the Nomination and Remuneration Committee, Tris Rating Co.,Ltd.
2014 - Present	Director, Sukhumvit 62 Medical Limited.
2017 - Present	Chairman, Smart ID Group Co.,Ltd.
2010 - Present	Advisor, Association of Thai Securities Company
2009 - Present	Advisor, Thai Listed Companies Association
2008 - Present	Advisor to Financial Economics : Master Program , National Institute Development Administration (NIDA)
2000 - Present	Performance and Agreement Committee, State Enterprise Policy Office Ministry of Finance
2010 - 2017	Director and Chairman, Company Strategy, TSFC Securities Public Co.,Ltd
2016 - 2017	Vice Chairman, The Thai Bond Market Association.
2011 - 2016	Director, The Thai Bond Market Association
2009 - 2019	Advisor, Thai Listed Companies Association

## Mr. Charnchai Kongthongluck



### Mr. Charnchai Kongthongluck

Director and Chief Executive Officer (Authorized Director)

**Age :** 60 Years

**No.of share and holding% :** 1 Shares 0 %

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- Master Degree, Faculty of Commerce and Accountancy, Thammasat University.

#### Qualification :

- Certificate of Director Certification Program (DCP)
- Certificate of Capital Market Academy (CMA)
- Corporate Governance for Capital Market Intermediaries (CGI)

#### Professional Experience (Last 5 Years)

##### Listed companies and companies in the group

2009 - Present	Director, Trinity Watthana Plc.
2016 - Present	Chief Executive Officer, Trinity Watthana Plc.
2001 - Present	Director and President, Trinity Securities Co.,Ltd.
2016 - Present	Director, Trinity Advisory 2001 Ltd.
2017 - Present	Director, Trinity Intelligence Plus Co., Ltd.
2018 - Present	Director, Trinity One Co.,Ltd.
2019 - Present	Director, Tree Money Holding Co.,Ltd.
May 2020 - Present	Director, Asset Back Holding Co.,Ltd.
May 2020 - Present	Director, Conduit Management Services Co.,Ltd.

##### Companies and other organizations

July 2020 - Present	Director, TSFC Securities Plc.
2019 - Present	Director, Asco Business Promotion Co.,Ltd.
2017 - Present	Advisor of Civil Penalty, The Securities and Exchange Commission
2013 - Present	Director, Thailand Futures Exchange Plc.
2019 - Present	Chairman of the Subcommittee of disciplinary, Thailand Futures Exchange Plc.
2013 - Present	Vice Chairman, Associate of Thai Securities Companies
2012 - Present	Chairman, Future Industry Club
2012 - Present	Disciplinary Director in Capital Market and Derivatives ,The Securities and Exchange Commission
2016 - 2018	Chairman of the Subcommittee of disciplinary, The Stock Exchange of Thailand
2016 - 2017	Vice Chairman, The Stock Exchange of Thailand
2013 - 2016	Director, The Stock Exchange of Thailand
2016 - 2017	Chairman of the Subcommittee of the Risk Management and Chairman of the Subcommittee of the Nomination and Remuneration Committee , The Stock Exchange of Thailand
2015 - 2017	Chairman of the Subcommittee of Corporate Governance and Social Responsibility The Stock Exchange of Thailand
2014 - 2015	Subcommittee of the Risk Management The Stock Exchange of Thailand

## Dr.Visit Ongpipattanakul



Director (Authorized Director)

**Age :** 56 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- Bachelor of Science in Pharmacy, Chulalongkorn University
- Master of Arts in Business Administration Major in Finance and Marketing University of Florida
- Ph.D. of Business Asian Institute of Technology (AIT)

### Qualification :

- Certificate of Director Certification Programme (DCP)
- Corporate Governance for Capital Market Intermediaries (CGI)

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2011 - Present	Director, Trinity Watthana Plc.
2010 - Present	Director and Managing Director, Trinity Securities Co.,Ltd.
2018 - Present	Director, Trinity One Co.,Ltd.
2015 - Present	Chairman of the Audit Committee and Chairman of the Nomination and Remuneration Committee and Member of the Audit Committee Capital Engineering Network Plc.
2013 - 2017	Independent Director and Member of the Audit Committee Inter Far East Energy Corporation Plc.

#### Companies and other organizations

2019 – Present	Chairman, Independent Director and Member of the Audit Committee Star Money Co., Ltd..
2018 – Present	Board of directors of intellectual property, Thammasat University
2017 - Present	Director, Chin Sae Chiang partnership Director, Eng Chin Sae Chiang Partnership

## Ms. Suthang Khonsilpa



Director (Authorized Director)

**Age :** 56 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- MBA (Finance) Chulalongkorn University

### **Qualification :**

- Certificate of Director Certification Programme (DCP)
- Corporate Governance for Capital Market Intermediaries (CGI)

### **Professional Experience (Last 5 Years)**

#### **Listed companies and companies in the group**

2013 - Present	Director and Managing Director, Trinity Securities Co.,Ltd
2013 - Present	Director and Managing Director, Trinity Advisory 2001 Co.,Ltd.
2011 - 2012, 2008 - 2011	Deputy Managing Director, Trinity Securities Co.,Ltd
2011 - 2012, 2001 - 2008	Director / Deputy Managing Director, Trinity Advisory 2001 Co.,Ltd.
2017 - Present	Director, Trinity Intelligence Plus Co., Ltd.

#### **Companies and other organizations**

2017 - Present	Puppy Hub co.,Ltd.
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## Ms. Suwannee Limpanavongsaen



Director (Authorized Director)

**Age :** 55 Years

**No.of share and holding% :** 1 Share 0%

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

### Highest Educational :

- MBA, Thammasat University

### Qualification :

- Certificate of Director Accreditation Program(DAP)
- Corporate Governance for Capital Market Intermediaries (CGI)

### Professional Experience (Last 5 Years)

#### Listed companies and companies in the group

2008 - Present	Company Secretary, Trinity Watthana Public Co.,Ltd.
2008 - Present	Director and Deputy Managing Director, Trinity Securities Co., Ltd.
2008 - Present	Member of the Audit Committee and Member of the Nomination and Remuneration Committee, Salee Colour Plc.
2005 - Present	Director, Asset Back Holding Co.,Ltd.
2017 - Present	Director, Trinity Intelligence Plus Co.,Ltd.
2017 - Present	Director, Conduit Management Services Co.,Ltd.

**Companies and other organizations :** None

## Mrs. Niyada Changtrakul



Director (Authorized Director)

**Age :** 60 Years

**No.of share and holding% :** 1 Share 0%

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- Master of Science (Industrial Relations) West Virginia University, U.S.A.

**Qualification :**

- Certificate of Director Certification Programme (DCP)
- Corporate Governance for Capital Market Intermediaries (CGI)
- Certificate of Capital Market Academy (CMA)

**Professional Experience (Last 5 Years)**

**Listed companies and companies in the group**

2010 - Present	Director and Deputy Managing Director, Trinity Securities Company Limited
2007 - 2010	Deputy Managing Director, Trinity Securities Company Limited
2017 - Present	Director, Trinity Intelligence Plus Co.,Ltd.

**Companies and other organizations** - None

## Mr. Woravit Sinyoo



Deputy Managing Director

**Age :** 56 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- B.B.A. Finance (Second Class Honors) Bangkok University

**Qualification :** None

**Professional Experience (Last 5 Years)**

**Listed companies and companies in the group**

2004 - Present	Deputy Managing Director Trinity Securities Co.,Ltd.
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### Mrs. Kaewkamol Tantixalerm



8

Deputy Managing Director

**Age :** 59 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- MBA Sasin Graduate Institute Chulalongkorn University

**Qualification :** None

**Professional Experience (Last 5 Years)**

**Listed companies and companies in the group**

2005 - Present Deputy Managing Director, Trinity Securities Co., Ltd

**Companies and other organizations :** None

### Ms. Anong Yuvahong



9

Deputy Managing Director

**Age :** 51 Years

**No.of share and holding% :** None

**Spouse / Underage Children :** None

**Family Relationship with other Executives :** None

**Highest Educational :**

- Master of Finance University of pittsburgh

**Qualification :**

- Certificate of Director Certification Programme (DCP)
- Corporate Governance for Capital Market Intermediaries (CGI)
- Certificate of Capital Market Academy (CMA)

**Professional Experience (Last 5 Years)**

**Listed companies and companies in the group**

2010 - Present Director and Deputy Managing Director, Trinity Securities Company Limited

2007 - 2010 Deputy Managing Director, Trinity Securities Company Limited

2017 - Present Director, Trinity Intelligence Plus Co.,Ltd.

**Companies and other organizations :** None

## Corporate governance

The Board of Directors of Trinity Watthana Plc. have recognized the importance of their roles and responsibilities in promoting corporate governance within the Company so as to ensure that the Company's operation is transparent, competitive and can respond effectively to all changing circumstances; accordingly, lead the Company towards sustainable growth and enable the Company to provide greater benefits to its shareholders in the long run while other stakeholders are taken into account at the same time. In this regard, in the Meeting of the Company's Board of Directors No. 2/2021, The Board of Directors considered the Corporate Governance Code for Listed Companies 2017 (Corporate Governance Code : CG Code) of the Securities and Exchange Commission (SEC) and reviewed its current corporate governance policy which was based on the Corporate Governance Code for Lited Company of SET and which had been announced to the Company's employees for acknowledgement and compliance. Thanks to the Board of Directors' review and revision of the Company's corporate governance policy from time to time to ensure that the policy is appropriate for the circumstance and business context during each particular period, the Board of Directors were of the opinion that the Company has already applied most requirements of CG Code 2012 to its business operation. Nevertheless, despite such opinion, the Board of Directors agreed to amend the scope of their responsibilities to better correspond to CG Code.

The Company's Board of Director and Management can easily get access to the risk assessment reports updated regularly in order to check and catch up with. In case of any risk exposure over designated criteria, the Company has its measure and process of making decision to cope with an undesired and unavoidable risk.

Moreover, the Company has communicated the practice of good corporate governance to employees by expressing it in the core values of the Company. As employees begin working in the company, they will be cultivated and acknowledged the importance of business ethics. In addition, to become aware of the importance in this regard, the Company has set the understanding, practice, and being a good role model in the business ethics as a topic in the annual performance evaluation and in evaluation of quality of the Investment Consultant Corporate.

### **Awards and Recognitions**

As the Company emphasized corporate governance in 2020, the Company has been rated very good type (Very Good) for the report on Corporate Governance by Thai Institute of Directors (IOD). Trinity Securities Co., Ltd., by investment banking division, received the SET AWARDS 2020 in the category of Deal of the year awards for Capital Market Fund Raising of IPO of Bangkok Commercial Asset Management PCL.(BAM)

In addition, the company sponsors participating in the project, Happy Retirement Company, organized by SEC to promote and supervise employees to save enough money to spend upon retirement. The company received an award in the gold level.

### **1. Corporate Governance Policy**

By virtue of the resolution passed by the meeting of the Company's Board of Directors No. 2/2021 on 25 February, 2021 the Board of Directors reviewed of the Company's corporate governance policies. The Company's corporate governance policies are set out below.

1. The Company's Board of Directors are responsible for the Company's overall business operation and ensuring that the Company's business has sustainable growth as well as provides benefits to its shareholders and other stakeholders in the long run including concerns in social and environmental issues.

2. The Company shall conduct its business in accordance with relevant laws and regulations issued by the Office of the Securities and Exchange Commission, the Stock Exchange of Thailand, Thai BMA and Thailand Futures Exchange Plc. (TFEX) and also seriously comply with the Anti-Money Laundering and combating the Financing of Terrorism Law. In this regard, the Company sets additional ethical business practice for its employees and directors which is reviewed on a regular basis and circulated the information thoroughly to Board of Directors and Employees to their acknowledgement.

3. Any actions performed by the boards of directors of the Company and subsidiaries, including the Management's resolution to any problems shall be transparent and open for audit, and adequate information is disclosed to all related parties. Moreover, significant connected transactions shall be considered and approved by the boards of directors and disclosed properly in accordance with the requirements of the Company and regulatory authorities and support the anti-corruption activities and prohibit of bribery for business gains.

4. The Company shall maintain, protect and encourage its shareholders to exercise their rights, both their fundamental rights under the law and those in addition to fundamental legal rights. In so doing, the Company will provide them with the adequate information to be considered at each meeting and encourage them to fully participate in the meeting.

5. The Company shall ensure that the rights of the Company's stakeholders are treated properly and equally and that any infringement of human rights, intellectual property or copyright of the Company's stakeholders, i.e. clients, business partners/alliances, creditors and employees which are the vital human resources of the Company, does not exist. Also, the Company will make appropriate contributions to the society.

6. The Company shall operate and conduct its businesses with due diligence and care by concerning with benefits and risks. In this regard, the

Company provides proper internal control, internal audit and risk management to cover various concerned aspects.

7. The Company has established a Board of Directors structure that consists

of directors who have qualifications, abilities, independence and a variety of skills and expertise to meet business needs in terms of transparency, checks and balances and efficiency of corporate governance. However, there are at least 3 independent directors, with an appropriate ratio of non-executive directors to executive directors. It reflects the proportion of shareholding of the company and the business environment in society.

8. In order to perform the duties of the Company's directors efficiently, the company has a policy to limit the number of listed companies in which a non-executive director can hold director positions at no more than 5 companies and the number of other companies, both listed and non-listed companies, where the executive director holds the position of director no more than 5 positions (excluding subsidiaries, associates and associations)

The Company has disclosed its corporate governance policies on its website to inform all related parties of these policies.

## **2. Subcommittees**

Board of Directors has appointed subcommittees, which are Audit Committee and Nomination and Compensation Committee to consider and refine important aspect of work and appoint other operational committees to specifically oversee each aspect of work. The details of each director and the duties and functions of each committee are as follows:

### **A) Subcommittee of Trinity Watthana Public Company Limited.**

#### **1. The Audit Committee**

As of 31 December 2020, the Audit Committee consists of 4 independent directors, namely

- |                                    |                                               |
|------------------------------------|-----------------------------------------------|
| 1. Mr. Abhichart Arbhabhirama      | Chairman                                      |
| 2. Dr. Panja Senadisai             | Member with accounting and finance background |
| 3. Mr. Pairote Varophas            | Member with accounting and finance background |
| 4. Mr. Kampanart Lohacharoenvanich | Member with accounting and finance background |

Mr.Chitchai Jamgomai (Trinity Securities Co., Ltd.) serves as the Audit Committee's secretary

### **Scope of Duties and Responsibilities of the Audit Committee**

1. To review and ensure that the financial reports of the Company and subsidiaries are accurate and disclose adequate financial information.
2. To monitor and ensure that the Company and subsidiaries have appropriate and efficient internal control system and internal audit. Also ensure that the Compliance and Internal Audit department has an independent working procedure. Moreover, to approve the nomination, the transfer, the performance appraisal, the termination of the management of Compliance and Internal Audit department.
3. To supervise and ensure that the Company and subsidiaries have operated their businesses in accordance with the Securities and Exchange Act, stipulations of the Stock Exchange of Thailand or other related laws.
4. To select, nominate and propose to appoint an auditor of the Company and subsidiaries including to set the remuneration of the auditor based on the independent ability, reliability and sufficiency of resources of that auditing firm as well as experience of the persons assigned to be the Company's auditor. To set up at least once a year meeting with the auditor without the interfere from the Management.
5. To correctly and completely disclose the Company's information in case where there is a connected transaction or a transaction which may give rise to conflict of interest.
6. To prepare and publish a report on the Audit Committee's tasks in the Company's Annual Report whereby the first-mentioned report shall be signed by the Chairman of the Audit Committee.
7. Any other assignments from the Board of Directors which have been agreed upon by the Audit Committee.

### **2. The Nomination and Compensation Committee**

As of 31 December 2020, the Nomination and Compensation Committee consists of:

- |                              |                                                       |
|------------------------------|-------------------------------------------------------|
| 1. Dr. Panja Senadisai       | Chairman of the Nomination and Remuneration Committee |
| 2. Mr. Abhichart Arbhabhira  | Member of Nomination and Remuneration Committee       |
| 3. Mr. Nitipon Chaisakulchai | Member of Nomination and Remuneration Committee       |
| 4. Mrs.Kanitha Subpa-Asa*    | Member of Nomination and Remuneration Committee       |

Note \* Mrs.Kanitha Subpa-Asa was appointed as a Director on August 13, 2020.

Mrs. Niyada Changtrakul (Trinity Securities Co.,Ltd.) serves as the Nomination and Compensation Committee's secretary

The roles and duties of the Nomination and Compensation Committee

#### 1) Nomination

- To consider the structure and composition of the Board of Directors to suit the business, organization and changing environment
- To determine policy, guidelines and procedures for the nomination of directors, sub committees, and top management (management level above Managing Director) for the Board of Directors' approval.
- To recruit and select of personnel qualified to serve as a director who retires by rotation and/or vacancy presented to the Board of Directors to consider and present to shareholders for approval.

To recruit and select of personnel qualified to serve as top management (above Managing Director level) when the position is vacant and propose to the Board of Directors for approval.

- To perform other duties as assigned by the Board of Directors.

#### 2) Compensation

• To consider and review the remuneration structure, including guidelines and reasonable compensation to the Board of Directors, sub-committees, top executives above Managing Director level. The Directors' compensation are presented in the shareholders' meeting for shareholders' approval. Top management's compensation are proposed to Board of Directors for approval.

• To propose budget, total compensation for executives, employees of the Company and its subsidiaries to Board of Directors for approval

• To establish rules and guidelines for the evaluation of directors and top management. (Above Managing Director level), taking into account the responsibilities, risks associated, and works in creating value added for our shareholders in the long term.

- Perform other duties as assigned by the Board of Directors

### **B) Subcommittee of Trinity Securities Company Limited**

Board of Directors has appointed Audit Committee as follows:

#### **The Audit Committee**

As of 31 December 2020, the Audit Committee consists of 3 independent directors who are also members of the Audit Committee of Trinity Watthana Plc. The list of the Audit Committee are shown below.

1. Mr. Abhichart Arbhabhira Director and Chairman
2. Dr. Panja Senadisai Independent Director and Member of the Audit Committee, (with accounting and finance background)

3. Mr. Pairote Varophas Independent Director and Member of the Audit Committee (with accounting and finance background)

Mr.Chitchai Jamgomai (Trinity Securities Co., Ltd.) serves as the committee's secretary

### **The roles and duties of Independent Directors and Audit Committee**

The scope of duties and responsibilities of independent directors shall be as specified by the rules and regulations of the Securities and Exchange Commission whereas the scope of duties and responsibilities of the Audit Committee shall be the same as those of the Audit Committee of Trinity Watthana Plc.

### **C) Other Operational Committees**

The Company also sets up various operational committees to supervise and control each particular task as set out below.

#### **1. Management Committee**

Management Committee Members

- Chairman
- Chief Executive Officer (CEO)
- Presidents
- Managing Director
- Deputy Managing Director
- Support Business Unit

Associate Members

- Department Heads

### **The roles and duties of the Management Committee**

1. To perform duties and exercise powers as delegated to them by the company's board of directors which include to approve budgets, business plans and various operational activities of the company which are in the ordinary course of or in connection with the businesses of the company or other companies in the group.

2. To set policies and strategies concerning:

- 2.1 Asset allocation, i.e. investment limit for each transaction or a provision of various services by the company and liabilities management;
- 2.2 Determination of price/service fee for each type of service;
- 2.3 Investment
- 2.4 Risk management, i.e. risk indicators and risk limit of the company; and
- 2.5 Policies and procedures for anti-money laundering and combating against the financing of terrorism, including procedures for reporting of suspicious transactions.

3. To decide on an investment in any projects under the business plans which were approved under clause 1, including IT investment, the company's IT Architecture.

4. To monitor, evaluate and review the business plans, budgets, policies and projects as mentioned in clauses 1-3. including following up on the company's overall risk management.

5. To delegate responsibilities and authorities for operations of any tasks/activities

6. To decide or approve any actions in order to fight against money-laundering and financing of terrorism and the proliferation of weapons for mass destruction.

## **2. Investment Committee**

Members

Mr. Charnchai Kongthongluck

Mrs. Kaewkamol Tantixalerm

Mr. Chatpong Talabnak

### **The roles and duties of the Investment Committee**

1. To define the Securities Universe for investment

2. To give opinions on investment strategy and investment trend

3. To provide and review risk management guidelines for investment in each type of instrument

4. To approve any review, revision or improvement of the risk management procedures

5. To arrange for appropriate, adequate and efficient risk management systems

6. To supervise an overall operation of the fund and provide resolution in case where the returns on investment do not turn out as targeted.

## **3. Underwriting Committee**

Permanent Members

Mr. Charnchai Kongthongluck

Dr. Visit Ongpipattanakul

Ms. Suthang Khonsilpa

Mrs. Supattra Phuphatana

Mr. Woravit Sinyo

Associate Members

Head of Fixed Income Department

Head of Wealth Management Department

### The roles and duties of the Underwriting Committee

1. To approve an underwriting of any equity instrument, debt instrument, derivatives and any other types of financial instruments.
2. To stipulate criteria for risk management and risk control.
3. To approve criteria for allocation of underwritten securities or instruments to clients or target investors.

### Underwriting Committee's Authority

The Underwriting Committee are authorized to approve a securities underwriting in types of best effort deal and firm underwritten deal whereby the credit lines of such underwritings shall fall within the limit approved by the company's board of directors. The Underwriting Committee's authority to approve a securities underwriting is illustrated below.

#### Securities Underwriting through Best Effort Deal basis

Credit Line	Type of Securities	Criteria for Endorsement by Authorized Persons
More than Baht 300 million More than Baht 500 million	equity instrument debt instrument	Board of Directors
Less than or equal to Baht 300 million Less than or equal to Baht 500 million	equity instrument debt instrument	All members of the Underwriting Committee
Less than or equal to Baht 100 million Less than or equal to Baht 200 million	equity instrument debt instrument	Two third of the quorum required for the meeting of the Underwriting Committee

#### Securities Underwriting through Firm Underwritten basis

Credit Line	Type of Securities	Criteria for Endorsement by Authorized Persons
More than Baht 150 million More than Baht 300 million	equity instrument debt instrument	Board of Directors
Less than or equal to Baht 150 million Less than or equal to Baht 300 million	equity instrument debt instrument	All members of the Underwriting Committee*

<b>Credit Line</b>	<b>Type of Securities</b>	<b>Criteria for Endorsement by Authorized Persons</b>
Less than or equal to Baht 30 million Less than or equal to Baht 50 million	equity instrument debt instrument	Two third of the quorum required for the meeting of the Underwriting Committee*
Less than or equal to Baht 5 million	equity instrument	Two third of the Capital Market Committee**

Remarks : \* Associate Members shall be counted as authorized persons

\*\* Associate members are not included as authorized persons

#### **4. Credit Committee**

The Credit Committee consists of:

Group A Mr. Charnchai Kongthongluck  
Ms. Suwannee Limpanavongsaen  
Mrs. Kulnada Rujjanavate

Group B Dr. Visit Ongpipatanakul  
Mr. Woravit Sinyoo

#### **Roles and Duties of the Credit Committee**

1. To establish guidelines for assessment of client's financial position (credit scoring).
2. To approve criteria for appraisal of client's credit lines.
3. To approve credit lines for trading of equity, debt instruments, derivatives and credit balance and lending by placing securities as collateral.
4. To approve marginable securities and interest rate for both credit balance and borrowing and lending accounts.
5. To approve and designate the type of collateral, either securities or financial instruments and also to specify the Interest rate for cash collateral.
6. To establish guidelines for collecting outstanding debts and doubtful debts.
7. To consider and approve client acceptance or refuse any client who is considered as high risk person regarding money laundering and financing of terrorism, and also consider and approve the report of suspicious transaction as specified in the guideline.
8. To control risks according to the company's policy

### Credit Committee's Authority

The Credit Committee are authorized to approve any credit lines to retail clients, corporate clients and institutional clients whereby the approved credit lines must fall within the limit approved by the Board of Directors. The company authorized the Credit Committee to approve an opening of account and the adjustment of credit line for trading of equity, debt instruments and derivatives as set out below

Credit Line	Type of Securities	Criteria for Endorsement by Authorized Persons
<b>1. Retail and Corporate Clients</b>		
More than Baht 200 million	equity instrument	The Board of Directors
More than Baht 200 million	debt instrument	
More than Baht 30 million	derivatives	
More than Baht 100 million but not exceeding Baht 200 million	equity instrument	All members of the Credit Committee.
More than Baht 100 million but not exceeding Baht 200 million	debt instrument	
More than Baht 10 million but not exceeding Baht 30 million	derivatives	
More than Baht 50 million but not exceeding Baht 100 million	equity instrument	One authorized member of the Credit Committee from Group A jointly signed with 2 authorized members of the Credit Committee from Group B
More than Baht 5 million but not exceeding Baht 10 million	derivatives	
More than Baht 30 million but not exceeding Baht 100 million	debt instrument	Director or President or Deputy Managing Director or Executive Director of Fixed Income Department jointly signed with 1 authorized member of the credit committee from Group A
More than Baht 3 million but not exceeding Baht 50 million	equity instrument	one authorized member of the Credit Committee
More than Baht 1 million but not exceeding Baht 5 million	derivatives	
Not more than Baht 30 million	debt instrument	Head of Fixed Income Department
Not more than Baht 3 million	equity instrument	Head of Sales, Branch Manager
Not more than Baht 1 million	derivatives	
Credit Line	Type of Securities	Criteria for Endorsement by Authorized Persons

<b>2. Institutional Clients</b> More than Baht 200 million More than Baht 500 million More than Baht 50 million	equity instrument debt instrument derivatives	the Board of Directors
More than Baht 100 million but not exceeding Baht 200 million More than Baht 100 million but not exceeding Baht 500 million More than Baht 10 million but not exceeding Baht 50 million	equity instrument  debt instrument  derivatives	All members of the Credit Committee.
More than Baht 50 million but not exceeding Baht 100 million More than Baht 5 million but not exceeding Baht 10 million	equity instrument  derivatives	One authorized member of the Credit Committee from Group A jointly signed with 2 authorized members of the Credit Committee from Group B (Excluding a subaccount of fund managed by Asset Management Company, the authorized go to one authorized member of the Credit Committee Group A)
More than Baht 50 million but not exceeding Baht 100 million	debt instrument	One of the following persons jointly signed with one authorized member of the Credit Committee from Group A: Director, President, Deputy Managing Director or Executive Director of Fixed Income Department.
Not more than Baht 50 million Not more than Baht 5 million	equity instrument derivatives	one authorized members of the Credit Committee.
Not more than Baht 50 million	debt instrument	Head of Fixed Income Department
<b>3. Private Fund Clients</b> No limit	All types	Director, President or Deputy Managing Director of Wealth Management Department

## 5. Proprietary Committee

The Proprietary Committee consists of:

Permanent Member

Mr. Charnchai Kongthongluck

Ms. Suwannee Limpanavongsaen

Mrs.Kulnada Rujanavate Rotating

Member

Heads of Investment Proprietary

### Roles and Duties of the Proprietary Committee

1. To establish guidelines and investment strategy for Company's proprietary portfolio in general and to consider each securities when necessity is required.
2. To set and approve exposure limit for an investment in each type of financial instruments/securities subject to the total limit approved by the company's board of directors.
3. To select financial instruments / securities for investment under the approval framework from the Board of Directors
4. To approve issue limit, issuer limit, counterparty limit and bidding limit for financial instruments /securities under the authorized limit given .
5. To select and appoint the Fund Manager, Foreign Broker, or Commercial Bank both Domestic and Foreign for Company's foreign investment
6. To stipulate policy and risk indicators i.e. foreign exchange risk, credit risk, market/price risk, legal risk etc. and Risk Limit for each types of business' risk exposure.
7. To monitor risk management to comply with the guidelines as specified.
8. To monitor the performance of portfolio and provide solution in case where the performance does not turn out as targeted.

## 6. Business Continuity Management Committee

The Business Continuity Management Committee consists of:

Mr. Charnchai Kongthongluck

Dr. Visit Ongpipatanakul

Ms. Suthang Khonsilpa

Mr. Woravit Sinyoo

Mrs. Niyada Changtrakul

Mrs. Kaewkamol Tantixalerm

Ms. Suwannee Limpanavongsaen

### Roles and Duties of Business Continuity Management Committee

1. To consider and review Business Continuity Policy and propose to Board of Directors.

2. To Monitor the operation and ensure that it comply with the plan and allocate adequate resources in order to perform efficiently as policy designated.
3. To design and approve for the action plan for Business Continuity Plan and prioritize the plan and provide adequate and efficient resources as needed.
4. To appoint the committee to monitor the plan and rehearse the plan at least once a year, review the rehearsal plan and revise the plan if needed, report the operational result to the Committee.
5. To monitor and evaluate business continuity plan, improve and revise for appropriateness to the business in order to report to the Board of Directors

### **7) Long-term Investment Committee**

The Long-term Investment Committee consists of:

Mr.Pakhawat Kovithvathanaphong  
 Mr. Charnchai Kongthongluck  
 Dr. Visit Ongpipatanakul

### **Roles and Duties Long-Term Investment Committee**

1. To consider the Company's long-term investments, both listed and non-listed investments.
2. To select instruments/securities that are appropriate for long-term investment and fit the investment plan approved by the Company's Board of Directors.
3. To select and approve the Company's foreign investment manager, foreign securities company or Thai or foreign commercial bank.
4. To stipulate policy and procedures for management of various risk indicators (e.g., foreign exchange risk, credit risk, market/price risk, legal risk) and to set risk limit of each type of investment.
5. To supervise and ensure that all risk managements are in line with the Company's relevant policies and procedures.
6. To monitor and follow up the performance of each portfolio and provide resolution in case that the portfolio's performance is not as expected.

### **3. Selection and Nomination of Directors and Top Management**

The Company's Board of Directors have assigned the Nomination and Compensation Committee to select and nominate a qualified person to be the director and top management such as chief executive officer (CEO), President, Managing Director of the Company and its subsidiaries when there is a vacancy in such position due to an office leaving by rotation or other reasons. The selection and nomination process can be broken down in steps as shown below.

1. To review the structure, composition including size of the board of directors to ensure that all of the aforesaid are suitable for and corresponding to the changing business environment. In this regard, the board of directors should

consist of qualified and knowledgeable persons with relevant experiences and capabilities to contribute to the Company's steady and sustainable growth.

2. To review general and specific requirements concerning qualifications of directors, independent directors and top management and/or selection criteria of the aforesaid positions to ensure that they are suitable for the situation and in line with the stipulations of the Stock Exchange of Thailand and the Securities and Exchange Commission. In this regard, the qualifications of independent directors were set as follows:

(1) Being a person holding not more than one percent of the total shares with voting right of the company, holding company, subsidiary or associate company or a juristic entity with a potential conflict of interest. The amount of shares shall also include shares held by the independent director's related persons;

(2) Being a person who is not or has never been involved in management and not being an employee, staff or consultant with a regular salary or a person with controlling power of the company, holding company, subsidiary or associate company or a juristic entity with a potential conflict of interest, except that such characteristics have lapsed for at least 2 years prior to the date of filing an application for appointment to SEC Office;

(3) Being a person having no relation by blood or lawful registration to a person with a potential conflict of interest in form of father, mother, spouse, sibling, offspring, including spouse of the offspring of an executive, a major shareholder, a person with controlling power or a person being nominated as an executive or a person with controlling power of the company or subsidiary;

(4) Being a person who does not have or has never had a business relationship with the company, holding company, subsidiary or associate company or a juristic entity with a potential conflict of interest in a manner that may impede the exercise of his/her independent judgment; in addition, the person must neither be nor have been a major shareholder, a non-independent director or an executive of any person having business relationship with the company, holding company, subsidiary or associate company or a juristic entity with a potential conflict of interest, except that such characteristics have lapsed for at least 2 years prior to the date of filing an application for appointment to SEC Office. In this regard, the definition of "business relationship" shall be the same as that provided by relevant Notification of the SEC Office;

(5) Being a person who is not or has never been an auditor of the company, holding company, subsidiary or associate company or a juristic entity with a potential conflict of interest and not being a major shareholder, a non-independent director, an executive or managing director of the audit firm for which the auditor of the company, holding company, subsidiary or associate company or a juristic entity with a potential conflict of interest is working, except

that such characteristics have lapsed for at least 2 years prior to the date of filing an application for appointment to SEC Office;

(6) Being a person who is not or has never been a provider of any professional service including legal counseling or financial advisory service with a service fee amounting to over Baht two million per year to the company, holding company, subsidiary or associate company or a juristic entity with a potential conflict of interest. In case that the professional service provider is a juristic entity, the provider's role as a major shareholder, a non-independent director, an executive or managing partner of such provider shall be also included and taken into consideration. An exception applies in case where such characteristics have lapsed for at least 2 years prior to the date of filing an application for appointment to SEC Office;

(7) Being a person who is not appointed as a director to represent the company's directors, major shareholder or shareholder having relation to the company's major shareholders

(8) Not operate in the same business and compete with respect to the Company or its subsidiaries, partnerships or as part of management, employee or consultant who receive a regular salary or holding more than one percent of the total number of shares with voting rights of the company which operates the same conditions and competes with respect to the Company or its subsidiaries. TRINITY WATTHANA Annual Report 2019 98

(9) Being a person who does not possess any other characteristics that may prevent him/her from providing independent opinion on the Company's operation

3. In the case of the appointment of vacant position of top management or any position which is required to be appointed for managing the Company in efficient, the Nomination and Compensation Committee shall recruit from existing employee who is qualified and knowledgeable with relevant experiences and capabilities in order to motivate the employee.

4. In the case of the appointment of vacant directors' position at the general meeting of shareholders, the Board's policy is to continue to provide opportunities for minority shareholders to nominate directors in advance. The minority must qualify as a single shareholder or combined In the aggregate amount not less than 3 percent and not more than 5 percent of issued and paid-up shares. However, the duration of such shareholding is not less than 12 months and shareholders remains a shareholder until the book closing date of shareholders for the Annual General Meeting. The company has set the criteria for the agenda and the person to be a director by informing the shareholders of the properties of minority shareholders, procedures, process, refining process, and the relevant documents through the Company's website and SET's channel. The proposal duration is at least 1 month.

5. When it has passed the nomination in case of nominating an independent director, the chairman of the board shall propose to the general meeting of shareholders for approval. Each director must receive an approval vote of more than one-half of the total number of votes of the shareholders who attend the meeting and have the right to vote

In the case of senior management, the Board of Directors has considered and assigned the Nomination and Remuneration Committee to consider the criteria and methods for recruiting qualified persons to hold senior management positions and nominate more than one person who considers appropriate together with reasons for the Board of Directors to consider and appoint further. In the selection process, the company has considered and screened qualified persons with suitable qualifications, knowledge, abilities, skills and experience that are beneficial to the company's operations and understand the business of the company very well and able to manage work to achieve objectives and goals set by the Board of Directors.

#### **4. Supervision of operations of subsidiaries and associated companies.**

As the Company operates in the manner of the Holding Company, which currently holds 99.99 percent of Trinity Securities Company Limited, Trinity Advisory 2001 Company Limited, Trinity Intelligence plus Company Limited, Trinity One Company Limited and Asset Back Company Limited. Asset back Holdings Co., Ltd has invested in a subsidiary, Conduit Management Services Co., Ltd., which is engaged in managing Special Purpose Vehicle with 100% shareholding percentage and investing in a joint venture, Three Money Holding Company Limited, with a 30.07% shareholding percentage.

In managing a subsidiary company, the Company oversees it by assigning directors to be representatives of the Company. If a subsidiary company has transactions that may affect the Company significantly, transactions must be approved by the Board of Directors of the Company such as an investment in any securities that are not in the approved list and important policies that a subsidiary company shall implement.

For an associate company, the Company assigns executives to be directors in order to jointly determine policies and oversee its business operation.

In case of any transactions between subsidiary or associate companies and related parties such as the acquisition and disposition of assets and voting on important matters that are required for board of directors to approve, it must be seek approval from the board of directors of the Company. Representatives of the Company shall propose to seek for approval, disclose and store data properly, and record and prepare consolidated financial statements to meet deadlines.

## 5. Prevent Misuse of Insider Information.

Directors, management and employees of Trinity Watthana Plc. and subsidiaries are required to strictly comply with stipulations in the Compliance Manual which contains various rules and regulations regarding business ethics for the Company, management and employees including securities trading by the employees. Besides, the Company set the guidelines for prevention of a conflict of interest with the Company and the client's confidentiality as follows:

1) Departments having access to insider information are required to have clear-cut separation from others; that is, the marketing function (front office) are segregated from other supporting function (back office) e.g. Financial Consultant Department, Investment Banking Department, Research Department, Fixed Income Department, Wealth Management Department, Proprietary Trading division are separated from Operation Department, Accounting and Finance Department, Compliance and Internal Audit Department, Human Resources Department and Information Technology Department.

2) If the Company agrees to be a financial advisor to any company which is a competitor of the Company's client or which engages in a business similar to that of the Company's client, the Company is required to inform such client that the Company now accepts the job that may cause conflict of interest to the client so that the client can use such information in choosing its financial advisor.

3) Prior to taking any jobs from clients, it is the employee's duty to inform the Company of whether or not the employee has any direct or indirect interest in that particular job.

4) The employee shall not buy or sell the securities of the company under his/her supervision as a financial advisor nor shall the employee perform any action in favor of any client of the Company unless such securities trading have been previously obtained and approved by the Management.

5) Rules for contact other departments or companies have been established; i.e. - In case of work-related contact, the contact shall be approved by the department head and only the head of the related department or company can be contacted. - In case of non-work-related contact, the contact shall be in accordance with the ethical practice.

6) The listing or delisting of securities on Restricted List / Research List or Watch List of both Research Department and Investment Banking Department shall be implemented. Additionally, a use of the Company's insider information by relevant officers shall be checked.

7) A measure to ensure the security of information access has been established through:

- A use of personal access codes/passwords to segregate users according to the client accounts. This includes separating the level of access as well, among different groups of users according to their job duties and responsibilities, e.g. officer, supervisor;

- A use of personal access codes/passwords to restrict access to information for individuals so that they can view only information relevant to themselves; and

- A highly secured procedure for transmission of data and sending of documents between each company and their related parties to ensure that only intended recipients will receive such information.

## 8) Securities Trading by Directors, Management and Employees

### 8.1) Stipulations on Securities Trading Accounts Opening by Employee

- An employee of the Company or subsidiaries shall open his/her own securities trading account with Trinity Securities Co., Ltd. only with prior approval from his/her department head. TRINITY WATTHANA Annual Report 2019 100

- If the employee has a securities trading account with other brokers prior to the date on which these stipulations take effect or prior to working with the Company or subsidiaries, that employee must cease to use that account from the effective date of these stipulations. However, the employee is allowed to sell the securities remained in that account until no security is left in such account, and then proceeds to close that account immediately.

- The employee is prohibited from opening a securities trading account for him/her by using nominee such as parents, spouse, siblings, relatives or friends.

8.2) Rules for Securities Trading by Directors and Management The Company's directors are required to inform their securities trading accounts opened with Trinity Securities Co., Ltd. or other securities companies, including those of their spouses and children under 20 years old. The Company's directors are also required to allow the Company to request and check their information on a case-by-case basis e.g. the case where the Company agrees to underwrite public offering of listed company.

The Company's Management involving in accounting information and financial statements which have not been publicly disclosed are prohibited from trading the Company's securities from the 15th day of the month after the last day of the quarter or accounting period until the date on which the Company publicly discloses such information. Also, the directors of the Company and subsidiaries are prohibited from trading the Company's and/or subsidiaries' securities from the date of receipt of documents calling for the meeting of the board of directors for acknowledgement of the quarterly financial statements or

financial statements of any accounting periods until the date on which such financial statements are published. An exception applies in necessary case and in case where the trading of such securities is not based on any insider information of the Company. In such cases, a memorandum regarding the securities trading shall be given to the compliance officer for record and for being served as evidence in complying with corporate governance

8.3) Guidelines for Accounting and Finance Department An accounting and finance officer shall strictly maintain the confidentiality of all accounting information including the Company's financial statements. The officer shall not notify or perform any action to let any unauthorized parties have such information and shall maintain confidentiality of information between divisions. Also, the officer shall not use any information known to him/her from working to trade the Company's securities for himself/herself or for any related persons. In this regard, an accounting and finance officer is prohibited from trading the Company's securities from the last day of a quarter or an accounting period until the date on which the Company publicly discloses such information. In necessary case and in case where the trading of such securities is not based on any insider information of the Company, a memorandum seeking approval from department head shall be made and a copy of the memorandum shall be given to the compliance officer for record and for being served as evidence in complying with corporate governance.

9) Assign Compliance and Internal Audit department to investigate and control the use of inside information and directly report the result of investigation to the Audit Committee, if they find any issues to consider implementing sanctions as stated in the Company's practice.

10) In case there are any persons involved in the preparation of securities analysis of the Company has been appointed for the position of director, executive, authorized or discretionary, whether directly or indirectly, in any company, the company will not prepare the analysis of the company.

## **6. Audit Fee**

### **1) Audit Fee**

The Company and its subsidiaries paid audit fee to the audit firm in the previous fiscal year for 1,980,000 Baht

### **2) Non - Audit Fee**

The Company and its subsidiaries did not pay other compensation for other services to the audit firm. The audit firm had no undelivered services provided to the Company in the previous fiscal year.

## 7. Adoption of the Principles of Good Corporate Governance for Listed Companies 2017

In the Board meeting no.2/2021, the directors reviewed the corporate governance code (CG code) in accordance with the guidelines of Securities and Exchange Commission (SEC) and the corporate governance policy based on the principles of good corporate governance of listed companies for the year 2012 of Stock Exchange of Thailand, which was announced to the employees for acknowledgment and compliance. And from the consideration of the Board from time to time and adjusting to suit the business situation and context at the moment, the Board of Directors found that the Company has applied most of the CG Code. However, the Board of Directors has improved the scope of duties and responsibilities to be more in line with the CG Code. There are still some practices that do not conform to the CG Code, including:

CG Code Practice	Statement
<p>The board should set a policy for independent directors to hold their positions for a continuous period of not more than 9 years from the date of appointment as independent director. In the event that an independent director is to be appointed to continue the position, the board should reasonably consider the necessity.</p>	<p>The Board of Directors has a view that holding the position for more than 9 years gives the independent director a good understanding of the business of the company, and independent directors are still able to express their opinions independently.</p> <p>To propose to the shareholders' meeting on the agenda of election of directors and independent directors, the company has informed the number of years the directors served in the company in the invitation of the shareholder meeting for shareholders to consider always.</p>

## 8. The practice of good corporate governance

### Chapter 1 Shareholders' Rights

The company encourages shareholders to exercise their rights and refrain from any actions that are violation or deprivation of the rights of shareholders, and they should be treated fairly in accordance with the law including managing efficiently and effectively.

### 1.1) Arranging Shareholders' meeting

In the year 2020, the company held 1 annual general meeting of shareholders on April 20, 2020, which the company has performed for the rights and equality of shareholders as follows:

- Organized a meeting and arranged a meeting venue that is convenient for the shareholders.

- Published all information concerning meeting date, time and venue, meeting agenda, including related rules and regulations and information which may be required by the shareholders for decision-making on the Company's website at least 30 days prior to the meeting date (in 2020 the Company published the information on the website on March 20, 2020 whereby the information is the same as that contained in the hard copy sent to the shareholders on April 5, 2020).

- Allowed the shareholders to submit any queries about the meeting agenda in advance via sending an inquiry e-mail to this e-mail address: [ir@trinitythai.com](mailto:ir@trinitythai.com) from the date when the meeting documents are published on the Company's website until one week (7 days) prior to the meeting date.

- Allowed adequate time (at least 1 hour) for registration to attend the meeting.

- Prior to the meeting's commencement, notified the shareholders of relevant rules and voting procedures to be followed and applied in the meeting which would be recorded in the minutes of the meeting.

- Provided the shareholders with adequate information concerning the meeting within a proper period of time which is longer than that set by law. In this regard, each item on the meeting agenda was accompanied by the opinion of the Board of Directors, and the voting rules/procedures for crucial items on the meeting agenda were provided.

- Allocated appropriate time during the meeting for the shareholders to raise questions and express opinions freely whereby no agenda shall be added without giving prior notice to the shareholders.

- Required the chairpersons of the Audit Committee, the Nomination and Compensation Committee, the Company's CEO and auditor to attend the meeting to provide explanations or

answers for any questions raised by the shareholders; and (the list of directors who attended the shareholders meeting are disclosed in Management Structure)

- Disclose the resolution of shareholders' meeting and voting result no later than one day after the meeting and disseminate it through to the Stock Exchange of Thailand's information channels.

- Prepared and delivered the minutes of the meeting to the Stock Exchange of Thailand and disseminated the same through the Stock Exchange of Thailand's information channels and on the Company's website no later than 14

days after the meeting. The minutes are clearly recorded, including number of votes that shareholders agreed, disagreed, and abstained.

## **1.2) Shareholding Structure**

- According to the list of shareholders as disclosed in Section 7 of the Company and its subsidiaries, the Company is structured in a group without cross-shareholdings or pyramid shareholding structure as of book closing date on March 16, 2020, the company has a 53.53 percent in free float shares.

- The Board of Directors of the Company has shareholding percentage not exceeding 25 percent of the issued and paid-up shares of the Company. (Details of shareholding of directors and related parties are shown in items 4.2 of section 4)

## **Chapter 2 Equal/Fair Treatment to Shareholders**

The Company shall treat all shareholders equally and fairly. In addition to the protection of shareholders' rights under Chapter 1, the Company shall perform the following to ensure that all shareholders are treated equally and properly.

### **2.1) Establishment of Shareholders' Meeting Processes to Promote Equitable Treatment Among Shareholders.**

(1) To allow minor shareholders to propose meeting agenda and/or to nominate any person (s) to be the Company's director in advance. The Board of Directors' Meeting have allowed minor shareholders to propose meeting agenda and to nominate any person(s) to be the Company's directors in advance since 2008. The minor shareholders which are eligible to do so may be a single or group of shareholders holding collectively at least 3% but not exceeding 5% of the Company's total issued shares and it/they must hold such shares continuously for at least 12 months. Also, it/they must have remained the Company's shareholder(s) until the date on which the Company's share registration book is closed for the purpose of convening the Company's Annual General Meeting of shareholders. In this regard, the Board of Directors established criteria and procedures for such proposal and nomination and notified the shareholders of the criteria, procedures and related documents for consideration of the same via the Company's website and information channels of the Stock Exchange of Thailand whereby the proposal and nomination period was fixed for at least one month.

For the 2020 Annual General Meeting of shareholders, the criteria of such rights are published via the disclosure channel of the Stock Exchange of Thailand and Corporate website on January 9, 2020 and shareholders should submit the required documents to company's secretary for Board of Directors' consideration within February 18, 2020. In the AGM 2020, no shareholders proposed an agenda or nominated a person to be elected as the Board of Directors.

