

Laguna Resorts & Hotels Public Company Limited
and its subsidiaries
Review report and interim financial information
For the three-month period ended 31 March 2021

Independent Auditor's Report on Review of Interim Financial Information

To the Shareholders of Laguna Resorts & Hotels Public Company Limited

I have reviewed the accompanying consolidated statement of financial position of Laguna Resorts & Hotels Public Company Limited and its subsidiaries (the Group) as at 31 March 2021, the related consolidated statements of income, comprehensive income, changes in shareholders' equity and cash flows for the three-month period then ended, as well as the condensed notes to the interim consolidated financial statements. I have also reviewed the separate financial information of Laguna Resorts & Hotels Public Company Limited for the same period (collectively "interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34 *Interim Financial Reporting*. My responsibility is to express a conclusion on this interim financial information based on my review.

Scope of Review

I conducted my review in accordance with Thai Standard on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Thai Standards on Auditing and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.

Conclusion

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34 *Interim Financial Reporting*.

Emphasis of matters

I draw attention to Note 1.2 to the interim consolidated financial statements. The Coronavirus disease 2019 (COVID-19) pandemic in Thailand is continuing to evolve, resulting in an economic slowdown and adversely impacting most businesses and industries, including the Group's business activities. For hotel business, the Group is able to reopen their hotels in September 2020. For property development business, the Group has resumed the construction of some projects and continue to sell their outstanding property projects. However, the number of foreign and local customers have not yet been restored as the situation is ongoing. The management has taken extensive measures to reduce their cost and expenses. In terms of the Group's obligations with respect to repayment of hotel related loans from banks, the Group successfully negotiated with the banks to defer loan principal repayments and interest payments by 12 months. These are significantly impacting the Group's financial position, operating results, and cash flows at present, and is expected to do so in the future.

The Group's management has continuously monitored the ongoing developments and assessed the financial impact in respect of the valuation of assets, provisions and contingent liabilities, and has used estimates and judgment in respect of various issues as the situation has evolved.

My conclusion is not modified in respect of this matter.

Pimjai Manitkajohnkit

Certified Public Accountant (Thailand) No. 4521

EY Office Limited

Bangkok: 14 May 2021

Laguna Resorts & Hotels Public Company Limited and its subsidiaries

Statement of financial position

As at 31 March 2021

(Unit: Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		31 March 2021	31 December 2020	31 March 2021	31 December 2020
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
Assets					
Current assets					
Cash and cash equivalents	2	383,753	568,735	110,096	146,681
Trade and other receivables	3	797,113	782,756	236,511	208,490
Inventories		64,491	72,767	-	-
Property development cost	5	4,097,417	4,164,706	111,429	111,429
Cost to obtain contracts with customers		99,167	101,312	-	-
Other current financial asset		2,269	2,269	2,269	2,269
Other current assets		164,615	156,912	15,755	20,055
Total current assets		5,608,825	5,849,457	476,060	488,924
Non-current assets					
Long-term restricted deposit at financial institution		38,046	38,034	-	-
Other non-current financial assets	6	820,544	713,181	-	-
Long-term trade accounts receivable	7	673,257	723,503	-	-
Investments in subsidiaries	8	-	-	4,242,655	4,242,655
Investments in associates	9	976,832	960,374	777,454	777,454
Long-term loans to subsidiaries	4	-	-	1,212,550	1,255,550
Investment properties	10	1,410,577	1,410,577	181,602	181,602
Property, plant and equipment	11	12,566,173	12,653,409	40,601	41,690
Right-of-use assets	12	52,356	56,541	2,312	3,039
Deferred tax assets		47,005	45,009	-	-
Goodwill		407,904	407,904	-	-
Other non-current assets		12,749	13,194	1,381	1,344
Total non-current assets		17,005,443	17,021,726	6,458,555	6,503,334
Total assets		22,614,268	22,871,183	6,934,615	6,992,258

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

Laguna Resorts & Hotels Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 March 2021

(Unit: Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		31 March 2021	31 December 2020	31 March 2021	31 December 2020
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
Liabilities and shareholders' equity					
Current liabilities					
Bank overdrafts and short-term loans from					
financial institutions	13	1,309,400	1,308,804	670,000	670,000
Trade and other payables	14	1,287,291	1,396,738	209,483	187,234
Current portion of long-term loans from financial					
institutions	17	342,350	737,411	9,250	26,500
Current portion of lease liabilities	15	42,846	40,168	6,186	6,017
Income tax payable		19,315	10,195	-	-
Advance received from customers		711,130	835,916	-	-
Other current liabilities	16	262,690	226,785	16,289	12,878
Total current liabilities		3,975,022	4,556,017	911,208	902,629
Non-current liabilities					
Long-term loans from subsidiaries	4	-	-	73,500	132,500
Long-term loan from related company	4	26,950	26,950	-	-
Long-term loans from financial institutions					
- net of current portion	17	4,769,486	4,357,659	1,345,121	1,327,695
Provision for long-term employee benefits		113,065	113,276	29,438	29,213
Long-term provision	28	1,800	1,774	-	-
Deferred tax liabilities		2,845,797	2,810,792	114,692	116,104
Lease liabilities, net of current portion	15	36,183	38,642	-	117
Other non-current liabilities		210,141	213,960	32,350	34,706
Total non-current liabilities		8,003,422	7,563,053	1,595,101	1,640,335
Total liabilities		11,978,444	12,119,070	2,506,309	2,542,964
Shareholders' equity					
Share capital					
Registered					
211,675,358 ordinary shares of Baht 10 each		2,116,754	2,116,754	2,116,754	2,116,754
Issued and fully paid-up					
166,682,701 ordinary shares of Baht 10 each		1,666,827	1,666,827	1,666,827	1,666,827
Share premium		2,062,461	2,062,461	2,062,461	2,062,461
Capital reserve		568,131	568,131	-	-
Retained earnings					
Appropriated - statutory reserve		211,675	211,675	211,675	211,675
Unappropriated		260,065	447,534	346,030	367,018
Other components of shareholders' equity		5,752,290	5,675,948	141,313	141,313
Equity attributable to owners of the Company		10,521,449	10,632,576	4,428,306	4,449,294
Equity attributable to non-controlling interests					
of the subsidiaries		114,375	119,537	-	-
Total shareholders' equity		10,635,824	10,752,113	4,428,306	4,449,294
Total liabilities and shareholders' equity		22,614,268	22,871,183	6,934,615	6,992,258

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

Directors

(Unaudited but reviewed)

Laguna Resorts & Hotels Public Company Limited and its subsidiaries**Income statement****For the three-month period ended 31 March 2021**

(Unit: Thousand Baht, except earnings per share expressed in Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2021	2020	2021	2020
Revenues	18				
Revenue from hotel operations		106,555	886,964	-	14,011
Revenue from property development operations		306,951	121,088	-	-
Revenue from office rental operations		6,822	14,844	956	5,652
Other income	19	4,590	3,734	14,880	23,920
Total revenues		424,918	1,026,630	15,836	43,583
Expenses					
Cost of hotel operations		203,144	513,344	-	7,820
Cost of property development operations		149,816	56,797	-	-
Cost of office rental operations		5,170	8,509	995	1,765
Selling expenses		27,045	77,537	34	1,104
Administrative expenses		186,062	318,652	32,992	34,338
Total expenses		571,237	974,839	34,021	45,027
Operating profit (loss)		(146,319)	51,791	(18,185)	(1,444)
Share of profit from investments in associates	9	12,923	7,271	-	-
Finance income		12,916	14,351	14,748	26,816
Finance cost	20	(64,274)	(59,758)	(18,963)	(24,453)
Profit (loss) before income tax expenses		(184,754)	13,655	(22,400)	919
Income tax revenue (expenses)	21	(20,693)	(8,845)	1,412	(426)
Profit (loss) for the period		(205,447)	4,810	(20,988)	493
Profit (loss) attributable to:					
Equity holders of the Company		(200,185)	559	(20,988)	493
Non-controlling interests of the subsidiaries		(5,262)	4,251		
		(205,447)	4,810		
Earnings per share					
Basic earnings per share	22				
Profit (loss) attributable to equity holders of the Company		(1.20)	0.003	(0.13)	0.003

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

(Unaudited but reviewed)

Laguna Resorts & Hotels Public Company Limited and its subsidiaries**Statement of comprehensive income****For the three-month period ended 31 March 2021**

(Unit: Thousand Baht)