(2) To provide a proxy form with an option that allows the shareholders to appoint the Company's independent directors as their proxies in addition to the Company's directors and Management. That is, the Company includes a list of its independent directors in the proxy form which was prepared in the format prescribed by the Ministry of Commerce to facilitate the shareholders' proxy appointment. This proxy form also allows the shareholders to provide comments/opinions in support of their voting on each item on the agenda. The Company makes this proxy form available and discloses information regarding relevant procedures on the Company's website at least 30 days in advance of the meeting date.

(3) To provide all present shareholders with ballot papers, each of which contains options to vote against or to refrain from voting, for all items on the agenda.

(4) To provide ballot papers for the shareholders to appoint the Company's director individually.

(5) To provide the invitation to shareholders' meeting in English version and disseminate it with Thai version on the Company's website no later than 30 days before the meeting day. Shareholders will be informed through the Stock Exchange of Thailand's information channels. In 2020, the Company informed and disseminated on March 20, 2020

(6) The Company has policies that directors who have interest in any agenda shall not participate and vote on that matter.

## **2.2 Measures to Prevent Misuse of the Company Insider Information**

Directors, management and employees of Trinity Watthana Plc. and subsidiaries are required to strictly comply with stipulations in the Compliance Manual which contains various rules and regulations regarding business ethics for the Company, management and employees including securities trading by the employees. Besides, the Company set the guidelines for prevention of a conflict of interest with the Company and the client's confidentiality, as detailed in No.5 and disclosed in the annual report.

## **2.3 Disclosure of Information Concerning Interests of the Company's Directors and Management and Their Related Persons to the Board of Directors.**

The Company has established rules for report of interests by the Company's directors, management and their related persons, including those of the subsidiaries in order to assist the Board of Directors in considering the transaction which may cause conflict of interest with the Company and in making a proper decision thereon by focusing on the Company's overall benefits. In this regard, the interested directors or management shall not take part in the decision-making on the transaction which may cause conflict of interest with the Company.

Pursuant to the rules, the directors and management are required to report their interests immediately after taking their positions and to regularly review the information concerning their interests by the end of January each year. Also, the directors and management shall report their interests upon an occurrence of any changes that fall within the scope of the rules within 30 days from the date of the change by preparing and giving the report to the Company's secretary for further submission to the Chairmen of the Board of Directors and Audit Committee within 7 business days. In addition, they have to report such matter to the Board of Directors for acknowledgement in the following meeting of the Board of Directors.

#### **2.4 Disclosure and Approval on Related Parties Transactions of the Company**

The Company establishes guidelines and procedures for approving transactions as detailed in the related party transaction section as detailed in No.12.

In the past year transactions that occur between the Company and its subsidiaries and related companies, the Company has audit committee to consider the transaction. The Audit Committee agreed that the transaction is normal business transaction and the Company pays fair compensation.

For transactions that may arise conflict in the future between the Company and its subsidiaries, the Company shall has a policy for Audit Committee of Trinity Watthana Public

Company Limited consider and comment on these transactions whether the compensation received and paid will be based on fair market price.

### **Chapter 3 Rights of Stakeholders**

#### **3.1) Treatment of Stakeholders' Rights**

The Company has always recognized and ensured that the rights of various stakeholders, e.g. shareholders, clients or business partners, creditors, employees and competitors, whether their rights and obligations under the law or the agreements made with the Company, are properly protected and fair to all concerned parties. Also, the Company will ensure that there is no infringement of human rights and intellectual property or copyrights of the Company's stakeholders. To accomplish such targets, the Company will perform as follow:

**Shareholders** : The Company commits itself to conduct business in the way that is satisfactory to the shareholders by supervising and ensuring that the Company's business will have a sustainable growth and provide benefits to the shareholders in the long term. The Company also ensures that complete and reliable information is disclosed to all concerned parties.

**Clients** : The Company aims to establish customer's satisfaction by continually improving and developing its employees' calibers and working systems in order

to provide services which meet the client's need. In providing the service of securities analysis research, the Company focuses on rapidity and correctness of information which is not affected by any distortion.

**Business Partners/Alliances** : The Company does not and will not perform any actions which may mislead its business partners/alliances about material contents of the deal, for example, avoiding disclosure of material information, distorting and providing false or incorrect information.. The Company select the business partners with fair criteria and will not infringe any intellectual property or copyrights.

**Creditors** : The Company will strictly comply with all conditions and obligations that it has toward the creditors, especially those concerning the loan spending purposes, loan repayments and other issues previously agreed with the creditors. Additionally, the Company will regularly keep the creditors informed of its financial position and financial information. In case where the Company cannot perform any condition, the Company will notify the creditor immediately so that reasonable and proper solutions can be mutually sought out. The Company is committed to keeping good and sustainable relationships with the creditors so as to build mutual trust between each other.

**Employees** : The Company recruits and employs capable and experienced personnel to work for it, encourages team work, enhances and develops its employees' potentials on a regular basis. The Company has set policies and guidelines on staff's remunerations and fringe benefits including occupational health and safety and these policies and guidelines have been revised and updated from time to time to ensure that the employees are provided with appropriate, fair and competing remunerations and benefits which can, in turn, motivate them to work for the Company to their maximum extent. In addition, the Company treats its employees who open securities trading accounts with the Company equally with the Company's clients and strictly complies with Labor Protection Act. Besides, the Company has provided its employees with opportunities to make suggestions and comments through their representatives who were elected as members on various committees of the Company e.g. HR Partner committee, Employee Relations Committee, Fringe Benefit Committee, Provident Fund Committee (for Employee). The company has developed a training policy according the report on the topic of sustainability. In 2020, the Company provided several trainings for staff on various topics whereby the average number of training hours per person per year is 13.64 hours, which is 26.41 percent more than in 2019.

**Competitors** : The Company supports and promotes fair business competition. At the same time, the Company acts against and does not cooperate with any competitors violating the rules or regulations of regulatory authorities.

**Society and Environment** : The Company has always supported all activities aimed at enhancing the society and environment in order to instill the concept of social and environmental responsibility into its employees.

In addition, the Company always recognizes and respects the employees' rights, freedom and equality in workplace. This recognition of the Company is shown through the fact that the employees have absolute freedom to exercise their rights as long as such exercise does not violate others' rights and freedom, laws, morality and ethics. In this regard, the Company has never hired any staff whose age is under 18 or illegal immigrants.

In operating any business activities, the Company has always followed the principles shown in its corporate social responsibility report for sustainable. In 2020, the Company was not involved in any dispute with any stakeholders nor was the Company punished by any relevant regulatory bodies.

### **3.2 Compensatory Measures for Interested Party Suffering Damages from Company's Tort and Channels for Interested Party's Participation**

The Company provides various channels to receive complaints from clients and sets clear-cut working process to ensure that every single complaint is treated seriously, fairly and properly. The Company also decided to take part in the dispute resolution through arbitration which can be regarded as an additional alternative for the clients to claim for damages economically within a short time. Additionally, the Company encourages the interested parties to notify the Board of Directors of any issues relating to law violation, accuracy of the financial statements, defect(s) in internal control system or misconduct by giving a notice through the Compliance and Internal Audit Department or directly notifying any director or member of the Audit Committee who is not in the Management team so that an instruction to investigate the facts is issued and a report on fact investigation is given to the Board of Directors. In this regard, the name of the person giving the notice will not be revealed to the Management. The Company created a mechanism to enable all stakeholders to file complaint and draw attention to illegal and unethical acts via corporate website: [www.trinitythai.com](http://www.trinitythai.com) and [www.trinitythai.com/contact](http://www.trinitythai.com/contact).

In 2020, there were no ethical or corrupt complaints or violate the company's corporate governance policy from customers or employees in any ways.

### **3.3 Anti-corruption and bribery for business interests.**

The Company has determined company standard in business ethics guide book regarding compensation from performing their duties and others, that is, "The Company, employees or related agents within the company must not give, receive, or ask for any compensation that creates a conflict between the Company and customers". Therefore, the Company has become one of

participants in the alliance of anticorruption of private sectors. This group consists of private sector association committee, chamber of commerce, trade registration association and Thai bank association as approved in the Board of Directors' meeting in 1/2011 on January 25, 2014. As a result, it leads to a collective action coalition which aims to enhance the level of competition and promote improvement for the country. The Company focuses on providing employees with the business ethics and practice. The Company focuses on providing employees with the business ethics and practical procedures for anti-corruption. Also, the Company has established severe penalties for a failure to comply with the aforesaid ethics and procedures. In this regard, in January 2015, the Company announced its anti-corruption policies and procedures and was accepted as a member in the community of Thailand's Private Sector Collective Action

Coalition Against Corruption (CAC) in April 2015, and the renewal of the Company's membership in CAC was certified in November 2018 and certifying the renewal of membership status in November 2018. Additionally, the Company was evaluated through the 2016 Annual Survey of Listed Companies for Anti-Corruption Progress Indicators which was organized by Thaipat Institute (an institute that was accepted by CAC) as having complied with its business ethics and procedures. In this regard, the adequacy of the Company's business ethics and procedures for anti-corruption was reviewed by the Company's Audit Committee.

The company has implemented the following guidelines as follows:

1) By communicating and organizing training to educate employees on a regular basis at least once a year along with the annual employee training, including an internal control system assessment to prevent fraud risk every time the Audit Department audited various work systems, according to the audit plan to ensure that the performance of the various departments is in accordance with the internal control system set by the company from the evaluation of the work system for anti-corruption policies and practices and suitable and adequate to prevent and combat corruption.

The company has always organized business ethics training for employees along with the annual compliance training, which is to train employees of all departments at least once a year to know the important regulations of the governing bodies and other laws related to the company such as anti-money laundering and counter-terrorism financing laws, including emphasizing on anti-corruption practices. In addition to informing the relevant employees via email to inform the regulations that have changed during the year in 2020, the company organizes annual training sessions between 27-28 October and 13, 17 November 2020 with the following trainees.

Department	Number of employees that are trained	Proportion of total employees in the department (%)
Financial Consultant Dept. and Research Dept.	94	100
Wealth Management Dept.	10	100
Fixed Income Dept.	3	100
Investment Banking Dept.	11	85
Support Business Unit	69	97

2) The company provides a reporting channel, if there is any violation of the policy or seen the act of corruption and have protection measures for the reporter.

The Company has disclosed details of policies and actions to prevent involvement with corruption on the company's website. [www.trinitythai.com](http://www.trinitythai.com) under the topic of corporate governance.

### **3.4) Non-infringement of intellectual property or copyright.**

The company complies with intellectual property laws and has a policy not to support operations that are in nature of intellectual property infringement, such as establishing a policy to use the information technology system safely by providing any software used in the information system of the company be licensed and legally copyrighted, and employees are prohibited from installing pirated software on company computers, including monitoring the use of software in the work of employees as well.

## **Chapter 4 Information Disclosure and Transparency**

### **4.1) Information Disclosure**

The Company's Board of Directors have recognized the importance of the disclosure of both financial and general information which is deemed material that the information shall be correct, transparency and on timely basis. For the purpose of information disclosure, the Company provides the information in 56-1 form and annual report both Thai and English languages. The Company has disclosed the information through various information channels and media of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission. The company delivered to the Company's shareholders and related parties such as Vision and Mission, Business Objectives, Market share, Name list of Board of Directors and Senior Management, Board of Directors' responsibilities, Financial Report, Shareholding Structure, Company Structure, Board of Directors' responsibilities, Minutes of Shareholder Meeting, Corporate Governance Policy, Corporate Social Responsibility Report Business Ethics, Social and Environment Policy, Remuneration Policy for Directors and Top Management, and Compensation to Directors.

For disclose information on corporate website, the Company has provided the transparent, up-to-date significant information for our stakeholders such as shareholders investors etc. Such information that are disclosed are Vision and Mission, Business Nature, Name list of Board of Directors and Senior Management Board of Directors' responsibilities, Financial Report, Annual Report, Shareholding and Management Structure, Invitation Letter for Shareholder Meeting, Minutes of Shareholder Meeting, Corporate Governance Policy, Corporate Social Responsibility Report for the Sustainability Development, Business Ethics, articles of association, Rules and Procedures for AGM and Rules & Procedures for proposing agenda or nominate a person to be elected as the Company director, policy and procedures to prevent and combat corruption.

Since 2009, the Board of Directors has approved a policy concerning information disclosure which is prepared to serve as a guideline for information communication and disclosure. This policy covers the following issues: person in charge of information communication/disclosure; communication with analysts; information-block period, web board use etiquette; rumor clarification; policy review; stipulations on policy violation etc.

#### 4.2 Requirement for Report of Securities Holding by Directors and Management

The Company requires its directors and Management to report on their holdings of the Company's securities in accordance with Section 59 and the Notification of the Securities and Exchange Commission re: Preparation and Disclosure of Securities Holding Report. The Company also requires its directors and managements to submit copies of their securities holding reports (Form 59-2) to the Company's secretary every time the report is submitted to SEC for further report to the Company's Board of Directors.

Since 2013, the Board of Directors and management additionally disclosed in respect of shares held by spouse and minor children. As of December 31, 2019, the shareholding of the Company's Board of Directors and the Management both direct and indirect holding are as set out below.

	Name – Surname	Type of Securities	Proportion (%)			Ordinary Shares (%)
			Dec 31, 20	Dec 31, 19	Increase (Decrease)	
1	Dr. Panja Senadisai	TNITY	84,375	84,375	-	0.042
		TNITY-W1	42,187	42,187	-	-
	spouse and minor children	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
2	Mr. Pairote Varophas	TNITY	14,062	14,062	-	-
		TNITY-W1	-	-	-	-
	spouse and minor children	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-

	Name – Surname	Type of Securities	Proportion (%)			Ordinary Shares (%)
			Dec 31, 20	Dec 31, 19	Increase (Decrease)	
3	Mr. Abhichart Arbhabhira	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
	spouse and minor children	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
4	Mr.Kampanart Lohacharoenvanich	TNITY	610,056	610,056	-	0.306
		TNITY-W1	28	220,028	(220,000)	-
	spouse and minor children	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
5	Mr. Nitipon Chaisakulchai	TNITY	38,390,625	38,390,625	-	19.273
		TNITY-W1	19,195,312	19,195,312	-	-
	spouse and minor children	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
6	Dr. Worata Kongseanitsar	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
	spouse and minor children	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
7	Mr. Sorayouth Prompoj	TNITY	511,300	431,900	79,400	0.257
		TNITY-W1	-	-	-	-
	spouse and minor children	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
9	Mr.Pakhawat Kovithvathanaphong	TNITY	7,111,250	7,111,250	-	3.570
		TNITY-W1	-	2,805,625	(2,805,625)	-
	spouse and minor children	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
10	Mr. Charnchai Kongthongluck	TNITY	1,012,500	1,012,500	-	0.513
		TNITY-W1	-	506,250	(506,250)	-
	spouse and minor children	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
11	Dr.Visit Ongpipattanakul	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
	spouse and minor children	TNITY	90,000	90,000	-	0.046
		TNITY-W1	45,000	45,000	-	-
12	Mrs.Kanitha Subpa-Asa	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-
	spouse and minor children	TNITY	-	-	-	-
		TNITY-W1	-	-	-	-

### **4.3 Report of the Board of Directors**

The Board of Directors recognizes the obligations and responsibilities in overseeing the financial statements of the Company and its subsidiaries. The financial information contained in the annual report is prepared in accordance with generally accepted accounting principles. The accounting policies are appropriate, consistent and prudent in the preparation, including adequate disclosure in the notes to the financial statements as reported in the Board of Directors' responsibility report in the preparation of the financial report in Appendix and Annual Report.

The Company's Board of Directors have assigned the Audit Committee consisting of independent directors to review and ensure that the Company's financial statements are accurately prepared and adequate information is disclosed therein; that the Company's internal control system and internal audit are proper and efficient; and that the connected transactions or transactions with conflict of interest are disclosed correctly and completely. The Audit Committee's opinions on the above issues were proposed to the Board of Directors for approval and were included in the Report of the Audit Committee. The Board of Directors was of the opinion that the financial statements of the Company and its subsidiaries as of December 31, 2020 are accurate, complete, adequate and reliable.

### **4.4 Investor Relations**

The company periodically provides information to investors about the company's performance, vision, mission and business strategy through the media.

In the year 2020, the company has provided the information of the company through the Opportunity Day activity, which is an activity where listed companies meet investors through the VDO Conference system on December 25, 2020 in conjunction with the Stock Exchange of Thailand of Thailand

In addition, the Company makes its information available through its website ([www.trinitythai.com](http://www.trinitythai.com)) where the investors can always follow up the Company's information including its business activities. The information available on the Company's website includes the Company's quarterly operating results and other relevant information, e.g. shareholding structure after the closing of share register, which is updated regularly. The Company's website is also linked with those of regulatory bodies, and this linkage allows the investors to check the Company's information at any time, including such time when the Company's website is disrupted. Apart from that, the Company's website provides channel for queries and comments. Investors may contact the Company to request information or give comments to the Company by sending e-mails to the following e-mail address: [ir@trinitythai.com](mailto:ir@trinitythai.com) for which the Company has particularly arranged relevant officers to provide answers. Presently, the investor relation is under the Corporate Communication Department.

## **Chapter 5 Board of Directors' Responsibility**

### **5.1 Board of Directors' Structure**

#### **(1) Balance of Authority by Non-Executive Directors and Consolidation or Segregation of the Board of Directors' Chairman and CEO Positions**

As of December 1, 2020, the Company's Board of Directors consists of 11 members who perform their duties on behalf of the shareholders. These 11 members include:

- Directors representing the Company's major shareholders, namely Mr. Nitipon Chaisakulchai and Mrs.Kanitha Subpa-Asa
- Independent Directors consisting of Dr. Panja Senadisai, Mr.Pairote Varophas Mr.Abhichart Arbhabharama, Mr.Kampanart Lohacharoenvanich and Mr. Sorayouth Prompoj
- Non-Executive Director consisting of Mr. Worata Kongseanitsarar
- Executive Directors consisting of Mr. Pakhawat Kovitvathanaphong, Mr. Charnchai Kongthongluck and Dr. Visit Ongpipattanakul

Presently, the Company's Audit Committee consists of 4 members. At this point, it is apparent that the number of the Company's independent directors is equivalent to one third of the Board of Directors. It is also obvious that the eight non-executive directors who merely act on behalf of the shareholders represent 73 percent of the Board of Directors which is deemed as high proportion. With regard to the Chairman of the Board of Directors, although he is involved in

the Company's management, there is a clear separation between management authority of the Board of Directors' Chairman and CEO. Principally, the Board of Directors' Chairman is responsible for supervising and ensuring that the CEO's work is consistent with the guidelines and plans approved by the Board of Directors. Another significant responsibility of the Board of Directors' Chairman, who is the head of the Board of Directors, is to prepare and stipulate management policies that are efficient and effective for the interest of all stakeholders (See Management Structure Section for more details of roles and responsibilities of the Board of Directors' Chairman). Therefore, it can be assured that that the Company's directors have performed their duties on behalf of the shareholders and a proper balance of authority is in place.

#### **(2) Qualifications of Directors, Independent Directors and Nomination Process**

The Nomination and Compensation Committee established criteria for selection of directors and independent directors in accordance (Detail of qualification of independent director as shown in in the Nomination and Appointment of Directors and Top Management section). The Company does not have a policy limiting the number of years that independent directors can serve for nine years since the board of directors has opinion independent directors

who serve for the position more than nine years will understand the company's business well and can continue to make comments freely. When proposing to shareholders for the election of independent and non-independent directors, the Company has consistently shown the number of years that directors served in the Company in the invitation to shareholders' meeting for shareholders to consider with regard to the qualifications of a director, the Nomination and Compensation Committee required that the Company's directors shall have no prohibited traits under relevant SEC notifications; possess all qualifications as specified in the Public Company Limited Act; have knowledge, capability and professional experience that can help develop the Company's businesses.

In nominating directors of the Company at the shareholders' annual meeting in 2020 following the steps in section 3 Selection and Nomination of Directors and Management, the Company gives an opportunity to minority shareholders to nominate people to be considered, as stated in section 2 within February 18, 2020. As a result, no one was nominated. The Nomination and Compensation Committee reported the performance in 2020 as detailed in the report from the Nomination and Remuneration Committee.

**(3) Policy of Tenure of Board of Directors that are Non-executive directors.**

To ensure an efficient performance of duties as the Company's non-executive directors the Company has set the policy to limit the number of listed companies for non-executive director not over 5 companies.

**(4) Directorship Information Disclosure.**

To consider an efficiency of the duties performance by the Company's directors, the Board of Directors takes into account the positions taken by each director in other companies annually to ensure that such directorship does not affect each director's performance of his/her duties as the Company's director, and the aforesaid information was disclosed in Board of Director s' information. With regard to the director whose term is expired, the Board of Directors shall provide the shareholders with adequate information of all candidates to replace the director whose term is expired.

**(5) Policies and Procedures for Being Directors of Other Companies by Management**

To ensure an efficient performance of duties as the Company's Management, the Company set the following policies and procedures for being directors of other companies (excluding the Company's subsidiaries) by the Management:

**Policies Concerning Being a Director of Other Companies**

- Being a director in less than 5 companies.
- Not being an authorized director of any other companies unless an approval from the Company's Board of Directors is obtained. In this regard, the act of being an authorized director in other companies shall not adversely affect the Management's work for the Company.
- Remuneration from being a director in other companies (if any) shall be deemed as income of the Management.
- Disclose complete information of positions in other companies.

**Procedures for Taking Directorship in Other Companies**

- Providing information on his/her directorship in other companies to the Company's secretary, including the change in the position (if any).
- Providing reasons in case where he/she desires to be an authorized director of other companies. The Company's secretary shall propose relevant information to the Company's Board of Directors for approval in case where a member of the Management desires to be a director in more than 5 companies or an authorized director of other companies.

**(6) The Company Secretary**

The Company's Board of Directors has always recognized the importance of the roles and responsibilities of a company's secretary. In compliance with Section 89/15 of the Stock and Exchange Commission Act (No. 4) B. E. 2008, the Board of Directors set qualification of a company secretary as follows:

- Graduate in Law or accounting field.
- Have experience as a company secretary or have been trained in relevant courses of the duties of the company secretary.

The Board of Directors has appointed Ms. Suwannee Limpanawongsaen, Deputy Managing Director, who is in charge of the support departments, acting as company secretary reporting directly to the Chief Executive Officer with duties and responsibilities under No. 3 of management section.

**5.2) Committees and Operational Committees**

The Board has established sub-committees, which are the Audit Committee, and the Nomination and Compensation Committee to consider and scrutinize the important aspects. The members of the Audit Committee are independent directors of the Board but members of the Nomination and Compensation Committee are non-executive directors, but represent the 2 major shareholders, and 2 independent directors are chairman of the Nomination and Remuneration Committee to provide a balanced and appropriate in considering the nomination and remuneration. The Chairman is not a member or chairman of

the sub committees, except the Audit Committee. (See details of names of directors and roles and duties in No. 2, Corporate Governance)

In addition, the Board of Directors has approved the establishment of operational committees to oversee operations at the operational level of the Company, including Management Committee, Credit Committee, Private Fund Investment Committee, Underwriting Committee, Proprietary Committee and Business Continuity Management Committee. (See details of names of directors and roles and duties in No. 2, Corporate Governance)

### **5.3) Board of Directors' Roles and Responsibilities**

#### **(1) Leadership and Vision for Corporate Governance**

The roles and responsibilities of the Board of Directors, subcommittees, and management as detailed in Management Structure and Subcommittee section 1 have demonstrated the leadership roles and responsibilities in the hierarchy and independence in decision making for the benefit of the Company and its shareholders as a whole. The Board of Directors gives its approval to the vision, strategy, goals, plans and budgets proposed by management on an annual basis as well as to provide a report, monitor to follow the company's strategy, and evaluate the performance. The new vision, mission and business goals of the company were presented in Part 1 of Form 56-1, Annual Report, and the Company's website.

#### **(2) Approval and Review of Corporate Governance Policies.**

The Company's Board of Directors approve and review the Company's corporate governance policies and guidelines annually. In this regard, the Company communicates and makes its corporate governance policies and guidelines available on its website as well as assesses its compliance therewith at least once a year for further report to the shareholders and related authorities.

#### **(3) Business Ethics**

The Company has provided a section concerning business ethics for directors, management and employees in the Company's Compliance Manual. The aforesaid section was proposed to the Company's directors for acknowledgement and made available on the Company's internal communication media so as to inform the Management and employees and so that the Management and employees can refer to it while performing their works. A training to alert the Company's employees and a follow-up on the compliance with the business ethics are regularly held. The Audit and Compliance department is assigned to monitor and track. If they find any actions that do not follow the Code of Conduct, it will present the management / Audit Committee for consideration. In 2008, the Company's Board of Directors approved to publish the Company's business ethics on the Company's website to disseminate and inform investors and these ethics have been observed until present.

#### (4) Prevention of conflict of interest

The Board of Directors has set a measure to control the management of the directors or any person with a conflict of interest or potential conflict of interest with the company in any other way by requiring them to disclose information about their interests and stakeholders. In the case of a transaction that could create a conflict of interest, directors, executives that have some interests will not take part in the decision-making of the transactions including guidelines for determining the appropriateness of the transaction, as described in Related Parties Transaction section.

During the year 2020, the transactions that take place among companies in the group are reported to the Board of Directors for their consideration on appropriateness. If any transactions can be compared to transactions with outside parties, the company will use the pricing similar to the third party (the Arm's Length Basis), which has revealed details of Related Parties Transaction, values and counterparty in the notes to the financial statements of the company, annual report and section 12 of Form 56-1.

#### (5) Internal Control System and Internal Audit

The Company's Board of Directors provided an internal control system which covers all concerned aspects. The system includes an establishment of a management structure with efficient check and balance, an authorization of the Management to approve any matters, a risk management and a compliance with related regulations. The Board of Directors also set up a Compliance and Internal Audit Department to audit the Company and subsidiaries to ensure that their operations are in accordance with the specified rules and procedures and to suggest any relevant working processes to ensure that the internal control covers all aspects. The Compliance and Internal Audit Department is required to report its audit results directly to the Audit Committee and make a parallel report thereof to the Chief Executive Officer and President

In 2020, the Audit Committees of Trinity Watthana Plc. and Trinity Securities Co., Ltd. usually hold meeting which, until December 31, 2020, has been counted to 6 meetings in total. In such meetings, the accounting policies, financial reports, compliance with related rules, internal audit results and internal control system are reviewed to ensure that the aforesaid are efficient and adequate.

The Board of Directors assessed the appropriateness and adequacy of the Company's internal control system annually (see details in "Internal Audit and Risk Management and were of the opinion that the Company's internal control system are adequate and appropriate for the Company's business. The Audit Committee also provided their opinions in the Company's Annual Report and section 5 of Form 56-1.

## (6) Risk Management

The Company has established an organizational risk management policy. That is, the Company's Board of Directors assign the executive committee to provide guiding policies and rules for management of the Company's overall risks whereby various operational committees including department heads are in charge of managing, monitoring and assessing the risks under their responsibilities in accordance with the specified framework. The aforesaid overall risks include any risks from administration, finance, investment, business, operation and management which are subject to the regulatory authorities' supervision. In addition, the Company assigns the Risk Management and Management Information Department to follow up the risk management results and regularly report the same to the executive committee and Board of Directors at the same time when the Company's operating results are reported.

The Board of Directors assessed and reviewed an adequacy and efficiency of the Company's risk management system at least once a year and were of the opinion that the Company's risk management system is adequate and appropriate for the Company's business (see details in "Internal Audit and Risk Management") Details of management of each risk are set out below.

### **Credit Risk**

The Company's credit risk is in connection with investment in fixed income, receivables from clearing house and receivables from securities and derivatives businesses. To control this risk, the Management set proper policies and procedures for credit control, i.e. an establishment of credit approval authority from those of officer's level to the Credit Committee and Board of Directors as detailed in "Subcommittee section 1" rules regulating a cluster of credit provision to any particular clients/counterparties; specification of securities eligible for credit offer; analysis of debt settlement ability of both clients and counterparties; and an annual review of credit line. Thanks to the aforesaid policies and procedures, the Company did not expect to suffer any material adverse effect from its credit provision. Also, the Company's credits are not clustered in any particular group of clients or counterparties given that the Company has a large and diversified client base.

### **Interest Rate Risk**

The Company's material interest rate risk is in connection with deposits with financial institutions, investments in fixed income and interest-bearing borrowings. However, due to the fact that most assets and financial obligations bear (i) the interest rates that are usually adjusted according to the market rates or (ii) the fixed rates which are close to the present market rates, the Company's interest rate risk is still minimal.

**Price Fluctuation Risk**

The Company's price fluctuation risk is in connection with investment in securities and derivatives. To control this risk, the Management instructs the Proprietary Committee to stipulate the investment policy and requirements and rules to limit loss (Stop Loss Limit) from the Company's proprietary trading. In this regard, the Risk Management and Management Information Department is assigned to follow up the risk management and regularly report results to the Proprietary Committee both on a daily and monthly basis to ensure that the investment risks are acceptable to the Company.

**Liquidity Risk**

The Company's liquidity risk is in connection with the Company's assets and financial obligations. However, given that most of the Company's assets and financial obligations are short-term ones, the Company's liquidity risk is low. Nevertheless, to control this risk, the Management reviews the Company's Net Capital Ratio (NCR) report on a daily basis and instructs any departments engaging in new transactions which may have effects on the Company's liquidity to check with the Accounting and Finance Department so as to make sure that such transactions will not cause the Company's NCR to be lower than the Company's specified ratio which is higher than that prescribed by relevant regulatory authority. In case that a financial crisis arises in the Company, the Management will closely follow up and monitor all transactions.

**Operational Risk**

Given that operational risks are derived from in the Company's operation and working procedures for any transactions, the Company put great emphasis on the design of its internal control system to ensure that its business administration and management are correct and in accordance with all the prescribed procedures. Examples of this emphasis include a clear-cut separation between front office and back office in the Company's organization chart to create a proper balance and check; an establishment of working procedures for all transactions by taking into consideration the opinions/comments given by the Internal Audit and Compliance Department in order to create an adequate and appropriate internal control; a preparation of Compliance Manual which staff and employees may refer to while performing their jobs; a preparation of business continuous plan; and a test of various systems to ensure that they are in accordance with the requirements. Additionally, the Company established the Internal Audit and Compliance Department to monitor and ensure that all the Company's works are performed in accordance with the required procedures and related regulations whereby the Internal Audit and Compliance Department will report directly to the Company's Board of Directors.

**Bill of Exchange and Debenture Settlement Risk**

Bill of exchange and debenture settlement risk means a risk that an issuer of the bill of exchange (B/E) and debenture has insufficient liquidity to settle the amount due for payment under the B/E and debenture. This risk usually happens when the B/E and debenture issuer fails to issue and offer new B/Es and debentures in order to raise fund to pay the amount due under the B/Es and debentures previously issued. Despite this risk, the Company, in its capacity as B/E and debenture issuer, has sufficient liquidity to settle the amounts due for payment. That is, the Company has financial liquidity from other funding sources, e.g., borrowings from other financial institutions which have not yet been withdrawn and a sale of its investments in securities of listed companies or fixed income with liquidity.

**Risk from digital transformation**

Digital technology has played a large role in doing business. In the long run, changing digital technology is a risk that can affect competitiveness as well as an opportunity to create new business that adds value to the organization. Therefore, the company has specified and analyzed trends in digital technology changes to bring work development, improve, and create new businesses in order to increase competitiveness, such as Big Data Analytic, used to analyze the needs and behavior of customers, trading information and various securities information to meet the needs of customers.

**Risks from cyber threats (Cyber Security)**

Increasing use of digital technology through the internet results in business operations more prone to risk from cyber threats such as hacking and ransom. The company has set an IT Security Policy which includes Information Technology use, classification and confidentiality of data management, guidelines for using social media and email communications, including tool updates to prevent attacks on various vulnerabilities, education and training to raise awareness of various types of threats to employees.

**5.4) Board of Directors' Meeting**

The Company's Board of Directors usually schedules their meetings in advance. The meeting is usually held to set and formulate the Company's business plan, to consider and approve any operational plan and budget and to follow up the operating results on a continuous basis. On the other hand, the Nomination and Remuneration Committee will hold their meeting only when any issues concerning the nomination and remuneration of directors, Management or employees of the Company or subsidiaries arise. In case that the meetings are not held monthly, the Company will report its monthly operating results to the Board of Directors for consideration in the meeting held immediately after that month.

Normally, the Board of Directors and the Audit Committee will receive a notice to a meeting together with the meeting agenda at least 7 days and will receive the supporting documents at least 5 days prior to the meeting to ensure that key issues have been included. Each director may propose any issues to be included in the meeting agenda by informing the Company's secretary who will further propose the issues to the Chairman of the Board of Directors and CEO. The Audit Committee has policy to meet with auditors and management from audit and compliance department without attendance of management to be independent in questioning issues.

Additionally, the Company requires that for the Board of Directors' meeting to be duly constituted, at least two-thirds of the Board of Directors must be present at the meeting. This requirement is in accordance with the resolution passed by the Board of Directors' Meeting No. 2/2016. In practice, thanks to the fact that a schedule of the Board of Directors' Meeting had been prepared in advance and the directors had been informed of this schedule since the beginning of the year, the quorum of all the previous meetings of the Board of Directors has never been lower than two-thirds of the Board of Directors.

The Company's Board of Directors deems it as a policy to allow the non-executive directors to have a meeting among them on a necessary basis so that they can discuss any issues together without the Management whereby the CEO shall be informed of the meeting results/resolutions.

- Date and times of commencement and completion of the meeting;
- List of directors present at the meeting and absentees
- Summary of issues raised and discussed in the meeting, remarks and comments given by directors on the issues, including resolutions passed by the board and comments made by directors disagreeing with any issues (if any)
- Name of persons taking and certifying minutes

The Board of Directors' Meetings held in 2020 including the attendance record of each director were shown in the Management Structure Section. Overall, all directors successfully maintained 75 percent of attendance in all the meetings of the Board of Directors held throughout the year.

### **5.5) Board Self-Assessment**

The Board of Directors requires an evaluation of the performance of the Board of Directors and sub-committees, namely the Nomination and Remuneration Committee and the Audit Committee at least once a year. The assessment is divided into 3 parts: 1) the performance assessment of the entire board of directors, 2) the performance assessment of the sub-committees, and 3) the performance evaluation of individual directors. The performance appraisal form was developed from the committee self-assessment form published by the Stock Exchange of Thailand and the Audit Committee handbook prepared by the SEC, whereby the company secretary will send an assessment form to all

directors to evaluate every year and compile the assessment results. Various suggestions received from the evaluation to the Board of Directors will be acknowledged and discussed in order to improve the effectiveness of the work of the Board of Directors, which has various topics for assessment, including:

- Roles, duties and responsibilities of the Board of Directors
- Board of Directors' meeting - Duties performance as a director
- Relationship with Management
- Self-development of directors and Management development

From appraisal dated February 25, 2021, The Board of Directors conducted a self-appraisal to assess their performance in year 2020 can be summarized as follows:

Topic	Board of Directors	Nomination and Remuneration Committee	Audit Committee	Individual Director
Director structure and director qualifications	Good to Excellent	Excellent	Excellent	Good to Excellent
Roles, duties and responsibilities	Good to Excellent	Excellent	Excellent	Good to Excellent
Board meeting	Good to Excellent	Excellent	Excellent	Good to Excellent
The duties of directors	Good to Excellent	Excellent	-	Good to Excellent
Relationship with management	Good to Excellent	Excellent	-	Good to Excellent
self-development of directors and executive development	Good to Excellent	-	-	Good to Excellent

## 5.6) Directors' remuneration

The Board of Directors has provided policies for the Nomination and Remuneration Committee to determine remuneration for directors that reflect and be consistent with the company's short- and long-term performance by using the following criteria for consideration

- Reflecting the performance of the company
- Suitable for duties and the responsibilities of each director
- Able to create incentives for directors to perform their duties to their fullest ability and continue to maintain good standards
- Can compete with the same industry to earn similar income (The Nominating Committee has considered the remuneration information compared with the Director's remuneration survey report of the Thai Institute of Directors (IOD) annually)
- Hold the principle of justice both to the company and to the person

The forms of remuneration for directors received are as follows:

- Meeting allowance
- Gratuity
- Warrant
- Life and accident insurance
- Health insurance in case of inpatient

The Nomination and Remuneration Committee has a duty to consider and propose appropriate remuneration in accordance with the policy guidelines and the above criteria to the Board of Directors. Upon approval, it is proposed to seek approval from the shareholders' meeting in the next general meeting of shareholders since 2004 (see the amount of remuneration in No. 4 in the management section).

### **5.7) Chief Executive Officer Remuneration Director And Managing Director**

The Board of Directors has assigned the Nomination and Remuneration Committee to consider the remuneration for the senior executives of the company, namely the Chief Executive Officer, Director and Managing Director and presented to the Board of Directors for approval. The policy is to allocate compensation and benefits to be consistent with the short-term and long-term performance of the company to attract and motivate senior executives and the employees who perform the work have good performance, able to respond to strategy and the goal of the company effectively, and have worked hard at full capacity.

The criteria used in the evaluation of senior management compensation are:

- Company performance
- The results of the operation according to the annual work plan
- Compensation survey results for the same industry
- Past compensation information

The Nominating Committee has jointly assessed the performance of the Chief Executive Officer in 2020 at a good level, satisfactory and able to manage the company to have a profitable performance despite the economic impact of the COVID-19 outbreak for 2019 and 2020. The company has released the total remuneration of the executives. (See the amount of compensation in No. 4 in the management section).

### **5.8) Director and Management Development**

The Company's Board of Directors recognized and promoted a provision of training and education for its directors, Management and secretary, including the Compliance and Internal Audit Department, especially the training under the Director Accreditation Program (DAP) or Director Certification Program (DCP) in which most Company's directors have already participated. Also, the

Company's Management participated in the Capital Market Academy's training program which was designed for high-ranking executives from various businesses and government sectors. When there is a new director, the Company's secretary will provide the new director with documents or information that is of benefits to the new director. Additionally, the Company's CEO will brief the new director of the Company's business nature so that the new director has good understanding of the Company's business operation. The Director's Manual which include:

- Roles and responsibilities of Board of Directors and various committees
- Code of conduct for securities business
- Business ethics for Management
- Corporate governance policy
- Rules for report of interest by Management
- Stipulations governing Company's securities trading
- Inter-related transaction policy
- Information disclosure policy
- Management's report

In 2020, the Company's directors have participated in the following courses.

#### **Dr.Visit Ongpipattanakul**

- TEPCOT, Class 13, organized by University of the Thai Chamber of Commerce

#### **Ms. Suthang Khonsilpa**

- The impact of the coronavirus outbreak on the financial statements organized  
By Thai Securities Companies Association - Investment Banking Club
- Personal Data Protection Act and the role of the enterprise organized  
by Thai Securities Companies Association - Investment Banking Club
- Internal control system for IPO companies organized by the Thai  
Securities Companies Association - Investment Banking Club
- Money laundering law for those in charge of reporting by Finlick Co.,  
Ltd.  
Mergers and Acquisitions: Accounting Issues Law and Tax organized by  
Thai Securities Companies Association - Investment Banking Club

#### **Ms. Suwannee Limpanavongsaen**

- TLCA CFO Professional Development Program No. 1/2020 "Update on  
IFRS9 and other new standards" organized by the Thai Listed  
Companies Association
- Seminar "Preparation for Directors and Executives in Personal Data  
Protection" organized by SEC

- Financial Management for Listed Companies Course "Financial Management Strategy To revive the organization and create growth in the New Normal era", organized by the Stock Exchange of Thailand
- Account Management for Listed Companies Course "Guidelines for the preparation of financial reports of companies affected by the COVID-19 event," organized by the Stock Exchange of Thailand
- "Strengthening Financial Professionals @ Intermediaries 2020" Under the course "Create Opportunities from Crisis and Win Profit in TFEX" organized by the Stock Exchange of Thailand
- TLCA CFO Professional Development Program (TLCA CFO CPD) No. 2/2020 "Transfer pricing" topic organized by the Thai Listed Companies Association
- TLCA CFO Professional Development Program (TLCA CFO CPD) No. 3/2020 organized by the Thai Listed Companies Association
- Disclosure of information on MD&A section organized by the Thai Listed Companies Association
- TLCA CFO Professional Development Program (TLCA CFO CPD) No. 4/2020 "Capital structure and funding strategy" topic organized by the Thai Listed Companies Association
- TFRS9 Provision for impairment of financial instruments organized by Actuarial Business Solutions Co., Ltd. (ABS)
- TLCA CFO CPD No. 7/2020 "Data privacy law and cyber security" topic (English Session) organized by the Thai Listed Companies Association
- Difference in Accounting and Tax to update tax issues and new relevant laws for 2020 organized by the Department of Business Development

#### **Ms. Anong Yuvahong**

- The impact of the coronavirus outbreak on financial statements organized by Thai Securities Companies Association, Investment Banking Club
- Personal Data Protection Act and the role of the enterprise organized by Thai Securities Companies Association - Investment Banking Club
- Update bond rules course organized by Thai Securities Companies Association - Investment Banking Club
- Mergers and Acquisitions : Accounting Issues Law and Tax organized by Thai Securities Companies Association - Investment Banking Club

In the meantime, the Internal Audit and Compliance Department will present significant changes to the directors of securities companies and the Audit Committee to regularly acknowledge every meeting.

## 5.9) Succession Planning

To ensure that the Company can operate business in accordance with its policies and strategic plans smoothly and continuously without break from a lack of personnel or transfer of knowledge, experience and understanding of strategic procedures for the Company's business operation, it is necessary to have succession planning, especially for the positions of Top Management who are in charge of formulating the Company's policies and moving the Company forward to achieve its goals.

In this regard, the Top Management's successors have been pre-identified and a plan to develop and enrich the Company's visions, missions and values has been provided to ensure that the Company's business can run continuously and achieve desirable goals. In connection with this, the Board of Directors have assigned the Management to perform various activities relating to the succession planning for the positions of the Top Management\* with details as shown below.

1. Study and define the goals for the organization to focus on business-driven
2. Identify the skills, knowledge, competencies required for the performance of the position
3. Establish performance evaluation to be aware of the gaps in the performance of such a position between now and in the future
4. Develop and compile a list of qualified personnel and the ability to select a successor
5. Evaluate current successor to compare the performance gap in higher positions
6. Develop Individual Development Plan (IDP) and implement development plans
7. Monitor and evaluate progress in developing a successor
8. Improve the successor planning to fix flaws and develop for the better

Note: The \*Top Management, including the CEO, Directors, and Managing Director. If the incumbent cannot perform their duties, the company is assigned a person with close position or position after the incumbent as an acting person until the board is recruiting qualified person and presented to the Board of Directors for consideration and approval.

## Internal Control and Risk Management

### Opinions of the Board of Directors and Audit Committee

The Meeting of the Board of Directors of Trinity Watthana Plc. No. 2/2021 which was held on February 25, 2021 and attended by members of the Audit Committee, and the Meeting of the Board of Directors of Trinity Securities Co., Ltd. No. 2/2021 as of February 25, 2021 which was held on the same date and attended by all members of Independent Directors and the Audit Committee, mutually assessed and concluded that the internal control system of the Company is adequate and efficient. The operation is governed by the control system so as to meet the goals, objectives, related rules and regulations efficiently and prevent assets from frauds and damages. Moreover, there is sufficient human resource to operate efficiently according to the system, prepare accountable financial reports without significant mistakes. The Audit Committee does not find any related party transactions which lead to any conflict of interest. The transactions with connected persons are normal business transactions. The report of the Audit Committee demonstrates in the topic of the report of the Audit Committee. Details of the assessment of the internal control system of the Company and subsidiaries are set out below.

### Organization and Environment

The Company's Board of Directors are in charge of approving the business targets as set and proposed by the Management annually, providing an efficient management and administrative structure in order to have adequate internal control and be able to prevent corruption by updating it regularly to be appropriate for risks and changing business environment, a code of conduct for the Company, directors, Management and employees, with a focus on the issues of prevention of conflict of interest and use of insider information. Additionally, compliance manual on various aspects is provided to ensure that the employees understand, comply with the specified rules, and have procedures in recruiting, developing, and attracting them to perform their duties and achieve business goals.

### Risk Management

The Company evaluates the risk which may have an impact on the target of the Company and prevent corruption to determine policies and enterprise risk management measures. The Board of Directors has set executive committee that is responsible for establishing policies and criteria for risk management of the Company and has operating committee in Sub-Committee including department heads are in charge of managing, monitoring and assessing the risks under their responsibilities in accordance with the specified framework. The aforesaid overall risks include any risks from administration, finance, investment, business, operation and management which are subject to the regulatory authorities'

supervision. In addition, the Company assigns the Risk Management and Management Information Department to follow up the risk management results and regularly report the same to the executive committee and Board of Directors at the same time when the Company's operating results are reported. In reviewing the Company's financial statement, accounting policies will also be reviewed whether it is appropriate with the business or not. The Board of Directors assessed and reviewed an adequacy and efficiency of the Company's risk management system and was of the opinion that the Company's risk management system is adequate and appropriate for the Company's business.

### **Control Measures**

The Company has internal controls written in both Manual and automated and comprehensive processes appropriately. The authorities of each management level are clear and reviewed periodically to ensure that the control measures within the scope and authorities are effective in preventing corruption. The Company will disclose authorities to be aware through information channel within the company. Internal audit department will monitor as stated in audit plan to ensure that the procedures and approving transactions are in accordance to the internal control system and adhere to given authorities. Moreover, the Company that may have a conflict of interest in accordance with the guidelines set by the SET in all aspects of collecting data, monitoring on individuals who may be related and parties related to directors and to be disclosed and approved by the Company prior to engaging in the transaction.

### **Information and Communication System**

The Company provides its Board of Directors with significant and adequate information for decision-making by allowing enough time for the Board to consider and review any important issues before the Board's meeting is held and providing complete and comprehensive the minutes of meeting. The Company has an efficient internal communication system; that is, all employees can receive any important information through e-mail and prepare communication channels for complaints or clues about corruption as detailed in Corporate Governance. The Company also files all vital accounting records at a secured place as well as stores all information required by regulatory bodies for a period of time as stipulated by those regulatory bodies.

### **Monitoring System**

The Company holds a meeting of the Board of Directors regularly to consider and check if the operation results are as targeted. The Audit and Compliance departments will evaluate the performance result of the Company's internal control system. The Company also reports such results to the Audit Committee for acknowledgment and improvement. In case where any material defect is found or any misconduct arises, such defect or misconduct will be

reported to the Company's Board of Directors and report progress on improving significant drawbacks to the Board of Directors.