Note	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
Profit (loss) for the period	(205,447)	4,810	(20,988)	493
Other comprehensive income (loss):				
<i>Other comprehensive income (loss) to be reclassified to profit or loss in subsequent periods</i>				
Exchange differences on translation of financial statements in foreign currency	(267)	255	-	-
Share of other comprehensive income of associates	9 2,278	4,055	-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods, net of income tax	2,011	4,310	-	-
<i>Other comprehensive income (loss) not to be reclassified to profit or loss in subsequent periods</i>				
Gains on changes in investments in equity designated at fair value through other comprehensive income	85,890	-	-	-
Share of other comprehensive income (loss) from associates	9 1,257	(4,468)	-	-
Other comprehensive income (loss) not to be reclassified to profit or loss in subsequent periods, net of income tax	87,147	(4,468)	-	-
Other comprehensive income (loss) for the period	89,158	(158)	-	-
Total comprehensive income (loss) for the period	(116,289)	4,652	(20,988)	493
Total comprehensive income (loss) attributable to:				
Equity holders of the Company	(111,127)	367	(20,988)	493
Non-controlling interests of the subsidiaries	(5,162)	4,285		
	(116,289)	4,652		

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

(Unaudited but reviewed)

Laguna Resorts & Hotels Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity

For the three-month period ended 31 March 2021

(Unit: Thousand Baht)

Consolidated financial statements																				
Equity attributable to the owners of the Company																				
		Other components of shareholders' equity																		
		Other comprehensive income										Equity attributable								
				Retained earnings		Exchange differences on translation of financial statements in foreign currency		Gains on investments in equity designated at fair value through other comprehensive income		Share of other comprehensive income (loss) from associates		Total other components of shareholders' equity		Total equity attributable to owners of the Company		Equity attributable to non-controlling interests of the subsidiaries		Total shareholders' equity		
		Issued and fully paid-up share capital	Share premium	Capital reserve	Appropriated - statutory reserve	Unappropriated		Revaluation surplus on assets												
Balance as at 1 January 2020		1,666,827	2,062,461	568,131	211,675	1,857,861	124,328	5,580,940	274,156	(611)	5,978,813	12,345,768	139,879	12,485,647						
Profit for the period		-	-	-	-	559	-	-	-	-	-	559	4,251	4,810						
Other comprehensive income (loss) for the period		-	-	-	-	-	221	-	-	(413)	(192)	(192)	34	(158)						
Total comprehensive income (loss) for the period		-	-	-	-	559	221	-	-	(413)	(192)	367	4,285	4,652						
Reversal of revaluation surplus on disposal of assets		-	-	-	-	765	-	(765)	-	-	(765)	-	-	-						
Balance as at 31 March 2020		1,666,827	2,062,461	568,131	211,675	1,859,185	124,549	5,580,175	274,156	(1,024)	5,977,856	12,346,135	144,164	12,490,299						
Balance as at 1 January 2021		1,666,827	2,062,461	568,131	211,675	447,534	124,299	5,478,403	85,453	(12,207)	5,675,948	10,632,576	119,537	10,752,113						
Loss for the period		-	-	-	-	(200,185)	-	-	-	-	-	(200,185)	(5,262)	(205,447)						
Other comprehensive income (loss) for the period		-	-	-	-	-	(367)	-	85,890	3,535	89,058	89,058	100	89,158						
Total comprehensive income (loss) for the period		-	-	-	-	(200,185)	(367)	-	85,890	3,535	89,058	(111,127)	(5,162)	(116,289)						
Reversal of revaluation surplus on disposal of assets		-	-	-	-	12,716	-	(12,716)	-	-	(12,716)	-	-	-						
Balance as at 31 March 2021		1,666,827	2,062,461	568,131	211,675	260,065	123,932	5,465,687	171,343	(8,672)	5,752,290	10,521,449	114,375	10,635,824						
		-	-	-	-	-	-	-	-	-	-	-	-	-						
		-	-	-	-	-	-	-	-	-	-	-	-	-						

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

(Unaudited but reviewed)

Laguna Resorts & Hotels Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity (continued)

For the three-month period ended 31 March 2021

(Unit: Thousand Baht)

Separate financial statements

	Issued and fully paid-up		Retained earnings		Other components of shareholders' equity		Total shareholders' equity
			Appropriated - statutory reserve	Unappropriated	Other comprehensive income	Total other components of shareholders' equity	
	share capital	Share premium			Revaluation surplus on assets		
Balance as at 1 January 2020	1,666,827	2,062,461	211,675	901,083	141,313	141,313	4,983,359
Profit for the period	-	-	-	493	-	-	493
Other comprehensive income for the period	-	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	493	-	-	493
Balance as at 31 March 2020	<u>1,666,827</u>	<u>2,062,461</u>	<u>211,675</u>	<u>901,576</u>	<u>141,313</u>	<u>141,313</u>	<u>4,983,852</u>
Balance as at 1 January 2021	1,666,827	2,062,461	211,675	367,018	141,313	141,313	4,449,294
Loss for the period	-	-	-	(20,988)	-	-	(20,988)
Other comprehensive income for the period	-	-	-	-	-	-	-
Total comprehensive income (loss) for the period	-	-	-	(20,988)	-	-	(20,988)
Balance as at 31 March 2021	<u>1,666,827</u>	<u>2,062,461</u>	<u>211,675</u>	<u>346,030</u>	<u>141,313</u>	<u>141,313</u>	<u>4,428,306</u>
	-	-	-	-	-	-	-
	-	-	-	-	-	-	-

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

(Unaudited but reviewed)

Laguna Resorts & Hotels Public Company Limited and its subsidiaries**Cash flow statement****For the three-month period ended 31 March 2021**

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
Cash flows from operating activities				
Profit (loss) before income tax expenses	(184,754)	13,655	(22,400)	919
Adjustments to reconcile profit (loss) before income tax expenses to net cash provided by (paid from) operating activities:				
Depreciation	116,397	117,233	2,092	3,032
Allowance for expected credit losses (reversal)	16,311	(411)	2,246	(30)
Reduction of inventory to net realisable value (reversal)	315	(255)	-	-
Reversal of reduction of property development cost to net realisable value	(961)	-	-	-
Share of profit from investments in associates	(12,923)	(7,271)	-	-
Gain on sales of property, plant and equipment	-	(62)	-	-
Write off property, plant and equipment	1	8	-	-
Provision for long-term employee benefits	1,940	1,328	225	126
Provision for legal case	26	-	-	-
Forfeited money from property units	-	(1,605)	-	-
Finance income	(12,916)	(14,351)	(14,748)	(26,816)
Finance cost	64,274	59,758	18,963	24,453
Profit (loss) from operating activities before changes in operating assets and liabilities	(12,290)	168,027	(13,622)	1,684
Operating assets (increase) decrease				
Trade and other receivables	(30,668)	75,994	(15,519)	(35,960)
Inventories	7,961	(4,517)	-	-
Property development cost	68,250	(178,301)	-	-
Cost to obtain contracts with customers	2,145	(12,527)	-	-
Other current assets	(5,973)	57,612	4,381	(2,852)
Long-term trade accounts receivable	50,246	72,686	-	-
Other non-current assets	445	(682)	(37)	-
Operating liabilities increase (decrease)				
Trade and other payables	(162,238)	(218,603)	6,219	7,665
Advance received from customers	(124,786)	42,513	-	(175)
Other current liabilities	36,029	6,107	3,451	(11,296)
Cash paid for provision for long-term employee benefits	(2,151)	(153)	-	-
Other non-current liabilities	3,739	4,745	-	96
Cash flows from (used in) operating activities	(169,291)	12,901	(15,127)	(40,838)
Cash received for interest income	12,916	14,351	-	6,739
Cash paid for interest expenses	(17,854)	(66,386)	(5,061)	(30,608)
Cash paid for income tax	(1,768)	(11,378)	(81)	(911)
Net cash flows used in operating activities	(175,997)	(50,512)	(20,269)	(65,618)

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

(Unaudited but reviewed)

Laguna Resorts & Hotels Public Company Limited and its subsidiaries**Cash flow statement (continued)****For the three-month period ended 31 March 2021**

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
Cash flows from investing activities				
Increase in long-term restricted deposits at financial institutions	(12)	(9)	-	-
Cash received from long-term loans to subsidiaries	-	-	180,000	320,500
Cash paid for long-term loans to subsidiaries	-	-	(137,000)	(303,000)
Cash received from sales of property, plant and equipment	12	142	-	-
Cash paid for acquisition of property, plant and equipment	(23,418)	(61,539)	(316)	(114)
Net cash flows from (used in) investing activities	(23,418)	(61,406)	42,684	17,386
Cash flows from financing activities				
Increase (decrease) in bank overdrafts and short-term loans from financial institutions	596	(5,000)	-	-
Draw down of long-term loans from subsidiaries	-	-	63,000	263,000
Repayment of long-term loans from subsidiaries	-	-	(122,000)	(220,000)
Draw down of long-term loans from financial institutions	110,400	159,259	-	-
Repayment of long-term loans from financial institutions	(94,269)	(246,525)	-	(8,806)
Payment of lease liabilities	(1,647)	(2,084)	-	(900)
Net cash flows from (used in) financing activities	15,080	(94,350)	(59,000)	33,294
Net exchange differences on translation of financial statements in foreign currency	(647)	1,642	-	-
Net decrease in cash and cash equivalents	(184,982)	(204,626)	(36,585)	(14,938)
Cash and cash equivalents at beginning of period	568,735	632,544	146,681	21,706
Cash and cash equivalents at end of period (Note 2)	383,753	427,918	110,096	6,768
	-	-	-	-
Supplemental cash flows information				
Non-cash items				
Share of comprehensive income (loss) from associates	3,535	(413)	-	-
Reversal of revaluation surplus on disposal of assets	12,716	765	-	-
Interest recorded as property development cost	-	5,514	-	-
Addition of right-of-use assets and lease liabilities	1,021	-	-	-

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

Laguna Resorts & Hotels Public Company Limited and its subsidiaries

Notes to interim consolidated financial statements

For the three-month period ended 31 March 2021

1. General information

1.1 Corporate information

Laguna Resorts & Hotels Public Company Limited (“the Company”, “LRH”) is a public company incorporated and domiciled in Thailand. Its major shareholder is Banyan Tree Assets (Thailand) Company Limited, which was incorporated in Thailand. The parent company of the Group is Banyan Tree Holdings Limited, which was incorporated in Singapore.

The Group is principally engaged in the hotel business and property development. There are five hotels in Laguna Phuket, namely Angsana Laguna Phuket, Banyan Tree Phuket, Angsana Villas Resort Phuket, Cassia Phuket and Laguna Holiday Club Phuket Resort, located in Phuket province and one hotel, the Banyan Tree Bangkok, located in Bangkok. The subsidiaries are also engaged in operating golf clubs (Laguna Golf Phuket and Laguna Golf Bintan), sales of merchandise (Banyan Tree Gallery), spa, office and shop rental and sale of holiday club memberships.

The registered office of the Company is at 21/17B, 21/17C, 21/65, 21/66 and 21/68 Thai Wah Tower 1, 7th, 22nd and 24th Floor, South Sathorn Road, Tungmahamek, Sathorn, Bangkok.

1.2 Coronavirus disease 2019 Pandemic

The Coronavirus disease 2019 (COVID-19) pandemic is continuing to evolve, resulting in an economic slowdown and adversely impacting most businesses and industries. Like almost all businesses in the hospitality industry in Thailand, the COVID-19 pandemic has significantly impacted the Group’s businesses, especially the hotel business.

To further improve the Group’s hotel business, the Group has launched numerous promotional campaigns through trade fairs and social media by offering attractive value-added hotel packages.

The Group has also taken extensive measures to reduce its overhead expenses through an unpaid leave scheme, delaying unnecessary expenditure, rationalising its workforce, and a corporate restructuring to improve productivity which has significantly reduced its “burn rate”. The Group has also successfully negotiated with its bank to defer loan principal repayments and interest payments at least by 12 months.

(Unaudited but reviewed)

In terms of the property development business, the Group has still performed the construction of some of its property projects during the period. Despite the pandemic, the Group is continuing to sell properties and during the three-month period ended 31 March 2021 new properties of more than Baht 250 million have been sold to date.

Nevertheless, the COVID-19 pandemic continues to impact the Group's financial position, operating results, and cash flows at present, including compliance with debt covenants, and is expected to do so in the future. 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.

1.3 Basis for the preparation of interim financial information

This interim financial information is prepared in accordance with Thai Accounting Standard No. 34 Interim Financial Reporting, with the Company choosing to present condensed interim financial statements. However, the Company has presented the statements of financial position, income, comprehensive income, changes in shareholders' equity, and cash flows in the same format as that used for the annual financial statements.

The interim financial information is intended to provide information additional to that included in the latest annual financial statements. Accordingly, they focus on new activities, events and circumstances so as not to duplicate information previously reported. This interim financial information should therefore be read in conjunction with the latest annual financial statements.

The interim financial information in Thai language is the official statutory financial information of the Company. The interim financial information in English language has been translated from the Thai language financial information.

1.4 Basis of consolidation

This interim financial information include the financial statements of Laguna Resorts & Hotels Public Company Limited and its subsidiaries ("the Group") and have been prepared on the same basis as that applied for the consolidated financial statements for the year ended 31 December 2020. There have been no changes in the composition of the subsidiaries during the period.

1.5 New financial reporting standards

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

During the period, the Group has adopted the 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 adoption of these financial reporting standards does not have any significant impact on the Group's financial statements.

(b) Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2022

The Federation of Accounting Professions issued amendments to Thai Financial Reporting Standard 16 Leases that provide temporary exemptions from the impact of interest rate benchmark reform for a lessee, provided that all specified conditions are to be met.

The management of the Group believes that adoption of these amendments will not have any significant impact on the Group's financial statements.

1.6 Significant accounting policies

The interim financial information is prepared by using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2020.

2. Cash and cash equivalents

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March	31 December	31 March	31 December
	2021	2020	2021	2020
Cash	5,223	5,684	138	138
Bank deposits	378,530	563,051	109,958	146,543
Total	383,753	568,735	110,096	146,681

(Unaudited but reviewed)

3. Trade and other receivables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March	31 December	31 March	31 December
	2021	2020	2021	2020
<u>Trade accounts receivable</u>				
Trade accounts receivable - hotel operations	146,073	132,156	8,445	7,291
Less: Allowance for expected credit losses	(44,601)	(33,285)	(6,665)	(4,419)
Trade accounts receivable - hotel operations, net	101,472	98,871	1,780	2,872
Trade accounts receivable - sales of property				
- Installments due	99,889	126,351	-	-
Current portion of long-term trade				
accounts receivable (Note 7)	330,601	335,992	-	-
Less: Deferred interest income	(411)	-	-	-
Net	330,190	335,992	-	-
Trade accounts receivable - sales of property, net	430,079	462,343	-	-
Trade accounts receivable - sales of holiday club				
memberships - installments due and trade				
accounts receivable from sales and marketing				
services for holiday club memberships	72,411	48,559	-	-
Current portion of long-term trade				
accounts receivable (Note 7)	39	76	-	-
Trade accounts receivable - sales of holiday club				
memberships and sales and marketing services				
for holiday club memberships	72,450	48,635	-	-
Less: Allowance for expected credit losses	(22,251)	(17,256)	-	-
Trade accounts receivable - sales of holiday club				
memberships and sales and marketing services for				
holiday club memberships, net	50,199	31,379	-	-
Trade accounts receivable, net	581,750	592,593	1,780	2,872
<u>Other receivables</u>				
Amounts due from related parties (Note 4)	92,920	80,218	213,590	181,768
Villa owner receivables	92,562	79,088	2,390	2,389
Accrued rental income	18,249	20,959	18,249	20,959
Other receivables	11,632	9,898	502	502
Total other receivables	215,363	190,163	234,731	205,618
Trade and other receivables, net	797,113	782,756	236,511	208,490

(Unaudited but reviewed)

The balances of trade accounts receivable - hotel operations, aged on the basis of due dates, are summarised below.

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March 2021	31 December 2020	31 March 2021	31 December 2020
<u>Age of receivables</u>				
Not yet due	42,793	15,749	1,065	155
Past due				
Up to 30 days	17,032	18,953	198	116
31 - 60 days	7,247	12,320	99	28
61 - 90 days	2,984	3,442	60	35
91 - 120 days	7,639	1,546	51	19
Over 120 days	68,378	80,146	6,972	6,938
Total	146,073	132,156	8,445	7,291
Less: Allowance for expected credit losses	(44,601)	(33,285)	(6,665)	(4,419)
Trade accounts receivable - hotel operations, net	<u>101,472</u>	<u>98,871</u>	<u>1,780</u>	<u>2,872</u>

The balances of trade accounts receivable - sales of property, aged on the basis of due dates, are summarised below.

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March 2021	31 December 2020	31 March 2021	31 December 2020
<u>Age of receivables</u>				
Not yet due	355,615	364,129	-	-
Past due				
Up to 30 days	17,951	39,779	-	-
31 - 60 days	11,945	18,258	-	-
61 - 90 days	8,123	8,545	-	-
91 - 120 days	7,398	9,116	-	-
Over 120 days	29,458	22,516	-	-
Total	430,490	462,343	-	-
Less: Deferred interest income	(411)	-	-	-
Trade accounts receivable - sales of property, net	<u>430,079</u>	<u>462,343</u>	<u>-</u>	<u>-</u>

(Unaudited but reviewed)

The balances of installments due of trade accounts receivable - sales of holiday club memberships and sales and marketing services for holiday club memberships, aged on the basis of due dates, are summarised below.