**Auditor's opinion**

The Company's auditor, Ms. Sumana Punpongsanon of EY Office Ltd., audited the financial statements of the Company and its subsidiaries for the accounting period ended on December 31, 2020. In performing such audit work, the auditor also reviewed the Company's internal financial control system as part of his audit plan so as to obtain a reasonable confidence to express professional opinion on the financial statements. The auditor did not find any material defects which adversely affect the Company's financial position or financial statements or which require him to advise the Company to improve its internal. In 2020, the company has not hired an auditor to provide any other services to the company

**Head of Internal Audit and Chief Compliance Officer of the company**

Since 2007, the Audit Committee appointed Mr. Chitchai Jamkomai to serve as executive in Internal Audit and Compliance department of the Company to oversee the internal audit and Compliance department. Mr. Chitchai has appropriate qualification and possesses experience in inspecting and oversight for the operation, as well as an understanding of the securities business and operations of the Company since the Company was established. So he is viewed as an appropriate person that can perform such duties effectively.

The appointment, transfer, dismissal and performance evaluation of executive in Compliance and Internal Audit Department must receive the approval from the Audit Committee, as stated in duties of the Audit Committee.

## Related Parties and Connected Transactions

Transactions between the company or Subsidiaries and Conflicting Parties Details of transactions between the Company and conflicting parties in 2018 2019 and 2020 are as follows:

Type of Transaction	2018			2019			2020			Price policy/ Necessity/ Sensible /Terms of transaction
	# of Transaction	Income/ Expense (THB)	Outstanding Balance (THB)	# of Transaction	Income/ Expense (THB)	Outstanding Balance (THB)	# of Transaction	Income/ Expense (THB)	Outstanding Balance (THB)	
Connected transactions with individuals who may have conflict of interest with Trinity Watthana Plc. - None										
Connected transactions with individuals who may have conflict of interest with Trinity Securities Co., Ltd. 1. Brokerage fees and services received from the Company's directors.	10	1,080,295	Debtor 9,364,467	10	842,804	Debtor 9,342,218	10	2,258,421	Debtor 2,912,895	Brokerage fees and services charged at the normal rate based on arm's length basis
2. Brokerage fees and services received from the Company's directors	4	244,040	Creditor 4,675,347	4	207,394	Creditor 6,123,013	4	241,052	Creditor 9,084,721	

### Justification and Rationale for Connected Transaction

Given that Trinity Watthana Plc. conducts its business in the form of a holding company, it is inevitable to avoid connected transactions between the Company and subsidiaries or among the Company's subsidiaries. The Company's Audit committee has reviewed all of the aforementioned connected transactions and concluded that all transactions were justifiably and reasonably conducted to provide utmost benefits to the Company and its subsidiaries.

### Measures or Procedures for Approval of Connected Transactions

In the past year, the Company assigned the Audit Committee to review all connected transactions between the Company and the Company's subsidiaries with related companies. After the review, the Audit Committee was of the opinion that all connected transactions were conducted as in accordance to normal business practices, and that the Company had made payments as remunerations for the transactions based on the fair market value.

The Company has assigned the Audit Committee of Trinity Watthana Plc. and Trinity Securities Co., Ltd. To consider and approve future connected transactions which may occur between and/or among the Company, the Company's subsidiaries, and/or any conflicting parties. In this regard, the payment for the transactions will be based on the fair market value of the respective transaction.

#### **Policy or Prospect of Connected Transactions**

The Company's Board of Directors shall comply with all rules and regulations concerning connected transactions and shall not approve any transactions which may cause the Board of Directors or any conflicting parties to have interest or conflict of interest in any manners with Trinity Watthana Plc. or its subsidiaries. Such transactions shall be disclosed to the Board of Directors of Trinity Watthana Plc. for its consideration. In this regard, the Board of Directors shall comply with the laws governing securities and exchange as well as relevant regulations, notifications, instructions or stipulations of the SET, including stipulations concerning the disclosure of connected transactions and acquisitions or disposals of significant assets of the Company or its subsidiaries.

All future connected transactions between Trinity Watthana Plc. or its subsidiaries and a conflicting or interested party arises, Trinity Watthana Plc. will assign the Audit Committee to provide opinion on values, remunerations, including justification and rationale for such transaction. Based on necessity and appropriateness of such transaction. Trinity Watthana Public Company Limited will disclose all connected transactions in the Note to Financial Statements which were audited by the Company's auditor. In this regard, the Company's Board of Directors have approved in principle the trading agreements which are based on general commercial terms and conditions for the transactions made between the Company or subsidiaries and directors, Management or related persons as follows:

"The Company and subsidiaries may engage in any connected transactions with its directors, the Management or related persons in the future. As a result, the Company has approved in principle that the Company and subsidiaries be allowed to engage in such transactions if such transactions are based on the trading agreements which are identical or similar to those engaged by and between people with ordinary prudence in the same circumstance and the negotiation power of all concerned parties are not influenced or affected by the status of director, Management or related person."

## Management discussion and analysis

### 1) Overview of business operations and significant changes

The Thai stock market in 2020 fell 8.26 percent. The stock market index was volatile throughout the year, having dropped from the end of 2019 at 1,579.84 points, to the lowest drop of 1,024.46 points or 35.15 percent in March due to the outbreak of Coronavirus 2019, or COVID 19 widespread and spread throughout the world. After that the index rose steadily through December to close at 1,449.35 points. As a result of the COVID-19 epidemic, the global economic activity has declined significantly. Governments around the world release liquidity measures, resulting in some of the excess money flowing into the capital markets, especially risky assets, both stocks and commodities. From the aforementioned factors, the average daily trading value of securities for the whole year was 68,607 million baht, increased from 53,192 million baht in 2019.

The futures market has increased in trading volume from 2019, with trading volume from 104.52 million contracts in 2019 to 120.19 million contracts in 2020. For 2020, SET50 Index Futures are the most popular with a trading volume of 48 percent of the total number of contracts, followed by Single Stock Futures, which has a trading volume of 39 percent of the total number of contracts.

In 2020, retail investors play a much bigger role. The retail investor's share trading ratio is 43.7 percent, increased from 33.7 percent in 2019, while other types of investors have a decreased share of trading. Foreign investors accounted for 35.9 percent in 2020, which decreased from 41.4 percent in 2019. Securities trading accounts decreased to 10.5 percent in 2020 from 13.5 percent in 2019. And domestic institutional investors decreased to 9.9 percent in 2020 from 11.4 percent in 2019.

### 2) Performance And profitability

#### Income

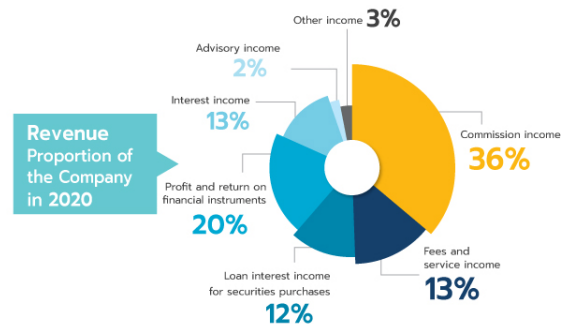
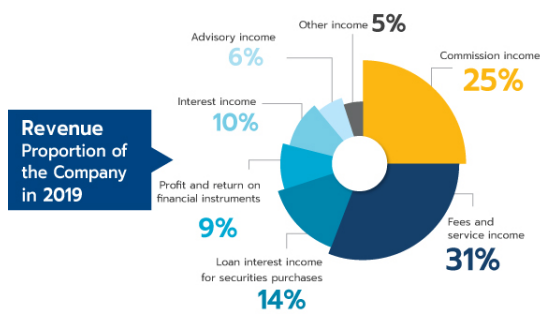
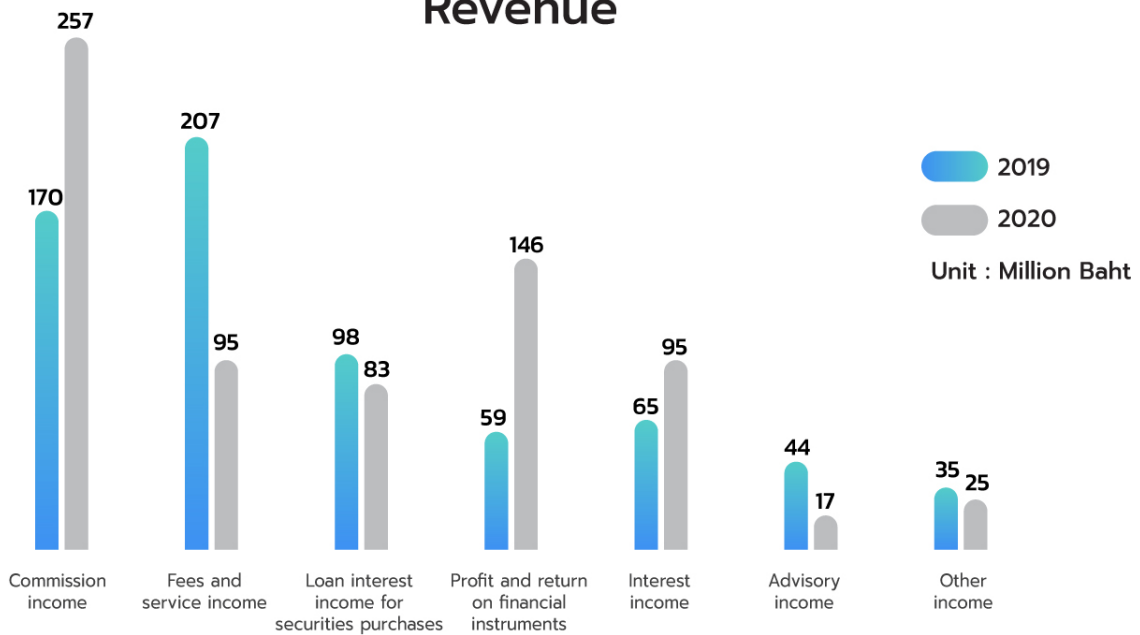
The total income of the company and its subsidiaries in 2020 increased by 5.88% from the year 2019. The company and its subsidiaries had total revenues for the year 2020 of 717.44 million baht, compared with the total revenues for the year 2019 and 2018 that amounted to 677.59 million baht and 622.67 million baht, respectively. The 59.37 percent of revenue came from the securities business operation, of a subsidiary whose income decreased from 478.82 million baht in 2019 to 425.93 million baht in 2020, consisting of

- Commission income increased from 151.04 million baht to 236.08 million baht.
- Fees and service income decreased from 206.98 million baht to 94.55 million baht

- Loan interest income for securities purchases decreased from 98.08 million baht to 82.85 million baht
- Interest income decreased from 22.71 million baht to 12.45 million baht

While income from the futures contract business increased slightly from 18.82 million baht in 2019 to 20.74 million baht in 2020. Profit and return on financial instruments increased from 59.15 million baht in 2019 to 145.50 million baht in 2020. The interest income of the company increased from 68.61 million baht in 2019 to 95.50 million baht in 2020.

## Revenue



The main income that has changed are:

- The total daily trading volume of the stock exchange increased from 53,192 million baht to 68,607 million baht or 28.98 percent, while the company's market share decreased from 1.35 percent to 1.05 percent. Brokerage fees increased from 151.04 million baht in 2019 to 236.08 million baht in 2020, a 56.30 percent increase due to the large increase in trading volume of retail investors.

- The daily futures contract trading volume of the futures market increase from 2019 428,369 contracts to 492,362 contracts, while the company's market share decreased from 0.62% to 0.37%. The company's futures trading slightly increased from 18.82 million baht in 2019 to 20.74 million baht, or a 10.20 percent increase.

- The company's interest income on securities loans decreased from 98.08 million baht in 2019 to 82.85 million baht in line with the changes in securities loan value during the year 2020.

- The company had a total profit and return from financial instruments of 145.50 million baht, divided into profit from securities trading of 141.88 million baht, loss from derivatives trading of 27.80 million baht, and dividends of 31.42 million baht, an increase from the year 2019 of 59.15 million baht, divided into loss from securities trading of 3.33 million baht, profit from derivatives trading 42.26 million baht, and dividend 20.22 million baht.

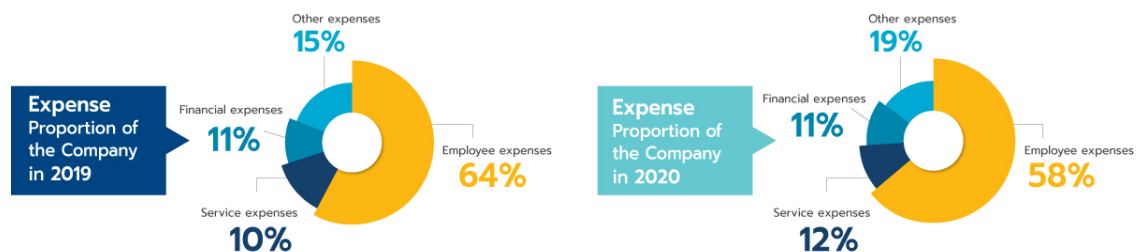
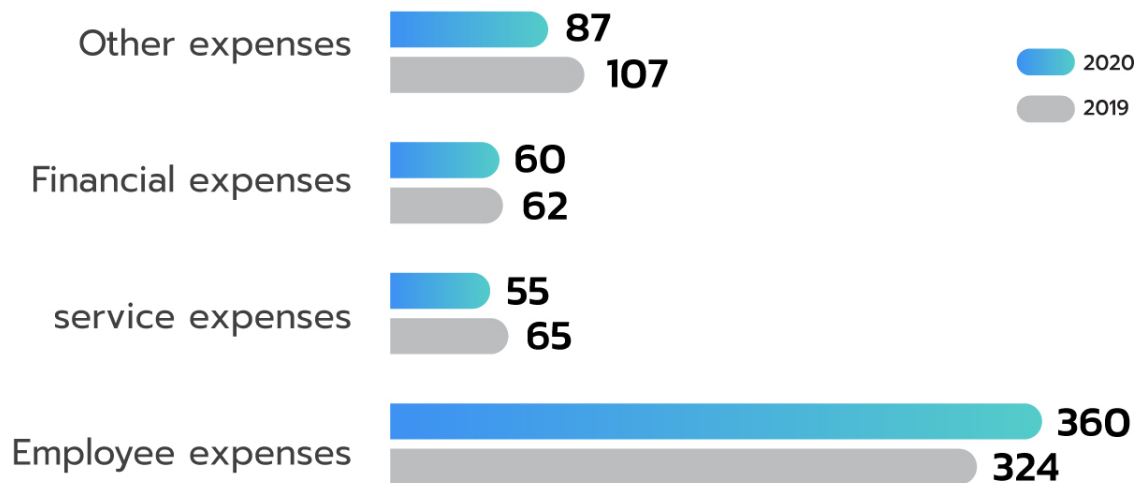
- Fee and service income decreased from 206.98 million baht in 2019 to 94.55 million baht due to a decrease in distribution fees.

- The company's interest income increased from 68.61 million baht in 2019 to 95.50 million baht in 2020, due to an increase in interest income from other loan receivables in 2019 from 60.16 million baht to 92.70 million baht.

### **Expenses**

The Company and its subsidiaries had operating and administrative expenses for the year 2020 in the amount of 501.80 million baht, which is an increase when compared to the expenses for the year 2019 of 496.37 million baht. The financial expenses for the year 2020 is 60.11. Million baht, close to the year 2019 with the amount of 62.03 million baht.

## Expense



The major expenses that change are:

- Employee-related expenses for the year 2020 amounted to 360.21 million baht, a decrease from the expense for the year 2019 of 324.46 million baht, or an increase of 11.02 percent depending on the operating results.
- Fees and service payments for the year 2020 amounted to 54.93 million baht, a decrease compared to the amount of 64.57 million baht in 2019, or 14.93 percent, which varied with the underwriting of securities that decreased from 2019.
- Other expenses decreased from 107.33 million baht to 86.65 million baht as a result of a decrease in variable expenses of underwriting of securities in 2019.

### Net profit (loss) and profitability

The Company and its subsidiaries had profit before corporate income tax for the year 2020 in the amount of 155.54 million baht, an increase from 119.20 million baht for the year 2019, an increase of 30.49 percent from the more increased income than expenses. As a result, the net profit is amounted to 130.45

million baht for the year 2020, an increase when compared with the net profit of 2019 of 96.74 million baht, representing a 34.85 percent increase.

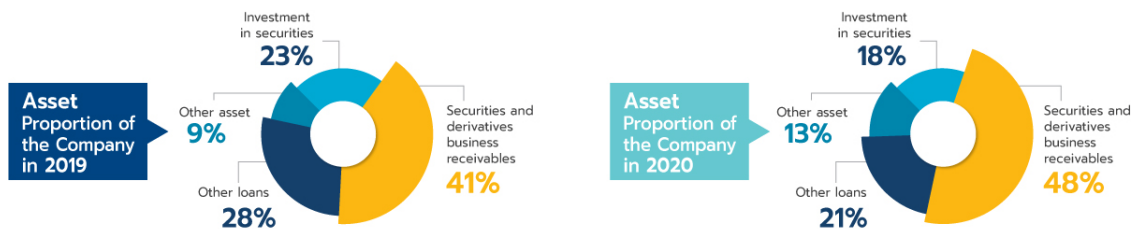
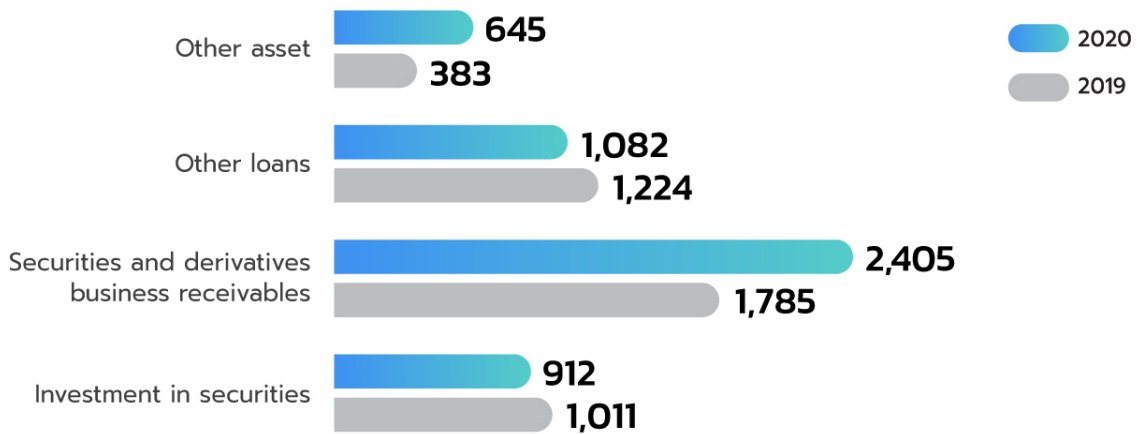
If considering operational efficiency, the net profit margin per total income was 18.18 percent, higher than that of 2019 at 14.28 percent.

### 3) Asset management capabilities

#### Total assets

As of December 31, 2020, the company and its subsidiaries had total assets of 5,043.36 million baht, an increase from 4,403.62 million baht at the end of 2019, which consisted of important items such as investments in securities amounting to 912.35 million baht, a decrease from 1,010.73 million baht. Net futures contracts are amounted to 2,404.69 million baht, an increase from 1,785.35 million baht. Other loans are amounted to 1,081.51 million baht, a decrease from 1,224.43 million baht. It accounts for 18.09 percent, 47.68 percent and 21.44 percent of total assets of the year 2019, respectively.

## Total asset



## Securities and derivatives business receivables

Securities and derivatives business receivables of subsidiaries as of December 31, 2020 is 2,404.69 million baht, included loan receivables for securities purchases of 2,204.08 million baht, an increase from 1,785.35 million baht at the end of 2019. Cash trading receivables is increased from 53.22 million baht to 174.23 million baht.

The subsidiary has classified the securities and derivatives business receivables in accordance with the financial reporting standards. It was receivables with no significant increase in credit risk of 2,107.77 million baht, receivables with a significant increase in credit risk with collateral for debt protection of 291.65 million baht, and receivables with credit impairment of 61.97 million baht. The subsidiary company has set aside for anticipated credit loss of 61.99 million baht in accordance with the financial reporting standard.

(Unit: million Baht)

Consolidated Financial Statement			
2020			
	Securities and derivatives business receivables and accrued interest receivables	The amount used to set the allowance for the expected credit loss	Expected credit loss allowance
<b>Securities business receivables</b>			
receivables with no significant increase in credit risk	2,107,772	2,107,772	1
receivables with significant increase in credit risk	291,647	291,647	25
receivables with credit impairment	61,969	61,969	61,969
Total	2,461,388	2,461,388	61,995
<b>Derivatives business receivables</b>			
receivables with no significant increase in credit risk	2,286	29,583	-
receivables with significant increase in credit risk	3,013	18,588	-
Total	5,299	48,171	-
Total Securities and derivatives business receivables	2,466,687	2,509,559	61,995

## Investments in securities and futures contracts

Net investments in securities of the Company and its subsidiaries as of December 31, 2020 is amounted to 912.35 million baht, a decrease from at the end of 2019 at 1,010.73 million baht. Of which, it was temporary investment at fair value through profit and loss of 642.60 million baht, temporary investments at amortized cost of 47.16 million baht, long-term investments at fair value through other comprehensive income of 195.31 million baht, and investments in joint ventures of 27.28 million baht, recorded by equity method.

In addition, the Company and its subsidiaries invested in futures contracts. As of December 31, 2020, they have a fair value remaining off-balance sheet in sell position in the amount of 280 million baht.

In 2020, the Company and its subsidiaries had a total return on investment of 131.26 million baht, an increase from year 2019 with a return of 55.06 million baht, representing a 13.65 percent return on investment. The yield increased from the year 2019 with a yield of 6.35%. The total return includes profit from investments in securities amounting to 141.88 million baht, loss from investments in futures contracts totaling 27.80 million baht, interest and dividends of 36.14 million baht, share of profit from investments in joint ventures of 5.06 million baht, and an increase in loss from investments in shareholders' equity of 24.02 million baht.

#### **4) Liquidity and capital adequacy of the company**

##### **Cash flow**

In 2020, the Company and its subsidiaries had an increase of 5.73 million baht in cash and cash equivalents mainly due to net cash flow used in operating activities of 282.55 million baht, net cash flow paid from investing activities of 35.56 million baht, and cash flow received from financing activities increased by 323.84 million baht.

Cash flows from operating activities mainly arise from 1) operating profit of 33.67 million baht 2) net cash flow used from operating assets, there is an increase in securities business receivables amounting to 619.34 million baht, while cash flow was derived from a decrease in temporary investments of 182.98 million baht and a decrease in other loans of 162.92 million baht. 3) Cash flow from increased operating liabilities, including clearing house payables, decreased by 47.53 million baht and securities and derivatives business payables, increased by 128.90 million baht, respectively.

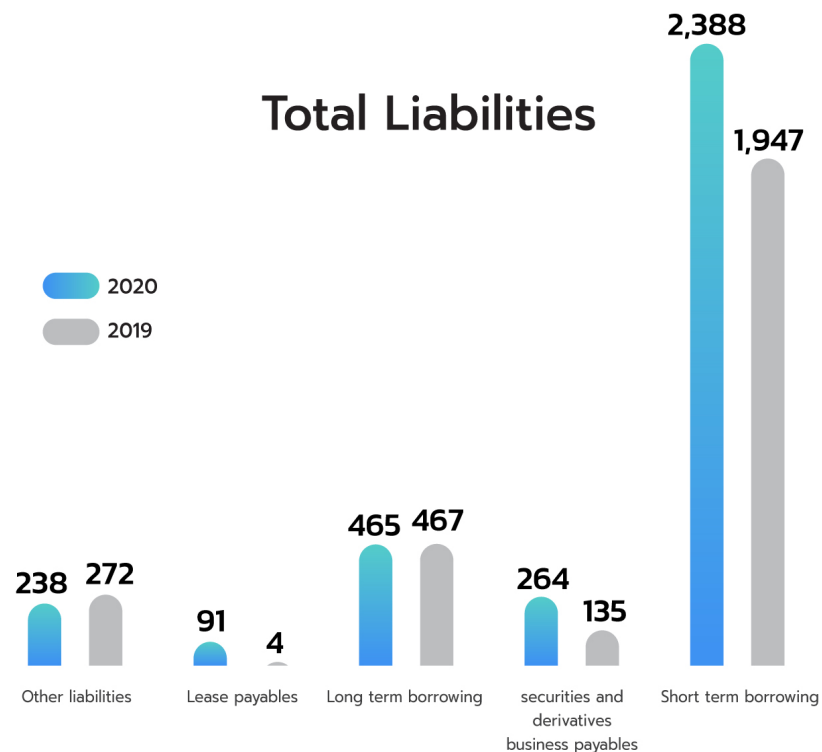
The cash flow from financing activities mainly comes from the issuance of debentures and borrowing from financial institutions, increased by the amount of 811.10 million baht and the amount of 420.00 million baht, respectively. The repayment of matured debentures amounted to 692.30 million baht, and dividend was paid to shareholders of 87.64 million baht.

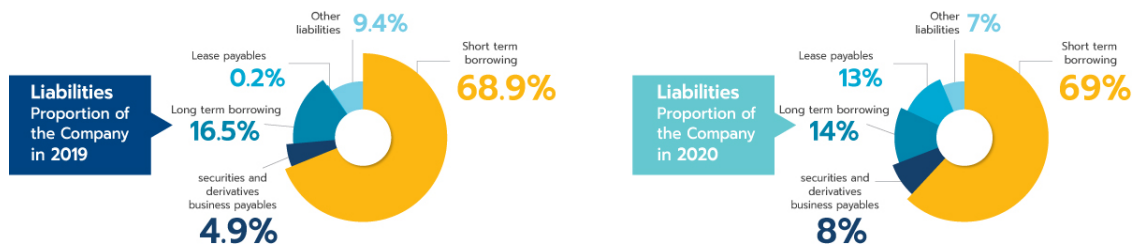
If considering the liquid assets ratio of the company, it would be seen that the company has a high proportion of liquid assets or income-generating assets of 15.02 percent and 63.24 percent, respectively.

At the end of 2020 and the end of 2019, Trinity Securities Company Limited maintains a net liquidity capital ratio of 38.01 and 57.10 percent, respectively, which was higher than the minimum 7 percent, and the net liquid capital fund value of not less than 25 million baht as specified by the Securities and Exchange Commission. During the year 2020 and 2019, the company was able to maintain the net liquid capital fund ratio above the threshold. They ranged from 20 percent to 126 percent and 18 percent to 107 percent, respectively.

## Debt

As of December 31, 2020, the Company and its subsidiaries had total liabilities of 3,446.18 million baht, an increase of 22.02% compared to total liabilities at the end of 2019 of 2,824.16 million baht, representing 2.16 times for the debt-to-equity ratio, increased from 1.79 times at the end of 2019. The increase in total liabilities was due to 1) securities and derivatives business payables increased from 139.58 million baht at the end of 2019 to 271.86 million baht at the end of 2020 2) total borrowings increased from 2,413.52 million baht at the end of 2019 to 2,853.13 million baht at the end of 2020, including borrowing from financial institutions of 1,425 million baht, short-term bills of 440.62 million baht, short-term debentures of 522.20 million baht, and long-term debentures of 465.30 million baht to be used for payment, loans to buy securities, and other loans during the year 3) an increase in finance lease liabilities of 90.97 million baht, recorded in accordance with IFRS 16, stipulated that assets and lease liabilities are recorded in the financial statements from the previously shown as a list of obligations.





## Equity

As of December 31, 2020, the Company and its subsidiaries had shareholders' equity of 1,597.18 million baht, increased from the end of 2019 at the amount of 1,579.45 million baht, as a result of the company paid dividend from its operations in 2019 of 87.64 million baht, unrealized loss from valuation of available-for-sale investments, increased by 13.08 million baht. The profit in 2020 amounted to 130.45 million baht, with the company having an annual return on equity at 8.21 percent, higher than the year 2019 at the rate of 6.18 percent per year.

## Source of funds

Most of the Company's and its subsidiaries' sources of funds come from equity through the stock exchange, short-term loans from financial institutions including short-term bills of exchange up to 270 days and short-term debentures. It is a source of reserve, ready to be used in business. Most of the sources of funding are short-term working capital in brokerage business, securities loans as well as investing in liquid short-term securities. As of December 31, 2020, the Company and its subsidiaries had a debt-to-equity ratio of 2.16 times, increased from 1.79 times at the end of 2019. The strategy to increase income and return on investment in subsidiaries in the form of long-term investment and short-term investment in securities, including expanding stock brokerage business volume, adding service types to customers and underwriting securities, which require medium to long term capital. The company therefore considered applying for additional medium-term loans from financial institutions and the issuance of debentures in the amount not exceeding 1,500 million baht, as approved by the shareholders at the 13th Annual General Meeting of Shareholders on April 28, 2015 in order to make the source of funds consistent with the use of funds. Capital Details of issuance of debentures are as follows:

Type	All types of debentures can be subordinated or not subordinated debentures, gradual principal repayment type or one-time principal repayment at maturity with or without insurance and bondholders' representative, depending on the suitability of the market conditions at the time of each bond issuance and offering
------	--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Currency	Thai baht and / or other currencies
Amount	The total amount does not exceed 1,500 million baht or other foreign currency in the same amount. In this regard, the company is able to issue new debentures, issue additional bonds and issue new debentures to replace the existing debentures. The debentures issued at any one time must not exceed the said credit limit
Offering	Offering domestic sales to the general public and / or private placement and / or institutional investors, either in the country or abroad and / or all or part of the large investor. The offering may be done all at one time or several times
Interest rate	Depending on the market condition at the time of issuing and offering for sale
Term	For short-term debentures up to 270 days and for long-term debentures up to 10 years from the date of issue.
Redemption before maturity	Bondholders may or may not have the right to request the company to redeem the debentures before maturity. And the Company may or may not have the right to redeem the debentures before maturity, subject to the terms and conditions of each bond issued.

The Board of Directors Or Chief Executive Officer or a person assigned by the Board of Directors or the Chief Executive Officer is authorized to determine or change conditions and other details related to the issuance and offering of debentures in each type at a time, such as par value per unit, number of debentures, terms , type of debentures, offering details, allocation method, collateral determination, offering price per unit, interest rate, period of interest payment, appointment of bondholders' representatives and / or bond registrar, including having the power to appoint distributors and / or underwriters and other necessary legal and contract acts, obtaining permission from relevant government agencies or agencies, the listing of the debentures on any secondary market to comply with the law in order to benefit the most for the company.

##### **5) Obligations and off-balance sheet management**

Trinity Securities Company Limited as a member of the Stock Exchange of Thailand and the futures market has an obligation to pay fees for trading in securities and futures contracts service fees to the Stock Exchange of Thailand and its subsidiaries under the Stock Exchange of Thailand as the operator of providing various securities operations services to member companies. There are monthly service fees and other fees at the rates stipulated in the contract and

has an obligation to pay a fee for doing business to Securities and Exchange Commission at a specified percentage.

In addition, as at December 31, 2020, the subsidiary has a fair value off-financial position of the forward contract in selling position of 280 million baht, which is a short-term investment in the derivatives market.

**Major factors and influences that may influence future operations or financial status**

Factors that will affect the company's future operations and financial status include low global economic growth due to the new coronavirus outbreak, unrecovered economic conditions. While there is an overflowing liquidity caused by the injecting liquidity of every government, it will affect the trading conditions in the stock market. This may affect the total income and financial status of the company and its subsidiaries.

The company is preparing for changes or business opportunities that may occur in the future with the development of technology to be up to date in accordance with the efficient work system including the development of personnel to have the knowledge and up-to-date skills that are ready to handle new transactions, as well as preparing a stable source of funds to support the expansion of business volume to increase future income.

## Report of the Nomination and Compensation

The Company's Board of Directors resolved to appoint the Nomination and Compensation Committee, consisting of 4 directors, namely, Dr. Panja Senadisai, Mr. Abhichart Arbhabhira, Mr. Nitipon Chaisakulchai and Mr. Surachai Suksriwong. The Nomination and Remuneration Committee consists of independent directors for half of all members in the committee.

In 2020, 5 meetings of the Nomination and Compensation Committee were convened to supervise the Company's businesses on behalf of the Board of Directors within the scope of responsibility delegated to the Nomination and Compensation Committee. In these meetings, the Nomination and Compensation Committee considered various issues and provided opinions as set out below:

- To select, nominate and prepare lists of qualified persons to be members of boards of directors of the Company and subsidiaries in replacement for the retiring directors at the end of their term or whatever the case may be and submit a list of nominees to the Board of Directors and the Annual General Meeting of Shareholders for resolution

- To determine an annual remuneration budget, i.e. salary adjustment budget and bonus, for the Company's Management and staff based on an appraisal criteria and the Company's overall performance. And to monitor the appropriate remuneration for the competitive positions in order to compare with the others in the same industry and propose to Board of Directors for approval.

- To propose the year 2019 bonus, the remuneration budget for year 2020 including the meeting allowances and bonus to the Board of Directors and the Shareholders' meeting for resolution.



(Dr. Panja Senadisai)

Chairman of the Nomination and  
Remuneration Committee

## Report of the Audit Committee

The Company's Board of Directors resolved to appoint the Audit Committee, consisting of 4 independent directors, namely, Mr. Abhichart Arbhabhirama, Dr. Panja Senadisai, Mr. Pairote Varophas and Mr. Kampanart Lohacharoenvanich

In 2020, the Audit Committee was convened 6 meetings which the attendance report of each member of the Committee has been revealed in 56-1 form and in the annual report. The committee supervised the Company's businesses on behalf of the Board of Directors within the scope of responsibility delegated to the Audit Committee under the relevant charter. In these meetings, the Audit Committee discussed and exchanged opinions with the Company's auditor, executives from Internal Audit and Compliance Department and relevant executives. Also, in order to get a direct opinion from the external auditor with no interference from the Management, the Audit Committee held a separate meeting with the auditor on February 25, 2021 to discuss various issues.

The Audit Committee discussed and considered the following issues:

- Financial Statements Preparation, The Audit Committee jointly reviewed both quarterly financial statement and 2020 financial statements with the Management and/or the auditor to ensure that the financial reports of the Company and its subsidiary are accurately prepared in accordance with the accounting standards and stipulations set by the regulatory bodies and that sufficient and complete information is disclosed. Additionally, the Audit Committee reviewed the Company's disclosure of inter-related transactions performed by and between the Company, its subsidiaries and affiliates, including any connected transactions to ensure that all business conditions and rules set by the Stock Exchange of Thailand are fully complied with

- Internal Control, The Audit Committee with co-operation of the Board of Directors make an assessment of the Internal Control System, the Risk Management System, the Information Technology and Communication Control System and Tracking System and also provide the sufficient manpower in order to monitor the systems efficiently. Please see the detail of assessment in The Internal Control and Risk Management System. Additionally, The Audit Committee considered a structure and line of command of the Compliance and Internal Audit Department, an audit plan including an audit and compliance report containing details of the Company's compliance with legal and regulatory requirements to provide opinions on the Company's internal control system and compliance with related rules and regulations.

- Risk Management, The Company's Board of Directors and the Management have recognized the importance of risk management; therefore, they established the "Risk and Information Management Department" which is responsible for assessing risk factors and providing proper risk management

system to manage different risks posed by each type of business. In this regard, the Audit Committee has regularly monitored and ensured that the risk management of each unit in the Company is implemented within the approved scope and then reported the same to the Management for improvement. A risk management report is also presented to the Company's Management and Board of Directors for review on a regular basis.

- Connected Transactions or Conflict-of-Interest Transactions, The Audit Committee reviewed the connected transactions or any transactions which may cause conflict of interests with the Company to ensure that those transactions are decided on the prudent and justified manner and for the utmost benefits to the Company.

- Company and Subsidiaries' Auditor Selection, The Audit Committee selected an auditor for the Company and subsidiaries based on independence, credibility, knowledge adequacy and professional experience of the person to become the Company's auditor as well as reasonability of audit fee.

- Review Charter of Audit Committee and amend to be consistent with good practice. The charter are to be reviewed at least once a year.

After due consideration and review, the Audit Committee is of the opinion that the Company's financial statements as of December 31, 2020 were accurately prepared in accordance with the accounting standards and stipulations set by regulatory bodies and that sufficient and complete information was disclosed. Also, the Company has possessed a sound and efficient internal control system as well as proper internal audit and compliance audit to ensure the compliance with related rules and regulations; all of which have been regularly revised and improved to suit the changing of risks and business environment. No significant defect which may adversely affect the Company's financial report was found, and risk management has been implemented effectively in accordance with relevant measures. Additionally, no connected transaction which may cause conflict of interest was found and the inter-related transactions between the Company and related parties were performed on the arm's length basis.

For year 2021, the Audit Committee suggested that the Board of Directors seek approval from the Annual General Meeting of Shareholders to appoint 1) Miss Sumana Punpongsanon the Certified Public Accountant of Registration No. 3516 and / or 2) Orawan Techawatanasirikul the Certified Public Accountant of Registration No. 3972 and / or 3) Miss Pimjai Manitkajornkit, the Certified Public Accountant of Registration No. 4521 and / or 4) Ms. Rosaporn Decharkom the Certified Public Accountant of Registration No. 4807 and / or 5) Miss Rungnapa Lertsuwankul Certified Public Accountant Registration No. 5659 and / or 6) Mr.Chayapol Suppasedtanon the Certified Public Accountant of Registration No. 6014 of EY Office Limited to be the Company's auditor on the ground that from the past performance on auditing services, the aforementioned auditors had

performed their job professionally with good understanding on securities business and provided a useful IT' s audit control procedure and advice of new accounting standards. Also, the audit fees charged to the Company and subsidiaries were appropriate and acceptable.



(Mr. Abhichart Arbhabhirama)

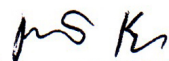
Chairman of the Audit Committee

## Report of the Board of Directors' Responsibilities for 2020 Financial Statements

The Company's Board of Directors have recognized their duties and responsibilities as the board of directors of a listed company to supervise and ensure that the Company's 2021 financial statements contain accurate, complete and transparent accounting information in all material aspects. The Board of Directors also emphasized on a reasonable and careful preparation of the consolidated financial statements of the Company and its subsidiaries, financial statements of the Company and financial information shown in the Company's 2020 financial statements.

To assure all stakeholders of the Company's financial statements, the Company's Board of Directors appointed the Audit Committee, consisting of 3 independent directors possessing all qualifications as required by the regulatory body and the Company whereby 4 of them have profound accounting and finance background, to review and ensure that the Company's financial statements and business operation are correct; that the connected transactions or transactions which may cause conflict of interest have been decided on the prudent and justified manner and for the utmost benefit of the Company; and that the Company's risk management, internal control, internal audit and corporate governance are proper and efficient.

The Company's Board of Directors are of the opinion that the consolidated financial statements of the Company and its subsidiaries and financial statements of the Company for year 2020 ended on December 31, 2020 which were jointly audited and reviewed by the Board of Directors, Management and the certified auditor present accurate and complete information on the Company's financial status.



(Mr. Pakhawat Kovithvathanaphong)

Chairman of the Board of Directors



(Mr. Charnchai Kongthongluck)

Chief Executive Officer

## Independent Auditor's Report

To the Shareholders of Trinity Watthana Public Company Limited

### Opinion

I have audited the accompanying consolidated financial statements of Trinity Watthana Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2020, and the related consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and have also audited the separate financial statements of Trinity Watthana Public Company Limited for the same period.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Trinity Watthana Public Company Limited and its subsidiaries and of Trinity Watthana Public Company Limited as at 31 December 2020, their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

### Basis for Opinion

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

### Emphasis of Matters

My opinion is not modified in respect of these matters.

I draw attention to notes to the consolidated financial statements the following matters:

A) As discussed in Note 1.3 and Note 3 to the consolidated financial statements. Due to the impact of the COVID-19 Pandemic, in preparing financial statements for the year ended 31 December 2020, the Group has adopted the Accounting Guidance on Temporary Relief Measures for Accounting Alternatives in Response to the Impact of the COVID-19 Pandemic issued by the Federation of Accounting Professions.

B) As discussed in Note 18 to the consolidated financial statements regarding the investment in joint venture, the Company completed its assessment of the fair value of joint venture's assets acquired and liabilities assumed at the investing date during the current year and has restated the consolidated and

separate financial statements for the year ended 31 December 2019, presented herein for comparative purposes, to reflect the fair value of these assets and liabilities.

### **Key Audit Matters**

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

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

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

### **Recognition of brokerage fees and interest on margin loans**

The Group's income mainly consisted of brokerage fees and interest on margin loans, amounting to Baht 236 million and Baht 83 million for the year 2020, respectively, as discussed in Note 31 to the consolidated financial statements, representing 33 percent and 12 percent of the Group's total revenues. The subsidiary charges brokerage fees at percentages of trading volume, which are freely negotiated rate based on a sliding scale fee structure, whereas interest on margin loans is charged at fixed rates that are adjusted periodically based on market conditions and the competitive environment. Because of the size and volume of transactions, the large number of customers, the fees charged to customers being dependent on various factors, and the recognition of revenue from brokerage fees and interest on margin loans relies primarily on data processed by information systems, I addressed the measurement and occurrence of brokerage fees and interest on margin loans as a key audit matter. The audit procedures I performed were to assess and test, on a sampling basis, the subsidiary's internal controls relevant to recognition of brokerage fees and interest on margin loans, including computer-based

controls relevant to the calculation of brokerage fees and interest on margin loans. I also tested, on a sampling basis, the brokerage rates, interest rates, calculation and account recording. In addition, I performed analytical procedures on brokerage fees and interest on margin loans and examined, on a sampling basis, material manual adjustments recorded via journal vouchers.

**Allowance for expected credit losses on securities business receivables**

As of 31 December 2020, securities business receivables amounting to Baht 2,461 million, representing 49 percent of the Group's total assets. As discussed in Note 5.24, 6 and 11 to the consolidated financial statements, the subsidiary recognized allowance for expected credit losses on such receivables based on Thai Financial Reporting Standard No. 9. The estimation of allowance for expected credit losses on securities business receivables is significant because management of the subsidiary must exercise judgment to identify significant changes in credit risk and to determine assumptions used in the expected credit loss model. Moreover, the subsidiary has a large number of customers and the balance of these receivables is significant to the consolidated financial statements. Therefore, I addressed the adequacy of allowance for expected credit losses for such receivables as a key audit matter.

I performed audit procedures on the adequacy of allowance for expected credit losses as follows:

- I assessed, and tested on a sampling basis, the subsidiary's internal controls relevant to the status of account receivables, the staging in accordance with changes in credit risk of receivables, the calculation of allowance for expected credit losses and the recording. I also assessed, and tested on a sampling basis, the reasonableness of assumptions and the expected credit loss model.
- I examined the adequacy of allowance for expected credit losses as at the end of reporting period by testing on a sampling basis, data used in the calculation of allowance for expected credit losses, the status of outstanding receivable, the staging in accordance with changes in credit risk of receivables, the collections after the end of reporting period and the calculation of allowance for expected credit losses, as well as the adequacy and appropriateness of disclosure.

**Goodwill**

As discussed in Notes 5.11 to the consolidated financial statements, goodwill is assessed for impairment annually and when circumstances indicate that the carrying value may be

impaired. I have focused my audit on the consideration of impairment of goodwill because the assessment of impairment of goodwill is a significant accounting estimate requiring management to exercise a high degree of judgement in using the financial model to calculate the realisable values and in identifying the cash generating units, estimating the cash inflows that are expected to be generated from that group of assets in the future, and setting an appropriate discount rate and long-term growth rate.

I assessed the identified cash generating units and financial model and gained an understanding of and tested the key assumptions applied by the management in preparing estimates of the cash flows expected to be realised from the group of assets as well as reviewed the discount rate applied by making enquiry of responsible executives and comparing details with sources of information about the Group and the industry.

### **Other Information**

Management is responsible for the other information. The other information comprise the information included in annual report of the Group, but does not include the financial statements and my auditor's report thereon. The annual report of the Group is expected to be made available to me after the date of this auditor's report.

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

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated.