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March 2021	31 December 2020	31 March 2021	31 December 2020
<u>Age of receivables</u>				
Not yet due	1,116	1,205	-	-
Past due				
Up to 30 days	818	432	-	-
31 - 60 days	2,567	470	-	-
61 - 90 days	23,451	877	-	-
91 - 120 days	677	1,960	-	-
Over 120 days	43,821	43,691	-	-
Total	72,450	48,635	-	-
Less: Allowance for expected credit losses	(22,251)	(17,256)	-	-
Trade accounts receivable - sales of holiday club memberships - installment due and trade accounts receivable from sales and marketing services for holiday club memberships, net	50,199	31,379	-	-

4. Related party transactions

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

(Unaudited but reviewed)

(Unit: Million Baht)

	For the three-month periods ended 31 March				Transfer pricing policy
	Consolidated		Separate		
	financial statements		financial statements		
	2021	2020	2021	2020	
<u>Transactions with subsidiaries</u>					
(eliminated from the consolidated financial statements)					
Guarantee fee expenses	-	-	5	2	(2) agreed basis
Interest income	-	-	15	27	(4) agreement
Interest expenses	-	-	1	4	(4) agreement
Management fee income	-	-	13	24	(3) agreed basis
Reimbursement receipts	-	-	-	1	(9) agreed basis
Reimbursement payments	-	-	16	2	(9) agreed basis
Rental and service income	-	-	-	1	(10)(iii) agreement
Rental and service expenses	-	-	2	2	(10)(iii), (iv) agreement
Resort service expenses	-	-	1	4	(12) agreed basis
<u>Transactions with associates</u>					
Reimbursement receipts	-	1	-	-	(9) agreed basis
Rental and service income	4	4	-	-	(10)(iv) agreement
<u>Transactions with related companies</u>					
Inter resort payments	1	13	-	-	(1) agreed basis
Management fee income	-	2	-	1	(13), (14) agreement
Management fee expenses	8	46	-	-	(5) agreement
Sale of goods	-	2	-	-	(7) agreed basis
Reimbursement receipts	11	8	3	1	(9) agreed basis
Reimbursement payments	13	13	1	-	(9) agreed basis
Rental and service income	2	6	-	-	(10)(i), (ii), (iv), (v) agreement
Rental and service expenses	-	1	-	-	(10)(vi) agreement
Rental return on hotel units	-	1	-	-	(11) agreement
Resort service income	-	1	-	-	(12) agreed basis
Training charges	-	1	-	-	(8) agreed basis
Service fees	17	17	-	-	(6), (15) agreed basis

The nature, pricing policy and agreements relating to the above transactions are summarised below:

- (1) These charges relate to goods and services that are consumed by customers in one part of Laguna Phuket but are billed centrally to the customer at the hotel in which the customer is staying. Such charges relate to meals at restaurants, golf fees, treatments at the spa and goods purchased at shops in the resort. On receiving the funds centrally from the customer, the hotel reimburses the company in which the goods and services are consumed. Actual receipts are paid and credit card commission is charged ranging from 2% to 5% of the revenue based on the commission rate charged by the credit card companies. Such inter resort charges are also incurred at the Banyan Tree Bangkok and Laguna Golf Bintan primarily for treatments at the spa, goods purchased at the shops and golf fees at golf course.
- (2) Guarantee fee among group companies for permitting their assets to be pledged as collateral for other related companies' bank loans by charging on 1% of proportion of value of pledged assets to total loan facilities.
- (3) The Company charges a management fee to its subsidiaries for providing centralised duties and services for each operation in the group. The monthly fixed rate is charged dependent on the department serviced, except the internal audit service is charged by work hours.
- (4) Loans between group companies are unsecured and are denominated in Thai Baht. The loans carry interest at a rate equal to the lenders' borrowing costs per annum (based upon commercial bank's interest rates) plus a margin of 1.1%. The loans are repayable on demand, however it is expected that those loans would not be called for repayment in the short-term. Therefore, such loans are recorded as non-current assets/liabilities in the statement of financial position.
- (5) The terms of the operating agreements are disclosed in Note 23 and consist of a royalty agreement, hotel management agreement and technical assistance agreement. The payment terms of the contracts are as follows:

Royalty fee paid for the use of "Banyan Tree", "Angsana" and "Cassia" trademarks and all other proprietary rights associated with it.

- (i) Banyan Tree Phuket (Laguna Banyan Tree Limited), Cassia Phuket (Phuket Grande Resort Limited), Angsana Villas Resort Phuket (Bangtao Grande Limited) and Laguna Holiday Club Phuket Resort (Bangtao Grande Limited) pay a royalty fee of 2% of total revenue.

(Unaudited but reviewed)

- (ii) Banyan Tree Bangkok (Thai Wah Plaza Limited) and Angsana Laguna Phuket (Bangtao Grande Limited) pay a royalty fee of 3% of total revenue.
- (iii) Banyan Tree Gallery (Thailand) Limited and Banyan Tree Gallery (Singapore) Pte. Ltd. pay a royalty fee of 1% of total revenue.

Hotel management and technical assistance fees.

- (iv) The Technical Assistance Agreement of the Banyan Tree Phuket pay a technical fee of 7.5% of gross operating profit.
- (v) The Hotel Management Agreement of Banyan Tree Bangkok and Angsana Laguna Phuket pay a hotel management fee of 10% of gross operating profit. Cassia Phuket, Angsana Villas Resort Phuket and Laguna Holiday Club Phuket Resort pay a hotel management fee of 7.5% of gross operating profit.
- (vi) In addition, pursuant to the hotel management and technical assistance agreements, expenses relating to the sharing of group marketing costs such as promotional campaigns and adverts, sales staff salaries, central reservations and international sales offices incurred by the Banyan Tree and/or Angsana and/or Cassia corporate head office shall be charged as follows:
 - Group marketing services shared on a group basis are based on 2% of total actual hotel revenue.
 - Reservation service fees are 1% of room revenue plus USD 12 per booking sourced through third party channels.

All management fees are consistent with industry practice and the sharing of group marketing costs incurred by Banyan Tree Phuket, Banyan Tree Bangkok, Angsana Laguna Phuket, Angsana Villas Resort Phuket, Cassia Phuket and Laguna Holiday Club Phuket Resort are the reimbursement of costs benefiting each of the hotels. As a result, these transactions are on normal commercial terms and conditions.

- (6) The centralised service fee charges by Banyan Tree Resorts & Spas (Thailand) Company Limited in respect of providing centralised services related to accounting, purchasing, human resources, learning & development, reservation and information technology. Where the charges is based on 5% markup of actual cost, the same is applied to all hotels and business operations concerned.

- (7) These transactions relate to:
- (i) Sale of goods from Banyan Tree Gallery (Thailand) Limited to related companies is priced at a 15% to 30% discount to the retail price depending on the volume purchased.
 - (ii) Sale of guest and spa supplies of high volume purchases from companies which operate galleries to related companies is priced at cost plus up to 30% and 40% margin.
 - (iii) Sale and purchase of goods among Banyan Tree Gallery (Singapore) and Banyan Tree Gallery (Thailand) are priced at cost plus a handling fee of 5% to 20%. In this instance, they act as a purchasing agent and central purchasing for products in their countries to facilitate bulk purchasing for competitive pricing.
- (8) Training charges by Banyan Tree Hotels & Resorts (Thailand) Limited in respect of providing centralised training facilities and courses for staff. The training costs are allocated to each operation based on actual cost.
- (9) Costs are often incurred within the group which is reimbursed by the Company to which the expense relates. Actual costs are reimbursed.
- (10) Rental paid for premises and land. The rental periods are not over three years, except some transactions as stated in (10)(i).
- (i) Rental and service fee is on the basis of 5% to 10% of sales revenue which is dependent on criteria such as the location, budgeted sales, term of the lease, size of area leased and type of operation.

<u>Payee</u>	<u>Payer</u>	<u>Rental Period</u>	<u>Expiry Date</u>
BGL	BTRS(T)	30 years	November 2041

This agreement was valid until 31 December 2020.

BGL : Bangtao Grande Limited

BTRS(T) : Banyan Tree Resorts & Spas (Thailand) Company Limited

- (ii) Rental and service income for space in Banyan Tree Phuket for Banyan Tree Spa office and store is at Baht 1,207 per square metre per month.
- (iii) Rental of space and service in Canal Village. The charges include rental and related service fees which are at market rate.
- (iv) Rental and service income earned by Thai Wah Plaza Limited for renting the office space at Thai Wah Tower I and Banyan Tree Bangkok. The charges include rental and related service fees which are at market rate.