When I read the annual report of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

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

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

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

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

### **Auditor's Responsibilities for the Audit of the Financial Statements**

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit

conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or,

- if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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

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

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

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

Kirdsiri Kanjanaprakasit  
Certified Public Accountant (Thailand) No. 6014

EY Office Limited  
Bangkok: 25 February 2021

Trinity Watthana Public Company Limited and its subsidiaries

Statement of financial position

As at 31 December 2020

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2020	2019 (Restated)	2020	2019 (Restated)
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	8	67,952,737	62,220,266	16,594,421	3,190,086
Current investments	9	689,760,035	690,701,760	382,859,602	129,828,323
Receivables from Clearing House and broker - dealers	10	220,404,829	57,426,632	-	-
Securities and derivatives business receivables	11	2,404,691,886	1,785,349,179	-	-
Derivatives assets	13	10,161,270	6,982,030	1,942,610	1,939,271
Other receivables	14	32,498,512	27,631,026	189,273,087	169,840,113
Current portion of long-term loans to other	15	147,000,000	10,000,000	147,000,000	10,000,000
Short-term loans to subsidiary	7	-	-	2,000,000	-
Short-term loans to joint venture	7	80,000,000	60,000,000	80,000,000	60,000,000
Short-term loans to others	15	854,510,218	1,007,426,661	854,510,218	1,007,426,661
Other current assets		10,484,086	5,854,118	1,209,119	2,168,657
<b>Total current assets</b>		<b>4,517,463,573</b>	<b>3,713,591,672</b>	<b>1,675,389,057</b>	<b>1,384,393,111</b>
<b>Non-current assets</b>					
Long-term investments	9	195,310,830	289,887,933	56,232,400	164,799,900
Investments in subsidiaries	16	-	-	1,536,838,200	1,535,075,298
Investment in associate	17	-	3,279,023	-	3,279,023
Investment in joint venture	18	27,275,883	26,865,531	27,275,883	26,865,531
Long-term loans to other - net of current portion	15	-	147,000,000	-	147,000,000
Premises improvement and equipment	19	23,191,212	29,590,855	297,709	547,508
Right-of-use assets	24	87,878,661	-	-	-
Goodwill		50,865,066	50,865,066	-	-
Intangible assets	20	10,841,571	9,785,112	-	-
Deferred tax assets	35	51,621,135	58,220,188	24,119,480	30,202,193
Other non-current assets		78,912,925	74,530,771	-	101,774
<b>Total non-current assets</b>		<b>525,897,283</b>	<b>690,024,479</b>	<b>1,644,763,672</b>	<b>1,907,871,227</b>
<b>Total assets</b>		<b>5,043,360,856</b>	<b>4,403,616,151</b>	<b>3,320,152,729</b>	<b>3,292,264,338</b>

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

Trinity Watthana Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2020

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2020	2019 (Restated)	2020	2019 (Restated)
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Short-term borrowings from financial institutions	21	1,425,000,000	1,005,000,000	-	-
Payables to Clearing House and broker - dealers		-	47,534,433	-	-
Securities and derivatives business payables	22	263,641,955	134,742,953	-	-
Derivatives liabilities	13	8,218,660	4,832,759	-	-
Other payables	23	138,070,501	106,145,784	45,126,786	13,659,175
Current portion of long-term unsecured debentures	25	389,500,000	200,500,000	389,500,000	200,500,000
Current portion of lease liabilities	24	28,844,972	982,564	-	-
Other short-term borrowings	21	440,625,778	539,818,009	380,680,402	499,865,856
Short-term unsecured debentures	21	132,700,000	401,800,000	132,700,000	401,800,000
Short-term loans from subsidiaries	7	-	-	283,145,000	307,245,000
Income tax payable		321,612	18,134,597	316,745	-
Other current liabilities		11,946,343	21,102,790	2,551,348	2,011,114
<b>Total current liabilities</b>		<b>2,838,869,821</b>	<b>2,480,593,889</b>	<b>1,234,020,281</b>	<b>1,425,081,145</b>
<b>Non-current liabilities</b>					
Long-term unsecured debenture, net of current portion	25	465,300,000	266,400,000	465,300,000	266,400,000
Lease liabilities, net of current portion	24	52,912,823	3,414,296	-	-
Provision for dismantling cost	26	9,218,479	-	-	-
Provision for long-term employee benefits	27	56,136,507	51,579,814	2,043,628	1,662,985
Other non-current liabilities		23,743,316	22,174,813	21,608,910	19,666,869
<b>Total non-current liabilities</b>		<b>607,311,125</b>	<b>343,568,923</b>	<b>488,952,538</b>	<b>287,729,854</b>
<b>Total liabilities</b>		<b>3,446,180,946</b>	<b>2,824,162,812</b>	<b>1,722,972,819</b>	<b>1,712,810,999</b>

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

Trinity Watthana Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2020

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2020	2019 (Restated)	2020	2019 (Restated)
<b>Shareholders' equity</b>					
Share capital	28				
Registered					
326,243,191 ordinary shares of Baht 5 each		1,631,215,955	1,631,215,955	1,631,215,955	1,631,215,955
Issued and fully paid-up					
199,188,966 ordinary shares of Baht 5 each		995,944,830	995,944,830	995,944,830	995,944,830
Share premium		289,165,624	289,165,624	289,165,624	289,165,624
Capital reserve for share-based payment transactions	29.2	8,120,708	7,301,798	8,120,708	7,301,798
Retained earnings					
Appropriated - statutory reserve	30	79,127,267	73,339,933	79,127,267	73,339,933
Unappropriated		287,126,655	262,918,549	287,126,655	262,918,549
Other components of shareholders' equity	9.4	(62,305,174)	(49,217,395)	(62,305,174)	(49,217,395)
<b>Total shareholders' equity</b>		<b>1,597,179,910</b>	<b>1,579,453,339</b>	<b>1,597,179,910</b>	<b>1,579,453,339</b>
<b>Total liabilities and shareholders' equity</b>		<b>5,043,360,856</b>	<b>4,403,616,151</b>	<b>3,320,152,729</b>	<b>3,292,264,338</b>

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

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Directors

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Trinity Watthana Public Company Limited and its subsidiaries

Statement of comprehensive income

For the year ended 31 December 2020

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2020	2019 (Restated)	2020	2019 (Restated)
<b>Profit or loss:</b>					
<b>Revenues</b>					
Advisory fees		17,127,840	43,868,270	-	-
Securities business income	31	425,934,642	478,819,548	-	-
Derivatives business income		20,740,652	18,824,193	-	-
Interest income	32	95,496,504	65,009,690	93,667,247	60,314,968
Gain (loss) and return on financial instruments	33	145,504,844	58,646,590	70,382,369	(12,809,210)
Management service income	7	351,696	361,186	14,400,000	14,400,000
Other income		7,228,759	6,198,808	247,294	2,720,323
<b>Total revenues</b>		<b>712,384,937</b>	<b>671,728,285</b>	<b>178,696,910</b>	<b>64,626,081</b>
<b>Expenses</b>					
Personnel expenses		360,212,406	324,459,765	43,003,193	36,273,593
Depreciation and amortisation		39,768,857	12,840,458	249,800	1,157,828
Fee and service expenses		54,931,061	64,573,224	31,467,937	5,643,764
Other expenses		46,877,593	94,494,839	6,191,015	4,346,451
<b>Total expenses</b>		<b>501,789,917</b>	<b>496,368,286</b>	<b>80,911,945</b>	<b>47,421,636</b>
<b>Profit from operating activities</b>		<b>210,595,020</b>	<b>175,359,999</b>	<b>97,784,965</b>	<b>17,204,445</b>
Share of profit from investments in subsidiaries	16.2	-	-	80,583,677	102,049,552
Share of profit from investment in associate	17.2	186,851	501,079	186,851	501,079
Share of profit from investment in joint venture	18.2	4,870,007	5,365,531	4,870,007	5,365,531
<b>Profit before finance cost and income tax</b>		<b>215,651,878</b>	<b>181,226,609</b>	<b>183,425,500</b>	<b>125,120,607</b>
Finance cost	34	(60,108,864)	(62,028,862)	(44,024,623)	(30,953,350)
<b>Profit before income tax expense</b>		<b>155,543,014</b>	<b>119,197,747</b>	<b>139,400,877</b>	<b>94,167,257</b>
Income tax revenue (expense)	35	(25,095,660)	(22,460,287)	(8,953,523)	2,570,203
<b>Profit for the year</b>		<b>130,447,354</b>	<b>96,737,460</b>	<b>130,447,354</b>	<b>96,737,460</b>

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

**Trinity Watthana Public Company Limited and its subsidiaries**  
**Statement of comprehensive income (continued)**  
**For the year ended 31 December 2020**

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2020	2019 (Restated)	2020	2019 (Restated)
<b>Other comprehensive income:</b>					
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods</i>					
Loss on re-measuring available-for-sale investments		-	(31,103,639)	-	(12,500,000)
Less: Income tax effect	35	-	6,220,728	-	2,500,000
Loss on re-measuring available-for-sale investments - net income tax	9.4	-	(24,882,911)	-	(10,000,000)
Share of other comprehensive income from investments in subsidiaries	9.4, 16.2	-	-	-	(14,882,911)
Other comprehensive income to be reclassified to profit or loss in subsequent periods - net income tax		-	(24,882,911)	-	(24,882,911)
<i>Other comprehensive income to be not reclassified to profit or loss in subsequent periods</i>					
Loss on disposal of equity investments designated at fair value through other comprehensive income		(10,933,445)	-	-	-
Loss on investments in equity designated at fair value through other comprehensive income		(18,563,004)	-	(9,800,699)	-
Less: Income tax effect	35	3,712,601	-	1,960,140	-
Loss on investments in equity designated at fair value through other comprehensive income - net of income tax	9.4	(25,783,848)	-	(7,840,559)	-
Actuarial loss		-	(9,090,495)	-	(92,177)
Less: Income tax effect	35	-	1,818,099	-	18,435
Actuarial loss - net income tax		-	(7,272,396)	-	(73,742)
Share of other comprehensive income from investments in subsidiaries	16.2	-	-	(17,943,289)	(7,198,654)
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net income tax		(25,783,848)	(7,272,396)	(25,783,848)	(7,272,396)
<b>Other comprehensive income for the year</b>		<b>(25,783,848)</b>	<b>(32,155,307)</b>	<b>(25,783,848)</b>	<b>(32,155,307)</b>
<b>Total comprehensive income for the year</b>		<b>104,663,506</b>	<b>64,582,153</b>	<b>104,663,506</b>	<b>64,582,153</b>
<b>Earnings per share</b>					
36					
Basic earnings per share					
Profit attributable to equity holders of the Company (Baht/share)		0.65	0.49	0.65	0.49

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

**Trinity Watthana Public Company Limited and its subsidiaries**

**Cash flow statement**

**For the year ended 31 December 2020**

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019 (Restated)	2020	2019 (Restated)
<b>Cash flows from operating activities</b>				
Profit before income tax expense	155,543,014	119,197,747	139,400,877	94,167,257
Adjustments to reconcile profit (loss) before tax to net cash provided by (paid for) operating activities:				
Depreciation and amortisation	39,750,215	12,840,458	249,800	1,157,828
Reversal of allowance for expected credit loss	(72,908)	-	-	-
Long-term employee benefits expenses	4,923,693	7,185,452	380,643	536,639
Share of profit from investments in subsidiaries	-	-	(80,583,677)	(102,049,552)
Share of profit from investment in associate	(186,851)	(501,079)	(186,851)	(501,079)
Share of profit from investment in joint venture	(4,870,007)	(5,365,531)	(4,870,007)	(5,365,531)
Unrealised loss (gain) on revaluation of investments measured at fair value through profit or loss / trading securities	(78,976,292)	5,812,244	(4,220,683)	(7,200,810)
Gain on sales of of investments measured at amortised cost / available-for-sale securities	(3,360,173)	(5,490,760)	-	-
Gain on reclassification of investments	-	(8,581,961)	-	-
Loss from changing in fair value of borrowing securities	-	446,621	-	-
Gain from changing in fair value of derivative assets	(3,179,240)	(6,982,030)	(3,339)	(1,939,271)
Loss from changing in fair value of derivative liabilities	3,385,901	4,832,759	540,234	-
Expenses for share-based payment transactions	818,910	2,512,764	182,897	561,205
Gain on disposals and write-off of equipment and motor vehicles	(1,194,473)	(1,060,652)	-	(444,135)
Loss on write-off of intangible	-	43	-	-
Other income - gain on bargain purchases	(163,807)	-	-	-
Interest income	(95,496,504)	(65,009,690)	(93,667,247)	(60,314,968)
Dividend income	(43,358,414)	(42,434,286)	(19,319,774)	(3,595,711)
Finance cost	60,108,831	62,028,862	44,024,623	30,953,350
Profit (loss) from operating activities before changes in operating assets and liabilities	33,671,895	79,430,961	(18,072,504)	(54,034,778)
Operating assets (increase) decrease				
Current investments	182,982,464	(184,336,528)	(110,667,726)	(14,115,543)
Receivables from Clearing House and broker - dealers	(162,978,197)	(11,656,213)	-	-
Securities and derivatives business receivables	(619,269,799)	463,181,504	-	-
Other receivables	(256,309)	516,661	41,821,359	(43,673,004)
Short-term loans to joint venture	(20,000,000)	(60,000,000)	(20,000,000)	(60,000,000)
Loans to others	162,916,442	(551,578,589)	162,916,442	(551,578,589)
Other current assets	(2,589,610)	4,297,657	959,538	(1,072,482)
Other non-current assets	(4,382,154)	(1,328,972)	101,774	397,483
Operating liabilities increase (decrease)				
Payables to Clearing House and broker - dealers	(47,534,433)	37,441,538	-	-
Securities and derivatives business payables	128,899,002	23,242,110	-	-
Other payables	32,071,693	22,947,464	32,244,613	968,087
Other current liabilities	(9,156,447)	850,352	-	(2,571,982)
Cash paid for employee benefit	(367,000)	-	-	-
Other non-current liabilities	1,568,503	6,698,793	1,942,041	6,319,836
Cash from (used in) operating activities	(324,423,950)	(170,293,262)	91,245,537	(719,360,972)
Cash received from interest and dividend	133,770,038	102,392,153	111,732,686	58,391,303
Cash paid for finance cost	(58,284,533)	(57,627,867)	(44,801,625)	(28,158,955)
Cash received (paid) for income tax	(33,611,315)	(11,943,369)	(840,544)	152,830
<b>Net cash flows from (used in) operating activities</b>	<b>(282,549,760)</b>	<b>(137,472,345)</b>	<b>157,336,054</b>	<b>(688,975,794)</b>

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

Trinity Watthana Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the year ended 31 December 2020

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2020	2019 (Restated)	2020	2019 (Restated)
<b>Cash flows from investing activities</b>				
Dividend received from subsidiaries	-	-	6,999,900	-
Dividend received from associate and joint venture	3,939,950	499,950	3,939,950	499,950
Dividend received from long-term investments	473,703	2,000,000	-	2,000,000
Cash paid for acquisition of subsidiary	(2,600,000)	-	(2,600,000)	-
Cash paid for acquisition of joint venture	-	(21,500,000)	-	(21,500,000)
Increase (decrease) in short-term loans to subsidiaries	-	-	(2,000,000)	1,000,000
Cash paid for purchase of current investments	(38,142,970)	-	(38,142,970)	-
Cash received from sale of long-term investments	9,130,000	-	-	-
Cash paid for purchases of long-term investments	-	(100,410,780)	-	(99,999,900)
Cash paid for purchases of equipment	(7,221,121)	(19,837,161)	-	-
Cash received from disposal of equipment and motor vehicles	1,251,916	2,610,976	-	1,993,845
Cash paid for purchases of intangible assets	(2,395,743)	(1,560,009)	-	-
<b>Net cash flows used in investing activities</b>	<b>(35,564,265)</b>	<b>(138,197,024)</b>	<b>(31,803,120)</b>	<b>(116,006,105)</b>
<b>Cash flows from financing activities</b>				
Increase (decrease) in short-term borrowings from financial institutions	420,000,000	(45,000,000)	-	-
Increase (decrease) in short-term loans from subsidiaries	-	-	(24,100,000)	65,995,000
Increase (decrease) in other short-term borrowings	(100,181,184)	95,874,733	(119,185,454)	497,453,872
Cash received from debentures issuance	811,100,000	1,197,400,000	811,100,000	1,197,400,000
Repayment of debentures	(692,300,000)	(919,800,000)	(692,300,000)	(919,800,000)
Cash paid for lease liabilities	(27,129,175)	(778,707)	-	-
Proceeds from capital increase from exercise of warrants	-	33,500	-	33,500
Dividend paid	(87,643,145)	(39,836,453)	(87,643,145)	(39,836,453)
<b>Net cash flows from (used in) financing activities</b>	<b>323,846,496</b>	<b>287,893,073</b>	<b>(112,128,599)</b>	<b>801,245,919</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>5,732,471</b>	<b>12,223,704</b>	<b>13,404,335</b>	<b>(3,735,980)</b>
Cash and cash equivalents at the beginning of year	62,220,266	49,996,562	3,190,086	6,926,066
<b>Cash and cash equivalents at the end of year (Note 8)</b>	<b>67,952,737</b>	<b>62,220,266</b>	<b>16,594,421</b>	<b>3,190,086</b>
	-	-	-	-
<b>Supplemental cash flows information:</b>				
Non-cash items				
Increase (decrease) in liabilities from acquisition of equipment	311,386	(6,075,888)	-	-
Acquisition of motor vehicles under finance lease agreements	-	2,212,470	-	-
Loss on re-measuring available-for-sale investments - net of income tax	-	(24,882,911)	-	(10,000,000)
Loss on investments in equity designated at fair value through other comprehensive income - net of income tax	(25,783,848)	-	(7,840,559)	-
Actuarial loss - net income tax	-	(7,272,396)	-	(73,742)
Reclassification from investments at fair value through other comprehensive income to investments at fair value through profit or loss	-	-	1,232,400	-
Reclassification from available-for-sale investments to trading investments	-	99,481,500	-	-
Dividend receivables	-	-	60,003,800	96,000,000
Reclassification from investment in associate to investment in subsidiary	966,024	-	966,024	-

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

Trinity Watthana Public Company Limited and its subsidiaries  
Statement of changes in shareholders' equity  
For the year ended 31 December 2020

(Unit: Baht)

Consolidated financial statements											
							Other components of shareholders' equity				
							Other comprehensive income				
							Loss on				
							investmetn in equity				
							designated at fair	Loss	Total other		
							value through other	re-measuring	components of		
							comprehensive	available-for-sale	shareholder's		
							income	investments	equity	Total	
Note	Issued and fully paid-up share capital	Share premium	Capital reserve for share-based payment transactions	Advance received from share subscription	Retained earnings						
					Appropriated - statutory reserve	Unappropriated					
<b>Balance as at 1 January 2019</b>	990,991,170	289,165,624	4,789,034	4,920,160	66,943,966	219,685,905			(24,334,484)	(24,334,484)	1,552,161,375
Profit for the year - restated	18	-	-	-	-	96,737,460			-	-	96,737,460
Other comprehensive income for the year		-	-	-	-	(7,272,396)		(24,882,911)	(24,882,911)	(32,155,307)	
Total comprehensive income for the year		-	-	-	-	89,465,064		(24,882,911)	(24,882,911)	64,582,153	
Share-based payment transactions	29.2	-	2,512,764	-	-	-		-	-	2,512,764	
Capital increase from exercise of warrants	28	4,953,660	-	(4,920,160)	-	-		-	-	33,500	
Dividend paid	39	-	-	-	-	(39,836,453)		-	-	(39,836,453)	
Appropriation of retained earnings	30	-	-	-	6,395,967	(6,395,967)		-	-	-	
<b>Balance as at 31 December 2019 - as restated</b>	<u>995,944,830</u>	<u>289,165,624</u>	<u>7,301,798</u>	<u>-</u>	<u>73,339,933</u>	<u>262,918,549</u>		<u>(49,217,395)</u>	<u>(49,217,395)</u>	<u>1,579,453,339</u>	
<b>Balance as at 31 December 2019 - as previously reported</b>	995,944,830	289,165,624	7,301,798	-	73,339,933	260,399,735		(49,217,395)	(49,217,395)	1,576,934,525	
Cumulative effect of change in the fair values of assets acquired and liabilities assumed from investment in joint venture	18	-	-	-	-	2,518,814		-	-	2,518,814	
<b>Balance as at 31 December 2019 - as restated</b>	<u>995,944,830</u>	<u>289,165,624</u>	<u>7,301,798</u>	<u>-</u>	<u>73,339,933</u>	<u>262,918,549</u>		<u>(49,217,395)</u>	<u>(49,217,395)</u>	<u>1,579,453,339</u>	
Cumulative effect of change in accounting policy	4	-	-	-	-	(1,875,324)	(47,454,771)	49,217,395	1,762,624	(112,700)	
<b>Balance as at 1 January 2020 - as restated</b>	<u>995,944,830</u>	<u>289,165,624</u>	<u>7,301,798</u>	<u>-</u>	<u>73,339,933</u>	<u>261,043,225</u>	<u>(47,454,771)</u>	<u>-</u>	<u>(47,454,771)</u>	<u>1,579,340,639</u>	
Profit for the year		-	-	-	-	130,447,354		-	-	130,447,354	
Other comprehensive income for the year		-	-	-	-	-	(25,783,848)	-	(25,783,848)	(25,783,848)	
Total comprehensive income for the year		-	-	-	-	130,447,354	(25,783,848)	-	(25,783,848)	104,663,506	
Transfer of loss on disposal of equity investments designated at fair value through other comprehensive income		-	-	-	-	(10,933,445)	10,933,445	-	10,933,445	-	
Share-based payment transactions	29.2	-	818,910	-	-	-		-	-	818,910	
Dividend paid	39	-	-	-	-	(87,643,145)		-	-	(87,643,145)	
Appropriation of retained earnings	30	-	-	-	5,787,334	(5,787,334)		-	-	-	
<b>Balance as at 31 December 2020</b>	<u>995,944,830</u>	<u>289,165,624</u>	<u>8,120,708</u>	<u>-</u>	<u>79,127,267</u>	<u>287,126,655</u>	<u>(62,305,174)</u>	<u>-</u>	<u>(62,305,174)</u>	<u>1,597,179,910</u>	
	-	-	-	-	-	-		-	-	-	
	-	-	-	-	-	-		-	-	-	

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

Trinity Watthana Public Company Limited and its subsidiaries  
Statement of changes in shareholders' equity (continued)  
For the year ended 31 December 2020

(Unit: Baht)

Separate financial statements

Note	Other components of shareholders' equity										Total
	Other comprehensive income										
	Issued and fully paid-up share capital	Share premium	Capital reserve for share-based payment transactions	Advance received from share subscription	Retained earnings		investments in equity designated at fair value through other comprehensive income	Loss on re-measuring available-for-sale investments	Share of other comprehensive income from subsidiaries	Total other components of shareholder's equity	
					Appropriated - statutory reserve	Unappropriated					
<b>Balance as at 1 January 2019</b>	990,991,170	289,165,624	4,789,034	4,920,160	66,943,966	219,685,905	-	(15,173,477)	(9,161,007)	(24,334,484)	1,552,161,375
Profit for the year - restated	-	-	-	-	-	96,737,460	-	-	-	-	96,737,460
Other comprehensive income for the year	-	-	-	-	-	(7,272,396)	-	(10,000,000)	(14,882,911)	(24,882,911)	(32,155,307)
Total comprehensive income for the year	-	-	-	-	-	89,465,064	-	(10,000,000)	(14,882,911)	(24,882,911)	64,582,153
Share-based payment transactions	29.2	-	-	2,512,764	-	-	-	-	-	-	2,512,764
Capital increase from exercise of warrants	28	4,953,660	-	-	(4,920,160)	-	-	-	-	-	33,500
Dividend paid	39	-	-	-	-	(39,836,453)	-	-	-	-	(39,836,453)
Appropriation of retained earnings	30	-	-	-	-	6,395,967	(6,395,967)	-	-	-	-
<b>Balance as at 31 December 2019 - as restated</b>	<u>995,944,830</u>	<u>289,165,624</u>	<u>7,301,798</u>	<u>-</u>	<u>73,339,933</u>	<u>262,918,549</u>	<u>-</u>	<u>(25,173,477)</u>	<u>(24,043,918)</u>	<u>(49,217,395)</u>	<u>1,579,453,339</u>
<b>Balance as at 31 December 2019 - as previously reported</b>	995,944,830	289,165,624	7,301,798	-	73,339,933	260,399,735	-	(25,173,477)	(24,043,918)	(49,217,395)	1,576,934,525
Cumulative effect of change in the fair values of assets acquired and liabilities assumed from investment in joint venture	18	-	-	-	-	2,518,814	-	-	-	-	2,518,814
<b>Balance as at 31 December 2019 - as restated</b>	<u>995,944,830</u>	<u>289,165,624</u>	<u>7,301,798</u>	<u>-</u>	<u>73,339,933</u>	<u>262,918,549</u>	<u>-</u>	<u>(25,173,477)</u>	<u>(24,043,918)</u>	<u>(49,217,395)</u>	<u>1,579,453,339</u>
Cumulative effect of change in accounting policy	4	-	-	-	-	(1,875,324)	(24,187,000)	25,173,477	776,147	1,762,624	(112,700)
<b>Balance as at 1 January 2020 - as restated</b>	<u>995,944,830</u>	<u>289,165,624</u>	<u>7,301,798</u>	<u>-</u>	<u>73,339,933</u>	<u>261,043,225</u>	<u>(24,187,000)</u>	<u>-</u>	<u>(23,267,771)</u>	<u>(47,454,771)</u>	<u>1,579,340,639</u>
Profit for the year	-	-	-	-	-	130,447,354	-	-	-	-	130,447,354
Other comprehensive income for the year	-	-	-	-	-	-	(7,840,559)	-	(17,943,289)	(25,783,848)	(25,783,848)
Total comprehensive income for the year	-	-	-	-	-	130,447,354	(7,840,559)	-	(17,943,289)	(25,783,848)	104,663,506
Transfer of loss on disposal of equity investments designated at fair value through other comprehensive income	-	-	-	-	-	(10,933,445)	-	-	10,933,445	10,933,445	-
Share-based payment transactions	29.2	-	-	818,910	-	-	-	-	-	-	818,910
Dividend paid	39	-	-	-	-	(87,643,145)	-	-	-	-	(87,643,145)
Appropriation of retained earnings	30	-	-	-	-	5,787,334	(5,787,334)	-	-	-	-
<b>Balance as at 31 December 2020</b>	<u>995,944,830</u>	<u>289,165,624</u>	<u>8,120,708</u>	<u>-</u>	<u>79,127,267</u>	<u>287,126,655</u>	<u>(32,027,559)</u>	<u>-</u>	<u>(30,277,615)</u>	<u>(62,305,174)</u>	<u>1,597,179,910</u>
	-	-	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-	-	-

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

Trinity Watthana Public Company Limited  
and its subsidiaries  
Report and consolidated financial statements  
31 December 2020

## **Trinity Watthana Public Company Limited and its subsidiaries**

### **Notes to consolidated financial statements**

**For the year ended 31 December 2020**

#### **1. General information**

1.1 Trinity Watthana Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. The Company is principally engaged in investment in other companies, listed companies and derivatives, and lending. The registered office of the Company is at No.179/111, 26th Floor, Bangkok City Tower, South Sathorn Road, Thungmahamek, Sathorn, Bangkok.

1.2 The Company invests 99.9% of the registered share capital of Trinity Securities Company Limited, a subsidiary, which operates its business in Thailand and undertakes securities businesses licenses, as follows:

1. Securities brokerage
2. Securities trading
3. Investment advisory
4. Securities underwriting
5. Securities borrowing and lending
6. Private fund asset management
7. Financial advisory
8. Derivatives agent

The registered office of the subsidiary is at No.179, 25th-26th, 29th Floor, Bangkok City Tower, South Sathorn Road, Thungmahamek, Sathorn, Bangkok.

As at 31 December 2020, the subsidiary has 6 branches (2019: 7 branches).

#### **1.3 COVID-19 Pandemic**

The COVID-19 Pandemic is adversely impacting most businesses and industries. This situation may bring uncertainties and have an impact on the environment in which the group operates. The Group’s management has continuously monitored ongoing developments and assessed the financial impact in respect of the valuation of assets, provisions and contingent liabilities, and has used estimates and judgement in respect of various issues as the situation has evolved.

## 2. Basis of preparation

2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Profession Act B.E. 2547 and in conjunction with the Notifications of the Office of the Securities and Exchange Commission. The presentation of the financial statements has been made in compliance with the stipulations of the Notification of the Department of Business Development, issued under the Accounting Act B.E. 2543.

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

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

## 2.2 Basis of consolidation

a) The consolidated financial statements include the financial statements of Trinity Watthana Public Company Limited (“the Company”) and the following subsidiary companies (“the subsidiaries”) (collectively as “the Group”):

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			2020	2019
			(%)	(%)
Trinity Securities Company Limited	Securities business	Thailand	99.9	99.9
Trinity Advisory 2001 Company Limited	Financial advisory	Thailand	99.9	99.9
Trinity Intelligence Plus Company Limited	Advisory	Thailand	99.9	99.9
Trinity One Company Limited	Investment	Thailand	99.9	99.9
Asset Backed Holdings Limited	Investing in securitisation	Thailand	99.9	-*

\* As at 31 December 2019, the status of Asset Backed Holdings Limited was an associate with percentage of shareholding at 49.9%.

Details of changes in the Group's structure during the current year are shown in Note 16 to the consolidated financial statements.

The subsidiary which the Company owns through other company is as follows:

Company name	Nature of business	Country of incorporation	Percentage of shareholding	
			2020	2019
			(Percent)	(Percent)
<b>Subsidiary under “Asset Backed Holdings Limited”</b>				
Conduit Management Services Limited	Management service for special purpose vehicles	Thailand	100	-

- b) The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
- c) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- e) Material balances and transactions between the Group have been eliminated from the consolidated financial statements.

2.3 The separate financial statements present investments in subsidiaries, associate and joint venture under the equity method.

### 3. New financial reporting standards

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

During the year, the Group has adopted the revised (revised 2019) and new financial reporting standards and interpretations which are effective for fiscal years beginning on or after 1 January 2020. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards. The adoption of these financial reporting standards does not have any significant impact on the Group’s financial statements. However, the new standard involves changes to key principles, which are summarised below:

## **Financial reporting standards related to financial instruments**

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

Financial reporting standards:

TFRS 7                      Financial Instruments: Disclosures

TFRS 9                      Financial Instruments

Accounting standard:

TAS 32                      Financial Instruments: Presentation

Financial Reporting Standard Interpretations:

TRFIC 16                    Hedges of a Net Investment in a Foreign Operation

TRFIC 19                    Extinguishing Financial Liabilities with Equity Instruments

These TFRSs related to financial instruments make stipulations relating to the classification of financial instruments and their measurement at fair value or amortised cost (taking into account the type of instrument, the characteristics of the contractual cash flows and the Company's business model), calculation of impairment using the expected credit loss method, and hedge accounting. They also include stipulations regarding the presentation and disclosure of financial instruments.

The adoption of these standards has the impact on the Group's financial statements to result in the following adjustments.

- Classification and measurement of non-listed equity investments - The Group has decided to measure these investments at fair value and classify them as financial assets at fair value through profit or loss or financial assets at fair value through other comprehensive income.
- Classification and measurement of investments in available-for-sale equity securities - The Group has elected to irrevocably classify some of these investments as financial assets at fair value through other comprehensive income and some of them as financial assets at fair value through profit or loss.
- Classification and measurement of investments in available-for-sale debt securities - The Group has decided to classify some of these investments as financial assets at amortised cost or fair value through other comprehensive income or fair value through profit or loss based on their characteristics of the contractual cash flows and the Group's business model on the TFRS 9 transition date.

- Recognition of expected credit losses - The Group recognises an allowance for expected credit losses on its debt instruments measured at amortised cost or fair value through other comprehensive income, contract assets and loan commitments, and it is no longer necessary for a credit-impaired event to have occurred.

The Group recognised the cumulative effect of the adoption of these financial reporting standards as an adjustment to retained earnings and other components of shareholders' equity as at 1 January 2020, and the comparative information was not restated.

The cumulative effect of the change is described in Note 4 to the consolidated financial statements.

### **IFRS 16 Leases**

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

Accounting by lessors under IFRS 16 is substantially unchanged from TAS 17. Lessors will continue to classify leases as either operating or finance leases.

The Group recognised the cumulative effect of the adoption of this financial reporting standard as an adjustment to retained earnings as at 1 January 2020, and the comparative information was not restated.

The cumulative effect of the change is described in Note 4 to the consolidated financial statements.

### **Accounting Guidance on Temporary Relief Measures for Accounting Alternatives in Response to the Impact of the COVID-19 Pandemic**

The Federation of Accounting Professions announced Accounting Guidance on Temporary Relief Measures for Accounting Alternatives in Response to the Impact of the COVID-19 Pandemic. Its objectives are to alleviate some of the impact of applying certain financial reporting standards, and to provide clarification about accounting treatments during the period of uncertainty relating to this situation.

On 22 April 2020, the Accounting Treatment Guidance was announced in the Royal Gazette and it is effective for the financial statements prepared for reporting periods ending between 1 January 2020 and 31 December 2020.

During the period from the first quarter to the third quarter of 2020, the Group elected to apply the temporary relief measures on accounting alternatives relating to measurement of expected credit losses using a simplified approach, fair value measurement of financial assets in the form of debt instruments and investments in unquoted equity instruments, and reversal of deferred tax assets.

In the fourth quarter of 2020, the Group has assessed some of the financial impacts of the uncertainties of the COVID-19 Pandemic on the valuation of expected credit losses using a simplified approach, fair value of financial assets in the form of debt instruments and investments in unquoted equity instruments, and deferred tax assets. As a result, in preparing the financial statements for the year ended 31 December 2020, the Group has decided to discontinue application of the temporary relief measures on accounting alternatives relating to measurement of expected credit losses using a simplified approach, fair value measurement of financial assets in the form of debt instruments and reversal of deferred tax assets. This has no significant impact on the Group's financial statements.

However, the Group elected to continue to apply the following temporary relief measures on accounting alternatives:

- To measure the fair value of investments in unquoted equity instruments using the fair value as at 1 January 2020.

The Group is evaluating the impact on the financial statements and expects the valuation of current investments to be significantly affected. The Group will consider recording the impact on the financial statements after the relief measures expire.

**b) Financial reporting standards that became effective for fiscal years beginning on or after 1 January 2021**

The Federation of Accounting Professions issued a number of revised financial reporting standards and interpretations, which are effective for fiscal years beginning on or after 1 January 2021. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

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

#### 4. Cumulative effects of changes in accounting policies due to the adoption of new financial reporting standards

As described in Note 3 to the consolidated financial statements, during the current year, the Group has adopted financial reporting standards related to financial instruments and TFRS 16. The cumulative effect of initially applying these standards is recognised as an adjustment to retained earnings and other components of shareholders' equity as at 1 January 2020. Therefore, the comparative information was not restated.

The impacts of changes in accounting policies on the statement of financial position at the beginning 2020 due to the adoption of these standards are presented as follows:

(Unit: Thousand Baht)

	Consolidated financial statements			1 January 2020
	31 December 2019 (Restated)	The impacts of		
		Financial reporting standards related to financial instruments	TFRS 16	
<b>Statement of financial position</b>				
<b>Assets</b>				
<b>Current assets</b>				
Securities and derivatives business receivables	1,785,349	(99)	-	1,785,250
<b>Non-current assets</b>				
Long-term investments	289,888	1,232	-	291,120
Investment in joint venture	26,866	(1,020)	-	25,846
Premises improvement and equipment	29,591	-	(4,198)	25,393
Right-of-use assets	-	-	110,215	110,215
Deferred tax assets	58,220	(226)	-	57,994
<b>Liabilities and shareholders' equity</b>				
<b>Current liabilities</b>				
Current portion of lease liabilities	983	-	25,832	26,815
<b>Non-current liabilities</b>				
Lease liabilities, net of current portion	3,414	-	71,176	74,590
Provision for dismantling cost	-	-	9,009	9,009

(Unit: Thousand Baht)

	Consolidated financial statements			
	31 December 2019	The impacts of		1 January 2020
		Financial reporting standards related to financial instruments	TFRS 16	
	(Restated)			
<b>Shareholders' equity</b>				
Retained earnings - unappropriated	262,919	(1,875)	-	261,044
Other components of shareholders' equity - Loss on investments in equity designated at fair value through other comprehensive income	-	(47,455)	-	(47,455)
Other components of shareholders' equity - Loss on change in value of available-for-sale investments	(49,217)	49,217	-	-

(Unit: Thousand Baht)

	Separate financial statements			
	31 December 2019	The impacts of		1 January 2020
		Financial reporting standards related to financial instruments	TFRS 16	
	(Restated)			
<b>Statement of financial position</b>				
<b>Assets</b>				
<b>Non-current assets</b>				
Long-term investments	164,800	1,232	-	166,032
Investments in subsidiaries	1,535,075	(79)	-	1,534,996
Investments in joint venture	26,866	(1,020)	-	25,846
Deferred tax assets	30,202	(246)	-	29,956

(Unit: Thousand Baht)

	Separate financial statements			
	The impacts of			
	31 December	Financial		1 January
	2019	reporting	TFRS 16	2020
	(Restated)	standards		
		related to		
		financial		
		instruments		
<b>Shareholders' equity</b>				
Retained earnings - unappropriated	262,919	(1,875)	-	261,044
Other components of shareholders' equity - Loss on investments in equity designated at fair value through other comprehensive income	-	(24,187)	-	(24,187)
Other components of shareholders' equity - Loss on change in value of available-for-sale investments	(25,173)	25,173	-	-
Other components of shareholders' equity - Share of other comprehensive income from investments in subsidiaries	(24,044)	776	-	(23,268)

#### 4.1 Financial instruments

a) Details of the impact on retained earnings and other components of shareholders' equity as at 1 January 2020 due to the adoption of financial reporting standards related to financial instruments are presented as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	Retained earnings	Other components of shareholders' equity	Retained earnings	Other components of shareholders' equity
Fair value measurement of non-listed equity investment	-	1,232	-	1,232
Classification of available-for-sale equity investments as financial assets at fair value through profit or loss	(776)	776	(776)	776
Recognition of an allowance for expected credit losses on financial assets at amortised cost	(99)	-	-	-
Recognition of an allowance for expected credit losses on financial assets at amortised cost in subsidiary (Equity method)	-	-	(79)	-
Recognition of an allowance for expected credit losses on financial assets at amortised cost in joint venture (Equity method)	(1,020)	-	(1,020)	-
Recognition of income tax effect	20	(246)	-	(246)
Impacts of the adoption of financial reporting standards related to financial instruments	(1,875)	1,762	(1,875)	1,762

b) As at 1 January 2020, classification and measurement of financial assets required by TFRS 9, in comparison with classification and the former carrying amount, are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements			
	The former carrying amount	Classification and measurement in accordance with TFRS 9		
		Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost
<b>Financial assets as at 1 January 2020</b>				
Cash and cash equivalents	62,220	-	-	62,220
Current Investments	690,702	356,295	-	690,702
Receivables from Clearing House and broker - dealers	57,427	-	-	57,427
Securities and derivatives business receivables	1,785,349	-	-	1,785,250
Derivative assets	6,982	6,982	-	6,982
Other receivables	27,631	-	-	27,631
Long-term loans to other	157,000	-	-	157,000
Short-term loans to joint venture	60,000	-	-	60,000
Short-term loans to others	1,007,427	-	-	1,007,427
Long-term investments	289,888	104,224	186,896	291,120
<b>Total financial assets</b>	<b>4,144,626</b>	<b>467,501</b>	<b>186,896</b>	<b>4,145,759</b>

(Unit: Thousand Baht)

Separate financial statements

The former carrying amount	Classification and measurement in accordance with TFRS 9			
	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total
<b>Financial assets as at 1 January 2020</b>				
Cash and cash equivalents	3,190	-	-	3,190
Current Investments	129,828	129,828	-	129,828
Derivative assets	1,939	1,939	-	1,939
Other receivables	169,840	-	-	169,840
Long-term loans to other	157,000	-	-	157,000
Short-term loans to joint venture	60,000	-	-	60,000
Short-term loans to others	1,007,427	-	-	1,007,427
Long-term investments	164,800	100,000	66,032	166,032
<b>Total financial assets</b>	<b>1,694,024</b>	<b>231,767</b>	<b>66,032</b>	<b>1,397,457</b>

As at 1 January 2020, the Group has not designated any financial liabilities at fair value through profit or loss except derivative liabilities of which fair value is Baht 5 million (Separate financial statements: nil)

## 4.2 Leases

On adoption of TFRS 16, the Group recognised lease liabilities in relation to leases that previously classified as operating leases measured at the present value of the remaining lease payments, discounted using the Group's incremental borrowing rate as of 1 January 2020. For leases that previously classified as finance leases, the Group recognised the carrying amount of the lease assets and lease liabilities before transition as right-of-use assets and lease liabilities, respectively at the date of initial application.

	(Unit: Thousand Baht)
	Consolidated
	<u>financial statements</u>
Operating lease commitments as at 31 December 2019	23,284
Less: Short-term leases and leases of low-value assets	(1,018)
Add: Option to extend lease term	79,056
Less: Deferred interest expenses	(4,314)
Increase in lease liabilities due to TFRS 16 adoption	97,008
Liabilities under finance lease agreements as at 31 December 2019	4,397
Lease liabilities as at 1 January 2020	<u>101,405</u>
Weighted average incremental borrowing rate (percent per annum)	2.31
Comprise of:	
Current lease liabilities	26,815
Non-current lease liabilities	74,590
	<u>101,405</u>

## 5. Significant accounting policies

### 5.1 Revenue and expense recognition

#### (a) Brokerage fees

Brokerage fees on securities and derivatives trading are recognised as income on the transaction dates.

#### (b) Fees and services income

Service income is recognised when services have been rendered taking into account the stage of completion. Revenue is recognised when it is probable that the amount will be collected.

Management fees for private fund management are calculated as a percentage of the net asset value of the funds managed by the subsidiary and recognised as income when services have been rendered.

(c) Interest income

Accounting policies adopted since 1 January 2020

Interest income is calculated using the effective interest method and recognised on an accrual basis. The effective interest rate is applied to the gross carrying amount of a financial asset, unless the financial assets subsequently become credit-impaired when it is applied to the net carrying amount of the financial asset (net of the expected credit loss allowance).

Accounting policies adopted before 1 January 2020

Interest income is recognised as interest accrues based on the effective rate method, but where there is uncertainty as to the collectability of loans and interest the subsidiary ceases accrual.

In the following cases, collectability of loans and interest is held to be uncertain.

- (1) Loans which are not fully collateralised.
- (2) Installment loans with repayments scheduled less frequently than 3 months for which principal or interest is overdue by more than 3 months.
- (3) Installment loans with repayments scheduled no less frequently than 3 months, unless there is clear evidence and a high degree of certainty that full repayment will be received.
- (4) Problem financial institutions.
- (5) Other receivables from which interest payment is overdue for 3 months or more.

These conditions are based on the guidelines stipulated by the Office of the Securities and Exchange Commission.

(d) Gain (loss) and return on financial instruments

*Gain (loss) on investments and derivatives*

Gain (loss) on investments and derivatives are recognised as income or expense on the transaction dates.

*Dividend*

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

(e) Expenses

Expenses are recognised on an accrual basis.

(f) Finance cost

Interest expense from financial liabilities at amortised cost is calculated using the effective interest method and recognised on an accrual basis.

## **5.2 Cash and cash equivalents**

Cash and cash equivalents consist of cash in hand, all bank deposit accounts with an original maturity less than 3 months, and not subject to withdrawal restrictions, promissory notes and term notes with an original maturity less than 3 months and exclude deposits used as collateral.

## **5.3 Recognition of customers assets**

Cash received from customers of cash accounts, credit balance accounts and derivatives trading are recorded as assets and liabilities of the Group for the internal control purposes. At the end of the reporting period, the Group excludes these amounts from both assets and liabilities and presents only the assets which belong to the Group.

## **5.4 Securities borrowing and lending**

The Group record their obligations to return borrowed securities which they have been sold as short selling or lent as “Securities borrowing and lending payables”, which are included in securities and derivatives business payables in the statement of financial position. At the end of reporting period, the balance of securities borrowing and lending payables are adjusted by the latest offer price quoted on the Stock Exchange of Thailand on the last working day of the year. Gains or losses arising from such adjustment are included in profit or loss. Securities lent to customers are recorded as “Securities borrowing and lending receivables”, which are included in securities and derivatives business receivables in the statement of financial position. Cash paid or received as collateral for securities borrowing and lending is recorded as “Collateral receivables” or “Collateral payables”.

Fees on securities borrowing and lending are recognised on an accrual basis over the term of the lending.

## **5.5 Receivables from Clearing House and broker - dealers**

Receivables from Clearing House and broker - dealers comprise the net receivable from Thailand Clearing House (TCH) for settlements of equity securities trades made through the Stock Exchange of Thailand, and net receivables from TCH from derivatives trades made through the Thailand Future Exchange, including cash collateral pledged with TCH for derivatives trade.

## **5.6 Securities and derivatives business receivables**

Securities and derivatives business receivables are the net balances of securities business receivables and derivatives business receivables after deducting allowance for expected credit losses.

In addition, securities business receivables include the net receivable balance of cash accounts, credit balance accounts, collateral receivables (which comprise cash pledged as security with securities lenders or securities depositories) and other receivables such as overdue cash accounts and securities receivables which are the subject of legal proceedings, are undergoing restructuring or are being settled in installments.

## **5.7 Loans**

Loans are initially recognised at the amount granted to borrower and are subsequently stated at amortised cost, based on the effective interest rate. Returns are recognised in profit or loss over the term of loan.

## **5.8 Investments in subsidiaries, joint venture and associate**

Investments in subsidiaries, joint venture and associate are accounted for in the consolidated and separate financial statements using the equity method.

## **5.9 Premises improvement and equipment and depreciation**

Premises improvement and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Depreciation of premises improvement and equipment is calculated by reference to their costs on the straight-line basis over the following estimated useful lives:

Furniture & fixtures	5 years
Office equipment	3 - 5 years
Motor vehicles	5 years

Depreciation is included in determining income.

No depreciation is provided on work under installation.

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

## **5.10 Intangible assets and amortisation**

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

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

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

	<u>Useful lives</u>
Deferred license fee	5 - 10 years
Computer software	3 - 10 years
Others	2 - 8 years

No amortisation is provided on computer software under installation.

### **5.11 Goodwill**

Goodwill is initially recorded at cost, which equals to the excess of cost of business combination over the fair value of the net assets acquired. If the fair value of the net assets acquired exceeds the cost of business combination, the excess is immediately recognised as gain in profit or loss.

Goodwill is carried at cost less any accumulated impairment losses. Goodwill is tested for impairment annually and when circumstances indicate that the carrying value may be impaired.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the Company's cash-generating units (or group of cash-generating units) that are expected to benefit from the synergies of the combination. The Company estimates the recoverable amount of each cash-generating unit (or group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised in profit or loss. Impairment losses relating to goodwill cannot be reversed in future periods.

### **5.12 Leases**

At inception of contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### Accounting policies adopted since 1 January 2020

The Group applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. At the commencement date of the lease (i.e. the date the underlying asset is available for use), the Group recognises right-of-use assets representing the right to use underlying assets and lease liabilities based on lease payments.

### **Right-of-use assets**

Right-of-use assets are measured at cost, less accumulated depreciation, any accumulated impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities initially recognised, initial direct costs incurred, and lease payments made at or before the commencement date of the lease less any lease incentives received.

Depreciation of right-of-use assets are calculated by reference to their costs, on the straight-line basis over the shorter of their estimated useful lives and the lease term.

Building and building improvement	2 - 5 Years
Motor vehicles	5 Years

If ownership of the leased asset is transferred to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

### **Lease liabilities**

Lease liabilities are measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be payable under residual value guarantees. Moreover, the lease payments include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

The Group discounted the present value of the lease payments by the interest rate implicit in the lease or the Group's incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

### ***Short-term leases and leases of low-value assets***

A lease that has a lease term less than or equal to 12 months from commencement date or a lease of low-value assets is recognised as expenses on a straight-line basis over the lease term.

### Accounting policies adopted before 1 January 2020

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

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

#### **5.13 Related party transactions**

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

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

#### **5.14 Foreign currencies**

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

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

Gains and losses on exchange are included in determining income.

#### **5.15 Impairment of non-financial assets**

At the end of each reporting period, the Group perform impairment reviews in respect of the premises improvement and equipment, right-of-use asset and other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. The Group also carries out annual impairment reviews in respect of goodwill. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount.

An impairment loss is recognised in profit or loss.

## **5.16 Payables to Clearing House and broker - dealers**

Payables to Clearing House and broker - dealers comprises the net payable to Thailand Clearing House (TCH) for settlement of equity securities trades made through the Stock Exchange of Thailand and net payable for derivatives trade made through the Thailand Futures Exchange.

## **5.17 Securities and derivatives business payables**

Securities and derivatives business payables are the obligations of the subsidiary in respect of its securities and derivatives business with outside parties, such as the net payable balances of cash accounts, securities delivery obligations as a result of short sales or securities borrowing, and obligations to return assets held by the subsidiary as collateral for securities lending.

## **5.18 Other borrowings**

Other borrowings are recognised initially at the fair value of the proceeds received. Borrowings are subsequently stated at amortised cost, using the effective yield method; any difference between proceeds and the redemption value is recognised in the profit or loss over the period of the borrowings.

## **5.19 Employee benefits**

### ***Short-term employee benefits***

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

### ***Post-employment benefits***

#### ***Defined contribution plans***

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

#### ***Defined benefit plans***

The Group have obligations in respect of the severance payments they must make to employees upon retirement under labor law. The Group treat these severance payment obligations as a defined benefit plan.

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

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

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

## **5.20 Provisions**

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

## **5.21 Income tax**

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

### **Current tax**

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

### **Deferred tax**

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

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

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

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

## **5.22 Share-based payment**

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

Estimating fair value for share-based payment transactions requires management to exercise judgement, and to apply assumptions, including as to the expected life of the share options, share price volatility and dividend yield.

## **5.23 Derivatives**

### **Futures contracts**

The subsidiary initially recognises future contracts at fair value. Obligations under derivatives business are regarded as the subsidiary's commitments. Amounts pledged as securities for these derivatives are recorded as receivable at Thailand Clearing House. Subsequently, as at reporting date, the futures contracts are presented at their fair value, which calculated with reference to the daily settlement prices quoted by Thailand Futures Exchange Public Company Limited on the last business day of the year. Unrealised gain or loss resulting from changes in the fair value is included in the profit or loss.

### **Options contracts**

The subsidiary initially recognises options contracts at fair value. The subsidiary recorded the premium paid (long position) and the premium received (short position) under options contracts as at trade date as derivative assets and derivative liabilities, respectively. Subsequently, as at reporting date, the options contracts are presented at their fair value, which calculated with reference to the daily settlement prices quoted by Thailand Futures Exchange Public Company Limited on the last business day of the year. Unrealised gain or loss resulting from changes in the fair value is included in the profit or loss.

### **Forward exchange contracts**

Forward contracts are recorded at fair value. Unrealised gains or losses on revaluation are included in determining income.

Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

## **5.24 Financial instruments**

### *Accounting policies adopted since 1 January 2020*

The Group initially measures financial assets at its fair value plus, in the case of financial assets that are not measured at fair value through profit or loss, transaction costs.

## **Classification and measurement of financial assets**

Financial assets are classified, at initial recognition, as to be subsequently measured at amortised cost, fair value through other comprehensive income (“FVOCI”), or fair value through profit or loss (“FVTPL”). The classification of financial assets at initial recognition is driven by the Group’s business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

### ***Financial assets at amortised cost***

The Group measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

These financial assets are initially measured at fair value on trade date and are subsequently measured at amortised cost and are subject to impairment (if any).

Financial assets at amortised cost are subsequently measured using the effective interest rate (“EIR”) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

### ***Financial assets at FVOCI (debt instruments)***

The Group measures financial assets at FVOCI if the financial asset is held to collect contractual cash flows and selling and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income, foreign exchange revaluation and impairment losses or reversals are recognised in profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. Upon derecognition, the cumulative fair value change recognised in other comprehensive income is recycled to profit or loss.

### ***Financial assets designated at FVOCI (equity instruments)***

Upon initial recognition, the Group can elect to irrevocably classify its equity investments which are not held for trading as equity instruments designated at FVOCI. The classification is determined on an instrument-by-instrument basis.

Gains and losses recognised in other comprehensive income on these financial assets are never recycled to profit or loss.

Dividends are recognised as gains (losses) and return on financial instruments in profit or loss, except when the dividends clearly represent a recovery of part of the cost of the financial asset, in which case, the gains are recognised in other comprehensive income.

Equity instruments designated at FVOCI are not subject to impairment assessment.

#### ***Financial assets at FVTPL***

Financial assets measured at FVTPL are carried in the statement of financial position at fair value with net changes in fair value recognised in profit or loss.

These financial assets include derivatives, security investments held for trading, equity investments which the Group has not irrevocably elected to classify at FVOCI and financial assets with cash flows that are not solely payments of principal and interest.

Dividends on listed equity investments are recognised as gains (losses) and return on financial instruments in profit or loss.

#### **Classification and measurement of financial liabilities**

Except for securities borrowing and lending payables, and derivative (losses) are measured at fair value through profit or loss. At initial recognition the Group's financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. In determining amortised cost, the Group takes into account any discounts or premiums on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

The Group may elect to measure financial liabilities at FVTPL if doing so eliminates, or significantly reduces a recognition inconsistency (sometimes referred to as an accounting mismatch).

#### **Changes in conditions of financial instruments which are not measured at fair value**

##### ***Financial assets***

If there is a change in conditions of financial instruments and the Group estimates that cash flows of the financial assets significantly change, the former financial assets will be derecognised and reverted to be recorded at fair value. The difference of those book values is recorded in profit or loss as a part of loss on impairment.

If the cash flows of financial assets have an insignificant change, the Group adjusts gross value of the financial assets and records the adjusted amount to profit (loss) on changes in contractual term in profit or loss which is a part of loss on impairment.

### ***Financial liabilities***

The Group derecognises the financial liabilities if there is a change in contractual terms which causes significant changes in cash flows of the financial liabilities, and recognises the financial liabilities at fair value. The difference between book value and fair value is recorded in profit or loss.

If the cash flows of financial liabilities have an insignificant change, the Group adjusts gross value of the financial liabilities which reflects the reviewed net present value, then discounts using the former effective interest rate, and records the adjusted amount to profit or loss.

### **Derecognition of financial instruments**

Financial assets are primarily derecognised when the rights to receive cash flows from the asset have expired or when the Group has transferred its rights to receive cash flows from the asset and either transferred all or substantially all the risks and rewards of the asset. Interest derived from remaining financial asset or transferred is recognised as asset or liability.

Financial liabilities are derecognised when the obligation under the liability are discharged or cancelled or expires.

### **Impairment of financial assets**

The Group recognises an allowance for expected credit losses (“ECLs”) on investments in debt instruments including cash equivalents, receivables from Clearing House and broker - dealers, securities business receivables - cash accounts, securities business receivables - credit balance accounts, collateral receivables, derivatives business receivables, other securities business receivables, loans, and investment in debt securities that are measured at amortised cost by using General Approach. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure (a lifetime ECL).

Allowance for expected credit losses are re-measured at every end of reporting period in order to reflect the change in credit risk from those have been initially recognised of related financial instruments.

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by present observable and supportable and reasonable forward-looking information. As for the exposure at default, for financial assets, this is represented by the asset's gross carrying amount at the reporting date. The Group continuously reviews and revisits the methods used, assumptions and forward-looking information.

For credit balance accounts, the allowance is set up based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors and general economic conditions assessment/forward-looking. In considering whether there has been a significant increase in credit risk since initial recognition, it is based on outstanding status of the debtors, required maintaining of collateral, high credit-risk debtors with a high attention by the Group's management, and the default.

Increase (decrease) of allowance for expected credit losses is recorded as expenses during the period in the statement of comprehensive income.

#### ***Write-offs***

Financial assets are written off either partially or in their entirety only when the Group has no reasonable expectation of recovering a financial asset in its entirety or a portion thereof. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures.

#### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset, and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### **Accounting policies adopted before 1 January 2020**

#### **Allowance for doubtful securities and derivatives business receivables**

The subsidiary has provided an allowance for doubtful debts based on a review of debtor's repayment capability, taking into consideration in recovery risk and value of collateral. An allowance will be set aside for doubtful debts that are not fully covered by collateral and/or debtors that cannot be recovered in full amount. Such debt classifications and provisions are made in accordance with the following criteria.

- (a) Debt classified as bad debt is defined as follows:
  - (1) Debts which the subsidiary has made effort to follow up, but could not collect repayment. The subsidiary has written them off in accordance with tax law.
  - (2) Debts which the subsidiary has forgiven them.
- (b) Doubtful debt is defined as the uncollateralised portion of the debt which meets the following criteria:
  - (1) Debtors in general, problem financial institution loans, and other debtors which the collateral value is less than the debts.
  - (2) Installment loans with repayments scheduled no more than 3 months for each installment, which principal or interest is overdue by more than 3 months.
  - (3) Installment loans with repayments scheduled no less than 3 months for each installment, unless there is clear evidence and a high degree of certainty that full is recovered.
- (c) Substandard debt is defined as the collateralised portion of loans which meet the criteria in (b).

Loans classified as bad debt will be written off when identified. Full provision of the loan balance will be set aside for loans classified as doubtful. These conditions are based on the guidelines stipulated by the Office of the Securities and Exchange Commission.

### **Investments**

- a) Investments in securities held for trading are stated at fair value. Changes in the fair value of these securities are recorded in profit or loss.
- b) Investments in available-for-sale securities are stated at fair value. Changes in the fair value of these securities are recorded in other comprehensive income, and will be recorded in profit or loss when the securities are sold.
- c) Investments in debt securities, both due within one year and expected to be held to maturity, are recorded at amortised cost. The premium/discount on debt securities is amortised/accreted by the effective rate method with the amortised/accreted amount presented as an adjustment to the interest income.
- d) Investments in non-marketable equity securities, which the Company and its subsidiaries classify as other investments, are stated at cost net of allowance for loss on impairment (if any).
- e) Investments in joint venture and associate are accounted for in the consolidated financial statements using the equity method.
- f) Investments in subsidiaries, joint venture and associate are accounted for in the separate financial statements using the equity method.

The fair value of marketable securities is based on the latest bid price of the last working day of the year. The fair value of debt instruments is determined based on yield rates quoted by the Thai Bond Market Association. The fair value of unit trusts is determined from their net asset value.

Loss on impairment (if any) of investments in available-for-sale securities, debt securities expected to be held to maturities, and other investments are included in profit or loss.

The weighted average method is used for computation of the cost of investments.

In the event the Group reclassify investments from one type to another, such investments will be readjusted to their fair value as at the reclassification date. The difference between the carrying amount of the investments and the fair value on the date of reclassification are recorded in profit or loss or recorded as other components of shareholders' equity, depending on the type of investment that is reclassified.

On disposal of an investment, the difference between net disposal proceeds and the carrying amount of the investment is recognised in profit or loss.

#### **5.25 Fair value measurement**

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

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

Level 1 - Use of quoted market prices in an active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows

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

## 6. Significant accounting judgements and estimates

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

### **Leases**

#### ***Determining the lease term with extension and termination options***

In determining the lease term, the management is required to exercise judgement in assessing whether the Group is reasonably certain to exercise the option to extend or terminate the lease considering all relevant facts and circumstances that create an economic incentive for the Group to exercise either the extension or termination option.

#### ***Estimating the incremental borrowing rate***

The Group cannot readily determine the interest rate implicit in the lease, therefore, the management is required to exercise judgement in estimating its incremental borrowing rate to discount lease liabilities. The incremental borrowing rate is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

#### **Allowance for expected credit losses of securities and derivatives business receivables**

Allowance for expected credit losses of securities and derivatives business receivables are intended to adjust the values of loans and receivables for probable credit losses. The management needs to make judgement to establish reserves for estimated losses for each outstanding loan and receivable by taking into account collection risk and the value of the securities used as collateral. However, the use of different estimates and assumptions could affect the amounts of allowance for expected credit losses and adjustments to the allowance for expected credit losses may therefore be required in the future.

### **Fair value of financial instruments**

In determining the fair value of financial instruments recognised in the statement of financial position that are not actively traded and for which quoted market prices are not readily available, the management exercise judgement, using a variety of valuation techniques and models. The input to these models is taken from observable markets, and includes consideration of credit risk, liquidity, correlation and longer-term volatility of financial instruments. Change in assumptions about these factors could affect the fair value recognised in the statement of financial position and disclosures of fair value hierarchy.

### **Premises improvement and equipment and depreciation**

In determining depreciation of premises improvement and equipment, the management is required to make estimates of the useful lives and salvage values of the subsidiaries' premises improvement and equipment and to review estimate useful lives and salvage values when there are any changes.

In addition, the management is required to review premises improvement and equipment for impairment on a periodical basis and record impairment losses in the period when it is determined that their recoverable amount is lower than the carrying amount. This requires judgements regarding forecast of future revenues and expenses relating to the assets subject to the review.

### **Goodwill and intangible assets**

The initial recognition and measurement of goodwill and other intangible assets, and subsequent impairment testing, require management to make estimates of cash flows to be generated by the asset or the cash generating units and to choose a suitable discount rate in order to calculate the present value of those cash flows.

### **Deferred tax assets**

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

### **Recognition and derecognising of assets and liabilities**

In considering whether to recognise or to derecognise assets or liabilities, the management is required to make judgement on whether the subsidiary significant risk and rewards of those assets or liabilities have been transferred, based on their best knowledge of the current events and arrangements.

## Post employment benefits under defined benefit plans

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

## 7. Related party transactions

The relationships between the Company and its related parties that have significant business transactions during the years 2020 and 2019 are summarised below:

Name of related parties	Relationship
Trinity Securities Company Limited	Subsidiary
Trinity Advisory 2001 Company Limited	Subsidiary
Trinity Intelligence Plus Company Limited	Subsidiary
Trinity One Company Limited	Subsidiary
Asset Backed Holdings Limited	Subsidiary (changed from associate to subsidiary in April 2020)
Tree Money Holding Company Limited	Joint Venture
Conduit Management Service Limited	Under the control of an associate

During the years, the Group had significant business transactions with related parties, which have been concluded on commercial terms and bases agreed upon in the ordinary course of businesses between the Company and those parties. Below is a summary of those transactions.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements		Transfer Pricing Policy
	2020	2019	2020	2019	
<b><u>Related party transactions</u></b>					
Brokerage fees from securities business					
- Directors of the Group	1,651	292	-	-	At the subsidiary's normal rate charged to other clients, in accordance with Association of Thai Securities Companies' notification
Brokerage fees from derivatives business					
- Directors of the Group	81	68	-	-	At the subsidiary's normal rate charged to other clients, in accordance with Association of Thai Securities Companies' notification

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements		Transfer Pricing Policy
	2020	2019	2020	2019	
Private fund management fees					
- Directors of the Group	724	691	-	-	Contract price
Management service income					
- Subsidiary	-	-	14,400	14,400	Agreed upon basis
- Associate	352	361	-	-	Agreed upon basis
Rental service income					
- Associate	60	240	-	-	Agreed upon basis
Advisory income					
- Joint venture	-	1,000	-	-	Agreed upon basis
Dividend income					
- Subsidiary	-	-	67,000	96,000	Normal rate declared to ordinary investors
- Associate	500	500	500	500	Normal rate declared to ordinary investors
- Joint venture	3,440	-	3,440	-	Normal rate declared to ordinary investors
Other service income					
- Subsidiary	-	-	1,440	879	Agreed upon basis
Interest income					
- Subsidiaries	-	-	216	136	Interbank rate (2019: Interbank rate)
- Joint venture	7,593	3,222	7,593	3,222	MOR Plus 3.63 per annum (2019: MOR Plus 4.00 per annum)
Interest expenses					
- Subsidiaries	-	-	4,084	4,357	Interbank rate (2019: Interbank rate)
Management service expenses					
- Subsidiary	-	-	28,328	1,568	Agreed upon basis
Brokerage fee expenses					
- Subsidiary	-	-	32,998	39,825	At the subsidiary's normal rate charged to other clients, in accordance with Association of Thai Securities Companies' notification

The balances of the accounts as at 31 December 2020 and 2019 between the Group and those related parties are as follows:

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
<b><u>Outstanding balances of the transactions</u></b>				
Securities and derivatives business receivables				
Directors of the Group	42,913	9,175	-	-
Other receivables - subsidiaries (Note 14)				
Trinity Securities Company Limited	-	-	181,218	163,041
Trinity Intelligence Plus Company Limited	-	-	-	4
Trinity Advisory 2001 Company Limited	-	-	-	4
Trinity One Company Limited	-	-	22	17
Tree Money Holding Company Limited	671	1,402	671	702
Short-term loans to subsidiary				
Trinity Intelligence Plus Company Limited	-	-	2,000	-
Short-term loans to joint venture				
Tree Money Holding Company Limited	80,000	60,000	80,000	60,000
Securities and derivatives business payables				
Directors of the Group	9,085	6,123	-	-
Other payables - subsidiaries (Note 23)				
Trinity Securities Company Limited	-	-	27,600	600
Trinity One Company Limited	-	-	9	5
Short-term loans from subsidiaries				
Trinity Securities Company Limited	-	-	274,000	294,000
Trinity Advisory 2001 Company Limited	-	-	8,900	13,000
Trinity One Company Limited	-	-	245	245

Short-term loans to subsidiaries are due at call. Movements in the balance of the loans during the year were as follows:

	(Unit: Thousand Baht)			
	Separate financial statements			
	Balance as at 1 January 2020	Increase during the year	Decrease during the year	Balance as at 31 December 2020
<b>Short-term loans to subsidiaries</b>				
Trinity Securities Company Limited	-	749,000	(749,000)	-
Trinity Intelligence Plus Company Limited	-	4,4000	(2,400)	2,000
	-	753,400	(751,400)	2,000

Short-term loans to joint venture are due within 1 year and carry interest at MOR plus 3.63 % per annum. (2019: interest at MOR plus 4 % per annum) The loans are secured by the entering into business collateral agreement for the right to claim from existing and future loan receivables of subsidiaries of the joint venture. Movements in the balances of the loans during the year were as follows:

(Unit: Thousand Baht)

	Consolidated / Separate financial statements			
	Balance as at 1 January 2020	Increase during the year	Decrease during the year	Balance as at 31 December 2020
<b>Short-term loans to joint venture</b>				
Tree Money Holding Company Limited	60,000	60,000	(40,000)	80,000

Short-term loans from subsidiaries are due at call. Movements in the balance of the loans during the year were as follows:

(Unit: Thousand Baht)

	Separate financial statements			
	Balance as at 1 January 2020	Increase during the year	Decrease during the year	Balance as at 31 December 2020
<b>Short-term loans from subsidiaries</b>				
Trinity Securities Company Limited	294,000	4,323,000	(4,343,000)	274,000
Trinity Advisory 2001 Company Limited	13,000	5,700	(9,800)	8,900
Trinity One Company Limited	245	-	-	245
	307,245	4,382,700	(4,352,800)	283,145

### Directors and management's benefits

During the years ended 31 December 2020 and 2019, the Group had employee benefit payable to their directors and management as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2020	2019	2020	2019
Short-term benefits	89,456	53,362	12,320	10,788
Post-employment benefits	7,452	7,294	-	-
Share-based payment (Note 29)	331	1,017	144	441
Total	97,239	61,673	12,464	11,229

The Company provided the other employee benefits to its directors and management. In the year 2020, the Company purchased liability insurance amounting to Baht 50 million for directors and management of the Group (2019: Baht 50 million).

## 8. Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
Cash on hand	207	1,651	40	1,482
Deposits at financial institutions	190,165	219,393	16,554	1,708
Total cash and cash equivalents	190,372	221,044	16,594	3,190
Less: Deposits for customers' account of subsidiary	(122,419)	(158,824)	-	-
Net cash and cash equivalents	<u>67,953</u>	<u>62,220</u>	<u>16,594</u>	<u>3,190</u>

## 9. Investments

### 9.1 Fair value of obligated investments in equity securities

	(Unit: Thousand Baht)	
	Consolidated	
	financial statements	
	2020	2019
<b>Securities borrowed but has not yet to be transferred<sup>(1)</sup></b>		
Equity securities	3,120	76,014
Total obligated investments	<u>3,120</u>	<u>76,014</u>

<sup>(1)</sup> Fair value of securities borrowed but has not yet to be transferred was measured at fair value using Level 1 input.

### 9.2 Cost and fair value

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
	2020	2020
<b>Current investments</b>		
<b>Investments measured at FVTPL</b>		
Equity securities - Trading securities		
Unit trusts	2,942	2,942
Listed securities	525,008	230,460
Non-listed securities	1,000	100,000
Total equity securities	<u>627,950</u>	<u>333,402</u>
Debt securities measured at FVTPL		
Unit trusts	3,340	-
Foreign debt securities	11,315	11,315
Total debt securities	<u>14,655</u>	<u>11,315</u>
Total investments measured at FVPL	<u>642,605</u>	<u>344,717</u>

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
	2020	2020
<b>Investments measured at amortised cost</b>		
Bills of exchange	9,012	-
Debentures	38,143	38,143
Total investments measured at amortised cost	47,155	38,143
<b>Total current investments</b>	689,760	382,860
<b>Long-term investments</b>		
<b>Investments measured at FVOCI</b>		
Listed securities	185,611	47,200
Non-listed securities	9,700	9,032
<b>Total long-term investments</b>	195,311	56,232

Equity instruments designated at FVOCI include listed and non-listed securities investments which the Company considers as long-term investments.

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	2019		2019	
	Cost/ Amortised cost	Fair value	Cost/ Amortised cost	Fair value
<b>Current investments</b>				
<u>Trading securities</u>				
Equity securities				
Listed securities	310,644	290,122	120,604	120,224
Less: Changes in fair value of securities	(20,054)	-	(380)	-
Less: Allowance for impairment loss	(468)	-	-	-
Listed securities	290,122	290,122	120,224	120,224
Unit trusts	9,686	9,604	9,686	9,604
Less: Changes in fair value of securities	(82)	-	(82)	-
Unit trusts	9,604	9,604	9,604	9,604
Equity securities	299,726	299,726	129,828	129,828
Debt securities				
Corporate and government debt securities	56,750	56,569	-	-
Less: Changes in fair value of securities	(181)	-	-	-
Debt securities	56,569	56,569	-	-
Total trading securities	356,295	356,295	129,828	129,828
<u>Available-for-sale securities</u>				
Debt securities				
Bills of exchange	336,901	334,407	-	-
Less: Discount	(2,494)	-	-	-
Debt securities	334,407	334,407	-	-
Total available-for-sale securities	334,407	334,407	-	-
<u>Held-to-maturity investments</u>				
Fixed deposit notes with maturity over 3 months but less than 1 year	300,000	300,000	-	-
BOT bonds with maturity over 3 months but less than year	167,418	167,418	-	-
Less: Investments for customers' accounts	(467,418)	(467,418)	-	-
Held-to-maturity investments	-	-	-	-
<b>Total current investments</b>	690,702	670,702	129,828	129,828

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2019		2019	
	Cost/ Amortised cost	Fair value	Cost/ Amortised cost	Fair value
<b>Long-term investments</b>				
<i>Available-for-sale securities</i>				
Equity securities				
Listed securities	237,942	177,196	88,467	57,000
Less: Changes in fair value of securities	(60,746)	-	(31,467)	-
Listed securities	177,196	177,196	57,000	57,000
Unit trusts	5,000	4,224	-	-
Less: Changes in fair value of securities	(776)	-	-	-
Unit trusts	4,224	4,224	57,000	57,000
Total available-for-sale securities	181,420	181,420	57,000	57,000
<i>Non-marketable securities</i>				
Equity securities	188,294		187,626	
Less: Allowance for impairment loss	(79,826)		(79,826)	
Total non-marketable securities	108,468		107,800	
<b>Total long-term investments</b>	289,888		164,800	
<b>Total investments</b>	980,590		294,628	

9.3 As at 31 December 2020 and 2019, investments in debt securities (exclude investments measured at FVTPL) classified by the remaining period to maturities of contracts.

(Unit: Thousand Baht)

	Consolidated financial statements			
	2020			
	Period to maturity			
	Within 1 year	1 - 5 years	Over 5 years	Total
<b>Investments measured at amortised cost</b>				
Bills of exchange	9,012	-	-	9,012
Debenture	38,143	-	-	38,143
<b>Total</b>	47,155	-	-	47,155

(Unit: Thousand Baht)

	Consolidated financial statements			
	2019			
	Period to maturity			
	Within 1 year	1 - 5 years	Over 5 years	Total
<b>Trading securities</b>				
Government debt securities	-	-	55,965	55,965
Corporate debt securities	604	-	-	604
<b>Available-for-sale debt securities</b>				
Bills of exchange	334,407	-	-	334,407
<b>Total</b>	335,011	-	55,965	390,976

9.4 Unrealised loss on revaluation of investments measured at FVOCI recognised in owners' equity

(Unit: Thousand Baht)

For the year ended  
31 December 2020

	Consolidated financial statements	Separate financial statements
The adjustments due to the adoption of financial reporting standards related to financial instruments (Note 4)	(47,455)	(47,455)
Changes during the year (net of income tax)		
- from revaluation	(25,784)	(7,841)
Share of other comprehensive income from investment subsidiaries	-	(17,943)
Transferred of loss on disposal of equity investments designated at fair value through other comprehensive income	10,934	10,934
Balance - end of the year	<u>(62,305)</u>	<u>(62,305)</u>

Unrealised loss on revaluation of investment recognised in owners' equity.

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements
	2019	2019
Balance - beginning of the year	(24,334)	(24,334)
Changes during the year (net of income tax)		
- from revaluation	(24,883)	(10,000)
Share of other comprehensive income from investment subsidiaries	-	(14,883)
Balance - end of the year	<u>(49,217)</u>	<u>(49,217)</u>

**10. Receivables from Clearing House and broker - dealers**

	(Unit: Thousand Baht)	
	Consolidated	
	financial statements	
	2020	2019
Receivables from Clearing House	268,501	86,798
Less: Receivables from Clearing House for customers' accounts of the subsidiary	(48,096)	(29,371)
Receivables from Clearing House and broker - dealers	<u>220,405</u>	<u>57,427</u>

**11. Securities and derivatives business receivables**

	(Unit: Thousand Baht)	
	Consolidated	
	financial statements	
	2020	2019
<b>Securities business receivables</b>		
Cash customers' accounts	174,231	53,224
Credit balance accounts	2,204,076	1,617,588
Collateral receivables	3,912	89,475
Other receivables	79,169	81,898
Total securities business receivables	<u>2,461,388</u>	<u>1,842,185</u>
Less: Allowance for expected credit losses (2019: Allowance for doubtful accounts)	<u>(61,995)</u>	<u>(62,085)</u>
Net securities business receivables	<u>2,399,393</u>	<u>1,780,100</u>
<b>Derivatives business receivables</b>		
Derivatives business receivables	2,286	2,129
Other receivables	3,013	3,120
Total derivatives business receivables	<u>5,299</u>	<u>5,249</u>
Net derivatives business receivables	<u>5,299</u>	<u>5,249</u>
Net securities and derivatives business receivables	<u>2,404,692</u>	<u>1,785,349</u>

## 11.1 The classification of securities and derivative business receivables

As at 31 December 2020 and 2019, Trinity Securities Company Limited, the Company's subsidiary has classified securities and derivative business receivables in accordance with TFRS 9/the Notification of the Office of the Securities and Exchange Commission. The classified is as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		
	2020		
	Securities and derivatives business receivables and interest receivables	Receivables amount to be considered setting up of allowance for expected credit losses	Allowance for expected credit losses amount
<u>Securities business receivables</u>			
Performing debts	2,107,772	2,107,772	1
Under-performing debts	291,647	291,647	25
Non-performing debts	61,969	61,969	61,969
<b>Total</b>	<b>2,461,388</b>	<b>2,461,388</b>	<b>61,995</b>
<u>Derivatives business receivables</u>			
Performing debts	2,286	29,583	-
Under-performing debts	3,013	18,588	-
<b>Total</b>	<b>5,299</b>	<b>48,171</b>	<b>-</b>
<b>Total securities and derivatives business receivables</b>	<b>2,466,687</b>	<b>2,509,559</b>	<b>61,995</b>

(Unit: Thousand Baht)

	Consolidated financial statements		
	2019		
	Securities and derivatives business receivables and interest receivables	Allowance for doubtful accounts	Net securities business receivables after allowance for doubtful accounts
Normal debts	1,770,062	-	1,770,062
Substandard debts	15,287	-	15,287
Doubtful debts	62,085	(62,085)	-
<b>Total</b>	<b>1,847,434</b>	<b>(62,085)</b>	<b>1,785,349</b>

## 12. Allowance for expected credit losses/allowance for doubtful accounts

Details of allowance for expected credit losses/allowance for doubtful accounts as at 31 December 2020 and 2019 are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements	
	2020	2019
Securities and derivative business receivables	61,995	62,085

### 12.1 Allowance for expected credit losses

Movements of allowance for expected credit losses during the year ended 31 December 2020 are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements					Total
	2020					
	Allowance for expected credit losses					
	Performing	Under- performing	Non- performing	General approach	Allowance for doubtful accounts	
Beginning balance of the year	-	-	-	-	62,085	62,085
Cumulative changes due to adoption of new accounting standards (Note 4)	-	99	62,085	-	(62,085)	99
Change from allowance of expected credit loss	-	(73)	-	-	-	(73)
Write-off financial assets	-	-	(116)	-	-	(116)
Balance ending of the year	-	26	61,969	-	-	61,995

### 12.2 Allowance for doubtful accounts

(Unit: Thousand Baht)

	Consolidated financial statements
	2019
Balance - beginning of the year	62,085
Balance - end of the year	62,085

### 13. Derivatives assets and liabilities

#### 13.1 Derivatives assets and liabilities for trading

(Unit: Thousand Baht)

	Consolidated financial statements							
	2020				2019			
	Assets		Liabilities		Assets		Liabilities	
	Fair value	Notional amount	Fair value	Notional amount	Fair value	Notional amount	Fair value	Notional amount
<u>Equity securities</u>								
Warrants	-	-	-	-	210	10,496	-	-
<u>Exchange rate</u>								
Forward contracts <sup>(1)</sup>	10,161	191,366	8,219	154,823	6,772	126,427	4,833	90,149
<b>Total</b>	<b>10,616</b>	<b>191,366</b>	<b>8,219</b>	<b>154,823</b>	<b>6,982</b>	<b>136,923</b>	<b>4,833</b>	<b>90,149</b>

(Unit: Thousand Baht)

	Separate financial statements							
	2020				2019			
	Assets		Liabilities		Assets		Liabilities	
	Fair value	Notional amount	Fair value	Notional amount	Fair value	Notional amount	Fair value	Notional amount
Forward contracts <sup>(1)</sup>	1,943	36,543	-	-	1,939	36,179	-	-
<b>Total</b>	<b>1,943</b>	<b>36,543</b>	<b>-</b>	<b>-</b>	<b>1,939</b>	<b>36,179</b>	<b>-</b>	<b>-</b>

<sup>(1)</sup> Forward contracts on behalf of the subsidiary for the Company and clients' portfolio of the subsidiary in full amount.

#### 13.2 Portion of derivative trading transactions separated by type of contract party

(Unit: Thousand Baht)

Type of derivatives	Consolidated financial statements			
	2020		2019	
	Portion of notional amount		Portion of notional amount	
	Assets	Liabilities	Assets	Liabilities
Clearing House and broker - dealers	-	-	8	-
Financial institutions	100	100	92	-
<b>Total</b>	<b>100</b>	<b>100</b>	<b>100</b>	<b>100</b>

(Unit: Thousand Baht)

Type of derivatives	Separate financial statements			
	2020		2019	
	Portion of notional amount		Portion of notional amount	
	Assets	Liabilities	Assets	Liabilities
Financial institutions	100	-	100	-
Total	100	-	100	-

**14. Other receivables**

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
Accrued income	31,828	26,229	7,362	6,072
Other receivables - subsidiaries (Note 7)	-	-	121,240	67,066
Dividend receivables - subsidiaries (Note 7)	-	-	60,000	96,000
Other receivables - Joint venture (Note 7)	671	1,402	671	702
Total other receivables	32,499	27,631	189,273	169,840

**15. Loans to others**

As at 31 December 2020, the Company has loans to unrelated companies and individuals which carry interest MOR to MOR plus 3.00% per annum (2019: MOR to MOR plus 2.50% per annum) and are secured by the pledges of listed and non-listed securities, with details as follows:

	(Unit: Thousand Baht)			
	Repayment within		Consolidated / Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
Short-term loans to others	December 2021	December 2020	854,510	1,007,427
Long-term loans to other	December 2021	December 2021	147,000	157,000
Less: Portion due within one year			(147,000)	(10,000)
Long-term loans to other - net of current portion			-	147,000

## 16. Investments in subsidiaries

### 16.1 Details of investments in subsidiaries as presented in the separate financial statements

(Unit: Thousand Baht)

Company's name	Paid-up capital		Shareholding percentage		Cost		Carrying amounts based on the equity method	
	2020	2019	2020	2019	2020	2019	2020	2019
			(%)	(%)				
Trinity Securities Company Limited	1,200,000	1,200,000	99.9	99.9	1,175,437	1,175,437	1,518,202	1,514,579
Trinity Advisory 2001 Company Limited	10,000	10,000	99.9	99.9	10,052	10,052	11,835	16,520
Trinity Intelligence Plus Company Limited	3,000	3,000	99.9	99.9	3,040	3,040	2,196	3,747
Trinity One Company Limited	250	250	99.9	99.9	250	250	228	229
Asset Backed Holdings Limited	10,000	-	99.9	-	6,132	-	4,377	-
<b>Total</b>					<u>1,195,465</u>	<u>1,188,779</u>	<u>1,536,838</u>	<u>1,535,075</u>

During the year 2020, the Company recognised share-based payment transactions when services from its subsidiaries' employees were rendered, and the Company recorded them against investments in subsidiaries amounting to Baht 1 million. (2019: Baht 2 million)

In April 2020, the Company purchased the investment of 50% of ordinary shares of Asset Backed Holdings Limited, which was the associate additional Baht 2.6 million. As a result, the Company's shareholding in that company increased from 49.9% to 99.9%, with the status of that company changed from "associate" to "subsidiary". The consolidated financial statements for the year ended 31 December 2020 include the statements of financial position of this company as at 31 December 2020, and the statements of comprehensive income for the period as from the investment date to 31 December 2020.

Fair values of assets acquired and liabilities assumed of Asset Backed Holdings Limited and its subsidiary as at the investment date, are as follows:

(Unit: Thousand Baht)

	Fair Value
<b>Assets</b>	
Cash and cash equivalents	6,903
Other receivables	268
Equipment	17
Other assets	125
<b>Total assets</b>	<u>7,313</u>
<b>Liabilities</b>	
Accrued expenses	53
Dividend payables	1,000
Other liabilities	530
<b>Total liabilities</b>	<u>1,583</u>

Net asset value	<u>5,730</u>
-----------------	--------------

The Group recognised the loss on revaluation of previously held investment, related to reclassification of investments in associate to investment in subsidiary and gain on bargain purchase as “Other income” on the consolidated statement of comprehensive income and as “Share of profit from investments in subsidiaries” on the separate statement of comprehensive income for the year ended 31 December 2020, in accordance with related financial reporting standards.

Details of the acquisition are as follows:

	(Unit: Thousand Baht)
Fair value of previously held investments	2,597
Book value of previously held investments in equity method as at acquisition date	<u>(2,966)</u>
Loss from reclassification of investments recognised in the statement of comprehensive income	<u>(369)</u>
Consideration paid for additional investments	(2,600)
Fair value of previously held investments	(2,597)
Fair value of net assets under investment acquired	<u>5,730</u>
Gain on bargain purchase recognised in the statement of comprehensive income	<u>533</u>

Net effect from this transaction can be presented as follows:

	(Unit: Thousand Baht)
Loss from reclassification of investments recognised in the statement of comprehensive income	(369)
Gain on bargain purchase recognised in the statement of comprehensive income	<u>533</u>
Net gain from acquisition recognised in the statement of comprehensive income	<u>164</u>

## 16.2 Share of comprehensive income and dividend received

During the years, the Company has recognised its share of comprehensive income from investment in subsidiaries in the separate financial statements and dividend income from subsidiaries as follows:

(Unit: Thousand Baht)

Subsidiaries	Separate financial statements					
	Share of profit or loss		Share of other comprehensive income		Dividend received	
	2020	2019	2020	2019	2020	2019
Trinity Securities Company Limited	81,020	96,589	(17,943)	(21,904)	60,000	96,000
Trinity Advisory 2001 Company Limited	309	755	-	(178)	5,000	-
Trinity Intelligence Plus Company Limited	(1,555)	4,712	-	-	-	-
Trinity One Company Limited	(1)	(6)	-	-	-	-
Asset Backed Holdings Limited	811	-	-	-	2,000	-
<b>Total</b>	<b>80,584</b>	<b>102,050</b>	<b>(17,943)</b>	<b>(22,082)</b>	<b>67,000</b>	<b>96,000</b>

## 17. Investment in associate

### 17.1 Details of associate

(Unit: Thousand Baht)

Company's name	Nature of business	Country of incorporation	Consolidated / Separate financial statements					
			Shareholding percentage		Cost		Carrying amounts based on the equity method	
			2020	2019	2020	2019	2020	2019
Asset Backed Holdings Limited	Investments in securitisation	Thailand	(%)	(%)	-	3,532	-	3,279

Asset Backed Holdings Limited which operates its business in Thailand and its principal activity is investments in securitisation entities authorised by the Office of the Securities and Exchange Commission invested in subsidiaries in the percentage of shareholding as follows:

Subsidiary of Asset Backed Holdings Limited	Type of business	Percentage of shareholding	
		2020	2019
Conduit Management Services Limited	Management service for special purpose vehicles	100	100

In April 2020, status of Asset Backed Holding Limited was changed to subsidiary, as described in Note 16 to the consolidated financial statements.

## 17.2 Share of comprehensive income and dividend received

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

(Unit: Thousand Baht)

Associate	Consolidated / Separate financial statements					
	Share of profit		Share of other comprehensive income		Dividend received	
	2020	2019	2020	2019	2020	2019
Asset Backed Holdings Limited	187	501	-	-	500	500

## 17.3 Summarised financial information of associate

(Unit: Million Baht)

Company's name	Paid-up capital as at		Total assets as at		Total liabilities as at		Total revenues for the years ended		Profit for the years ended	
	31 December		31 December		31 December		31 December		31 December	
	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
Asset Backed Holdings Limited	-	0.1	-	6.3	-	-	-	1.3	-	1.0

## 18. Investments in joint venture

### 18.1 Details of investments in joint venture:

Investments in joint venture represent investments in entities which are jointly controlled by the Company and other companies. Details of these investments are as follows:

(Unit: Thousand Baht)

Joint venture	Nature of business	Consolidated / Separate financial statements					
		Shareholding percentage		Cost		Carrying amounts based on equity method	
		2020	2019	2020	2019	2020	2019
Tree Money Holding Company Limited	Investing in companies that providing pico finance services	30.07	30.07	21,500	21,500	27,276	26,866
		(%)	(%)				(Restated)

On 1 July 2019 the Company entered into Shareholder Agreement of Tree Money Holding Company Limited with an individual, to invest in 215,000 newly-issued ordinary shares at a par value of Baht 100 each of such company for Baht 21.5 million, representing 30.07% of the issued and paid-up share capital of such company after the capital increase. The Company decided that under the terms of the Shareholder Agreement, this company is jointly controlled by the Company and the individual, and the Company therefore presents the investment in this company as investment in joint venture. The joint venture is principally engaged in investment in other companies. As at investment date, the joint venture had 12 subsidiaries that are principally engaged in the provision of pico finance services in 4 provinces (31 December 2020: 18 subsidiaries in 6 provinces), and one subsidiary that is principally engaged in the provision of related services. Providers of pico finance require permission from and under the supervision of the Ministry of Finance and providers are required to strictly comply with the related rules and conditions in the announcements issued by the Ministry of Finance and the Fiscal Policy Office.

During the current year, the Company completed the assessments of the fair value of Tree Money Holding Company Limited's assets acquired and liabilities assumed at the investing date. The carrying values and fair values of assets acquired and liabilities assumed were summarised below.

	(Unit: Thousand Baht)	
	Fair values at the acquisition date	Carrying values at the acquisition date
Cash and cash equivalents	26,822	26,822
Loan receivables	69,417	73,166
Interest receivables	573	573
Deferred tax assets	2,139	2,139
Other current assets	450	450
Equipment	21,214	21,214
Deposit	41	41
Loans	(20,000)	(20,000)
Loans from director	(15,159)	(15,159)
Accrued expenses	(676)	(676)
Interest payable	(1,088)	(1,088)
Income tax payable	(2,612)	(2,612)
Liabilities under hire purchase agreements	(1,246)	(1,246)
Net assets of Tree Money Holding Company Limited	<u>79,875</u>	<u>83,624</u>
Shareholding percentage (%)	<u>30.07</u>	
Net assets in shareholding percentage of the company	24,019	
Less: Excess of purchase price over book value of joint venture	<u>(2,519)</u>	
Cash paid for purchase of investment in joint venture	<u><u>21,500</u></u>	

The Company restated the consolidated and separate financial statements for the year ended 31 December 2019 to reflect the fair value of joint venture's assets acquired and liabilities assumed as at the investment date. The effect of the change in the fair value is presented herein as "Cumulative effect of change in the fair values of assets acquired and liabilities assumed from investment in joint venture" in the consolidated and separate statements of changes in shareholders' equity.

The amounts of adjustments affecting the consolidated and separate statements of financial position as at 31 December 2019 are summarised below.

	(Unit: Thousand Baht)
	<u>Increase</u>
Investment in joint venture	2,519
Unappropriated retained earnings	2,519

The amounts of adjustments affect the consolidated and separate statements of comprehensive income for the year ended 31 December 2019 are summarised below.

	(Unit: Thousand Baht)
	<u>Increase</u>
Share of profit from investment in joint venture	2,519
Profit for the year	2,519
Profit attributable to equity holders of the Company	2,519
Basic earnings per share (Baht)	0.012

## 18.2 Share of comprehensive income and dividend received

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

Joint venture	(Unit: Thousand Baht)					
	Consolidated / Separate financial statements					
	Share of profit or loss		Share of other comprehensive income		Dividend received	
	2020	2019	2020	2019	2020	2019
		(Restated)				
Tree Money Holding						
Company Limited	4,870	5,366	-	-	3,440	-

### 18.3 Summarised financial information about material joint ventures

Summarised information about financial position

	(Unit: Million Baht)	
	Tree Money Holding Company Limited	
	<u>2020</u>	<u>2019</u>
Cash and cash equivalent	10	10
Loans and interest receivables - net	145	103
Other current assets	6	6
Other non-current assets	40	37
Short-term loans	(80)	(60)
Other current liabilities	(20)	(5)
Other non-current liabilities	(9)	(4)
Non-controlling interests	(1)	(1)
<b>Net assets</b>	<b>91</b>	<b>86</b>
Shareholding percentage (%)	30.07	30.07
<b>Share of net assets</b>	<b>27</b>	<b>26</b>
<b>Carrying amounts of joint ventures based on equity method</b>	<b>27</b>	<b>26</b>

Summarised information about comprehensive income

	(Unit: Million Baht)	
	For the year ended 31 December	
	Tree Money Holding Company Limited	
	<u>2020</u>	<u>2019</u>
Interest income	43	32
Service income	29	20
Administrative expenses	(37)	(22)
Interest expense	(8)	(4)
Allowance for doubtful accounts	(8)	(20)
Income tax expense	(2)	(2)
Profit	17	4
Other comprehensive income	-	-
Total comprehensive income	17	-

## 19. Premises improvement and equipment

(Unit: Thousand Baht)

	Consolidated financial statements			
	Furniture and fixtures	Office equipment	Motor vehicles	Total
<b>Cost</b>				
1 January 2019	45,308	103,101	25,906	174,315
Additions	11	8,934	7,029	15,974
Disposals	(3)	(3,128)	(7,120)	(10,251)
Write-off	-	(4,550)	-	(4,550)
31 December 2019	45,316	104,357	25,815	175,488
Adjustment to right-of-use assets due to TFRS 16 adoption as at 1 January 2020	-	-	(5,270)	(5,270)
Additions	17	2,709	4,793	7,519
Disposals	-	(209)	(4,183)	(4,392)
Write-off	(174)	(5)	-	(179)
31 December 2020	45,159	106,852	21,155	173,166
<b>Accumulated depreciation</b>				
1 January 2019	44,758	87,368	15,698	147,824
Depreciation for the year	295	6,945	4,082	11,322
Depreciation on disposals	(3)	(3,128)	(5,568)	(8,699)
Depreciation on write-off	-	(4,550)	-	(4,550)
31 December 2019	45,050	86,635	14,212	145,897
Adjustment to right-of-use assets due to TFRS 16 adoption as at 1 January 2020	-	-	(1,072)	(1,072)
Depreciation for the year	206	7,081	2,376	9,663
Depreciation on disposals	-	(197)	(4,183)	(4,380)
Depreciation on write-off	(129)	(4)	-	(133)
31 December 2020	45,127	93,515	11,333	149,975
<b>Net book value</b>				
31 December 2019	266	17,722	11,603	29,591
31 December 2020	32	13,337	9,822	23,191
<b>Depreciation for the years</b>				
2019				11,322
2020				9,663

(Unit: Thousand Baht)

	Separate financial statements		
	Furniture and fixtures	Motor vehicles	Total
<b>Cost</b>			
1 January 2019	3	5,879	5,882
Disposals	-	(4,630)	(4,630)
31 December 2019	3	1,249	1,252
31 December 2020	3	1,249	1,252
<b>Accumulated depreciation</b>			
1 January 2019	3	2,624	2,627
Depreciation for the year	-	1,158	1,158
Depreciation on disposals	-	(3,081)	(3,081)
31 December 2019	3	701	704
Depreciation for the year	-	250	250
31 December 2020	3	951	954
<b>Net book value</b>			
31 December 2019	-	548	548
31 December 2020	-	298	298
<b>Depreciation for the years</b>			
2019			1,158
2020			250

As at 31 December 2020 certain premises improvement and equipment have been fully depreciated but are still in use. The gross carrying amount (before deducting accumulated amortisation) of those assets amounted to approximately Baht 134 million (2019: Baht 128 million).

## 20. Intangible assets

(Unit: Thousand Baht)

Consolidated financial statements					
	Deferred license fee	Computer software	Others	Computer software under installation	Total
<b>Cost</b>					
1 January 2019	4,206	38,136	3,064	2,053	47,459
Additions	-	1,060	481	19	1,560
Write-off	(3,706)	(3,803)	(282)	-	(7,791)
31 December 2019	500	35,393	3,263	2,072	41,228
Additions	-	1,803	90	843	2,736
Transfer in (out)	-	19	-	(19)	-
31 December 2020	500	37,215	3,353	2,896	43,964
<b>Amortisation</b>					
1 January 2019	3,812	32,803	1,101	-	37,716
Amortisation for the year	100	833	585	-	1,518
Write off	(3,706)	(3,803)	(282)	-	(7,791)
31 December 2019	206	29,833	1,404	-	31,443
Amortisation for the year	100	989	590	-	1,679
31 December 2020	306	30,822	1,994	-	33,122
<b>Net book value</b>					
31 December 2019	294	5,560	1,859	2,072	9,785
31 December 2020	194	6,393	1,359	2,896	10,842
<b>Amortisation expense for the years</b>					
2019					1,518
2020					1,679

As at 31 December 2020, certain computer software items have been fully amortisation but are still in use. The gross carrying amount (before deducting accumulated amortisation) of those assets amounted to approximately Baht 26 million (2019: Baht 26 million).

**21. Short-term borrowings from financial institutions, other short-term borrowings and short-term unsecured debentures**

(Unit: Thousand Baht)

Type	Interest rate per annum		Consolidated financial statements		Separate financial statements	
	2020 (% per annum)	2019 (% per annum)	2020	2019	2020	2019
<b>Short-term borrowings from financial institutions</b>						
Promissory notes	Inter bank rate	Inter bank rate	1,425,000	1,005,000	-	-
<b>Other short-term borrowings</b>						
Bills of exchange	Inter bank rate	Inter bank rate	440,626	539,818	380,680	499,866
<b>Short-term unsecured debentures</b>						
Debentures	2.60 - 2.75	2.80 - 3.10	132,700	401,800	132,700	401,800

There is no collateral for these short-term borrowings from financial institutions, other short-term borrowings and short-term unsecured debentures and unsubordinated with debentureholders' representative debentures, remaining period to maturity within 1 year.