(Unaudited but reviewed)

- (v) Service income from rental of Banyan Tree Management Academy is at Baht 136,591 per month.
- (vi) Rental of office space and service of Banyan Tree Gallery (Singapore) Pte. Limited is at SGD 3 per square feet per month.
- (11) This relates to a Management Agreement to manage the hotel units of Cheer Golden Limited in the Angsana Resort & Spa on Bintan Island, Indonesia under which Cheer Golden Limited receives a return of 15% per annum on the investment of the leasehold rights.
- (12) Resort service charged to the operations relates to revenue of Laguna Service Company Limited which provides centralised services to each operation in the group located at Laguna Phuket at the following rates:
- Water supply : at the determined price and actual usage
 - Laundry charge : at the price based on cost plus a certain margin
 - Common area services, : based on actual cost
transportation charges
 - Staff buses : at the price based on cost plus a certain margin
 - Marketing fee : at the rate of 0.75% of the operations' actual revenue
 - Community service : based on actual cost
 - Other services : at the determined price and actual usage
- (13) The Company charges a management fee to Banyan Tree Resorts & Spas (Thailand) Company Limited and Banyan Tree Hotels & Resorts (Thailand) Limited for providing administration services of information technology and human resources.
- (14) This relates to management fee charge to related companies for providing operational, visual and product training services. The fee are annual fee at SGD according to each agreement plus 15% of gross operating profit.
- (15) This relates to project management services which the fees are based on 10% mark up of actual working hours in providing the service and included all cost.

The Company has contingent liabilities in respect of letters of guarantee issued to banks to guarantee facilities of its subsidiaries as follows:

(Unit: Million Baht)

	<u>31 March 2021</u>	<u>31 December 2020</u>
Overdrafts and bank guarantee facilities	106	106

(Unaudited but reviewed)

Subsidiaries have contingent liabilities in respect of letters of guarantee issued to banks to guarantee facilities of the Group as follows:

(Unit: Million Baht)

	31 March 2021	31 December 2020
Short-term loan facilities	150	150
Long-term loan facilities	900	900
Overdrafts and bank guarantee facilities	20	20

As at 31 March 2021 and 31 December 2020, the balances of the accounts between the Company and those related companies are as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March 2021	31 December 2020	31 March 2021	31 December 2020
Amounts due from related parties				
Subsidiaries	-	-	200,663	172,060
Associated companies	269	259	-	-
Related companies (related by common shareholders)	92,651	79,959	12,927	9,708
Total amounts due from related parties (Note 3)	<u>92,920</u>	<u>80,218</u>	<u>213,590</u>	<u>181,768</u>
Amounts due to related parties				
Subsidiaries	-	-	35,950	27,686
Associated companies	1,563	24	-	-
Related companies (related by common shareholders)	144,177	134,079	4,536	6,207
Total amounts due to related parties (Note 14)	<u>145,740</u>	<u>134,103</u>	<u>40,486</u>	<u>33,893</u>
Dividend payable (Note 14)				
Related company (related by common shareholders)	<u>130,048</u>	<u>130,048</u>	<u>130,048</u>	<u>130,048</u>

Long-term loans to subsidiaries and long-term loans from subsidiaries

As at 31 March 2021 and 31 December 2020, the balance of loans between the Company and those related companies and the movement are as follows:

(Unaudited but reviewed)

Long-term loans to subsidiaries

(Unit: Thousand Baht)

	Separate financial statements			
	31 December 2020	Addition	Repayment	31 March 2021
Laguna Banyan Tree Limited	594,000	89,000	(10,000)	673,000
Laguna Holiday Club Limited	175,500	-	(10,000)	165,500
Laguna Lakes Limited	293,000	-	(4,000)	289,000
Laguna Grande Limited	165,000	48,000	(156,000)	57,000
Banyan Tree Gallery (Thailand) Limited	28,050	-	-	28,050
Total	1,255,550	137,000	(180,000)	1,212,550

Long-term loans from subsidiaries

(Unit: Thousand Baht)

	Separate financial statements			
	31 December 2020	Addition	Repayment	31 March 2021
Laguna (3) Limited	13,500	-	-	13,500
TWR - Holdings Limited	119,000	63,000	(122,000)	60,000
Total	132,500	63,000	(122,000)	73,500

Long-term loan from related company

(Unit: Thousand Baht)

	Consolidated financial statements			
	31 December 2020	Addition	Repayment	31 March 2021
Banyan Tree Hotels & Resorts (Thailand) Limited	26,950	-	-	26,950
Total	26,950	-	-	26,950

(Unaudited but reviewed)

Directors and management's benefits

During the three-month periods ended 31 March 2021 and 2020, the Group had employee benefit expenses of their directors and management as below.

(Unit: Thousand Baht)

	For the three-month periods ended 31 March			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Short-term employee benefits	14,517	21,985	7,174	8,550
Post-employment benefits	659	757	257	346
Other long-term employee benefits	11	8	4	4
Total	15,187	22,750	7,435	8,900

5. Property development cost

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March 2021	31 December 2020	31 March 2021	31 December 2020
Property for sale under holiday club memberships	223,434	230,156	-	-
Completed buildings	450,350	457,682	-	-
Land	1,885,057	1,902,488	111,429	111,429
Property under construction	1,562,616	1,599,381	-	-
Total	4,121,457	4,189,707	111,429	111,429
Less: Allowance for diminution in value	(24,040)	(25,001)	-	-
Property development cost, net	4,097,417	4,164,706	111,429	111,429

Subsidiaries have mortgaged property development cost amounting to Baht 1,328 million (31 December 2020: Baht 1,486 million) as collateral against its credit facilities received from financial institutions.

6. Other non-current financial assets

(Unit: Thousand Baht)

	Consolidated financial statements	
	31 March 2021	31 December 2020
Non-listed equity instruments		
Bibace Investments Ltd.	471,015	375,369
Banyan Tree Indochina Hospitality Fund, L.P.	349,529	337,812
Total other non-current financial assets	820,544	713,181

(Unaudited but reviewed)

The Group has elected to measure these non-listed equity instruments at fair value through other comprehensive income due to the Group's intention to hold these equity instruments for long-term appreciation.

7. Long-term trade accounts receivable

Long-term trade accounts receivable consists of:

- 7.1 Installments receivable from property sales which bear interest at rates of 3.0% - 7.0% and MLR plus 0.5% per annum (31 December 2020: 5.0% - 7.0% and MLR plus 0.5% per annum) and installments are repaid over a period of 3 to 10 years.
- 7.2 Installments receivable from sales of holiday club memberships which bear interest at a rate of 9.0% per annum and installments are repaid over a period of 5 years.

Long-term trade accounts receivable are due as follows:

(Unit: Thousand Baht)

	Consolidated financial statements	
	31 March 2021	31 December 2020
Current portion of long-term trade accounts receivable - net	330,229	336,068
Long-term trade accounts receivable - net	673,257	723,503
Total	<u>1,003,486</u>	<u>1,059,571</u>
Sales of property		
Within 1 year (Note 3)	330,601	335,992
Less: Deferred interest income	(411)	-
Net	<u>330,190</u>	<u>335,992</u>
Over 1 year to 5 years	674,008	723,503
Less: Deferred interest income	(751)	-
Net	<u>673,257</u>	<u>723,503</u>
Long-term trade accounts receivable - sales of property	<u>1,003,447</u>	<u>1,059,495</u>
Sales of holiday club memberships		
Within 1 year (Note 3)	39	76
Long-term trade accounts receivable - sales of holiday club memberships	<u>39</u>	<u>76</u>
Total	<u>1,003,486</u>	<u>1,059,571</u>

8. Investments in subsidiaries

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

Company's name	Paid-up capital		Shareholding percentage		Cost	
	31 March 2021	31 December 2020	31 March 2021	31 December 2020	31 March 2021	31 December 2020
	Million Baht	Million Baht	%	%	Million Baht	Million Baht
<u>Subsidiaries held by the Company</u>						
Banyan Tree Gallery (Singapore) Pte. Limited	SGD 0.43	SGD 0.43	51.0	51.0	4.0	4.0
	Million	Million				
Banyan Tree Gallery (Thailand) Limited	7.8	7.8	51.0	51.0	4.0	4.0
Laguna Banyan Tree Limited ⁽¹⁾	1,500.0	1,500.0	100.0	100.0	1,325.1	1,325.1
Laguna Holiday Club Limited	330.0	330.0	100.0	100.0	330.0	330.0
Laguna Grande Limited ⁽²⁾	1,000.0	1,000.0	100.0	100.0	958.5	958.5
Laguna Lakes Limited	1.0	1.0	95.0	95.0	0.9	0.9
Laguna Service Company Limited ⁽³⁾	90.5	90.5	72.9	72.9	22.4	22.4
Laguna (3) Limited	0.1	0.1	100.0	100.0	47.8	47.8
TWR - Holdings Limited	1,550.0	1,550.0	100.0	100.0	1,550.0	1,550.0
<u>Subsidiaries held through TWR - Holdings Limited</u>						
Laguna Excursions Limited	8.0	8.0	49.0	49.0	-	-
Laguna Village Limited	179.0	179.0	100.0	100.0	-	-
Mae Chan Property Company Limited	232.3	232.3	100.0	100.0	-	-
Pai Smart Development Company Limited	28.4	28.4	100.0	100.0	-	-
Phuket Grande Resort Limited	100.0	100.0	100.0	100.0	-	-
PT AVC Indonesia	USD 7.0	USD 7.0	100.0	100.0	-	-
	Million	Million				
Talang Development Company Limited	251.0	251.0	50.0	50.0	-	-
Thai Wah Plaza Limited	2,250.0	2,250.0	100.0	100.0	-	-
Thai Wah Tower Company Limited	455.0	455.0	100.0	100.0	-	-
Thai Wah Tower (2) Company Limited	21.0	21.0	100.0	100.0	-	-
Twin Waters Limited	214.4	214.4	100.0	100.0	-	-
<u>Subsidiaries held through Laguna Grande Limited</u>						
Bangtao (1) Limited	20.9	20.9	100.0	100.0	-	-
Bangtao (2) Limited	19.1	19.1	100.0	100.0	-	-
Bangtao (3) Limited	7.8	7.8	100.0	100.0	-	-
Bangtao (4) Limited	14.6	14.6	100.0	100.0	-	-
Bangtao Laguna Limited	80.0	80.0	100.0	100.0	-	-
Bangtao Grande Limited	1,546.0	1,546.0	100.0	100.0	-	-
Vision 9 Farm Limited	2.0	2.0	60.0	60.0	-	-
<u>Subsidiary held through Laguna Holiday Club Limited</u>						
Cheer Golden Limited	-	-	100.0	100.0	-	-
Total investments in subsidiaries					4,242.7	4,242.7

(1) Laguna Banyan Tree Limited is held 49.0% by the Company and 51.0% through Bangtao Grande Limited.

(2) Laguna Grande Limited is held 85.4% by the Company and 14.6% through Laguna Holiday Club Limited and Mae Chan Property Company Limited.

(3) Laguna Service Company Limited is held 24.7% by the Company and 48.2% through Bangtao Grande Limited and Laguna Banyan Tree Limited.

During the three-month periods ended 31 March 2021 and 2020, the Company did not receive dividend income from its subsidiaries.

A subsidiary has a 49% shareholding in Laguna Excursions Limited. However, the subsidiary has recognised its share of the profits of this subsidiary at 100% after deducting the cumulative preferential annual dividend of 15% of the par value of the preference shares, in accordance with the income sharing percentage in the Articles of Association.

(Unaudited but reviewed)

9. Investments in associates

9.1 Details of associates

(Unit: Thousand Baht)

Company's name	Nature of business	Country of incorporation	Consolidated financial statements					
			Shareholding percentage		Cost		Carrying amounts based on equity method	
			31 March 2021	31 December 2020	31 March 2021	31 December 2020	31 March 2021	31 December 2020
			(%)	(%)				
Tropical Resorts Ltd.	Holding company	Hong Kong	25.87	25.87	17,673	17,673	-	-
Less: Allowance for impairment of investment					(17,673)	(17,673)	-	-
Banyan Tree China Pte. Ltd.	Holding company	Singapore	10.69	10.69	173,495	173,495	216,899	216,899
Thai Wah Public Company Limited	Manufacture and distribution of vermicelli, tapioca starch and other food products	Thailand	10.03	10.03	777,454	777,454	759,933	743,475
Total investments in associates - net					950,949	950,949	976,832	960,374

(Unit: Thousand Baht)

Company's name	Nature of business	Country of incorporation	Separate financial statements					
			Shareholding percentage		Cost			
			31 March 2021	31 December 2020	31 March 2021	31 December 2020		
			(%)	(%)				
Thai Wah Public Company Limited	Manufacture and distribution of vermicelli, tapioca starch and other food products	Thailand	10.03	10.03	777,454	777,454		
Total					777,454	777,454		

As at 31 March 2021 and 31 December 2020, the Company has pledged the 10 million ordinary shares of Thai Wah Public Company Limited with a bank to secure a long-term loan of the Company.

9.2 Share of comprehensive income (loss)

During the three-month periods ended 31 March 2021 and 2020, the Company and subsidiary have recognised their share of profit (loss) from investments in associate companies in the consolidated financial statements as follows:

(Unit: Thousand Baht)

Company's name	Consolidated financial statements			
	Share of profit from investments in associates		Share of other comprehensive income (loss) from investments in associates	
	For the three-month periods ended 31 March		For the three-month periods ended 31 March	
	2021	2020	2021	2020
	Banyan Tree China Pte. Ltd.	-	517	-
Thai Wah Public Company Limited	12,923	6,754	3,535	(413)
Total	12,923	7,271	3,535	(413)

(Unaudited but reviewed)

9.3 Fair value of investments in a listed associate

In respect of investment in an associated company that is a listed company on the Stock Exchange of Thailand, its fair value is as follows:

(Unit: Million Baht)

Associate	Fair values as at	
	31 March 2021	31 December 2020
Thai Wah Public Company Limited	429	341

10. Investment properties

As at 31 March 2021, the subsidiaries have pledged investment properties amounting to approximately Baht 844 million (31 December 2020: Baht 844 million) as collateral against credit facilities received from financial institutions and as security deposit for the litigation.

11. Property, plant and equipment

(Unit: Thousand Baht)

	Consolidated	Separate
	financial statements	financial statements
At cost / revaluation value		
Balance as at 31 December 2020	18,104,983	143,974
Additions	23,418	316
Disposals and write off	(4,712)	-
Adjustments	1,361	(40)
Balance as at 31 March 2021	18,125,050	144,250
Accumulated depreciation		
Balance as at 31 December 2020	(5,295,209)	(99,364)
Depreciation charged for the period	(110,866)	(1,365)
Disposals and write off	4,699	-
Adjustments	(522)	-
Balance as at 31 March 2021	(5,401,898)	(100,729)
Allowance for impairment loss		
Balance as at 31 December 2020	(156,365)	(2,920)
Translation adjustment	(614)	-
Balance as at 31 March 2021	(156,979)	(2,920)
Net book value		
Balance as at 31 December 2020	12,653,409	41,690
Balance as at 31 March 2021	12,566,173	40,601

(Unaudited but reviewed)

The Group arranged for an independent professional valuer to re-appraise the value of certain assets in the report dated 28 December 2020 on an asset-by-asset basis. The basis of the revaluation was as follows:

- Land was revalued using the Market Approach.
- Buildings were revalued using the Replacement Cost Approach or Income Approach.

The subsidiaries have mortgaged land and buildings at fair value of Baht 8,789 million (31 December 2020: Baht 8,948 million) as collateral against credit facilities received from financial institutions.

12. Right-of-use assets

Movements of the right-of-use assets account during the three-month period ended 31 March 2021 are summarised below:

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
Net book value as at 31 December 2020	56,541	3,039
Additions	1,021	-
Depreciation for the period	(5,531)	(727)
Translation adjustment	325	-
Net book value as at 31 March 2021	<u>52,356</u>	<u>2,312</u>

13. Bank overdrafts and short-term loans from financial institutions

Bank overdrafts carry interest rate of MOR per annum.

Short-term loans from financial institutions represent promissory notes with maturity dates within 3 months. Short-term loans from financial institutions carry interest rate of 1.80% - 5.47% per annum (31 December 2020: 1.85% - 5.47%).

These bank overdrafts and short-term loans from financial institutions are secured by the mortgage of plots of land and buildings of its subsidiaries, as described in Note 11 and by the guarantee provided by subsidiaries.

(Unaudited but reviewed)

14. Trade and other payables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March 2021	31 December 2020	31 March 2021	31 December 2020
Trade accounts payable	464,965	603,354	6,221	4,225
Accrued construction	5,326	5,924	-	-
Amounts due to related parties (Note 4)	145,740	134,103	40,486	33,893
Accrued expenses	218,410	174,125	27,819	13,809
Dividend payable (Note 4)	130,048	130,048	130,048	130,048
Other payables	234,844	262,888	252	880
Service charge payable to hotel staffs	4,201	5,057	-	-
Accrued rental to villa owners	83,757	81,239	4,657	4,379
Total	<u>1,287,291</u>	<u>1,396,738</u>	<u>209,483</u>	<u>187,234</u>

15. Lease liabilities

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March 2021	31 December 2020	31 March 2021	31 December 2020
Lease payments	83,663	84,040	6,265	6,265
Less: Deferred interest expenses	(4,634)	(5,230)	(79)	(131)
Total	<u>79,029</u>	<u>78,810</u>	<u>6,186</u>	<u>6,134</u>
Less: Current portion	<u>(42,846)</u>	<u>(40,168)</u>	<u>(6,186)</u>	<u>(6,017)</u>
Lease liabilities - net of current portion	<u>36,183</u>	<u>38,642</u>	<u>-</u>	<u>117</u>

The Group has lease agreements in respect of cash rewards options for villa/unit rental scheme agreements. The cash reward options are included fixed return or variable return based on actual hotel revenue or hotel profit. The terms of the agreements are generally between 2 to 6 years.