**22. Securities and derivatives business payables**

(Unit: Thousand Baht)

	Consolidated financial statements	
	2020	2019
<b>Securities business payables</b>		
Cash customers' accounts	255,586	121,320
Securities borrowing and lending payables	-	12,209
Total securities business payables	255,586	133,529
<b>Derivatives business payables</b>		
Derivatives business payables	8,056	1,214
Total derivatives business payables	8,056	1,214
Total securities and derivatives business payables	263,642	134,743

## 23. Other payables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
Accrued expenses	138,071	106,146	17,518	13,054
Accrued expenses - subsidiary (Note 7)	-	-	9	5
Other payables - subsidiary (Note 7)	-	-	27,600	600
Total other payables	<u>138,071</u>	<u>106,146</u>	<u>45,127</u>	<u>13,659</u>

## 24. Leases

The subsidiaries have lease contracts of property used in their operation. Leases generally have lease terms between 3 - 4 years.

### a) Right-of-use assets

Movement of right-of-use assets for the year ended 31 December 2020 are summarised below:

(Unit: Thousand Baht)

	Consolidated financial statement		
	Buildings and building		
	improvement	Motor vehicles	Total
As at 1 January 2020 (Note 4)	106,017	4,198	110,215
Additions	2,837	-	2,837
Effect of changes from agreements	3,275	-	3,275
Lease discounts	(41)	-	(41)
Depreciation for the year	(27,353)	(1,054)	(28,407)
As at 31 December 2020	<u>84,375</u>	<u>3,144</u>	<u>87,879</u>

### b) Lease liabilities

(Unit: Thousand Baht)

	Consolidated financial statement	
	2020	2019
	Lease payments	84,586
Less: Deferred interest expenses	(2,828)	(434)
Total	81,758	4,397
Less: Portion due within one year	(28,845)	(983)
Lease liabilities - net of current portion	<u>52,913</u>	<u>3,414</u>

A maturity analysis of lease payments is disclosed in Note 42.2 to the consolidated financial statements under the liquidity risk.

**c) Expenses relating to leases that are recognised in profit or loss**

(Unit: Thousand Baht)

	For the year ended 31 December 2020
	Consolidated financial statement
Depreciation expense of right-of-use assets	28,407
Interest expense on lease liabilities	1,626
Expense relating to short-term leases and low-value assets	744

**d) Others**

The Group had total cash outflows for leases for the year ended 31 December 2020 of Baht 28 million, including the cash outflow related to short-term lease and leases of low-value assets. Moreover, the Group had non-cash additions to right-of-use assets and lease liabilities of 6 million. The future cash outflows relating to leases that have not yet commenced of Baht 0.8 million.

**25. Unsecured debenture**

On 31 December 2020, the Company issued unsubordinated and unsecured with debentureholders' representative debentures.

(Unit: Thousand Baht)

Issue date	Number of debenture (units)	Interest rate per annum	Term	Maturity date	Consolidated /separate financial statements	
					2020	2019
18 June 2019	200,500	3.80	1 year 5 months 29 days	17 December 2020	-	200,500
16 August 2019	138,000	3.80	2 years	16 August 2021	138,000	138,000
22 October 2019	45,400	3.65	2 years	22 October 2021	45,400	45,400
4 December 2019	83,000	3.80	1 year 11 month 28 days	2 December 2021	83,000	83,000
12 March 2020	123,100	3.50	1 year 5 months 28 days	9 September 2021	123,100	-
16 July 2020	200,000	3.50	1 year 5 months 29 days	14 January 2022	200,000	-
9 September 2020	108,500	3.50	1 year 6 months	9 March 2022	108,500	-
17 December 2020	156,800	3.55	1 year 7 months 2 days	19 July 2022	156,800	-
Total					854,800	466,900
Less: Current portion					(389,500)	(200,500)
Long-term unsecured debenture, net of current portion					465,300	266,400

## 26. Provision for dismantling cost

(Unit: Thousand Baht)

As at 1 January 2020 (Note 4)	9,009
Increase for the year	219
As at 31 December 2020	<u>9,218</u>

The Group recognised a provision for dismantling costs. The Company is committed to dismantling the site as a result of the construction of the building improvements

## 27. Provision for long-term employee benefits

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

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
<b>Provision for long-term employee benefits</b>				
<b>at the beginning of year</b>	51,580	35,304	1,663	1,034
Included in statement of financial position:				
Acquisition of subsidiary	412	-	-	-
Included in profit or loss:				
Current service cost	3,464	3,717	334	325
Interest cost	1,048	1,109	47	36
Past service cost	-	2,359	-	175
Included in other comprehensive income				
Actuarial loss (gain) arising from				
Demographic assumptions change	-	6,527	-	173
Financial assumptions change	-	(126)	-	(10)
Experience adjustments	-	2,690	-	(71)
Benefits paid in the year	(367)	-	-	-
<b>Provision for long-term employee benefits at the end of year</b>	<u>56,137</u>	<u>51,580</u>	<u>2,044</u>	<u>1,663</u>

As at 31 December 2020, the Group expects to pay Baht 3 million of long-term employee benefit during the next year (2019: Baht 3 million).

As at 31 December 2020, the weighted average duration of the liabilities for long-term employee benefit is 10 years (the Company only: 10 years) (2019: 10 years (the Company only: 10 years)).

Significant actuarial assumptions are summarised below:

(Unit: Percent per annum)

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Discount rate	2.29 - 2.81	2.29 - 2.81	2.81	2.81
Salary increase rate	4.00	4.00	4.00	4.00
Turnover rate	7.64 - 22.92	7.64 - 22.92	7.64 - 22.92	7.64 - 22.92

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2020 and 2019 are summarised below:

	Consolidated financial statements			
	2020			
		Effect to		Effect to
		provision for		provision for
	Increase	employee	Decrease	employee
	(Percent)	benefits	(Percent)	benefits
		(Thousand Baht)		(Thousand Baht)
Discount rate	0.5	(1,387)	0.5	1,470
Salary increase rate	1.0	4,291	1.0	(3,842)
Staff turnover rate	20.0	(6,386)	20.0	7,752

	Consolidated financial statements			
	2019			
		Effect to		Effect to
		provision for		provision for
	Increase	employee	Decrease	employee
	(Percent)	benefits	(Percent)	benefits
		(Thousand Baht)		(Thousand Baht)
Discount rate	0.5	(1,420)	0.5	1,508
Salary increase rate	1.0	3,935	1.0	(3,536)
Staff turnover rate	20.0	(5,907)	20.0	7,125

	Separate financial statements			
	2020			
		Effect to		Effect to
		provision for		provision for
	employee		employee	
	Increase	benefits	Decrease	benefits
	(Percent)	(Thousand Baht)	(Percent)	(Thousand Baht)
Discount rate	0.5	(91)	0.5	96
Salary increase rate	1.0	256	1.0	(227)
Staff turnover rate	20.0	(378)	20.0	467

	Separate financial statements			
	2019			
		Effect to		Effect to
		provision for		provision for
	employee		employee	
	Increase	benefits	Decrease	benefits
	(Percent)	(Thousand Baht)	(Percent)	(Thousand Baht)
Discount rate	0.5	(82)	0.5	88
Salary increase rate	1.0	211	1.0	(186)
Staff turnover rate	20.0	(310)	20.0	385

## 28. Share capital

On 9 March 2018, the Extraordinary General Meeting of the Company's shareholders approved the reduction of the Company's registered share capital by cancelling 539 authorised but unissued shares with a par value of Baht 5 per share from the existing registered share capital of Baht 987,480,000 to be the new registered share capital of Baht 987,477,305, consisting of 197,495,461 ordinary shares with a par value of Baht 5 per share. In addition, the meeting approved the increase of the Company's registered share capital by Baht 643,738,650, consisting of 128,747,730 ordinary shares with a par value of Baht 5 per share, from the existing registered share capital of Baht 987,477,305 to a new registered share capital of Baht 1,631,215,955, with the new ordinary shares to be allocated as follows:

### 1) Warrants to purchase ordinary shares of the Company ("TNITY-W1")

Not more than 98,747,730 new ordinary shares are to be reserved to support the exercise of TNITY-W1, which are registered and transferable warrants, as discussed in Note 29.1 to the consolidated financial statements.

- 2) 30,000,000 additional ordinary shares are to be allocated to support the exercise of the rights of the ESOP warrants, as discussed in Note 29.2 to the consolidated financial statements.

The Company registered the change in its registered share capital with the Ministry of Commerce on 19 March 2018.

Reconciliation of share capital

	Consolidated / Separate financial statements	
	(Number of shares)	(Thousand Baht)
<u>Registered share capital</u>		
As at 1 January 2019	326,243,191	1,631,216
As at 31 December 2019	326,243,191	1,631,216
As at 31 December 2020	326,243,191	1,631,216
<u>Issued and fully paid-up share capital</u>		
As at 1 January 2019	198,198,234	990,991
Increase from exercise of warrants	990,732	4,954
As at 31 December 2019	199,188,966	995,945
As at 31 December 2020	199,188,966	995,945

The increasing of the Company's share capital during the year 2019 is detailed below.

Date of exercise	Quantity of exercised TNITY-W1 warrants*	Quantity of exercised ESOP warrants**	Ordinary shares issued for exercised warrants	Date of registration of share capital with the Ministry of Commerce	Date of the Stock Exchange of Thailand approved ordinary shares as listed securities
28 Dec 2018	984,032	-	984,032	4 Jan 2019	8 Jan 2019
29 Mar 2019	6,700	-	6,700	5 Apr 2019	11 Apr 2019
Total	990,732	-	990,732		

\* Exercise price of TNITY-W1 warrants is Baht 5.00 per share.

\*\* Exercise price of ESOP warrants is Baht 5.94 per share.

The Company do not exercise share capital during the year 2020.

## 29. Warrants

### 29.1 TNITY-W1

On 9 March 2018, the Extraordinary General Meeting of the Company's shareholders approved the allotment of up to 98,747,730 warrants (TNITY-W1), which are registered and transferable warrants, to the Company's existing shareholders who subscribe to the newly issued shares. Details of the warrants are summarised below.

Number of warrants issued	: 98,747,323 units
Number of warrants subscribed	: 98,747,323 units
Offering price	: Baht 0 per unit
Offering method	: 2 existing ordinary shares to one unit of the TNITY-W1 warrants
Exercise ratio and price	: 1 warrant per 1 newly issued ordinary share at a price of Baht 5.00 per share
Date of issuance	: 22 March 2018
Term of the warrant	: 3 years from the issuance date of warrants
Expiry date	: 21 March 2021
Exercise dates	: On the last business day of March, June, September and December

Reconciliation of number of TNITY-W1 warrants

	(Unit: Units)
	Consolidated / Separate financial statements
Number of warrants as at 1 January 2019	97,283,151
Exercise during year	(6,700)
Number of warrants as at 31 December 2019	97,276,451
Number of warrants as at 31 December 2020	97,276,451

**29.2 ESOP warrants**

On 9 March 2018, the Extraordinary General Meeting of the Company's shareholders approved the allotment of warrants under Employee Stock Option Plan to the directors, executives and employees of the Group for 30,000,000 units. The details are as follows:

No. of securities offered:	30,000,000 units
No. of shares reserved for exercise:	30,000,000 shares
Term:	3 years from the issuance date of warrants
Offering date:	23 March 2018
Expiry date:	22 March 2021
Offering price:	0 Baht

Exercise price:	5.94 Baht per share (equal to the average 5 business days of closing price of TNITY after the date of shareholders granted the right to purchase ordinary shares), except there is an adjustment of right under the right adjustment conditions.
Exercise ratio:	1 ordinary share per 1 warrant.
Allotment method:	The number of warrants issued to each director, executive and employee of the Company and its subsidiaries depends on the corporate position, service period, knowledge, experience, responsibility, performance, potential or benefits contributed to the Group. No directors, executives and employees of the Company and its subsidiaries is offered more than 5% of the warrants issued.
Exercise periods:	On the last business day of each quarter which the exercised proportion cannot be more than one-third of the allocated warrants each year. The exercise price above may be adjusted pursuant to the conditions for the adjustment of the rights.

The estimated fair value of each share option granted is Baht 0.315. This was calculated using the Binomial formula. The model inputs were the share price at the price determination date of Baht 5.90, the exercise price of Baht 5.94, expected volatility of 18.12%, an expected dividend yield of 8.90%, the life of the share options of 3 years, and a risk-free interest rate of 1.57%.

As at 31 December 2020 and 2019, the Company had allotted 25,971,867 units of ESOP warrants to directors, executives and employees of the Group, and 4,028,133 ESOP warrants remained unallocated.

During the year 2020, the Group recorded expenses amounting to Baht 0.8 million (the Company only: Baht 0.2 million) (2019: Baht 2.5 million (the Company only: Baht 0.6 million)) as personnel expenses.

#### Movements in the number of ESOP warrants

	(Unit: Units)
	Consolidated / Separate financial statements
Number of warrants as at 1 January 2019	25,971,867
Number of warrants as at 31 December 2019	25,971,867
Number of warrants as at 31 December 2020	25,971,867

### 30. Statutory reserve

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

During the year 2020, the Company had set aside the statutory reserve of Baht 5.8 million from profit for the year (2019: Baht 6.4 million).

### 31. Securities business income

(Unit: Thousand Baht)

	Consolidated	
	financial statements	
	2020	2019
Brokerage fees from securities business	236,084	151,044
Fees and service income	94,552	206,980
Interest on margin loans	82,846	98,081
Other interest income	12,453	22,715
<b>Total</b>	<b>425,935</b>	<b>478,820</b>

### 32. Interest income

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
Interest income on bank deposits	46	-	-	-
Interest income on loans	92,999	60,513	92,698	60,179
Interest income on debt instruments				
measured at amortised cost	759	11	969	136
Others	1,693	4,486	-	-
<b>Total</b>	<b>95,497</b>	<b>65,010</b>	<b>93,667</b>	<b>60,315</b>

### 33. Gain (loss) and return on financial instruments

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
Gain (loss) on securities	141,881	(11,915)	50,595	(15,660)
Gain on reclassification investments	-	8,582	-	-
Gain (loss) on derivatives	(27,799)	42,258	467	(745)
Dividend income	31,423	19,722	19,320	3,596
<b>Total</b>	<b>145,505</b>	<b>58,647</b>	<b>70,382</b>	<b>(12,809)</b>

### 34. Finance cost

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
Interest expense on borrowings	53,174	55,002	44,025	30,953
Interest expense on lease liabilities	1,626	-	-	-
Interest expense on securities business payables	5,309	7,027	-	-
<b>Total</b>	<b>60,109</b>	<b>62,029</b>	<b>44,025</b>	<b>30,953</b>

### 35. Income tax

Income tax expenses (revenue) for the years ended 31 December 2020 and 2019 are made up as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
<b>Current income tax:</b>				
Current income tax charge	15,010	26,285	1,157	-
<b>Deferred tax:</b>				
Relating to origination and reversal of temporary differences	10,086	(3,825)	7,797	(2,570)
<b>Income tax expenses (revenue) reported in the statements of comprehensive income</b>	<b>25,096</b>	<b>22,460</b>	<b>8,954</b>	<b>(2,570)</b>

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2020 and 2019 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
Deferred tax on loss from change in value of available-for-sale investments	-	6,221	-	2,500
Deferred tax on actuarial loss	-	1,818	-	18
Deferred tax on loss from change in value of financial assets measured at FVOCI	3,713	-	1,960	-

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

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
Accounting profit before tax	199,917	116,679	160,940	91,648
Applicable tax rate	15% and 20%	20%	20%	20%
Accounting profit before tax multiplied by applicable tax rate	36,750	23,336	32,188	18,330
Unused tax losses which may not be utilised (used)	(7,269)	(736)	(7,519)	-
Effects of:				
Tax exempted revenue	(1,980)	(1,108)	(15,762)	(21,519)
Non-deductible expenses	218	1,591	47	619
Additional expense deductions allowed	(298)	(563)	-	-
Others	(2,325)	(60)	-	-
Total	(4,385)	(140)	(15,715)	(20,900)
Income tax expenses (revenue) reported in the statements of comprehensive income	25,096	22,460	8,954	(2,570)

The components of deferred tax assets and deferred tax liabilities are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2020	2019	2020	2019
<b>Deferred tax assets</b>				
Allowance for expected credit losses				
(2019: Allowance of doubtful accounts)	10,222	10,242	-	-
Allowance for impairment of investments	16,059	16,059	15,965	15,965
Unrealised fair value loss on investments	16,519	17,353	11,406	7,353
Leases	44	-	-	-
Provision for dismantling cost	522	-	-	-
Provision for long-term employee benefits	11,134	10,316	409	332
Unused tax loss	364	7,519	-	7,519
Unrealised loss from revaluation of derivatives	8,628	-	331	-
<b>Total</b>	<b>63,492</b>	<b>61,489</b>	<b>28,111</b>	<b>31,169</b>
<b>Deferred tax liabilities</b>				
Unrealised gain from revaluation of derivatives	-	1,552	-	-
Unrealised fair value gain on investments	11,871	1,717	3,992	967
<b>Total</b>	<b>11,871</b>	<b>3,269</b>	<b>3,992</b>	<b>967</b>
<b>Deferred tax assets - net</b>	<b>51,621</b>	<b>58,220</b>	<b>24,119</b>	<b>30,202</b>

As at 31 December 2020, the subsidiaries have deductible temporary differences and unused tax losses totaling Baht 0.02 million (2019: Baht 0.02 million), on which deferred tax assets have not been recognised as the subsidiaries believe future taxable profits may not be sufficient to allow utilisation of the temporary difference and unused tax losses. The subsidiaries have the unused tax loss amounting to Baht 0.02 million which will expire by 2023 to 2025.

### 36. Earnings per share

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

Diluted earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year plus the weighted average number of ordinary shares which would need to be issued to convert all dilutive potential ordinary shares into ordinary shares. The calculation assumes that the conversion took place either at the beginning of the year or on the date the potential ordinary shares were issued.

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

Consolidated / Separate financial statements					
Profit for the year		Weighted average number of ordinary shares		Earnings per share	
2020	2019	2020	2019	2020	2019
(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares)	(Baht)	(Baht)
	(Restated)				(Restated)
<b>Basic earnings per share</b>					
Profit attributable to equity holders of the Company					
130,447	96,737	199,189	199,189	0.65	0.49

No presentation of diluted earnings per share in the statement of comprehensive income and the TNITY-W1 and ESOP warrants are excluded from the potential ordinary shares since their exercise price was in excess of the fair value of the ordinary shares for the year ended 31 December 2020 and 2019.

### 37. Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance. The authorised decision maker has been identified as the Company's Board of Directors.

The Company and its subsidiaries are organised into business units based on their products and services and have two reportable segments which are Securities and Derivatives Business, and Financial Advisory Business and investment banking.

The authorised operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and total assets and on a basis consistent with that used to measure operating profit or loss and total assets in the financial statements. However, the Company and its subsidiaries are not allocated operating expenses and income tax expenses to operating segments.

The basis of accounting for any transactions between reportable segments is consistent with that for third party transactions.

The following tables present revenue and profit, and total assets information regarding the Group's operating segments for the years ended 31 December 2020 and 2019, respectively.

(Unit: Million Baht)

2020					
	Securities and derivatives business	Financial advisory business and investment banking	Total reportable segments	Adjustments and eliminations	Total
Revenue from external customers	467	58	525	-	525
Inter-segment revenue (expenses)	93	(22)	71	(70)	1
Interest revenue	101	94	195	(4)	191
Interest expenses	(64)	-	(64)	4	(60)
<b>Segment profit</b>	<b>496</b>	<b>171</b>	<b>667</b>	<b>(70)</b>	<b>597</b>
<b>Unallocated revenues and expenses:</b>					
Operating revenues and expenses					
Personnel expenses					(360)
Depreciation and amortisation					(40)
Other expenses					(47)
Share of profit from investments in associate and joint venture					5
Income tax expenses					(25)
<b>Profit for the year</b>					<b>130</b>

(Unit: Million Baht)

2019					
	Securities and derivatives business	Financial advisory business and investment banking	Total reportable segments	Adjustments and eliminations	Total
Revenue from external customers	281	208	489	-	489
Inter-segment revenue	6	22	28	(28)	-
Interest revenue	190	-	190	(4)	186
Interest expenses	(66)	-	(66)	4	(62)
<b>Segment profit</b>	<b>372</b>	<b>200</b>	<b>572</b>	<b>(28)</b>	<b>544</b>
<b>Unallocated revenues and expenses:</b>					
Operating revenues and expenses					
Personnel expenses					(324)
Depreciation and amortisation					(13)
Other expenses					(94)
Share of profit from investments in associate and joint venture					6
Income tax expenses					(22)
<b>Profit for the year</b>					<b>97</b>

The following table presents segment assets of the Group's operating segments as at 31 December 2020 and 2019:

(Unit: Million Baht)

Segment assets	Securities	Financial	Total	Unallocated	Total
	and derivative	advisory			
	business	business and	segments	assets	
		investment			
		banking			
At 31 December 2020	3,537	11	3,548	1,495	5,043
At 31 December 2019	2,842	12	2,854	1,547	4,401

### Geographic information

The Group operates in Thailand only. As a result, all of the revenues and assets as reflected in these financial statements pertain to the aforementioned geographical reportable.

### Major customers

For the year 2020, the Group has no major customer with revenue of 10 percent or more of an entity's revenues. (2019: the Company has revenue from a major customer in amount of Baht 145 million, arising from sale by the financial advisory business segment.)

### 38. Provident fund

The Group and their employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the Group contributed to the fund monthly at the rate of 3% - 15% of basic salary. The fund, which is managed by TMB Asset management Company Limited, will be paid to employees upon termination in accordance with the fund rules.

The contributions from the Group for the year 2020 amounting to approximately of Baht 20 million (the Company only: Baht 1 million) (2019: Baht 19 million (the Company only: Baht 1 million)) were recognised as expenses.

### 39. Dividend paid

Dividend	Approved by	Approved dividend per share	Total additional dividend paid
		(Baht)	(Thousand Baht)
Final dividend for 2018	Annual General Meeting of the shareholders on 26 April 2019	0.20	39,836
Total for 2019			39,836
Final dividend for 2019	Annual General Meeting of the shareholders on 20 April 2020	0.44	87,643
Total for 2020			87,643

#### 40. Commitments and contingent liabilities

40.1 As at 31 December 2020, the subsidiaries have future minimum payments required under short-term lease agreements and lease agreements of low-value assets relating to rental space. Apart from the portion recorded as lease liabilities in the statement of financial position as follows:

(Unit: Million Baht)

Payable:

In up to 1 year	0.3
In over 1 and up to 3 years	0.1

40.2 Trinity Securities Company Limited, the Company's subsidiary, has commitments to pay the fees related to its securities business to the Stock Exchange of Thailand and Thailand Clearing House Company Limited. These comprise a monthly fixed amount and/or a percentage of trading volume each month and/or a percentage of net settlements each month.

40.3 Trinity Securities Company Limited, the Company's subsidiary, has commitments to pay the fees related to its derivatives business to Thailand Futures Exchange Public Company Limited and Thailand Clearing House Company Limited. These comprise a monthly fixed amount and/or at the fixed payment for each purchase or sale of a futures contract transaction.

40.4 Trinity Securities Company Limited, the Company's subsidiary, is required to pay fee to the Office of the Securities and Exchange Commission in relation to securities business licenses for securities brokerage, securities trading, investment advisory, securities underwriting, securities borrowing and lending and private fund asset management. The fee is charged at the certain rate from the aforesaid activities.

40.5 Trinity Securities Company Limited, the Company's subsidiary, has commitments to pay certain service fees to Thailand Securities Depository Company Limited (TSD), as its Back Office Service Bureau. These comprise a monthly fixed amount and certain other fees specified in the agreement.

40.6 As at 31 December 2020 and 2019, the Company's subsidiary has commitments in respect of futures contracts and options traded through the Thailand Futures Exchange as detailed in Note 42.4 to the consolidated financial statements.

#### 41. Fair value hierarchy

As at 31 December 2020 and 2019, the Group had the following assets and liabilities that were measured at fair value using different levels of inputs as follows:

(Unit: Million Baht)

	Consolidated financial statements			
	2020			
	Level 1	Level 2	Level 3	Total
<b>Financial assets measured at fair value</b>				
Derivatives assets				
Forward contracts <sup>(1)</sup>	-	10	-	10
Investments measured at FVTPL				
Equity securities	525	-	100	625
Unit trusts	3	-	-	3
Debt securities	-	15	-	15
Investments measured at amortised cost				
Debt securities	-	47	-	47
Investments measured at FVOCI				
Equity securities	185	-	10	195
<b>Financial liability measured at fair value</b>				
Derivatives liabilities				
Forward contracts <sup>(1)</sup>	-	8	-	8

<sup>(1)</sup> Forward contracts on behalf of the subsidiary for the Company and clients' portfolio in full amount

(Unit: Million Baht)

	Consolidated financial statements			
	2019			
	Level 1	Level 2	Level 3	Total
<b>Financial assets measured at fair value</b>				
Derivatives assets				
Forward contracts <sup>(1)</sup>	-	7	-	7
Investments in trading securities				
Equity securities	253	37	-	290
Unit trusts	-	10	-	10
Debt securities	-	57	-	57
Investments in available-for-sale securities				
Equity securities	177	-	-	177
Unit trusts	4	-	-	4
Debt securities	-	334	-	334
<b>Financial liability measured at fair value</b>				
Derivatives liabilities				
Forward contracts <sup>(1)</sup>	-	5	-	5

<sup>(1)</sup> Forward contracts on behalf of the subsidiary for the Company and clients' portfolio in full amount

(Unit: Million Baht)

	Separate financial statements			
	2020			
	Level 1	Level 2	Level 3	Total
<b>Financial assets measured at fair value</b>				
Derivatives assets				
Forward contracts <sup>(1)</sup>	-	2	-	2
Investments measured at FVTPL				
Equity securities	231	-	100	331
Unit trusts	3	-	-	3
Debt securities	-	11	-	11
Investments measured at amortised cost				
Debt securities	-	38	-	38
Investments measured at FVOCI				
Equity securities	47	-	9	56

(Unit: Million Baht)

	Separate financial statements			
	2019			
	Level 1	Level 2	Level 3	Total
<b>Financial assets measured at fair value</b>				
Derivatives assets				
Forward contracts <sup>(1)</sup>	-	2	-	-
Investments in trading securities				
Equity securities	82	37	-	119
Unit trusts	-	10	-	10
Investments in available-for-sale securities				
Equity securities	57	-	-	57

<sup>(1)</sup> Forward contracts on behalf of the subsidiary

#### Valuation techniques and inputs to Level 2 valuation

For debts securities, their fair values are generally derived from quoted market prices or determined by using the yield curve as announced by the Thai Bond Market Association or by other relevant bodies.

#### Valuation techniques and inputs to Level 3 valuation

For fair value of non-marketable-equity instruments in the domestic market, their fair values are generally derived from quoted market prices.

During the current year, there were no transfers within the fair value hierarchy.

## 42. Financial instruments

### 42.1 Derivatives

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
<b>Derivative assets</b>				
Derivative assets not designated as hedging instruments				
Warrants	-	210	-	-
Forward contracts	10,161	6,772	1,943	1,939
<b>Total derivative assets</b>	<u>10,161</u>	<u>6,982</u>	<u>1,943</u>	<u>1,939</u>
<b>Derivative liability</b>				
Derivatives liability not designated as hedging instruments				
Forward contracts	8,219	4,883	-	-
<b>Total derivative liabilities</b>	<u>8,219</u>	<u>4,883</u>	<u>-</u>	<u>-</u>

#### Derivatives not designated as hedging instruments

The Company uses foreign exchange forward contracts to manage some of its transaction exposures. The contracts are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally from 1 to 12 months.

### 42.2 Financial risk management objectives and policies

The Group's financial instruments principally comprise cash and cash equivalents, investments, receivables from Clearing House and broker - dealers, securities and derivatives business receivables, other receivables, short-term and long-term loans, derivatives assets, payables to Clearing House and broker - dealers, securities and derivatives business payables, other payables, derivatives liabilities, borrowings, and lease liabilities. The financial risks associated with these financial instruments and how they are managed is described below.

#### Credit risk

The Group are exposed to credit risk primarily with respect to deposits at financial institutions, investments in debt securities, receivables from Clearing House and broker - dealers, securities and derivatives business receivables, other receivables and loans to. Except for derivatives, the maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position. The Group's maximum exposure relating to derivatives is noted in the liquidity risk topic.

To control this risk, the management set proper policies and procedures for credit control, i.e. an establishment of credit approval authority from those of officer's level to the Credit Committee and Board of Directors; rules regulating a cluster of credit provision to any particular clients/counterparties; specification of securities eligible for credit offer; analysis of debt settlement ability of both clients and counterparties; and an annual review of credit line. The investment in debt instruments is determined on the basis of the firm financial status of issuing institutions and their instruments being rated at acceptable rating by the reputable credit rating agencies. In addition, the Group's credits are not clustered in any particular group of clients or counterparties given that the Group has a large and diversified client base. As a result, the Group did not expect to suffer any material adverse effect from its credit provision.

### **Market risk**

There are three types of market risk comprising currency risk, interest rate risk, and price fluctuation risk are in connection with investment in securities and derivatives.

### **Foreign currency risk**

The Group are exposed to significant foreign currency risk in respect of financial assets and liabilities in foreign currencies. The Group seek to reduce this risk by entering into forward contracts when it considers appropriate. Generally, the forward contracts mature within 1 year.

As at 31 December 2020 and 2019, outstanding balances of the Company's financial assets denominated in foreign currency is as follows:

Separate financial statements				
Foreign currencies	Financial assets		Average buying exchange rate	
	2020	2019	2020	2019
	(Million)	(Million)	(Baht per 1 foreign currency unit)	
US Dollar	1.8	1.3	31.069	30.731

Forward contracts outstanding as at 31 December 2020 and 2019 are summarised below.

Consolidated financial statements					
2020					
Foreign currencies	Bought amount	Sold amount	Contractual exchange rate		Contractual maturity date
			Bought amount	Sold amount	
	(Thousand)	(Thousand)	(Baht per 1 foreign currency unit)		
US Dollar	5,993	-	31.900	-	1 June 2021
US Dollar	-	197	-	30.050	5 January 2021

Consolidated financial statements

2019					
Foreign currencies	Bought amount (Thousand)	Sold amount (Thousand)	Contractual exchange rate		Contractual maturity date
			Bought amount (Baht per 1 foreign currency unit)	Sold amount	
US Dollar	4,000	-	31.582	-	4 May 2020
US Dollar	-	3	-	30.170	3 January 2020

As at 31 December 2020 and 2019, a subsidiary entered into forward contracts with banks to reduce the foreign currency risk in respect of investment in foreign currency for the Company and clients' portfolio.

As at 31 December 2020 and 2019, the Company entered into forward contracts on behalf of the subsidiary to reduce the foreign currency risk in respect of its investments in foreign currencies.

Separate financial statement

2020					
Foreign currencies	Bought amount (Thousand)	Sold amount (Thousand)	Contractual exchange rate		Contractual maturity date
			Bought amount (Baht per 1 foreign currency unit)	Sold amount	
US Dollar	1,146	-	31.900	-	1 June 2021

Separate financial statement

2019					
Foreign currencies	Bought amount (Thousand)	Sold amount (Thousand)	Contractual exchange rate		Contractual maturity date
			Bought amount (Baht per 1 foreign currency unit)	Sold amount	
US Dollar	1,146	-	31.582	-	4 May 2020

**Interest rate risk**

The Group's exposure to interest rate risk relates primarily to their investments in debt securities, securities business receivables - credit balance accounts, loan to, borrowings, unsecured debentures, and lease liabilities. However, since most of the Group's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

As at 31 December 2020 and 2019, significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

Consolidated financial statement										
2020										
Outstanding balances of net financial instruments										
	Floating interest rate	Fixed interest rate					No interest	Total	Interest rate per annum (%)	
		Repricing or maturity dates			Floating rate	Fixed rate				
		At call	Within 1 year	1 - 5 years					Over 5 years	
<b>Financial instruments - assets</b>										
Cash and cash equivalents	45	-	-	-	-	23	68	Saving deposit interest rate	-	
Receivables from Clearing House and broker - dealers	-	-	-	-	-	220	220	-	-	
Securities and derivatives business receivables	2,204	-	-	-	-	201	2,405	5.50 - 15.00	-	
Other receivables	-	-	-	-	-	32	32	-	-	
Derivatives assets	-	-	-	-	-	10	10	-	-	
Investments										
- Equity securities	-	-	-	-	-	823	823	-	-	
- Debt securities	-	-	9	-	-	53	62	-	2.10 - 2.65	
Short-term loans to joint venture	-	-	80	-	-	-	80	-	MOR to MOR Plus 4.0	
Short-term loans to others	-	-	855	-	-	-	855	-	MOR to MOR Plus 2.5	
Long-term loans to other	-	-	147	-	-	-	147	-	MOR to MOR Plus 1.25	
Accrued fees and services income	-	-	-	-	-	48	48	-	-	
<b>Financial instruments - liabilities</b>										
Short-term borrowings from financial institutions	-	725	700	-	-	-	1,425	-	Interbank rate	
Securities and derivatives business payables	-	-	-	-	-	264	264	-	-	
Derivatives liabilities	-	-	-	-	-	8	8	-	-	
Other payables	-	-	-	-	-	138	138	-	-	
Unsecured debentures	-	-	522	465	-	-	987	-	2.50 - 3.80	
Other short-term borrowings	-	-	441	-	-	-	441	-	Interbank rate	
Lease liabilities	-	-	29	53	-	-	82	-	2.31 - 4.00	

(Unit: Million Baht)

Consolidated financial statement									
2019									
Outstanding balances of net financial instruments									
Floating interest rate	Fixed interest rate					No interest	Total	Interest rate per annum (%)	
	Repricing or maturity dates							Floating rate	Fixed rate
	At call	Within 1 year	1 - 5 years	Over 5 years					
<b>Financial instruments - assets</b>									
Cash and cash equivalents	53	-	-	-	-	9	62	Saving deposit interest rate	-
Investments									
- Equity securities	-	-	-	-	-	590	590	-	-
- Debt securities	-	-	335	-	56	-	391	-	2.87 - 4.10
Receivables from Clearing House and broker - dealers	-	-	-	-	-	57	57	-	-
Securities and derivatives business receivables	1,618	-	-	-	-	167	1,785	5.50 - 15.00	-
Other receivables	-	-	-	-	-	28	28	-	-
Short-term loans to joint venture	-	-	60	-	-	-	60	-	MOR to MOR Plus 4.0
Short-term loans to others	-	-	1,007	-	-	-	1,007	-	MOR to MOR Plus 2.5
Long-term loans to other	-	-	10	147	-	-	157	-	MOR to MOR Plus 1.25
<b>Financial instruments - liabilities</b>									
Short-term borrowings from financial institutions	-	805	200	-	-	-	1,005	-	Interbank rate
Payables to Clearing House and broker - dealers	-	-	-	-	-	48	48	-	-
Securities and derivatives business payables	-	-	-	-	-	135	135	-	-
Other payables	-	-	-	-	-	106	106	-	-
Other short-term borrowings	-	-	540	-	-	-	540	-	Interbank rate
Unsecured debentures	-	-	603	266	-	-	869	-	2.80 - 3.80
Lease liabilities	-	-	1	3	-	-	4	-	4.00 - 5.66

(Unit: Million Baht)

Separate financial statement									
2020									
Outstanding balances of net financial instruments									
Floating interest rate	Fixed interest rate					No interest	Total	Interest rate per annum (%)	
	Repricing or maturity dates							Floating rate	Fixed rate
	At call	Within 1 year	1 - 5 years	Over 5 years					
<b>Financial instruments - assets</b>									
Cash and cash equivalents	-	-	-	-	-	17	17	-	-
Investments									
- Equity securities	-	-	-	-	-	390	390	-	-
- Debt securities	-	-	-	-	-	49	49	-	-
Other receivables	-	-	-	-	-	189	189	-	-
Short-term loans to joint venture	-	-	80	-	-	-	80	-	MOR to MOR Plus 4.00
Short-term loans to others	-	-	855	-	-	-	855	-	MOR to MOR Plus 2.50
Long-term loans to other	-	-	147	-	-	-	147	-	MOR to MOR Plus 1.25

(Unit: Million Baht)

Separate financial statement									
2020									
Outstanding balances of net financial instruments									
Floating interest rate	Fixed interest rate					No interest	Total	Interest rate per annum (%)	
	Repricing or maturity dates							Floating rate	Fixed rate
	At call	Within 1 year	1 - 5 years	Over 5 years					
<b>Financial instruments - liabilities</b>									
Other payables	-	-	-	-	-	45	45	-	-
Unsecured debentures	-	-	522	465	-	-	987	-	2.50 - 3.80
Other short-term borrowings	-	-	381	-	-	-	381	-	Interbank rate
Short-term loans from subsidiaries	-	283	-	-	-	-	283	-	Interbank rate

(Unit: Million Baht)

Separate financial statement									
2019									
Outstanding balances of net financial instruments									
Floating interest rate	Fixed interest rate					No interest	Total	Interest rate per annum (%)	
	Repricing or maturity dates							Floating rate	Fixed rate
	At call	Within 1 year	1 - 5 years	Over 5 years					
<b>Financial instruments - assets</b>									
Cash and cash equivalents	-	-	-	-	-	3	3	-	-
Investments									
- Equity securities	-	-	-	-	-	295	295	-	-
Other receivables	-	-	-	-	-	170	170	-	-
Short-term loans to joint venture	-	-	60	-	-	-	60	-	MOR to MOR Plus 4.00
Short-term loans to others	-	-	1,007	-	-	-	1,007	-	MOR to MOR Plus 2.50
Long-term loans to other	-	-	10	147	-	-	157	-	MOR to MOR Plus 1.25
<b>Financial instruments - liabilities</b>									
Other payables	-	-	-	-	-	14	14	-	-
Unsecured debentures	-	-	603	266	-	-	869	-	2.80 - 3.80
Other short-term borrowings	-	-	500	-	-	-	500	-	Interbank rate
Short-term loans from subsidiaries	-	307	-	-	-	-	307	-	Interbank rate

### **Price fluctuation risk**

The Group's price fluctuation risk is in connection with investment in securities and derivatives.

To control this risk, the management instructs the Proprietary Committee to stipulate the investment policy and requirements and rules to limit loss (Stop Loss Limit) from the Group's proprietary trading. In this regard, the Risk Management and Management Information Department is assigned to follow up the risk management and regularly report results to the Proprietary Committee both on a daily and monthly basis to ensure that the investment risks are acceptable to the Group.

## Liquidity risk

Liquidity risk is the risk that the Group will be unable to liquidate its financial assets and/or procure sufficient funds to discharge their obligations in a timely manner, resulting in the Group incurring a financial loss.

The Group's liquidity risk is in connection with their assets and financial obligations. However, given that most of the Group's assets and financial obligations are short-term, the liquidity risk is low. To control this risk, the management reviews the net capital ratio report on a daily basis and instructs any departments engaging in new transactions which may have effects on the Group's liquidity to check with the Accounting and Finance Department so as to make sure that such transactions will not cause its subsidiary's net capital ratio to be lower than its subsidiary's specified ratio which is higher than that prescribed by the Office of the Securities and Exchange Commission. In case that a financial crisis arises in the Group, the management will closely follow up and monitor all transactions.

During the current year, its subsidiary was able to maintain a net capital ratio exceeding the requirement laid down by the Office of Securities and Exchange Commission.

The years of time from the end of reporting date to the maturity dates of financial instruments as of 31 December 2020 and 2019 follows:

(Unit: Million Baht)

	Consolidated financial statement					
	2020					
	Outstanding balances of net financial instruments					
	At call	Within 1 year	1 - 5 years	Over 5 years	No maturity	Total
<b>Financial instruments - assets</b>						
Cash and cash equivalents	68	-	-	-	-	68
Investments						
- Equity securities	-	-	-	-	823	823
- Debt securities	-	49	-	-	13	62
Receivables from Clearing House and broker - dealers	-	202	-	-	18	220
Securities and derivatives business receivables	-	198	2	1	2,204	2,405
Other receivables	-	32	-	-	-	32
Short-term loans to joint venture	-	80	-	-	-	80
Short-term loans to others	-	855	-	-	-	855
Long-term loans to other	-	147	-	-	-	147
<b>Financial instruments - liabilities</b>						
Short-term borrowings from financial institutions	725	700	-	-	-	1,425
Securities and derivatives business payables	-	264	-	-	-	264
Other payables	-	137	-	-	-	137
Other short-term borrowings	-	441	-	-	-	441
Unsecured debentures	-	522	465	-	-	987
Lease liabilities	-	29	53	-	-	82



(Unit: Million Baht)

Consolidated financial statement						
2019						
Outstanding balances of net financial instruments						
	At call	Within 1 year	1 - 5 years	Over 5 years	No maturity	Total
<b>Financial instruments - assets</b>						
Cash and cash equivalents	62	-	-	-	-	62
Investments						
- Equity securities	-	-	-	-	590	590
- Debt securities	-	335	56	-	-	391
Receivables from Clearing House and broker						
- dealers	-	57	-	-	-	57
Securities and derivatives business receivables	-	167	-	-	1,618	1,785
Other receivables	-	28	-	-	-	28
Short-term loans to joint venture	-	60	-	-	-	60
Short-term loans to others	-	1,007	-	-	-	1,007
Long-term loans to other	-	10	147	-	-	157
<b>Financial instruments - liabilities</b>						
Short-term borrowings from financial institutions	805	200	-	-	-	1,005
Payables to Clearing House and broker - dealers	-	48	-	-	-	48
Securities and derivatives business payables	-	135	-	-	-	135
Other payables	-	106	-	-	-	106
Other short-term borrowings	-	540	-	-	-	540
Unsecured debentures	-	603	266	-	-	869
Lease liabilities	-	1	3	-	-	4

(Unit: Million Baht)

Separate financial statement						
2020						
Outstanding balances of net financial instruments						
	At call	Within 1 year	1 - 5 years	Over 5 years	No maturity	Total
<b>Financial instruments - assets</b>						
Cash and cash equivalents	-	-	-	-	16	16
Investments						
- Equity securities	-	-	-	-	390	390
- Debt securities	-	49	-	-	-	49
Other receivables	-	189	-	-	-	189
Short-term loans to joint venture	-	80	-	-	-	80
Short-term loans to others	-	855	-	-	-	855
Long-term loans to other	-	147	-	-	-	147
<b>Financial instruments - liabilities</b>						
Other payables	-	45	-	-	-	45
Unsecured debentures	-	522	465	-	-	987
Other short-term borrowing	-	381	-	-	-	381
Short-term loans from subsidiaries	283	-	-	-	-	283

(Unit: Million Baht)

	Separate financial statement					
	2019					
	Outstanding balances of net financial instruments					
	At call	Within 1 year	1 - 5 years	Over 5 years	No maturity	Total
<b><u>Financial instruments - assets</u></b>						
Cash and cash equivalents	3	-	-	-	-	3
Investments						
- Equity securities	-	-	-	-	295	295
Other receivables	-	170	-	-	-	170
Short-term loans to joint venture	-	60	-	-	-	60
Short-term loans to others	-	1,007	-	-	-	1,007
Long-term loans to other	-	10	147	-	-	157
<b><u>Financial instruments - liabilities</u></b>						
Other payables	-	14	-	-	-	14
Unsecured debentures	-	603	266	-	-	869
Other short-term borrowing	-	500	-	-	-	500
Short-term loans from subsidiaries	307	-	-	-	-	307

### 42.3 Fair values of financial instruments

The methods and assumptions used by the Group in estimating the fair value of financial instruments are as follows:

- For financial assets and liabilities which have short-term maturity, including cash and cash equivalents, receivables from Clearing House and broker - dealers, securities and derivatives business receivables, other receivables, short-term loans, short-term borrowings, payables to Clearing House and broker - dealers, and securities and derivatives business payables, their carrying amounts in the statement of financial position approximate their fair value.
- For investment in debts securities, their fair values, are generally derived from quoted market prices or determined by using the yield curve as announced by the Thai Bond Market Association or by other relevant bodies.
- For investment in marketable equity securities, warrants and derivatives, their fair values, are generally derived from quoted market prices. Investments in non-marketable equity, their fair value is generally based on generally accepted pricing models.
- For other derivatives, their fair values have been determined by using a valuation model technique. Most of the inputs used for the valuation are observable in the relevant market, such as spot rates of foreign currencies, forward exchange rates. The Group had considered to counterparty credit risk when determining the fair value of derivatives.



- e) For debentures, the fair value is estimated by discounting expected future cash flow by the current market interest rate of the loans with similar terms and conditions. The estimated fair value does not significantly differ from the carrying value presenting in the statement of financial position.
- f) For long-term loans to other and lease liabilities carrying interest approximate to the market rate, their carrying amounts in the statement of finance position approximates their fair value.

During the current year, there were no transfers within the fair value hierarchy.

#### 42.4 Commitments in respect of derivatives trading

As at 31 December 2020 and 2019, the fair values of financial derivatives which are the commitments of Trinity Securities Company Limited, the Company's subsidiary, are as follows:

		(Unit: Million Baht)				
		2020				
		Remaining period before maturity date				
		1 - 3 months	3 - 6 months	6 - 9 months	10 - 12 months	Total
Futures and Options						
	Short position	72	-	208	-	280
		(Unit: Million Baht)				
		2019				
		Remaining period before maturity date				
		1 - 3 months	3 - 6 months	6 - 9 months	10 - 12 months	Total
Futures and Options						
	Long position	14	-	-	-	14
	Short position	151	5	-	-	156

Fair value of financial derivatives instruments was measured at fair value using Level 1 input.

#### 43. Capital management

The primary objectives of the Group's capital management is to ensure that it has an appropriate financing structure, to preserve the ability to continue its business as a going concern, and to maintain net capital ratio in accordance with the rules laid down by the Office of the Securities and Exchange Commission.

#### 44. Event after the reporting period

On 25 February 2021, the Company's Board of Directors passed resolutions as follows:

- To propose the Annual General Meeting of shareholders of the Company to be held on 23 April 2021 to consider the payment of dividend of Baht 0.50 per share in respect of the operating result of 2020, total of Baht 99.6 million. The dividend payment is schedule for 11 May 2021. The dividend will be paid and accounted for after approval from the Company's Annual General Meeting.
- To approve the close down of Trinity Advisory 2001 Company Limited, a subsidiary of the Company, to reduce the management burden.