(Unaudited but reviewed)

Future minimum lease payments required under the lease agreements were as follows:

(Unit: Thousand Baht)

	Consolidated financial statement		
	31 March 2021		
	Less than		
	1 year	1 - 5 years	Total
Future minimum lease payments	45,096	38,567	83,663
Deferred interest expenses	(2,250)	(2,384)	(4,634)
Present value of future minimum lease payments	<u>42,846</u>	<u>36,183</u>	<u>79,029</u>

(Unit: Thousand Baht)

	Separate financial statement		
	31 March 2021		
	Less than		
	1 year	1 - 5 years	Total
Future minimum lease payments	6,265	-	6,265
Deferred interest expenses	(79)	-	(79)
Present value of future minimum lease payments	<u>6,186</u>	<u>-</u>	<u>6,186</u>

16. Other current liabilities

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March 2021	31 December 2020	31 March 2021	31 December 2020
Value added tax payable	62,147	53,086	11,480	8,076
Unearned income	55,796	27,997	-	-
Specific business tax payable	131,285	134,297	4,379	4,379
Other tax payable	13,462	11,405	430	423
Total	<u>262,690</u>	<u>226,785</u>	<u>16,289</u>	<u>12,878</u>

(Unaudited but reviewed)

17. Long-term loans from financial institutions

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	31 March	31 December	31 March	31 December
	2021	2020	2021	2020
Long-term loans from financial institutions	5,124,583	5,108,452	1,359,750	1,359,750
Less: Deferred financial fees	(12,747)	(13,382)	(5,379)	(5,555)
Long-term loans from financial institutions, net	5,111,836	5,095,070	1,354,371	1,354,195
Less: Current portion	(342,350)	(737,411)	(9,250)	(26,500)
Long-term loans from financial institutions, net of current portion	4,769,486	4,357,659	1,345,121	1,327,695

Movements in the long-term loans account during the three-month period ended 31 March 2021 are summarised below:

(Unit: Thousand Baht)

	Consolidated	Separate
	financial statements	financial statements
Balance as at 31 December 2020	5,108,452	1,359,750
Add: Draw down	110,400	-
Less: Repayments	(94,269)	-
Balance as at 31 March 2021	5,124,583	1,359,750

The loans are secured by mortgage of plots of land and buildings of its subsidiaries, as described in Notes 5, 10 and 11. Certain loans are guaranteed by its subsidiaries and the pledge of the 10 million ordinary shares of Thai Wah Public Company Limited, as described in Note 9.1.

The loan agreements contain several covenants which, among other things, require the Group to maintain debt to equity ratios and debt service coverage ratios at the rate prescribed in the agreements.

As at 31 March 2021, the long-term credit facilities of the subsidiaries which have not yet been drawn down amounting to Baht 1,105 million (31 December 2020: Baht 1,086 million).

During the period, the Group received relief from a financial institution for extend grace period on principal repayment and suspended interest period of 13 loan agreements to be on December 2021 and July 2021, respectively. The principal repayment which is postponed during the grace period amounting to Baht 333 million. The suspended principal payments are to be paid on a quarterly basis after such grace period. The suspended interest payments are to be paid on a monthly basis starting from January to December 2022. Up to present, the amendment of 13 loan agreements are already approved.

(Unaudited but reviewed)

18. Revenue from contracts with customers

	(Unit: Thousand Baht)			
	For the three-month periods ended 31 March			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Revenue from contracts with customers:				
Revenue from hotel operations	106,555	886,964	-	14,011
Revenue from property development operations	306,951	121,088	-	-
Revenue from office rental operations - service income	1,287	2,583	204	680
Management fee income	-	1,098	12,714	23,711
Total revenue from contract with customers	414,793	1,011,733	12,918	38,402
Revenue from office rental operations - rental income	5,535	12,261	752	4,972
Others	4,590	2,636	2,166	209
Total revenue	<u>424,918</u>	<u>1,026,630</u>	<u>15,836</u>	<u>43,583</u>
Timing of revenue recognition:				
Revenue recognised at a point in time	392,153	979,271	-	14,011
Revenue recognised over time	22,640	32,462	12,918	24,391
Total revenue from contracts with customers	<u>414,793</u>	<u>1,011,733</u>	<u>12,918</u>	<u>38,402</u>

Set out below is a reconciliation of the revenue from contracts with customers with the amounts disclosed in Note 25 relating to the segment information:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Revenue from external customers	414,656	1,011,349	173	15,571
Intersegment revenues	31,594	73,976	12,745	22,831
	446,250	1,085,325	12,918	38,402
Adjustments and eliminations	(31,457)	(73,592)	-	-
Total revenue from contracts with customers	<u>414,793</u>	<u>1,011,733</u>	<u>12,918</u>	<u>38,402</u>

(Unaudited but reviewed)

19. Other income

(Unit: Thousand Baht)

	For the three-month periods ended 31 March			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Management fee income	-	1,098	12,714	23,711
Others	4,590	2,636	2,166	209
Total	4,590	3,734	14,880	23,920

20. Finance cost

(Unit: Thousand Baht)

	For the three-month periods ended 31 March			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Interest expense under effective interest method	63,518	58,945	18,911	24,352
Interest expense on lease liabilities	756	813	52	101
Total	64,274	59,758	18,963	24,453

21. Income tax

Interim corporate income tax was calculated on profit (loss) before income tax for the period, using the estimated effective tax rate for the year.

Income tax expenses for the three-month periods ended 31 March 2021 and 2020 are made up as follows:

(Unit: Thousand Baht)

	For the three-month periods ended 31 March			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Current income tax:				
Interim corporate income tax charge	9,120	10,906	-	-
Adjustment in respect of income tax of previous year	10	(30)	-	-
Deferred tax:				
Relating to origination and reversal of temporary differences	11,563	(2,031)	(1,412)	426
Income tax (revenue) expenses reported in the income statement	20,693	8,845	(1,412)	426

22. Basic earnings per share

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

	For the three-month periods ended 31 March			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Profit (loss) attributable to equity holders of the Company (Thousand Baht)	(200,185)	559	(20,988)	493
Weighted average number of ordinary shares (Thousand shares)	166,683	166,683	166,683	166,683
Earnings (loss) per share (Baht/share)	(1.20)	0.003	(0.13)	0.003

23. CommitmentsCapital commitment

As at 31 March 2021, the Group has capital commitments as follows:

- a) The subsidiaries have commitments in respect of constructing new and renovating existing hotel properties amounting to Baht 88 million (31 December 2020: Baht 101 million).
- b) The subsidiaries have commitments that relate to projects to develop properties for sale amounting to Baht 1,571 million (31 December 2020: Baht 1,632 million).

Operating agreements

As at 31 March 2021, the Group has operating agreements as follows:

- a) The subsidiaries have entered into operating agreements with certain companies whereby these companies are to operate the subsidiaries' hotel business. In consideration of such services, the subsidiaries are committed to pay remuneration at the rates, terms and basis specified in the agreements. These agreements are summarised below:

(Unaudited but reviewed)

Company	Business unit	Operator	Contract period	Fees
Bangtao Grande Limited	Angsana Laguna Phuket	Banyan Tree Hotels & Resorts Pte. Limited	1.7.2012 - 30.11.2031	- Royalty fee: 3% of total revenue
		Banyan Tree Hotels & Resorts (Thailand) Limited	1.7.2012 - 30.11.2031	- Management fee: 10% of gross operating profit
	Angsana Villas Resort Phuket	Banyan Tree Hotels & Resorts Pte. Limited	1.8.2016 - 31.7.2041	- Royalty fee: 2% of total revenue
		Banyan Tree Hotels & Resorts (Thailand) Limited	1.8.2016 - 31.7.2041	- Management fee: 7.5% of gross operating profit
	Laguna Holiday Club Phuket Resort	Banyan Tree Hotels & Resorts Pte. Limited	19.10.2015 - 18.10.2035	- Royalty fee: 2% of total revenue
		Banyan Tree Hotels & Resorts (Thailand) Limited	19.10.2015 - 18.10.2035	- Management fee: 7.5% of gross operating profit
Laguna Banyan Tree Limited	Banyan Tree Phuket	Banyan Tree Hotels & Resorts Pte. Limited	1.1.2016 - 31.12.2025	- Royalty fee: 2% of total revenue
		Banyan Tree Hotels & Resorts (Thailand) Limited	1.1.2016 - 31.12.2025	- Technical fee: 7.5% of gross operating profit
Thai Wah Plaza Limited	Banyan Tree Bangkok	Banyan Tree Hotels & Resorts Pte. Limited	1.7.2012 - 31.12.2021	- Royalty fee: 3% of total revenue
		Banyan Tree Hotels & Resorts (Thailand) Limited	1.7.2012 - 31.12.2021	- Management fee: 10% of gross operating profit
Phuket Grande Resort Limited	Cassia Phuket	Banyan Tree Hotels & Resorts Pte. Limited	20.10.2015 - 19.10.2040	- Royalty fee: 2% of total revenue
		Banyan Tree Hotels & Resorts (Thailand) Limited	20.10.2015 - 19.10.2040	- Management fee: 7.5% of gross operating profit
Banyan Tree Gallery (Singapore) Pte. Limited	Gallery	Banyan Tree Hotels & Resorts Pte. Limited	1.1.2009 onwards	- Royalty fee: 1% of total revenue
Banyan Tree Gallery (Thailand) Limited	Gallery	Banyan Tree Hotels & Resorts Pte. Limited	1.1.2009 onwards	- Royalty fee: 1% of total revenue

(a) Operator has option to extend for 1 additional period of 10 years.

(b) Operator has option to extend for 1 additional period of 20 years.

(c) Either party may extend the contract period for another 20 years with indefinite number of extension.

b) The Group has entered into several service and lease agreements in respect of machinery, motor vehicles and equipment. The terms of the agreements are generally between 1 to 5 years.

As at 31 March 2021, the Group has future minimum payments under service agreement, short-term leases and lease of low-value assets amounting to Baht 14 million (31 December 2020: Baht 18 million) (the Company only: Baht 1 million, 31 December 2020: Baht 1 million).

(Unaudited but reviewed)

- c) As at 31 March 2021 and 31 December 2020, the Group has future lease payments required under these non-cancellable leases contracts related to villa/unit rental scheme agreements which have not yet commenced as follows:

(Unit: Million Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March 2021	31 December 2020	31 March 2021	31 December 2020
Payable within:				
In up to 1 year	2	1	-	-
In over 1 and up to 5 years	6	4	-	-

Servitude over land

As at 31 March 2021, some subsidiaries have land servitude of approximately 11 rai (31 December 2020: 11 rai) in Phuket province, which are presented under property development cost and property, plant and equipment.

24. Guarantees

As at 31 March 2021, there were bank guarantees amounting to Baht 51 million (31 December 2020: Baht 50 million) issued to various parties on behalf of the Group, mainly provided for the usage of electricity, other utilities and telecommunication channels (the Company only: Baht 0.4 million, 31 December 2020: Baht 0.4 million).

25. Segment information

The Group is organised into business units based on its products and services. During the period, the Group has not changed the organisation of their reportable segments.

(Unaudited but reviewed)

The following tables present revenue and profit information regarding the Group segments for the three-month periods ended 31 March 2021 and 2020 as follows:

(Unit: Million Baht)

	For the three-month period ended 31 March 2021				
	Hotel Business	Property Development	Office Rental	Head Office	Total
Revenue:					
Segment revenue					
Total revenues	126	308	9	-	443
Intersegment revenues	(20)	(1)	(2)	-	(23)
Revenue from external customers	<u>106</u>	<u>307</u>	<u>7</u>	<u>-</u>	<u>420</u>
Results:					
Segment results	<u>(223)</u>	<u>89</u>	<u>1</u>	<u>(18)</u>	<u>(151)</u>
Unallocated income					5
Loss from operations and other income					(146)
Finance income	-	13	-	-	13
Finance cost	(31)	(15)	-	(18)	(64)
Share of profit from investments in associates					13
Loss before income tax expenses					(184)
Income tax expenses	10	(31)	-	-	(21)
Loss for the period					<u>(205)</u>

(Unit: Million Baht)

	For the three-month period ended 31 March 2020				
	Hotel Business	Property Development	Office Rental	Head Office	Total
Revenue:					
Segment revenue					
Total revenues	936	125	18	-	1,079
Intersegment revenues	(49)	(4)	(3)	-	(56)
Revenue from external customers	<u>887</u>	<u>121</u>	<u>15</u>	<u>-</u>	<u>1,023</u>
Results:					
Segment results	<u>75</u>	<u>(7)</u>	<u>2</u>	<u>(21)</u>	<u>49</u>
Unallocated income					4
Profit from operations and other income					53
Finance income	-	14	-	-	14
Finance cost	(28)	(11)	-	(21)	(60)
Share of profit from investments in associates					7
Profit before income tax expenses					14
Income tax expenses	(18)	1	(1)	9	(9)
Profit for the period					<u>5</u>

26. Financial instruments

26.1 Fair value of financial instruments

The methods and assumptions used by the Group in estimating the fair value of financial instruments are as follows:

- a) For financial assets and liabilities which have short-term maturities, including cash and cash at banks, accounts receivable and accounts payable, their carrying amounts in the statement of financial position approximate their fair value.
- b) The fair value of equity securities is generally derived from quoted market prices, or based on generally accepted pricing models when no market price is available.
- c) The carrying amounts of short-term and long-term loans carrying interest at rates approximating the market rate, in the statement of financial position approximates their fair value.

26.2 Fair value hierarchy

As at 31 March 2021, the Group had the financial assets that were measured at fair value using different levels of inputs as follows:

(Unit: Million Baht)

	Consolidated financial statements			
	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value				
Non-listed equity investments	-	-	821	821

During the period, there were no changes in methods and assumptions used by the Group in estimating the fair value of financial instruments and no transfers within the fair value hierarchy.

26.3 Reconciliation of recurring fair value measurements categorised within Level 3 of the fair value hierarchy

(Unit: Thousand Baht)

	Consolidated Financial Statements	
	Non-listed equity investments	
Balance as at 31 December 2020	713,181	
Gain recognised into other comprehensive income	107,363	
Balance as at 31 March 2021	820,544	

27. Foreign currency risk assets/liabilities

The outstanding balances of the Group financial assets and liabilities denominated in foreign currency are as follows:

Foreign currency	Consolidated financial statements				Separate financial statements				Average exchange rate as at	
	Financial assets as at		Financial liabilities as at		Financial assets as at		Financial liabilities as at		31	31
	31 March 2021 (Million)	31 December 2020 (Million)	31 March 2021 (Million)	31 December 2020 (Million)	31 March 2021 (Million)	31 December 2020 (Million)	31 March 2021 (Million)	31 December 2020 (Million)	31 March 2021 (Baht per 1 foreign currency unit)	31 December 2020
US Dollar	2	1	1	1	-	-	-	-	31.2935	29.9909
SGD	-	-	1	1	-	-	-	-	23.2349	22.6232

28. Litigations

28.1 Two subsidiaries were sued by a former buyer of property sales project and claimed for refund of her payment in the amount of Baht 4.1 million plus interest 15% calculated from Baht 2.9 million from the plaint date.

On 15 August 2018, the Phuket Provincial Court ordered both subsidiaries to return Baht 1.4 million to the plaintiff plus interest 7.5% from the plaint date until both subsidiaries have made full payment.

On 26 February 2019, the Appeal Court confirmed the judgement of the Phuket Provincial Court.

On 21 June 2019, the subsidiaries submitted the appeal statement to the Supreme Court.

As at 31 March 2021, the subsidiaries set aside a provision of Baht 1.8 million for liabilities arising as a result of this case (31 December 2020: Baht 1.8 million).

On 28 April 2021, the Supreme Court passed its judgement ordering both subsidiaries to make a repayment of Baht 1.4 million plus interest of 7.5 percent per annum to the plaintiff from the date the ruling was delivered (28 April 2021) until full payment was completed.

28.2 The Company was sued by a former shop lessee that the Company has breached the lease agreement and claimed for compensation of Baht 3.9 million plus interest 7.5% from the plaint date. However, the Phuket Provincial court and the Appeal court dismissed the case. This case is now pending on the Supreme Court's consideration. The Company does not set up provision for this case.

28.3 A subsidiary was sued by a buyer of property sales project and claimed for refund of his payment in the amount of Baht 20.8 million plus interest 7.5% calculated from Baht 17.1 million from the plaint date. Currently, the Phuket Provincial Court schedules for the witness hearing in June 2021. The subsidiary does not set up provision for this case.

(Unaudited but reviewed)

29. Approval of interim financial information

This interim financial information was authorised for issue by the Company's Board of Directors on 14 May 2021.