#### 45. Reclassifications

In addition to the reclassification of the financial reporting standards as discussed in Note 4 to the consolidated financial statements, certain amounts in the statement of financial position as at 31 December 2019 and the statement of comprehensive income for the year then ended, have been reclassified to conform to the current year's classifications as follows:

(Unit: Thousand Baht)

	Consolidated financial statements	
	As at 31 December 2019	
	As reclassified	As reclassified
<b>Statement of financial position</b>		
<u>Assets</u>		
Available-for-sale investments	-	181,420
Other long-term investments	-	108,468
Long-term investments	289,888	-
<u>Liabilities</u>		
Liabilities under finance lease agreements - due within		
one year	-	983
Current portion of lease liabilities	983	-
Liabilities under finance lease agreements - net of		
current portion	-	3,414
Lease liabilities, net of current portion	3,414	-

(Unit: Thousand Baht)

	Separate financial statements	
	As at 31 December 2019	
	As reclassified	As reclassified
<b>Statement of financial position</b>		
<u>Assets</u>		
Available-for-sale investments	-	57,000
Other long-term investments	-	107,800
Long-term investments	164,800	-

(Unit: Thousand Baht)

	Consolidated financial statements	
	For the year ended 31 December 2019	
	As reclassified	As reclassified
<b>Statement of comprehensive income</b>		
Securities business income	478,820	494,946
Loss on securities trading	-	(3,333)
Gain on derivatives trading	-	42,258
Interest and dividend income	-	68,606
Interest income	65,010	-
Gain and return on financial instruments	58,647	-

(Unit: Thousand Baht)

	Separate financial statements	
	For the year ended 31 December 2019	
	As reclassified	As reclassified
<b>Statement of comprehensive income</b>		
Interest and dividend income	-	63,911
Interest income	60,315	-
Loss and return on financial instruments	(12,809)	-
Loss on securities trading	-	(15,660)
Loss on derivatives trading	-	(745)

The reclassifications had no effect to previously reported profit or shareholders' equity.

#### 46. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 25 February 2021.

## Sustainability Framework

Trinity Securities Group considers the importance of the Sustainable Development Goals (SDGs) of the United Nations, which has been certified by 193 member countries, comprising 8 key goals, which are in line with the company's key issues through business operations and activities of the organization.



The company is committed to developing and operating a business to create sustainable growth for the organization in accordance with the vision, mission and values of the organization. The company has set plans and policies for human resource management and development in accordance with the corporate strategies and proceeded in the same direction.

The company has established the sustainability framework of the organization as a guideline for sustainable operations. Sustainability topics have been identified as important topics for sustainability that are important to the organization, covering the environment, society and governance (Environmental Social and Governance: ESG). The sustainability framework established through consideration and approved by the senior management of the organization has been adopted as a 3-year sustainability action plan, which will be reviewed on a regular basis. The action plan is to be used as a guideline for companies in the Trinity Securities Group, which the sustainability framework and the sustainability action plan are important in driving the organization towards concrete sustainable development, which details the essence of the sustainability framework and sustainability topics are as follows:

### Sustainability framework of Trinity Securities Group

- 1) Environmental dimensions
- 2) Social dimensions
- 3) Good governance dimensions

## Sustainable development management structure

Trinity Securities Group has established a policy for sustainability in accordance with the principles of good corporate governance by establishing guidelines for sustainable development of the company and pays attention to 3 factors, which are environmental, society, and governance (ESG), which have been approved by the board of Trinity Watthana Public Company Limited. It is intended to be a guideline for sustainable management within the group in the long term and is also beneficial to the main stakeholders of the company. The guidelines for the sustainability development of the company are set in accordance with the vision, mission, and defined values and implement various strategies to meet the target. With periodic achievement evaluations to ensure various strategic plans, it will respond to the organization's goals under competitive conditions and ongoing changes well.

The company has established guidelines for the sustainability of the company by paying attention to 4 factors which are

- 1. Operations under the principles of good governance**
- 2. Commitment to deliver better returns than the market average to stakeholders**
- 3. Supporting activities that are beneficial to society and environmental responsibility**
- 4. Awareness and improve the quality of life of employees**

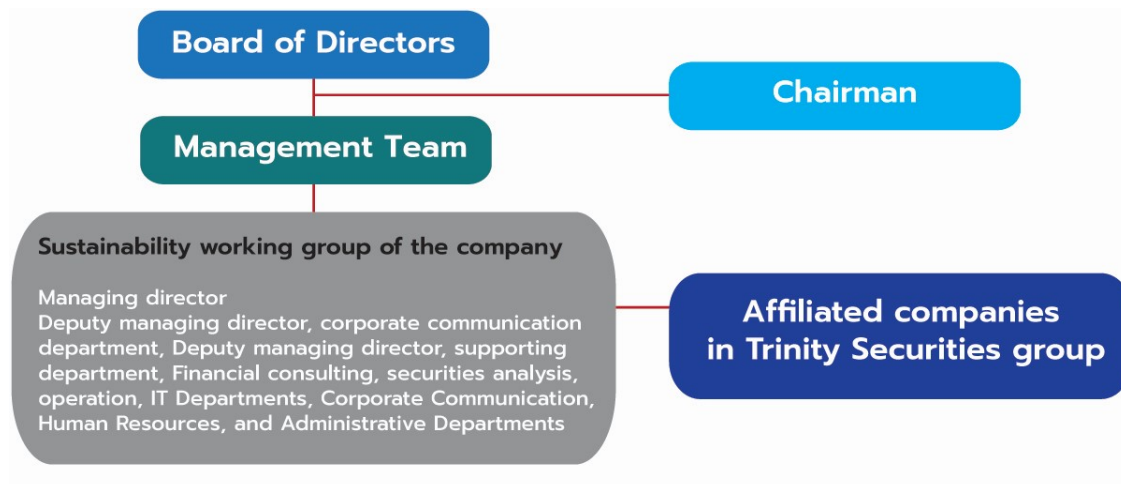
Such sustainability development guidelines establish strategies by the Chairman of the Board of Directors and appoint a working group for the sustainability of the company with the managing director as a team leader and representatives from various divisions such as financial consultants, securities analysis department, operations department, computer technology department, corporate communications department, human resources department and the administrative section, etc., as well as the staff of the corporate communication department working as a secretary of the working group.

The working group has a duty to put policies and strategies into a sustainable development framework for submission to the management for approval. The process focuses on building relationships and participation with stakeholders in order to contribute to the development and improvement of the efficiency of the organization's sustainability activities in line with the best practices of the industry.

The framework for sustainable development has been approved by the management and will be defined as a roadmap that is consistent with the Sustainable Strategy and is detailed in the activity plan, as well as used as a tool

to measure success in accordance with the plan and to compile data for further reporting and disclosure to the public.

## Structure of Operations for the Sustainability of the Company



## Duties and responsibilities of the Sustainability Working Group

<p><b>Directors</b></p> <ul style="list-style-type: none"> <li>- Formulate policies for sustainable development</li> <li>- Supervise operations to meet the goals</li> </ul>	<p><b>Management</b></p> <ul style="list-style-type: none"> <li>- Manage plans and activities under the sustainability framework in accordance with the organization strategic plan</li> </ul>
<p><b>Working group for sustainability</b></p> <ul style="list-style-type: none"> <li>- Define plans and activities within the sustainability framework</li> <li>- Carry out and work with participants from all departments</li> </ul>	<p><b>Subsidiaries and associated companies</b></p> <ul style="list-style-type: none"> <li>- Responsible for management according to the plan</li> <li>- Follow up on the performance</li> </ul>

## Defining important sustainability topics

Trinity Securities Group has identified important sustainability topics by collecting issues that are relevant to both internal and external stakeholders and focusing on issues related to the securities industry by comparing it with world-class sustainability standards combined with current risk assessments and the expected risks that may occur which may affect the company's business operations. The company takes these issues to prioritize and lay out operational guidelines to properly respond to the needs of the relevant parties.

## Related scope of operations

1. Scope within the organization is Trinity Watthana Public Company Limited, consisting of subsidiaries and associated companies as follows:

- Trinity Watthana Plc.
- Trinity Securities Company Limited

- Trinity Advisory 2001 Company Limited
- Trinity Intelligence Plus Company Limited
- Trinity One Company Limited
- Asset Back Holding Company Limited
- Tree Money Holding Company Limited

2. The external scope of the organization is the stakeholders of the company as follows:

- Staffs
- Customers
- Shareholders and investors
- Business partners and creditors
- Competitors
- Regulators
- Society Community and Environment

In this regard, the process of determining important sustainability topics has procedures as follows:

### **1. Identification of key issues**

- Bring up the issues written in the corporate social responsibility report for business sustainability in the 2019 annual report for consideration, whether sustainability matters that were important in the previous year remained important to the year 2020 or not.

- Study the sustainability trends related to business operations by comparing them with the same industry topics and paying attention to topics internationally featured in the context of sustainability and global changing trends.

- Compile important sustainability issues from internal and external stakeholders, such as data from the Customer Engagement Survey in 2020, through the staff that oversee the customer's account and employee engagement survey data.

- Bring all these sustainability issues to scrutinize and present to the Board of Directors, Executives and internal and external stakeholder.

### **2) Ranking of significant issues**

- Analyze and review the data from the internal and external stakeholder survey.

- Prioritize sustainability topics according to the survey results obtained from representatives of stakeholders in each group, by dividing the priority levels into 3 levels: low, medium and high and sharing a view of consideration for its importance into 2 axis,

- Horizontal axis: topics that are important to Trinity Securities Group
- Vertical axis: topics that are important to stakeholders

### 3) Investigation

- Clarify the prioritization of sustainability issues for all departments of the company to acknowledge the opinions of the relevant parties and define it as a guideline for development in accordance with the needs of stakeholders

- Report sustainability issues to the Corporate Governance Committee to consider and present to the Board of Directors for acknowledgment and disclosure in the Sustainability Development Report and on the company website

### 4) Review

- The company has prepared a process to review the information after the dissemination of this report to the relevant parties in order to hear comments and suggestions for the improvement and adjustment of the report in the next time.

### Ranking of significant sustainability topics

In accordance with the process of determining material sustainability topics that are operational in 2020, it can be specified into 12 sustainability topics, which can be divided by importance level according to issues that are important to Trinity Securities Group and issues that are important to stakeholders as follows,



### Issues that are important to the stakeholder group

Most of the 12 sustainability topics are reported by Trinity Securities Group in the Corporate Social Responsibility Report for sustainability in business operations. The company has continuously implemented in accordance with the sustainability plan since 2012, including the adjustment of the action plan to suit the significance to the company and stakeholders all along. Since this year, the company has prepared a sustainability report to comply with all GRI guidelines for the first time, therefore the company set 12 sustainability topics with reference to the implementation, according to the corporate social responsibility report for sustainability in business operations in the previous year. If additional operations plans are set, the company will update the topic of the report in the future.

Trinity Securities Group has defined sustainability topics in line with all 12 GRI guidelines. Details can be summarized as follows,

Important sustainability topics	GRI guideline	Scope		Topics presented in the report
		Within the company	Outside the company	
Corporate Governance	Governance (GRI 102-18, GRI 102-19)	Every company in the group	customers and shareholders	Corporate Governance Good governance dimension
Business ethics and transparency	Ethics and Integrity (GRI 102-16) Anti-Corruption (GRI 205)	Every company in the group	Customers, shareholders and partners	Business ethics Good governance dimension
Risk management	Governance (GRI 102-30)	Every company in the group	customers and shareholders	Risk management Good governance dimension
Creating financial access through digital development	Product & Service (GRI 103)	Every company in the group	customers	Customer-centric Social dimension
Security and privacy of customer data	Customer Privacy (GRI 103, GRI 418)	Every company in the group	customers	Security and privacy of customer data Good governance dimension

Important sustainability topics	GRI guideline	Scope		Topics presented in the report
		Within the company	Outside the company	
Business performance and ability to grow	Product & Service (GRI 103)	Every company in the group	customers and shareholders	Risk management Good governance dimension
Equal labor practices	Employment (GRI 103 , GRI 401) Labor / Management Relation (GRI 103,GRI 402) Diversity ang Equity Opportunity (GRI 103, GRI 405)	Every company in the group	employees	Human resource management Social dimension
Human resource development	Training and Education (GRI 103, GRI 404)	Every company in the group	employees	Human resource management Social dimension
Well-being of employees	Occupational Health and Safety (GRI 103. GRI 403)	Every company in the group	employees	Human resource management Social dimension
Human rights	Human Rights Assessment (GRI 103, GRI 412)	Every company in the group	employees	Human rights Social dimension
Financial education	Financial Literacy (GRI 103, For FS 16)	Every company in the group	employees, customers and community	Creating access to financial services Social dimension
Environmental impact management	Energy, Water, Emissions, Effluent and Waste (GRI 302, GRI 303, GRI 305, GRI 306)	Every company in the group	community and society	Environmental management Environmental dimension

### 3. Driving business for sustainability

#### 3.1 Policy and Goals for Sustainability

Trinity Wattana Public Company Limited and its affiliates have established a sustainable operating policy in accordance with good corporate governance principles by establishing guidelines for the sustainable development of the company and focusing on 3 factors, Environmental Social and Governance (ESG), which are in line with the United Nations Sustainable Development Goals. Its

objectives are to be used as a management guideline within the company and subsidiaries in order to conduct business operations in a concrete and sustainable manner in the long term. It will also benefit the main stakeholders of the company.

In addition, the company has established a sustainable development approach in accordance with the established vision, mission and values and implemented various strategies to be in line with the goal with periodic achievement assessments to ensure that the various strategic plans will respond to the goals of the organization under competitive conditions and ongoing changes.

### **3.2 Managing impacts of stakeholder in the business value chain**

#### **3.2.1 Value Chain**

Trinity Wattana Public Company Limited and Affiliates conduct business with responsibility according to the principles of good corporate governance and take into account the social and environmental impacts to drive the organization for sustainable development. This action has been raised to the stakeholders of the company. The objective is to promote and promote sustainable business cooperation at the same time.

The Company takes into account the relationships of key stakeholders in its business operations from upstream to downstream to reflect that we are committed to creating value for products and services in order to meet the expectations of major stakeholders of all sectors.

The overview of the business value chain of the Group consists of 2 types of activities on the value chain as follows:

1. Primary Activities consist of 5 activities which are closely linked to the overall business of the company as follows:

1. Management of factors of production and service provision
2. Operation
3. Distribution of financial products and services
4. Marketing and Sales
5. After sales service

The value chain of the company's primary activities is illustrated as follows:

Management of factors of production and service provision	Operation	Distribution of financial products and services	Marketing and Sales	After sales service
<ul style="list-style-type: none"> <li>- Design and develop financial products and services, and investments that respond to the needs of target customers</li> <li>- Analyze the securities and financial information of the companies wishing to raise funds and wanting a financial advisor according to professional standards</li> <li>- Provide financial advisory advice in a professional way and abide by the rules and ethics of relevant government agencies</li> </ul>	<ul style="list-style-type: none"> <li>- Provide trading system is efficient and standardized.</li> <li>- Establish risk management system that is efficient, concise and verifiable.</li> <li>- Develop and improve the work system to be up to date and respond to technology all the time.</li> <li>- Train employees and develop them regularly to perform duties in accordance with the rules and regulations and ethics involved in strict and knowledgeable expertise in their work</li> </ul>	<ul style="list-style-type: none"> <li>- Provide offices and branches that will facilitate customers in providing and receiving services.</li> <li>- Establish a service system that conduct financial transactions through modern technology</li> <li>- Have a communication system to provide information to clients and investors in multiple channels for convenience and easy access</li> </ul>	<ul style="list-style-type: none"> <li>- Provide regular training and seminars to educate customers, media and investors.</li> <li>- Communicate, pass on new knowledge about various financial products to clients and investors through various media channels all the time</li> <li>- Set the price of financial products and financial advisory services at reasonable and competitive price</li> </ul>	<ul style="list-style-type: none"> <li>- Have an agency that can receive complaint and listen to opinions of investors and clients and inform related parties</li> <li>- Listen to comments, make a poll periodically to customers, and improve working process to be more effective</li> </ul>

## 2. Supporting Activities

Supporting activities to drive the Company's primary activities to be continuously and efficiently operated are consisted of

### 2.1 Human Resources Management

It can be considered in the company's business that human resources is the key to driving various transactions of the company. Therefore, the company has given importance from hiring competent staffs with competitive compensation that will motivate employees, encouraging to receive regular training and developments, as well as providing opportunities for professional growth and building morale to encourage employees to commit the company, dedicate, create, develop, and provide efficient service to respond to customer needs appropriately

### 2.2 Procurement

The company will provide quality equipment and tools for work efficiently with transparency to provide fairness to trading partners. It is also determined to find partners that support anti-corruption, which is the guideline that the company adheres.

## 2.3 Technology Development

Improves service processes by adopting modern technology to respond to the changing business world, including researching and /or looking for partners to jointly develop, constantly offering new and / or new alternative financial products to investor clients to increase alternatives and opportunities to generate returns for clients and investors

## 2.4 Infrastructure

The company has developed a system of important business operations of the company to be up to date all the time to be able to serve customers quickly, accurately, and efficiently, including the securities trading system, securities operating system, computer technology system, administrative information system, risk management system, client investment information system, accounting and financial systems, human resource management information system and communication systems both within the company and with customers, etc.

### Company's Value Chain Management Chart

Primart Activities	Management of factors of production and service provision	Operation	Distribution of financial products and services	Marketing and Sales	After sales service
Supporting Activities	Infrastructure such as accounting and financial system and administrative system				
	Human Resources Management				
	Development of technology for products and services				
	Procurement				

### 3.2.2 Stakeholder Analysis of the Business Value Chain

Analysis of the needs of the company's stakeholders help the company understand the needs and the expectations of the stakeholders and enable the company to develop products and services, as well as defining activities that can meet the needs of each group of stakeholders closely. The company realizes that corporating with stakeholders is important for good relationship with them. Therefore, there are clear guidelines for treating with stakeholders as well as stipulating service standards that build confidence among stakeholders to prevent risks and impacts that may occur on the image, reputation and operation of the business in accordance with the code of conduct and business ethics of the company.

The company recognizes the expectations, interests and concerns of its stakeholders as well as listening to suggestions and allowing stakeholders to participate in the discussion, and to be able to efficiently respond to the needs of the stakeholders. The company therefore holds a meeting and analyzes the expectations issues and the needs of each group of stakeholders by conducting a survey of the data of 2 main groups of stakeholders, which are

1. Employee Engagement Survey. The company has organized a survey of employee engagement annually with awareness of the importance of employees. In 2020, 76% of all employees participated in the E-Survey, and the overall engagement score received a score of 89%, which is higher than the last year annual survey by 1%.

2. Customer Engagement Survey. In 2020, the company did not conduct a survey directly, but use the inquiries from the staffs that take care of the customer's account.

The company has divided stakeholders into 2 groups:

1. Stakeholders within the organization such as employees and shareholders
2. Stakeholders outside the organization such as customers and investors, business partners, creditors, competitors, regulators, society, community and environment

### Stakeholder Analysis Table on the Business Value Chain

#### Stakeholders within the organization – Employee

Expectation	Guidelines
<ul style="list-style-type: none"> <li>- Compensation and benefits that can be comparable with the market.</li> <li>- Opportunities for career advancement.</li> <li>- Opportunity to learn and develop.</li> <li>- Work and personal life balance.</li> <li>- Listening to the opinions of employees.</li> <li>- Fair treatment.</li> <li>- Acknowledging various news of the company thoroughly.</li> <li>- Recognition and appreciation of each employee.</li> <li>- Good and safe working environment.</li> <li>- Participating in being good citizens for society and returning for the common good and environment.</li> </ul>	<ul style="list-style-type: none"> <li>- There is a policy to look after the employees to be happy at work in order to deliver services to customers efficiently by using the concept of Happy Workplace to look after employees and their families.</li> <li>- Bring suggestions from the Employee Engagement Survey to plan and implement improvements.</li> <li>- Allow employees the opportunity to participate in expressing opinions as well as being aware of the human resource management policy through the HR Partner who is an employee representative for each department and each age range and gender in order to receive a variety of information for each group of people that have different needs.</li> <li>- Ensure that employees work ethically.</li> <li>- Develop and encourage employees to have knowledge about work and to develop their potential in various fields.</li> <li>- Treat employees fairly and equally, consider human rights principles and not discriminate</li> </ul>

	<p>against employees regardless of their origin, ethnicity, religion, language, gender, age, condition and political opinion.</p> <ul style="list-style-type: none"> <li>- All employees have the right to advance in their career based on knowledge, ability, primary principles, and moral.</li> <li>- Considering and reviewing the returns and benefits appropriately.</li> <li>- Giving employees the opportunity to participate in doing good deeds for society through the Trinity Volunteer Club</li> <li>- Campaign for the environment through the 3 R project.</li> </ul>
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#### Stakeholders within the organization – Shareholders

Expectation	Guidelines
<ul style="list-style-type: none"> <li>- Stable performance and sustainable organization growth.</li> <li>- Return on shareholders and dividend payment at an appropriate level.</li> <li>- Good corporate governance.</li> <li>- Disclosure of information transparently and honestly.</li> <li>- Effective risk management.</li> <li>- Allowing shareholders to participate in comments and present matters that are important and should be included as an agenda for The shareholders' meeting including participating in the nomination of persons to be elected as the company's directors.</li> </ul>	<ul style="list-style-type: none"> <li>- Treating shareholders and respect the rights of shareholders according to Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand framework.</li> <li>- Treating shareholders Equally.</li> <li>- Adhering to good corporate governance</li> <li>- Performing in strict accordance with the dividend payment policy.</li> <li>- Updating the company's website for easier access to information.</li> <li>- Supervising the arrangement of the shareholders' meeting to be effective and allowing shareholders to exercise their rights.</li> <li>- Disclosing criteria for granting shareholders the right to propose the agenda for the Annual General Meeting of Shareholders and persons to be considered for election as a director on the company website.</li> </ul>

#### Stakeholders outside the organization - Customers

Expectation	Guidelines
<ul style="list-style-type: none"> <li>- Profit / return on investment.</li> <li>- Fast and consistent service.</li> <li>- New financial products introduced in order to meet customer need.</li> <li>- Obtaining thorough, reliable, timely, and credible information useful for decision making.</li> <li>- Fair price of the service.</li> <li>- Good corporate governance for staffs.</li> <li>- Code of conduct for maintaining confidential information of customers.</li> <li>- Social and environmental responsibility.</li> </ul>	<ul style="list-style-type: none"> <li>- Providing information on investment decisions based on the analysis that has been screened and analyzed with principles and criteria.</li> <li>- Strict training and inspection to ensure that employees comply with regulations and ethics.</li> <li>- Improving the buying-selling system and providing the service periodically to ensure that it can respond to the needs of customers better and more efficiently.</li> <li>- Follow news, Investment information, Financial product presentation, The knowledge that is useful to investors. The company has added more channels to communicate with customers. Various</li> </ul>

	<p>communication channels including Email Line Website Facebook Telegram and Mobile. Including the investment company website under the <a href="http://www.trinityquicktrade.com">www.trinityquicktrade.com</a> to be on the website <a href="http://www.trinitythai.com">www.trinitythai.com</a> to allow customers to access company information more easily.</p> <ul style="list-style-type: none"> <li>- Campaigning and requesting customers to reduce paper use and reduce global warming by sending various information via Email.</li> <li>- Develop working channels by saving energy and resources such as subscribing IPO shares or debt securities via telephone etc.</li> <li>- Educate employees on Personal Data Protection Act (PDPA) and meeting stakeholders to improve the work system and various reports in accordance with the law.</li> </ul>
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#### Stakeholders outside the organization - Shareholders

Expectation	Guidelines
<ul style="list-style-type: none"> <li>- Profit / return on investment.</li> <li>- New financial products introduced in order to meet customer need.</li> <li>- Obtaining thorough, reliable, timely, and credible information useful for decision making.</li> </ul>	<ul style="list-style-type: none"> <li>- Providing information on investment decisions based on the analysis that has been screened and analyzed with principles and criteria.</li> <li>- Follow news, Investment information, Financial product presentation, The knowledge that is useful to investors. The company has added more channels to communicate with customers.</li> <li>- Educate general investors</li> </ul>

#### Stakeholders outside the organization - Partners and Creditors

Expectation	Guidelines
<ul style="list-style-type: none"> <li>- Selecting partners with transparency and fairness</li> <li>- Treating all suppliers equally and fairly.</li> <li>- Strictly complying with the terms and conditions of the contract.</li> <li>- A system for working procedures that are clear and not attached to the person.</li> <li>- Fair price and no fraud in procurement.</li> </ul>	<ul style="list-style-type: none"> <li>- Adhering to the principles of transparency, fairness and equality in dealing with business partners.</li> <li>- Specifying procedures, procurement regulations and committee procurement in some cases to ensure fairness for business partners.</li> <li>- Disclosing to partners about the anti-corruption policy.</li> <li>- Complying with loan conditions, product purchase and the service in accordance with the contract agreement.</li> </ul>

### Stakeholders outside the organization – Competitors

Expectation	Guidelines
<ul style="list-style-type: none"> <li>- Operating business transparently, honestly and legally.</li> <li>- Following the agreement of the Association of Thai Securities Companies.</li> <li>- Participate in developing the industry for progressive growth.</li> </ul>	<ul style="list-style-type: none"> <li>- Companies participating in the Thailand Private Sector Collective Action Coalition Against Corruption.</li> <li>- The company has a policy that encourages executives to join the public work to develop the main industry and overall industry by becoming a director working group of various committees such as the Stock Exchange Commission Director, and Association of Thai Securities Companies-</li> </ul>

### Stakeholders outside the organization – Regulatory Agencies

Expectation	Guidelines
<ul style="list-style-type: none"> <li>- Good corporate governance.</li> <li>- Fairness, transparency, and responsibility to society and the environment.</li> <li>- Disclosing information and ready for inspection.</li> <li>- Conducting business according to the law and relevant rules</li> <li>- Communicating to the employees to be informed of the law and in accordance with relevant rules.</li> </ul>	<ul style="list-style-type: none"> <li>- Summarizing regulations to convey to employees to acknowledge and act in time for enforcement.</li> <li>- Sharing opinions when new regulations issued.</li> <li>- Summarizing relevant rules and regulations for the Board of Directors to acknowledge.</li> <li>- Regularly updating Compliance Manual to be used as an employee manual.</li> <li>- Using knowledge and abilities of personnel that the company has in finance and investment.</li> </ul>

### Stakeholders outside the organization – Society, Community and Environment

Expectation	Guidelines
<ul style="list-style-type: none"> <li>- Conducting business ethically while participating in social and environmental responsibility.</li> <li>- Providing support and sharing for the better of society as a whole.</li> <li>- Being a good citizen of society and compensating for society in some way.</li> <li>- Providing financial knowledge for citizens to be able to use in daily life.</li> <li>- Helping to protect the environment.</li> </ul>	<ul style="list-style-type: none"> <li>- Providing financial, investment and public knowledge through the Happy Money in Happy Workplace project by providing knowledge at the workplace of the company that is interested in participating.</li> <li>- Instilling awareness of social and environmental responsibility to employees through various activities.</li> <li>- Developing work systems with regard to environmental impacts.</li> <li>- Encourage executives and employees to work for the public. By being a committee Working group in organizations that benefit the nation and the public.</li> </ul>

### **3.3 Sustainability management in environmental dimensions**

#### **3.3.1 Environmental Policies and Practices**

Although the nature of the company does not have a direct impact on the environment or cause pollution as clearly as industrial plants or some kinds of business, the company is aware of the global climate change and impact on people's livelihoods. Therefore, the company always pays attention to the environment and also set a clear environmental policy and practice to work on environmental management through various projects within the company

In 2020, the company has set an environmental policy to serve as a framework and guide to conduct business in environmentally responsible ways. The essence of the social responsibility framework and practice covers the following matters:

1. Comply with the requirements and strict environmental standards
2. Organize various activities to support a policy to reduce negative impact on the environment
3. Bring environmental issues as a factor in the management's risk assessment, operation and business decision-making processes
4. Develop and improve various working processes in order to have minimal impact on the environment or does not affect at all and support the economical and efficient use of resources
5. Campaign and support employees to be conscious or do activities for the environment both at work and in private
6. Prevent pollution or destroy the environment from doing activities or from the operating process in the company
7. Support for environmentally and friendly products or services that have the least impact on the environment
8. Study guidelines and actions for ways to reduce the environmental impact of the company's activities

In order to operate business in accordance with the framework and guidelines for conducting environmentally responsible business operations, the company has therefore studied the target environment operation plan to drive projects or activities to create environmental awareness to employees and stakeholders of the company. The company also monitors the implementation of environmental management in accordance with the action plan. In 2020, the company has performed on environmental management as follows:

### Trinity Wattana Public Company Limited Environmental Action Plan

	Reduce the energy use	Reduce paper use	Reduce waste	Reduce the emission of greenhouse gases
<b>2020 Goals</b>	<ul style="list-style-type: none"> <li>- Change the light bulb to LED on the 25-26 floor office to save energy.</li> <li>- Campaign to turn off the lights and turn off the computer screen during lunch break.</li> <li>- Purchase office appliances that has been certified as saving energy.</li> </ul>	<ul style="list-style-type: none"> <li>- Reduce the use of paper by 10%.</li> <li>- Add public relations channels for news and various transactions of customers through electronic channels such as Line Social Media, company's website.</li> <li>- Switch to use A4 paper made from Recycle paper.</li> </ul>	<ul style="list-style-type: none"> <li>- Organize a campaign to separate waste at work.</li> <li>- Campaign for employees to use office equipment worthwhile</li> </ul>	<ul style="list-style-type: none"> <li>- Purchase the company's vehicles that have hybrid engines (if any).</li> <li>- Control the temperature of the office air conditioner in an energy-efficient level</li> </ul>
<b>2020 Performance</b>	<ul style="list-style-type: none"> <li>- Change 744 bulbs to LED bulbs at the office on floors 25-26.</li> <li>- Campaign to turn off the lights and turn off the computer screen during lunch break, but still can't measure due to some employees working at home?</li> </ul>	<ul style="list-style-type: none"> <li>- Reduce paper consumption 14% compared to the year 2019.</li> <li>- Expand public relations channels for news and various transactions of customers via Line and Facebook.</li> <li>- Add Chat box program in Company's website.</li> </ul>	<ul style="list-style-type: none"> <li>- Purchase 3 bins to separate the trash and set up on every floor of the office.</li> <li>- Have REUSE activity by using single-page used paper to make a notebook and continue to use?</li> </ul>	<ul style="list-style-type: none"> <li>- Purchase executive cars using hybrid engine systems.</li> <li>- urge the building department in charge of the office building to regularly inspect the air conditioning system according to the energy conservation plan continuously.</li> </ul>
<b>2021 goals</b>	<ul style="list-style-type: none"> <li>- Change the bulbs to the LED bulbs at the office on the 29th floor.</li> <li>- Survey PCs that are used more than its expected usage and change to a new device to save electricity</li> </ul>	<ul style="list-style-type: none"> <li>- Reduce the use of paper by 15%.</li> <li>- Develop an account opening system as an e-opening.</li> <li>- Develop / improve processes to become paperless systems.</li> </ul>	<ul style="list-style-type: none"> <li>- Organize activities to reduce the use of foam and plastic for food.</li> <li>- Organize ongoing activities to campaign waste separation at work.</li> </ul>	<ul style="list-style-type: none"> <li>- Educate employees about the effects of greenhouse gas emissions.</li> <li>- Campaign for employees to travel by public vehicles</li> <li>- Participate in Care the Whale project with the Stock Exchange of Thailand.</li> <li>- Organize an activity to plant 1 tree at your own home</li> </ul>

### 3.3.2 Environmental performance

In recent years, the company remains committed to reducing the negative impact on the environment in various areas, whether to reduce the use of electricity, water supply, waste, or greenhouse gas emissions, by organizing environmental activities in the workplace to campaign and instill awareness of employees and to have environmental responsibility.

The company has organized an activity "Trinity 3 R (Reduce Reuse Recycle)" to promote the reduction of resource consumption and to recycle used resources including finding materials or alternative methods in order to reduce resource consumption and use materials that help reduce global warming. The company offered activities for employees to have fun, and create awareness and cultivation of consciousness as follows:

## **1. Reducing energy consumption**

### **1.1 Computer system management**

The IT Department set up a policy for purchasing and selecting computer equipment, such as personal computer, taking into account the necessity and job characteristics of each individual. It starts from the process of purchasing qualified computers by choosing to purchase computer equipment that has been certified ISO 14000, which is an international standard for efficient environmental management of the organization and preventing environmental pollution caused by the Company's business operations

The company also brings virtualization Used in the organization, both on-premise and on cloud (only work systems that are not related to the Personal Data Act (PDPA) for more than 10 years, helping to reduce server usage and reduce the use of various devices in the Data Center, resulting in saving electricity and reducing the work of the cooling system. As a result of this action, in the year 2020, the company could save 30% of the electricity used in computer systems.

Furthermore, the company also has a project to reuse computers (Roll-out) by changing according to the needs of the individual, which has been done since the company's establishment. The computers that still work well are also donated to a temple, school or charity.

### **1.2 Management of electrical and lighting systems**

In 2020, the company has replaced the light bulbs in the workplace from ordinary light bulbs to LED energy-saving bulbs at the 25th and 26th floor of Bangkok City Tower, the company's headquarters, for 744 LED energy-saving bulbs. The energy consumption can be reduced by 28,283 kW per year or a cost savings of about 169,000 baht per year.

In addition, the company also plans to replace additional LED bulbs to complete the entire office at the Bangkok City Tower, Floor 29, which is expected to reduce energy consumption by another 9,408 kW per year or equivalent to an estimated cost of 95,448 baht. However, the company also focuses on saving electricity in the workplace with consideration to purchase office appliances with energy saving features and cultivate employees to use electricity economically, such as turning off lights and turning off computer screens during lunch break and immediately after work.

### **1.3 Water management**

The company coordinates with the lessor of the office building to modify bathroom accessories to be devices that reduce all water consumption, such as water-saving toilet bowls, sensed toilet bowls for men, automatic soap dispenser to save water and reduce the water usage and change toilet paper and paper towels to be recycled paper. They are installed in the bathrooms of every floor of the office in the Bangkok City Tower, the company's headquarters.

However, from this action, it results in efficient use of water. Save both energy and water and expenses more than 50% or about 48,000 baht per year.

### **2. Reducing paper usage**

Because the company operates in securities trading business, paper is therefore very essential to be used as transaction documents or evidence confirming transactions for customers such as account opening documents, contract documents, transaction reports of securities trading accounts, request forms, payment receipts, receipts, forms, etc. including the use of paper to support the operations within the organization of various departments as well.

Due to the increasing trend of paper consumption, the company has an idea to improve the process of operation both with external parties and within the organization of various departments in order to reduce the amount of paper consumption and to manage the most cost-effective use of paper.

The company has guidelines for reducing the use of paper as follows:

- The company has added news and public relations channels and notifications of various customer transactions via electronics such as SMS, EMAIL, Line @, and Facebook.
- The company establishes a Trinity Member system that allows clients to conduct various securities trading transactions by themselves, including a system to view account movements, summary of return on investment, summary of receipt-payment of securities transfer, deposit-withdrawal of collateral, change of personal information, portfolio, profit / loss report, remaining margin and trading volume, historical trading data, and analysis of securities etc., which customers can access conveniently through the application and through the company's website [www.trinitythai.com](http://www.trinitythai.com).
- The company has a system to collect information of customers who open a trading account with the company in an electronic format since its inception and has developed into a standardized and efficient Management Information System (MIS) by relevant departments in order to retrieve customer information without having to print a copy or storing in the form of a document file.

In addition, the company also has a plan to develop a system for opening a trading account from a filling pattern. The document is used to file in electronic account opening system (E-opening) in collaboration with SETTRADE Co., Ltd. (SETTRADE) which is expected to be completed in the first quarter of 2021.

- Campaign for employees to change communication channels within the organization by providing communication in the organization and outside the organization via EMAIL or LINE instead, as well as inviting customers to switch to receive documents via EMAIL

- Encourage reuse activities by using single-sided used paper to make notes and recycle both sided used paper destroyed and sold to companies that manufacture pulp for recycling

From the above actions, this allows the company to reduce a lot of paper consumption, and it also helps to reduce the operating expenses in the organization, including the cost of paper, ink, shipping costs, and storing documents. It also reduces the amount of waste generated from used paper. It increases work efficiency so that employees can manage their time accordingly, reducing the time to search for documents and minimizing the risk of loss of data, or the risk of data transmission. This increases the efficiency of the organization's work as well. In terms of customers, it improves comfort and can reduce the time from transporting documents by not filling out a lot of documents, responding to customer behavior in the digital age to create customer satisfaction as well. However, the company will collect the paper consumption data including A4 paper, toilet paper in the bathroom and other types of paper of 2020 to compare with the consumption of paper resources in 2021.

### **3. Reducing waste**

The garbage and waste problem in Thailand is becoming more and more serious every year. The more people in the country are consumed, the more waste and waste they produce. Some waste is biodegradable, while other types can be reused. Some types are difficult to decompose or take a long time, at least hundreds of years.

The company is aware of such waste problems and know that if there is a process of waste disposal that is not standardized will cause pollution to the environment, In the long term, it may affect the living conditions of the animal and the health of the people in the country as well.

For this reason, the company has campaigned for employees to be conscious of littering and waste by cultivating the understanding of waste management in the company in accordance with international practices around the world to reduce the amount of waste and waste that affect the environment, causing pollution and pathogens. With public relations to employees, they learn how to dispose of

waste according to the designated sorting system, separating food waste, plastic waste, paper waste and electronic waste. In addition, the company has coordinated with the Bangkok City Tower, the owner of the building that the company leased as an office, so that waste separation was undertaken as well. In 2020, the company as set goals for sustainability action by campaigning for employees to understand correct waste management in the company and has conducted the project in 3 main activities which are

### **1. Waste separation activities**

The company has arranged for waste separation and campaigned for employees to be conscious of littering different types of waste. There are 3 kinds of bins purchased to separate trash into 3 categories: 1. Paper waste, 2. Foam and plastic waste, and 3. Food waste. Garbage bins are placed in the pantry on floors 25, 26 and 29th Floor of Bangkok City Tower. There is also a garbage bin set up in the meeting room area, so that the employees who attend to dine in the meeting room has properly littered the garbage. As a result of the above actions, some employees are encouraged to continue to use them in their daily lives, and began to have the idea of separating garbage back to use at home

### **2. Office equipment management activities**

The company manage various office equipment to use them wisely by bringing office equipment that has been used but is still in good condition to reuse them, for example, computers, printers, calculators, documents, envelopes, etc. For managing paper usage, the company reuses single-sided used paper to make it worthwhile by making a notebook and decomposing paper that are used on both sides with boiling approach and selling to the pulp company to produce paper and reuse further. In addition, we have also campaigned for company employees to refrain from printing unnecessary work and to communicate both inside the organization and outside the organization via EMAIL or LINE instead, as well as inviting customers to switch to receive documents via EMAIL too. There is also a campaign to save the use of paper in the bathroom to reduce the impact on the environment.

### **3. Trinity Lai Tang Kwam Dee activities**

The Company has established a CSR activity plan on a regular basis with a variety of CSR activities and has been interleaved with environmental-related activities. In the past year, the company has conducted 7 activities "Trinity Lai Tang Kwam Dee " and 5 activities related to the environment, including donating old calendars as teaching materials, campaigning for employees to stop using plastic, tube donation for pillow making activit, donation of used paper box parcel activities to produce a table and chair to give to the needy schools and e-waste donation project.

#### **4. Reduce of greenhouse gas emissions**

The company is well aware of the impacts of greenhouse gas emission caused by climate change. Especially in the past year 2020, Bangkok faced a severe problem of small particulate matter or PM 2.5 and directly affected its stakeholders. All groups of companies, therefore, have made efforts in the operation or organizing activities that take into account the environment, such as supporting employees campaigning to reduce energy consumption, the generation of waste, and the use of various appliances that are difficult to decompose, etc.

The company pays attention to management to reduce greenhouse gas problems. It was found that the business activities with the highest amount of greenhouse gas emissions were the use of electricity from office air conditioners and fuel consumption from corporate vehicles. Therefore, the company has measures for the maintenance of air conditioners by urging the building department in charge of the office building to regularly inspect the system to adjust regularly according to the energy conservation plan continuously. And there are plans to replace the company's cars with hybrid engine models by 2026.

However, the company has undertaken activities that reduce the negative impact on the environment, but still considered an indirect operation. In addition, in the past year, the company has not had any environmental conservation activities such as tree planting, forest planting or other activities, which are campaigns on climate change and direct greenhouse gas emissions. As a result, there is no information on greenhouse gas emissions and has not yet done a carbon footprint of an organization registered with the Greenhouse Gas Management Organization (TGO) in accordance with international standards or equivalent.

In 2021, the company plans to join the Care the Whale project organized by the Stock Exchange of Thailand. This is expected to be the starting point for the company to have more concrete knowledge and understanding of the mitigation action.

### **3.4 Sustainability management in the social dimension**

#### **3.4.1 Social policy and practice**

The company has a policy and practice on society with consideration of human rights and comply with the Universal Declaration of Human Rights and the United Nations Guiding Principles on Business and Human Rights ("UNGPs") with a focus on labor and human rights practices, fair, equitable and non-discriminatory respect of human rights in terms of employment, compensation, promotion, and employee training and development without discrimination of gender, age, educational institution, race and religion, as well as supporting employment for disadvantaged groups, such as the disabled, the elderly, the pardon, to create

opportunities to create a stable career and income as part of the achievement of the Sustainable Development Goals (SDGs) of the country and the world and in the years 2019 – 2020. The company has implemented a sustainability report in line with the GRI guidelines and still in the process of developing a human rights risk assessment process based on the UN Guiding Principles on business and Human Rights and humanitarian principles, rights of the International Labor Organization (ILO) and the United Nations Global Compact (UNGC)

However, the company has not yet to written a concrete human rights policy, which is in the process of revamping the human rights content. If the content is complete, the company will continue to publicize the policy on the company's website.

### **3.4.2 Social performance results**

The company has a social action with regard to respect for fundamental human rights of employees, workers, customers, communities and society throughout the business value chain, such as treating labor fairly and equitably, inventing financial products, and serving customers responsibly, including working for the public and society and avoid business operations that will affect human rights abuses. The company open channels for complaints and grievances mechanisms for those who believe their rights are violated or employees in the company who believe that it has not been fair to have formal grievance channel and a proper care process.

The Company operates in two basic human rights areas:

1. Economic, social and cultural rights refer to the right to work, right to food, right to health in accordance with the standards, right to education, and welfare and social rights
2. Civil and political rights refer to the rights to life and freedom, legal, and expression

Important practices for all stakeholders fairly and equitably include:

#### **1. Employees and labor**

The company treats employees and workers with regard to human rights and equality with a focus on human resource management. This is a valuable and important resource that will drive the organization to the success of its vision and the mission of the company. The company pays attention to the development of knowledge, the ability of the personnel to have expertise, appropriate compensation and welfare, including taking care of safety, occupational health and working environment to meet the standards. The company personnel are cultivated to adhere to corporate culture (Trinity DNA) to groom them to have attitudes and behaviors that promote the organization's success and is a happy

workplace. The company adheres to the principles of human resource management, namely

### 1.1 Employment

The company has a policy to hire staff, which will try to recruit, select, and appoint personnel to hold that position by considering the qualified internal persons first. However, the company reserves the right to consider, select, select and appoint people in various positions from third parties as appropriate. In addition, the selection of people to be hired for various positions of the company is done fairly, taking into account the qualifications of each position, educational qualifications, experience, physical conditions and other requirements that are necessary for employees. The company give employees the opportunity to recommend friends or acquaintances come to apply for a job in the Friend Referral Program

The company gives importance to the development of the quality of life of the disabled. Therefore, considering the employment of the disabled according to the Promotion and Development of the Quality of Life of the Disabled Act 2007 and the amendment (Version 2) 2013, Section 35, we hire service for the visually impaired for 2 persons to do massage massage for health and reduce symptoms of Office Syndrome for employees.

The company continues to support the contracting service for the visually impaired in 2021.

### Staff turnover rate

Qualification	2018		2019		2020	
	Type of job		Type of job		Type of job	
	Front Office	Back Office	Front Office	Back Office	Front Office	Back Office
<b>Total</b>	172	64	176	62	168	64
<b>Male</b>	54	52	55	57	53	54
<b>Female</b>	56	74	52	74	54	71

### 1.2 Equal Labor Practices

The company attaches great importance to its employees. The Company realizes that employees are the key mechanism for conducting securities business and pushing for the company's growth, and the Company treats employees with fairness, equality and does not discriminate against employees regardless of their origin, race, language, religion, sex, age, social status including political beliefs and opinions.

The company does not choose to operate and provide opportunities for employee growth in the organization based on performance, knowledge, competence and behavior that are consistent with corporate values. Everyone is treated equally throughout the organization with fairness, disclosure, and non-discrimination against customers and business partners

In 2020, the company joined with the Thai Health Promotion Foundation and the Social Innovation Foundation for hiring people with disabilities to work in the organization. The company hires 2 people with disabilities to provide health massage services for employees 2 days a week, in addition to helping promote the quality of life for people with disabilities not to be a burden to the society. It also provides equal opportunities for people in society. For the expenses, the company has to submit under the Promotion and Development of the Quality of Life of Persons with Disabilities Act 2007 at the rate of more than 200,000 baht per year, has been transformed into a piece that is beneficial to the people in the organization.

The company takes into account the scope of labor fair treatment in 3 respects:

1. Respect the right to work in accordance with human rights and the Declaration on Principles and Basic rights at work of the International Labor Organization
2. Provide social protection and protection of employee working conditions
3. Provide protection for the health and safety at work

In addition, the company has created a channel to listen to employees' opinions, namely

1. Establishment of HR Partner Committee to represent employees from various departments by selecting aged employees and different genders to reflect the needs of a wide range of employees. The HR Partner committee is revised every 2 years and has an important duty to present useful human resources opinions to the company. In addition, it is also a medium to disseminate information about human resources policies and plans to employees thoroughly. HR Partner will hold a meeting on a quarterly basis. In 2020, 4 meetings are held.

2. Conduct employee engagement survey, the company has consecutively conducted for 4 years (2020 survey results are provided in the topic of stakeholder analysis in the business value chain) by polling. Any information submitted by employees will be kept confidential, causing employees to express their opinions honestly. This will greatly benefit the company in making corrections and improvements.

### **1.3 Employee compensation and benefits**

The company has a compensation policy and provide appropriate welfare for employees and executives. This is comparable to companies in the same business. In addition, the company places great emphasis on promoting long-term

savings and encourage employees to have good financial health. The compensation can be divided as follows:

1.3.1 Compensation and short-term benefits for rewarding performance and building morale with regard to the principle of justice in accordance with the performance of the company, achieving the goals / work plans of the organization including ability to measure individual performance and compete with the compensation and benefits of companies in the same industry

Short-term compensation and benefits are salaries, wages, overtime pay, living expenses, bonus incentive, referral fee, and social security and benefits contributions

1.3.2 Compensation and post-employment benefits and long-term benefits to motivate and entice employees to bond and work with the company to the fullest extent possible for a long time including building morale and ability to motivate the competent employees with the potential to grow to be a significant force for the company over a long period of time.

Post-employment benefits and other long-term employee benefits are provident funds that are established in accordance with Ministerial Regulation No. 162 (2019). Currently, the company established a provident fund in the name of "TMBAM M Choice Provident Fund". Employees can apply to become a member of the Provident Fund once the probationary period has expired and is hired as an employee. The employees can choose to contribute to the fund at the same rate as the employer contribution rate or can choose to accumulate a maximum of 15 percent, depending on the will of the members, and members can change the deduction once a year, which employees will receive money at the end of membership from the fund. In addition, the fund has established a committee consisting of elected members and appointed members of employers with authorities, duties, and responsibility for overseeing fund administration, including setting investment policies on behalf of all members.

From 2020 to 2021, the Company participated in the "Happy Retirement Company Project" of Securities and Exchange Commission, in order to educate employees on savings, investments and rights for employees to select the maximum provident fund contribution at the rate of 15%, and the Company contribution by the employee's length of service at the rate of not more than 15%, where employees can choose to invest by themselves as employee's choice (Master Fund) for 5 total investment policies, including debt, domestic equity, foreign equity, alternative real estate, and gold and special assets. The staffs can choose up to 19 investment proportions and can change the investment policy every day by making a transaction through the online system of the provident fund manager. When combined with other long-term employee benefits such as compensation received after leaving the job under the labor protection law,

employees will have appropriate savings after retirement from the company, which corresponds to the aging society

In addition, the Company has issued warrants to purchase ordinary shares of the Company (ESOP) to employees under the name TNITY-WA with the objective of motivating and rewarding employees' performance. The warrant will expire for 3 years, expiring in 2021.

The company conducts a survey of compensation and benefits with other securities companies on a 2-year basis and takes the information to adjust the compensation and benefits as appropriate. In 2017, the company developed the Benefit Medical Reimbursement System Management System (BMS) to facilitate staff for reimbursement of medical expenses, for outpatients, inpatients, dental and ophthalmic fees.

For the benefit of the employees' welfare, the company provides regular benefits to the employees as follows,

Welfare provided by Trinity Securities Group	Welfare that employees received
Medical expenses for outpatients and inpatients	✓
Medical expenses in case of inpatient for spouse and children of staffs	✓
Annual health examination for employees, spouses and children	✓
Influenza vaccination	✓
Common medicine cabinet	✓
Compensation fund	✓
Life insurance and medical expenses due to an accident	✓
Supporting staff funerals and family members	✓
Provident fund	✓
Supporting expenses for specific subjects for employees that need a license to work	✓
Loans or source of loans for employees	✓
1. Housing loan benefits	✓
2. Housing loan benefits with the Government Housing Bank	✓
3. Emergency loan benefits	✓
Souvenir after working 15 years	✓
Parking benefits	✓
Leave for religious practice, which is not considered as a leave (receiving a salary)	✓
Leave for doing CSR, which is not considered a leave (receiving a salary)	✓
Allowance for transportation / food expenses	✓
Holiday work allowance	✓

The company requires that pregnant female employees have the right to take maternity leave, not exceeding 90 days, including holidays during the leave and receive wages for no more than 45 days. Pregnant female employees have the right to ask the company to change job duty before or after birth by presenting a first class medical certificate certifying that it is unable to do the same job, which the company will consider changing the suitable job to that employee.

## Statistics of return to work and retention rates of employees after exercise of maternity leave

Cases of leave	Number of employees (persons)		
	2018	2019	2020
Number of employees eligible for maternity leave during the year**	149	137	137
Number of employees who have exercised maternity leave during the year	3	1	2
Number of employees who returned after maternity leave	3	1	2
Number of employees who returned after the maternity leave and continued working after 12 months	3	0	0
Return to Work Rate (1) who returned to work after the maternity leave is over (%)	100	100	100
Retention Rate (2) who returned to work after the maternity leave is over and continued to work after 12 months (%)	100	0	0

### Note

(1) Return to Work Rate = (Number of employees returning to work after the maternity leave period / number of employees according to the gender that can exercise on maternity leave) x 100

(2) Retention rate = (number of employees who returned to work after the maternity leave was completed and continued to work after 12 months / the number of employees returning to work after the end of the previous maternity leave period ) x 100

In addition, the company has set up a welfare committee which is in accordance with the Labor Protection Act 1998, consisting of 5 people, with the responsibility to give advice and suggest the opinions of the human resources department in organizing and improving the welfare for employees, evaluating, and monitoring employee welfare improvements for the benefit of employees and the organization as a whole

### 1.4 Occupational Health and Working Environment

The company has established a policy on safety, occupational health, and working environment, which is in accordance with the ministerial regulations that set standards for the administration and management of occupational health and safety in the year 2006 by requiring the Occupational Safety, Health and Working Environment Committee to be responsible for considering the policy and work safety plan. It includes safety outside the work to prevent and reduce accidents, the danger, illness or annoyance caused by work, or unsafe working conditions to propose to the company. The report recommends measures or guidelines for improvement to be in accordance with the laws relating to safety and safety standards in working for the company. For the safety of the work of employees, contractors and outside people who come to work in the workplace, it is also included in the annual performance report with identifying problems, obstacles and recommendations in the performance of the committee to propose to the

company to consider the regulations and work safety manual. The workplace safety standard is also proposed to the company, and is established a system for reporting unsafe working conditions to be a duty of every employee at all levels. It also considers training programs on work safety and a training program on roles, responsibilities, and safety in all levels of employees as well as promoting and supporting safety activities at work and evaluating the performance of work safety in the workplace. Last but not least, the company will explore safety operations at work and check the statistics of occupational hazards occurring in the workplace 1 time per month.

#### Number of Safety, Occupational Health and Working Environment Committee

Executive employer representatives	Managing -level employer representatives	Employee representatives	Secretary	Total (persons)
1	2	3	1	7

Injury, Occupational disease, and number of deaths due to work occurring during the year 2019	Number of times		Days lost		
	Male	Female	Male	Female	
<b>Injury cases</b>					
Slight cuts	Head quarters	0	0	0	0
	Bangkok and Metropolitan area Branch	0	0	0	0
	Regional branch	0	0	0	0
<b>Occupational disease</b>					
Hearing	Head quarters	0	0	0	0
	Bangkok and Metropolitan area Branch	0	0	0	0
	Regional branch	0	0	0	0
Muscle and bone injury	Head quarters	0	0	0	0
	Bangkok and Metropolitan area Branch	0	0	0	0
	Regional branch	0	0	0	0
Field of vision	Head quarters	0	0	0	0
	Bangkok and Metropolitan area Branch	0	0	0	0
	Regional branch	0	0	0	0

Lung function	Head quarters	0	0	0	0
	Bangkok and Metropolitan area Branch	0	0	0	0
	Regional branch	0	0	0	0
<b>Death cases</b>					
Work related deaths	Head quarters	0	0	0	0
	Bangkok and Metropolitan area Branch	0	0	0	0
	Regional branch	0	0	0	0

The company also gives importance to the dangers that may occur from invasion, including theft. Therefore, the company requires security measures, including access control by installing (Space Access Control) at the entrance on every floor, assigning rights and control of the entrance - the work area of the employees in each department with Access Control system, installing CCTV. And there are security officers 24 hours a day, as well as a plan to support emergency situations Business Continuous Plan with the objective to protect life, property and reduce potential losses.

In addition, the company also emphasizes importance to prevention of money laundering offenses by requiring Know Your Customer and Customer Due Diligence, KYC / CDD, including any transactions of customers with reasonable grounds to suspect or is a career group with a high risk. The relevant department will report the transaction to the Anti-Money Laundering Office in order to prevent a group of people from operating business with the company committing money laundering and providing financial support to terrorism.

### **Succession planning**

The company has a systematic succession planning. This can be seen from the business operations of the company with continuity and having smooth management throughout. The executives and the human resources department will jointly analyze important positions, which must be prepared with a succession plan by determining the qualifications of the successor in order to inherit the position including the selection and evaluation of the potential employees and development plan to prepare for further work.

### **Creating a happy organization (Happy Workplace)**

The company has created love, employee engagement to the organization by using the Holistic HR (Happy 8 Workplace) strategy.

**1. Happy Body** The company has organized activities to promote employee health continuously to encourage employees to focus on health care, whether it's physical activity such as

- support for membership fees for fitness centers
- Fitness campaign "Sweat calories for young children"
- Annual health check and flu vaccination.



**2. Happy Heart** The company has established the Trinity Volunteer Club in order to organize social contribution activities annually, such as

- The company and its employees have taken action to help society in various forms through the Trinity Volunteer Club.

Examples of helping society are:

- During COVID-19: Donate Face Shield to medical personnel of hospitals in regional areas through friends, branch employees in different provinces.

- Donate money to buy rice, dry food, various appliances to the utensils located in various provinces near the Company's branches with branch staff to help take care of the general

- Lunch Scholarship donation to visually impaired children for a longer period of time than 5 years

- Organize an activity to open the shop to bring the money from the sales of the employees donated to give as a scholarship, a lunch scholarship for the students of Wat Nekkhammaram School which is a school that the company has been sponsoring since the year of the great flood 2011 onwards

- Deliver Children's Day gifts to Ban Sidang School, Pattani Province.

- Campaign to collect boxes and package unused given to SCG to enter the transformation into student desks and chairs to give to schools in need.

- Donate 2 dialysis machines to Photharam Hospital Ratchaburi



**3. Happy Society :** The company has provided the opportunity for employees to express their opinions through HR Partner, Provident Fund Committee, Occupational Health and Safety Committee and to provide the company's news information to the employees to be thoroughly informed. Top management speaks with employees in person about the company's operating directions, results, industry conditions, and the environment at least twice a year. There is a well-being questionnaire for the mental state of employees during the severe COVID-19 outbreak and employees have to work at home in order to be used to assess the situation and provide assistance to employees in need.

**4. Happy Relax :** The company has a new year party for employees in order to create a fun and festive atmosphere. In 2020, a COVID-19 outbreak occurs, causing to refrain from organizing the company's birthday party and tourism event



**5. Happy Brain :** Eventhough in 2020 the way of working is different, but the company still promotes employees to develop and continue to learn using modern technology. Employees are trained to use this modern tool effectively. The average number of training hours of employees in year 2020 per person per year was 13.64 hours, which is 26.41% more than in 2019.

**7. Happy Soul :** The company regularly organizes alms-giving events on important occasions, which has many employees joining the merit making. In addition, the company has promoted Buddhism by organizing a Kathin ceremony annually and in organizing the Kathin ceremony, the company also

made merit to persuade the people donate to buy medical equipment to the hospital and scholarships to students of the schools under the temple organized by the company to offer kathin as well.

**8. Happy Money :** The company educates its employees about saving and investing under the company project Happy retirement. The company invited the fund manager to present an overview of the economy, important information, the fund's performance to employees at least 2-3 times a year

**9. Happy Family :** The company takes care of health not only for employees, but also to the health of employees' families by organizing an annual health check-up for the spouse and the children of the staff and arrange for the flu vaccine. In addition, the spouse and children are entitled to inpatient medical treatment rights as well as the rights that the employee receives. In 2020, the company does not hold Family's Day events due to the COVID-19 outbreak, which requires social distance.

#### **Corporate Culture (TRINITY DNA)**

The company pays attention to human resource management, which employees are considered valuable resources and important in driving the organization to the goal in accordance with the vision set by the company. The company has set a human resource policy by emphasizing important to staff care, including the development of knowledge, ability, compensation, appropriate welfare, safety, occupational health and working environment.

In addition, the company has instilled in employees an understanding of the corporate culture called TRINITY DNA by instilling employees with understanding to be aware of organizational culture and practice guidelines, which is the foundation of employee development and leads the company to the goal, vision and mission set.



## 2. Customers

The company understands importance to providing customers with access to financial services with the aim of providing customers with the skills, knowledge, and ability to make investments, including being able to create a return on investment in various financial products of the company, resulting in a stable, sustainable financial status and also helping to improve the quality of life of the people in the society as well

The company has therefore developed a variety of financial products that increase access to financial services more conveniently. In the year 2020, the company has implemented the following services,

### 2.1 Efficient investment services on the platform called Trinity Smart Wealth

The company offers efficient investment services on the platform called Trinity Smart Wealth. There are 2 types of investment portfolios for investors to choose from:

1. "Munkong" portfolio - medium and long term investment by using fundamental analysis data.
2. "Wongwai" portfolio - short-term investment by using technical analysis data.

The image shows two promotional posters for Trinity Smart Wealth investment services. The left poster is for the "Munkong" portfolio, featuring a satellite and the text "บริการการลงทุนในหุ้นแบบใหม่" (New stock investment service) and "ลงทุนเริ่มต้นเพียง 300,000 บาท" (Investment starts from 300,000 Baht). The right poster is for the "Wongwai" portfolio, featuring a mountain range and the text "บริการการลงทุนในหุ้นแบบใหม่" (New stock investment service) and "ลงทุนเริ่มต้นเพียง 300,000 บาท" (Investment starts from 300,000 Baht). Both posters include the Trinity Smart Wealth logo and the names of the portfolios: Munkong and Wongwai.

This service will respond to customers who have little time to study and closely follow the market and stock price movement. In this regard, the company's securities analyst team will select not more than 5 stocks in the portfolio and provide timing information for buying and selling. The system will send the information directly to the marketing officer to perform the buying-selling according to the signal that the analyst team has informed. Investors will receive investment information quickly via Email, SMS and Line. This service is like having a personal investment manager to follow and conduct investment efficiently.

In 2020, the company has improved the work system to be more efficient according to the criteria of SEC by defining the scope of the securities that are within the investment criteria according to the specified criteria (Stock Universe) in order to facilitate and save time for customers to consider and approve. However, in the last year, the world economy has been hit by the COVID-19 outbreak. This affects the price of the securities a lot. The results of investment management in Trinity Smart Wealth service were not as expected. The team has meetings all the time to find suitable investment strategies in the future. The company has increased the frequency of presenting investment information in both portfolios to the clients closely.

## 2.2 Digital asset investment service (Cryptocurrency)

The company has studied new options for investors to invest in digital assets. The company believes that digital assets will be an alternative to financial products that investors all over the world will pay much attention to in the future. Also, it is another option for investors to diversify their investment aside from investing in the securities business.

In 2019, the company launched a service as Selling Agent, introducing customers interested in investing in digital assets, opening an investment account through a digital asset trading center of Satang Corporation Co., Ltd. and in 2020, the company has expanded its service through the digital asset trading center Bit Kub online Co., Ltd. Both of which are certified duly by the Securities and Exchange Commission (SEC). The company offers a special service to clients who open investment accounts through the introduction of the company by facilitating to help open an account. There will be a number of customers who are unfamiliar with opening an account online or through digital media as well as providing information, knowledge on interesting digital products, investment advice, and the timing of buying and selling bitcoin digital assets through the company's technical analysis.



## 2.3 Developing formats and channels for presenting securities analysis via Social Media and Line @

The company has developed a format and channel for presenting securities analysis to be more interesting and up-to-date. Customers can easily access through these channels:

1. Youtube: on the Youtube channel of the company called Trinity Channel
2. Facebook: on the Trinity Securities Group page
3. Line @ financial information being presented and important investments, including news related to investments. The data formats are divided into contents such as, analysis, images, InfoGraphic, and clip formats. It also includes the analysis of the company's analysts in Real Time format via Facebook Live and create video clips on Youtube Live, which has received good response from customers.

#### **2.4 Trinity Member Application on Mobile and Tablet**

In the past year, the company has improved the Trinity Member on Mobile application through a mobile phone or tablet to be more modern. Customers can use the application as a way to access the securities trading system and make transactions for depositing and withdrawing collateral, transferring stocks, modifying personal information, and viewing portfolios in real time trading for both stock and derivatives accounts. It also includes news related to investments and various important analysis. And this year, the company has developed a Chat system so that customers can communicate with marketing staff who take care of accounts quickly and can service quickly, such as requesting various information about daily trading data and XD dates.

#### **2.5 Company website development in the name of [www.trinitythai.com](http://www.trinitythai.com)**

The company has integrated the company's investment website in the name [www.trinityquicktrade.com](http://www.trinityquicktrade.com) to be on the corporate website [www.trinitythai.com](http://www.trinitythai.com) in one place to make it easier for customers to access company information. It is a combination of a website that provides access to the securities trading system and company information on the same website. The company has a plan to develop an online account opening system called Trinity E-Opening to facilitate clients to open trading accounts in person through the website. It is expected to be completed in 2021.

#### **2.6 Financial Education for Employees Project**

The company provides training to educate employees both from staff level to senior management regularly and more than that specified by relevant government agencies, including encouraging employees to have a career license in various professional fields and necessary in our business by supporting training and/or exams, such as CFA / CISA courses, etc. Staff development training is conducted both within and outside the organization by considering the information in the annual performance evaluation, assessment of the competency of employees, and the need for work and main responsibility.

For training for employee development, the company aims to increase knowledge, potential for employees, and to ensure that employees can deliver services to clients and investors effectively.



### Training history for the year 2020

No	Training session list	Participants	No, of hours	Expenses
1	Within the organization	363	1,686	423,580
2	Outside the organization	185	1,454	476,722
	Total	548	3,140	900,302

### 3. Community and Society

Since the company operates a securities business and financial business, the nature of the Company's business therefore has no direct impact on the community and the surrounding society like an industrial factory or some kind of business. So far, the company has no complaints from the community on social issues and the environment

However, with the responsibility to the community and society that want to improve the quality of life and promote participation in the community, the company therefore realizes that the resources that the company has can be used to make the most of the knowledge of various financial products. Therefore, in 2020, the company has continuously held seminars, training financial literacy to the general public, namely

#### 3.1 Project to provide financial literacy to customers

##### 3.1.1 Produce securities analysis and offering advice on investment

Trinity Securities Company Limited produces securities analysis and offering advice on investment finance for investors with professionalism and emphasis on importance to quality presentation information. It is accurate and fast to be used as a supporting information for investment decisions and / or for effective financial management. The company selects the companies to prepare the analysis. The company has disclosed the assessment results of listed companies (CG Score) and information of companies participating in the Thai Private Sector Collective Action Coalition against Corruption (Thai CAC) in the securities analysis report. In addition, the company develops investment advisors to have knowledge and abilities to have potential in creating added value to the clients

by adhering to professional ethics to perform the work correctly in accordance with the specified rules to protect the interests of customers. The company has designed stringent measures in order to monitor the misuse of inside information.

### 3.1.2 Arranging training and seminars for investor clients via Facebook

Training and seminars for investor clients are held on a monthly basis. We have a training seminar by Live via Facebook of the company. In the year 2020, seminars are organized for customers both institutions and individuals including investors for 31 times, which are technical factors, fundamental data, and investment strategies.



### 3.1.3 Providing knowledge on saving and investment under the Happy Money in Happy Workplace Project

The company has brought knowledge, talents, strengths of personnel and the resources that the company has oknowledge of financial products to pass on the knowledge and experience in investing and conveyed the willingness of the personnel to to be beneficial to society. The Company's team of speakers has prepared content that is easy to understand and presented to the company's stakeholders. Stakeholders include employees, customers, shareholders, neighboring communities, trading partners and general investors at stakeholders' workplaces. The topics presented are not intended for business interests, but aims to create knowledge and understanding for investors. The speakers gave advice on resources that investors can study on their own and use them in making investment decisions, and provided full opportunity for investors to ask questions. This project has been well received and can build the reputation of Trinity to be more widely known

In 2020, the Company will continue to educate on saving and investing under the Happy Money project. Due to the COVID-19 epidemic, many companies let employees work at home and are inconvenient to outsiders into the company area, which may have a random risk of infection. Therefore, there is only one activity organized under the topic of Fund and Tax Return for staff, faculty members of Faculty of Arts Chulalongkorn University through Zoom application

## **3.2 Seminars to educate investors**

### **3.2.1 The company organizes the seminar "2020, organizing an investment army for a decade of risk."**

It is a seminar for investors to build a better understanding of the strategy in 2020 investment for positive factors, and the trade war that has already reached its peak and given manufacturers and buyers higher confidence. The global economy has a slight chance of expanding due to a less worsening trade war. The company recommends a 30% equity portfolio (divided into 10% Thai shares and 20% foreign stocks), with Asian stocks such as China and Vietnam that can be invested with Foreign Premium, 30% debt instruments (10% Thai bonds and foreign debt instruments 20%), 10% gold (invest in funds that are fully hedged money), 10% real estate funds (divided into 5% domestic funds and 5% foreign funds), 20% cash to be used as a timing for buying asset in the period of time that investment has been reduced in value

### **3.2.2 The Company held a seminar "The Big Picture and The Market Theme in the Deflation World"**

The company organized a seminar "The Big Picture and The Market Theme in the Deflation World" through Zoom application to customers and investors. In the world is entering deflation, how do we cope? Economic recession and unemployment are high. The amount of debt in the household sector is high. And foreign tourists entering Thailand lost more than 76% in March, indicating a recession on the weak global economic recovery

### **3.2.3 Seminar The Big Picture & The Asset Allocation for the day after tomorrow**

Stock picks amid Episode 2 crisis, a new world after COVID-19 changes, consumer behavior use of the Internet for business, e-commerce, education and non-formal education publishing, changes in travel behavior, high demand for home delivery, reduced office sizes, increased interest in health and hygiene in the pharmaceutical business, and more innovative medical business.

### **3.2.4 The company participated in the activity of SET online roaming, teaching newcomers to invest in Surat Thani Province.**

The company participated in the activity of SET online roaming, teaching newbies to invest in Surat Thani Province. Webinars on the topic of seminars "New Featured Stock" is a seminar for beginners who are interested in investing in stocks easily. People who stay at home can invest. The company offers 5 stocks that are suitable for the novice investor.

### **3.2.5 Direction of Asset Allocation Webinar**

The webinar reveal the investment direction for 2020, the asset class direction, must-have stocks in the investment portfolio, and how to invest next year, types

of fund and investment direction and trend of Vietnam fund 2021 for clients and investors.

### 3.2.6 Seminar on bridging the new investment world

Seminar to Bridge the New Investment World, Asset Allocation in 2021 and The Bottom up Strategy finding the S curve, is a seminar on digital age trends in 2021 and the technology that will change the business world permanently along with disclosing the asset class direction that must be in the investment portfolio as a guideline for investing after the crisis. If events start to return to normal, diversification is expected to seize opportunities, generate returns appropriately, and is resilient to potential volatility. The recommendation is as follows: 10% invest in gold 20% invest in Thai stocks 20% hold in cash 30% invest in debt instruments 20% invest in foreign markets. Foreign investment that responds well. The company has a fund "TRINITY ASIAN PRIVATE FUND (ex-Japan)" to support clients and investors who want to diversify their investments abroad.

In addition, the company provides opportunities for listed companies or companies that are about to be listed on the stock exchange to present company information to customers, investors and employees of the company on a regular basis.

Date	Seminar Topic
October 1, 2020	Lecture for the IPO : Peerapat Technology Plc. (PRAPAT)
October 2, 2020	Lecture for the IPO : D house Pattana Plc. (DHOUSE)
October 21, 2020	Lecture and Roadshow for IPO : LEO Global Logistics Plc.(LEO)
November 4, 2020	Lecture for the IPO : Right Tunnelling (RT)
December 4, 2020	Lecture for the IPO : Index International Group (IND)

### 3.3 Organize an Opportunity Day activity to provide transparent information about the company to shareholders and investors.

In 2020, the company presented the company's information to shareholders, investors, and general public at the Opportunity Day event organized by the Stock Exchange of Thailand via the Zoom system due to the COVID-19 epidemic. Managing Director of the Company presented the information by presenting an overview of the company strategies that the company has implemented and will continue to do so. The company presented performance and activity plans in response to the company's social, environmental and governance management and gave the audience the opportunity to ask questions and answer questions from shareholders, investors and the general public. You can view the retrospective clip presenting the company information via the website of the Stock Exchange of Thailand.

### **3.4 Support and encourage executives and employees to work for society**

The company believes that business can grow with the entire industry. It cannot grow into only one company. Therefore, the company supports and encourages executives and employees, who are knowledgeable, capable, experienced and expert in capital market business to have the opportunity to work for society as a whole by working with associations, various societies, and being a teacher or counselor in various educational institutions. They will help develop, create progress, and grow for the industry as a whole and the country at the same time. Our employees of the company participate as a working committee member and speaker in many organizations, both public and private sectors, as follows,

#### **Mr. Pakhawat Kovithvatthanaphong**

- Vice Chairman, Thai Listed Companies Association
- Advisory Board, Thai Securities Company Association
- President of the Human Capital Management Club, Thai Listed Companies Association
- Subcommittee on Memorandum of Understanding and Performance Evaluation of State owned enterprises (Sector)
- Advisor, Master of Economics Program, financial economics, Faculty of Economic Development (Outside office hours) National Institute of Development Administration
- Chairman of the Mentor Recruitment and allocate new government officer in New Generation Change Management Development Project to practice government administration in the private sector, Institute for Good Governance Promotion
- Committee for Selection of Personnel and Government Officers to Participate in New Generation Change Management Program, the Public Sector Development Commission
- Chairperson of the working group to set the development plan and upgrade the quality of personnel for securities companies, Stock Exchange of Thailand
- Committee and Treasurer Professor Sangvian Intharachai Foundation
- Honored Committee in the advisory committee for state securities disposal, State Owned Enterprise Policy Office
- Committee and advisor in Center for Building Competitive Enterprises (CBCE)
- Committee of award for Outstanding State Owned Enterprise, State Enterprise Policy Office
- Subcommittee on Consideration for Cooperation of Outstanding Development Award 2019, State Enterprise Policy Office
- Appeal honored committee with high experience in accounting and finance, Stock Exchange of Thailand

**Mr. Charnchai Kongthongluck**

- Vice Chairman, Thai Securities Company Association
- Chairman of the Board Derivatives Business Association
- Chairman of the Disciplinary Subcommittee, The Stock Exchange of Thailand
- Director, Thailand Futures Exchange Pcl.
- Chairman of the Disciplinary Subcommittee, Stock Exchange of Thailand
- Director of Securities Company For Securities Business Public Company Limited
- Chairman of the Derivatives Business Committee  
Futures Exchange (Thailand) Company Limited

**Dr. Visit Ongpipattanakul**

- Honored committee on Intellectual Property Management Committee  
Thammasat University
- Lecturer, Master in Finance (MIF), Thammasat University and committee on  
Bachelor and Master Thesis Examination Committee, Faculty of Commerce and  
Accountancy, Thammasat University
- Lecturer, Business Valuation Program, Department of Real Estate  
Faculty of Commerce and Accountancy, Thammasat University
- Guest Speaker on Money Chat
- Invited guest speakers for the College of Innovation, Rangsit University
- Invited guest speaker, Securities Analysts Association and Stock Exchange of  
Thailand Course instructor for advanced finance for property developers,  
Thai Real Estate Business School

**Mrs. Niyada Changtrakul**

- Advisor, Human Resource Management Club, Thai Securities Company  
Association
- Committee Human Capital Club, Thai Listed Companies Association
- Working group for setting up a plan for development and improvement of  
personnel quality, Thai Securities Company Association
- Vice Chairperson of the EDP Foundation
- Executive Committee, Faculty of Arts, Chulalongkorn University
- Vice Chairman, Arts Alumni Association, Chulalongkorn University
- Advisor to the Preparatory College Alumni Association in the royal patronage
- Secretary of Student committee in Capital Market Program, No.25
- Secretary of Student committee Medical Governance Certificate  
Program For Executives, No.8
- Director Foundation for Good Governance on Medicine
- Director of the Fund, Faculty of Medicine Vajira Hospital

**Ms. Suwannee Limpanavongsaen**

- Vice committee, Securities Performance Supervision Club, Thai Securities Company Association
- Working Group on Personal Data Protection Act, Thai Securities Company Association
- Working Group on Data Acquisition with the Legal Execution Department, Thai Securities Company Association
- Working Group on Foreign Transactions, Thai Securities Company Association

**Corporate membership and network partners**

Trinity Securities Group has joined as a member of the organization and economic and social alliance networks to participate in policies and guidelines, as well as various operating standards, and to develop and implement sustainability related to the business, including

1. Thai listed company association
2. Thailand investors relation club
3. Thailand Responsible Business Network
4. Human Capital Management club
5. Thailand's Private Sector Collective Action Coalition Against Corruption
6. Partnership Against Corruption for Thailand (PACT)
7. Thai Bond Market Association
8. Investment Banking club, Association of Thai Securities Company
9. Compliance club, Association of Thai Securities Company
10. Information Technology club, Association of Thai Securities Company
11. Back Office Operation club, Association of Thai Securities Company
12. Future industry club, Association of Thai Securities Company
13. Human resources club, Association of Thai Securities Company
14. Happy Retirement Company Project

**3.5 Sustainability management in the corporate governance dimension**

The company gives importance to corporate governance with the view that the securities business is a business that involves investment, building trust and credibility with stakeholders. Therefore, helping to promote the image and performance help the company to grow sustainably in the long run. The company adheres to the principles of good corporate governance as a good foundation for business operations. The company is aware of its role and duty and the responsibility of the board in promoting and giving importance to good corporate governance in order for the company to operate transparently, and have the ability to compete, which will lead to the growth of the business and adding value for shareholders in the long term.

The Board of Directors is responsible for considering the principles of good corporate governance, according to the guidelines of the Stock Exchange of Thailand, and comply with the regulations of the company. The company specified "corporate governance policy" which was announced to employees to know and comply, This policy will be reviewed periodically and has been adjusted to suit the situation.

### **Supervision of operations of subsidiaries and associated companies**

Trinity Watthana Public Company Limited operates its business in the form of a holding company, consisting of 6 subsidiaries and associated companies. The company will appoint a committee to be a representative in the subsidiary. And if the subsidiary company has a business operation that significantly affects the company, the subsidiary company must first seek approval from the board of directors meeting. The main policy that the subsidiaries in the group implement must be approved by the board of Trinity Watthana Public Company Limited.

For associated companies, the company will assign the management of the company to be the directors of the associated company to jointly set policies and oversee the management of associated companies. In the case of transactions between subsidiaries or associated companies with connected persons, it must be approved by the board of directors. The representative of the company must submit the request to the Board of Directors for approval first and provide information disclosure, including accounting recording in accordance with the criteria for preparing the consolidated financial statements on time.

For overseeing the use of inside information, the directors, executives, and employees of Trinity Watthana Public Company Limited and its subsidiaries must strictly comply with the requirements in the Compliance Manual, in which there are rules and regulations, including business ethics of the company, executives and employees, and trading of employees' securities. The company has set the guidelines "Supervision of the use of internal information" as a guideline to prevent conflict of interest of the company and keeping customers' confidential information.

### **Business Ethics**

The company has always emphasized on operating with business ethics, which has been defined as the basic rules of the company in the company's code of business ethics in order to demonstrate the commitment to conduct business transparently and is the same standard. The company has integrated business ethics as a part of staff ethics. All employees must strictly abide by. The company has promoted the creation of good corporate governance practices for employees throughout the organization through orientation for new employees, training, sending news through various media of the organization, and reminding the directors, executives and staffs to be cautious and prevent any action that is a violation of regulations and regulations that may bring damage to the company.

## Employee Ethics

1. Professional Integrity: Performing duties with honesty in the profession by adhering to equality in service provision.
2. Skill, attention and prudence: standardized operations with knowledge, ability and attention in performing duties.
3. General business practices: complying with laws, rules and standards of securities business and / or forward contracts strictly.
4. Information about customers: Sufficient information about customers for the purpose of determining the status and objectives of customer investment, providing investment advice to clients with correct, complete, and sufficient information for decisions of customers, and providing that same information to every customer.
5. Conflict of interest: Avoiding conflicts of interest that may occur both within the company and within the group. If conflicts of interest arise, members must treat customers fairly and equitably, which may be achieved by disclosing information or by setting up rules regarding confidentiality within the company, or by refusing to provide the service or by any other appropriate means. Members must refrain from seeking customer benefits from it.
6. Protecting customer property: Keeping customer property separate from the company's property and have appropriate prevention and treatment, which can specify which belong to which customer.
7. Financial stability: Ensuring that the company is in good standing and have sufficient funds to support any obligations from the operation and potential risks from doing the business.
8. Organizational organization and internal control: providing organization structure in order to have efficient management with a strict internal control system and appropriate data recording, as well as having a recruitment process that has ensured that employees have knowledge and sufficient ability to perform duties. Members must establish operational rules in accordance with applicable laws and regulations.
9. Overall business Benefits: Cooperating with groups in activities for the common good and must keep public interest above personal benefits.
10. Relations with business partners: refraining from doing any act which is harmful to members, or acts that cause disunity in the group.
11. Relationship with supervising organizations: Opening cooperation with regulatory bodies and notifying the regulatory organization immediately, if there is any information that regulators should know.

The company will review the business ethics and ethics of employees annually. And the code of ethics is up to date, appropriate for current events. In addition, executives at all levels must be liable for the issue of business ethics and employee ethics. If there is a violation of the ethics of the employees, the executives involved must also be responsible.

### **Corruption Prevention**

The company emphasizes the prevention of corruption because it was seen as a sabotage and affecting the overall economy and society. Therefore, the company has set a policy to prevent and combat corruption to be a guideline for operations and to create confidence in the operations of the company, including showing to the company's stakeholders that the operations of the business of the company are transparent.

### **Anti-Corruption Policy**

- 1) The company does not accept corruption, which covers business and all items of all related departments
- 2) The directors, executives and employees of the company do not accept corruption whether for the benefit of oneself, family, friends, or acquaintances in any form, directly or indirectly, which must strictly comply with anti-corruption measures
- 3) The company requires communication and understanding of the company personnel since starting work, and has regular training with regular reviews of anti-corruption policies in order to ensure compliance with this policy. The company will review the guidelines and operational requirements to be in line with business changes, regulations, and legal requirements
- 4) The company will create and maintain organizational culture, which adheres to that corruption is unacceptable in both business transactions with the public or private sectors
- 5) The company has a completely anti-corruption policy. (Zero-Tolerance Policy) and comply with all laws relating to anti-corruption in Thailand
- 6) The company has no policy to be in the role or supporting political activities that are not correct
- 7) The company does not have a policy to encourage employees to pay government officials' convenience fees.

The company announced policies and guidelines for preventing and combating corruption in January 2015, certified as a member of the Private Sector Collective Action Coalition against Corruption in April 2015, and confirmed the membership renewal in November 2018. The company was evaluated by Thaipat Institute in the assessment program for Sustainability Story Anti-Corruption Progress Indicators of Thai Listed Companies in 2016, which has been certified by CAC (Thailand's

Private Sector Collective Action Coalition Against Corruption), demonstrating the implementation by reviewing the adequacy of all processes from the Audit Committee.

The company has complied with the specified practice by having communication and training for employees regularly at least once a year, along with annual staff training, and evaluating the internal control system to prevent fraud risks every time the Internal Audit Department inspecting various systems according to the inspection plan to ensure that the operations of various departments is in accordance with the internal control system specified by the company. The Audit Committee agrees to review the assessment of the work system, policies and guidelines for prevention and anti-corruption that are appropriate and sufficient to prevent and combat corruption.

### **Risk management**

The company emphasizes great importance to manage the overall corporate risk continuously by specifying risk management policies, acceptable risk appetite, and guidelines for risk management at the level of directors and executives, as well as taking risk management as part of the strategy formulation and the company's business operations in order for the business to grow and generate stable returns in the long term for all stakeholders. The company also prevents the potential impact on the company's operations and stability. The company has established a risk management strategy that is in line with international guidelines and practices covering the entire business group according to the integrated risk management guideline, consisting of strategic risk, credit risk, marketing risk, liquidity risk and operational risk under the risk management structure, including an independent risk management department. It clearly defines duties and responsibilities that business units will be evaluated based on risk-adjusted performance assessments.

The risk management's main objective is to raise risk awareness for risk responsibility, to manage risks throughout the organization, and to maintain the standards of good governance, including emerging risks by being part of the strategy and business operations of the organization. It is also aware of its involvement in promoting the process of creating values that are valuable to the society. For example, Trinity Securities Company Limited has adopted anti-corruption in its operations by using certified membership and / or declaration of membership intention of the Private Sector Collective Action Coalition against Corruption (CAC) is a factor in considering investment.

The efficient allocation of resources on the basis of acceptable risk compared to the best return has resulted in success and the competitiveness of the company. At the same time, the company also has the goal of creating maximum return by taking into account the risk to shareholders in the long run.

**Risk management process**

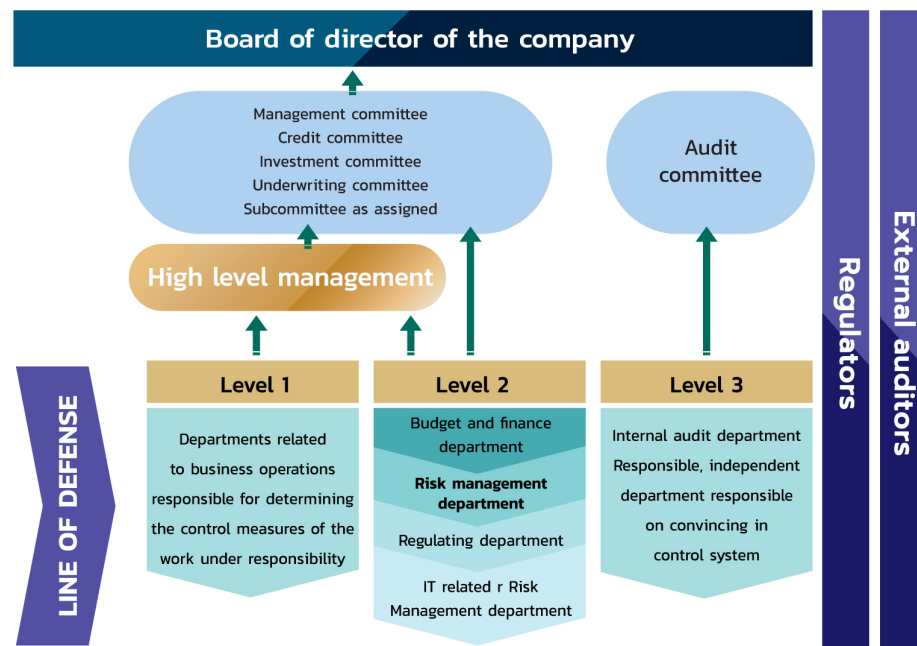
The company has a risk management process, consisting of risk identification, risk assessment, risk tracking and control, and risk reporting, which have been continuously developed to be in line with changes in the environment and international standards. The company constantly monitors the overall risk situation to consider improving the risk management system to be effective.

1. Risk identification is an indication of risk both in terms of the type of risk, causes, and risk factors both external and internal factors, including consideration or anticipation of the risk that the company is experiencing or new risks that may occur in the future
2. Risk assessment is the introduction of various tools and methods used to assess the risk, which must be reviewed, approved, and reviewed within an appropriate time frame
3. Risk tracking and control is to monitor and control the implementation of the risk policy, regulations related to risk and scope of risk to comply with the risk policy and risk level approved by the Board of Directors by following up and controlling such risks regularly and continuously
4. Risk reporting is to report different types of risks, which is comprehensive, timely and sufficient in many perspectives for risk management to be most effective

**Risk management structure**

Trinity Securities Group has appointed the Board of Directors of Trinity Wattana Public Company Limited to oversee the risk and the internal control of the Trinity Securities Group. The Board has appointed the Management Committee to oversee both strategic risk, the overall risk of the organization, and risk at the level of each type of risk. In this regard, the senior management of each business of the company will act as consultants to oversee the strategic risk management of all organizations and departments.

The management committee consists of the chairman and senior management that have expertise in risk related to securities business responsible for determining the policy framework and a comprehensive risk management strategy for the group. There are various operating committees to manage the risk in accordance with the policy with the risk management of the organization as a supporting unit such as the credit committee to consider providing a credit line for customers to meet quality criteria and business continuity management committee to consider the risks posed by the threat of cyber / virus Covid-19.



In the year 2020, the company established a working group to protect customers' personal information and cyber security protection with computer executives and technology responsible for the operation and supervise the use of technology in accordance with the strategy of business operations, transaction volume, the complexity of the technology. The risks involved is considered a part of overall risk management in accordance with the regulations of the Stock Exchange of Thailand that wants securities companies to have good governance security and information technology risk management that is appropriate. With the company's risk management plan, it results in oversight and manage risks efficiently with the organization as a whole that can be used as a strategic plan for the company and implemented in consideration of prevention guidelines. The risk control will be controlled for 3 levels, which are the main structure of risk management including the development of risk management systems on a regular basis to ensure financial sustainability.

### **Raising awareness in risk management organizations**

The company emphasizes importance to raising awareness among executives and employees at various levels through training and seminars to provide knowledge in courses related to risk management, such as regulations and relevant laws, operational risk management, and fraud prevention. There are 185 employees in the training in 2020, 98% of the total staff. And in the future, the company has plans to put risk management as part of corporate values.

## **Security and privacy of customer data**

### **Cyber-crime prevention**

The company emphasizes importance to information security. The information technology policy has been set to be the same standard for the entire group of companies in order to control access to data, and transfers with strict monitoring at all stages for safe data management and information management and to be able to run business continuously, including putting cyber protection measures up to date with international standards and changing to match the strategy and business operations to prevent customer's personal information from being leaked or used by unrelated parties.

### **Key technology policy**

#### **1. IT Infrastructure & Security**

Enhance the level of information technology infrastructure for efficiency, stability and security. Support 24 hours a day, 7 days a week.

#### **2. Data Management & Data Privacy**

Enhanced data management to lead to full integration of internal and external data to meet the needs of customers and internal users, which must be in accordance with the law

#### **3. Application Management & Application Security**

Upgrade the information technology system to be more efficient and create a system of links in all dimensions, in line with the digital life

#### **4. IT Governance**

Enhance good governance in information technology in creating potential and added value for the organization and check every step for sustainable and stable growth

#### **5. IT Capability**

Enhance and improve knowledge, ability of personnel in order to be able to develop and use information technology effectively and at maximum effectiveness, allowing to be able to compete in a rapidly changing business.

### **Achievement Awards**

From our commitment to developing financial products and services, taking into account the interests of all groups of stakeholders under the principles of good governance, social responsibility and environment as a part of sustainable development, as a result, in 2020 Trinity Wattana Public Company Limited has received awards from various institutions as follows:

**1. Award SET Awards 2020 in the category of Deal of the year awards**

Trinity Securities Company Limited, Investment Banking Department, won SET AWARDS 2020 in the category of Deal of the year awards for capital market fund raising (Capital Market Fund Raising Deal) Bangkok Commercial Asset Management Public Company Limited (BAM)

**2. Top Quartile Companies Award**

Trinity Wattana Public Company Limited was rated Very Good and placed in the Top Quartile of companies with registered capital less than 1,000 million baht as assessed by IOD (Thai Institute of Directors).

## General Information

### Companies and Subsidiaries as of 31 December 2020 (Holding at 10% or more)

Company	Type of Business	Shares of Registered Capital	Shares of Paid-up Capital	Location	Telephone
Trinity Watthana Plc. Company registration number 40854500692	Holding Company	199,188,966	199,188,966	179/111 Bangkok City Tower, 26th Floor South Sathon Road, Tungmahamek, Sathon Bangkok 10120	0-2343-9500/ 0-2343-9686
Trinity Securities Co. Ltd. Company registration number 0105542027091 Home Page : www.trinitythai.com	Securities Brokerage	120,000,000	120,000,000	179 Bangkok City Tower 25th - 26th and 29th Floor South Sathon Road, Tungmahamek Sathon Bangkok 10120	0-2343-9500/ 0-2343-9686
Trinity Advisory 2001 Co.,Ltd. Company registration Number 0105544010471	Financial Advisory	1,000,000	1,000,000	179 /108 Bangkok City Tower 26th Floor, South Sathon Road, Tungmahamek, Sathon, Bangkok 10120	0-2343-9500/ 0-2343-9683
Asset Backed Holdings Co. Ltd. Company registration number 10454501332	Investment	10,000	10,000	179 Bangkok City Tower 25th-26th and 29th Fl. South Sathon Road, Tungmahamek Sathon Bangkok 10120	0-2343-9628/ 0-2343-9687-8
Conduit Management Services Co. Ltd. Company registration number 10854501241	Service	50,000	50,000	179 Bangkok City Tower 25th- 26th and 29th Fl. South Sathon Road, Tungmahamek Sathon Bangkok 10120	0-2343-9628/ 0-2343-9687-8
Trinity Intelligence Plus Co., Ltd. Company registration number 0105560196168	Consultancy business	300,000	300,000	112/4 Mobicom Building 4 th Fl. Narathiwat Road, Tungmahamek, Sathon, Bangkok 10120	0-2088-9488/ 0-2088-9489
Trinity One Co.,Ltd. Company Registration Number 0105561097660	Investment	100,000	100,000	179 Bangkok City Tower 25th- 26th and 29th Fl. South Sathon Road, Tungmahamek Sathon Bangkok 10120	0-2088-9100
Tree Money Holding Co.,Ltd. Company Registration Number 0245559002010	Investment	715,000	715,000	891, 891/1-2 Moo 9 Hua Samrong, Plaeng Yao Chachoengsao	0-3808-8611

### Metropolitan and Provincial Branches as of 31 December 2020

Branch	Location	Telephone	Fax
Rama 2 Branch	42, 44 Soi 52 Rama 2 Road, Samaedum, Bangkhunthien, Bangkok 10150	0-2876-4100	0-2417-0225
Ayutthaya Branch	Ngor 6/8-10 Jakkapat Road, Horratthanachai Phra Nakorn Si Ayutthaya 13000	0-2801-9379	0-3523-2979
Lop Buri Branch	219-219/1 Naraimaharaj Road Thalaychubsorn, Muang District, Lop Buri 15000	0-2801-9376	0-3662-6344
Surat Thani Branch	3/39-40 Racha-Uthit Road, Talad, Muang District, Surat Thani 84000	0-2801-9393	0-7727-5154
Had Yai Branch	200/309, 200/311 Juldis Hadyai Plaza Building, Niphath Uthit 3 Road, Had Yai, Songkhla 90110	0-2801-9386	0-7435-4160
Satun Branch	739 Mu 4 Yontrakankamthorn Rd, Khlongku, Mueang Satun 91000	0-2801-9368	0-7474-0201

## References

### Registrar

Thailand Securities Depository Co. Ltd.  
93 The Stock Exchange of Thailand Building  
Rachadapisek Road, Dindaeng, Bangkok 10400  
Telephone : 0-2009-9000 Fax : 0-2009-9991

### Auditor

EY Office Limited  
33rd Floor, Lake Rajada Office Complex  
193/136-137 New Rajadapisek Road, Klongtoey, Bangkok 10110  
Telephone : 0-2264-0777, 0-2661-9190 Fax : 0-2264-0789-90

### Contacts:

- Mr. Sophon Permsirivallop Certified Public Accountant No. 3182 and / or
- Miss Orawan Techawatanasirikul Certified Public Accountant No.4807 and / or
- Miss Pimjai Manitkajohnkit Certified Public Accountant No. 4521 and / or
- Miss Rosaporn Dejarkom Certified Public Accountant No. 5659 and / or
- Miss Rungnapa Lertsuwankul Certified Public Accountant Registration No. 3516 and / or
- Mr. Chayapol Suppasedtanon Certified Public Accountant No. 3972 and / or
- Miss Kirdsiri Kanjanaprakasit Certified Public Accountant No. 6