

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES**

Financial Statements

For the Year Ended December 31, 2019

and Independent Auditor's Report

Baker Tilly Audit and Advisory
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INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Unique Engineering and Construction Public Company Limited

Opinion

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

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial positions of the Group and of the Company as at December 31, 2019, and their consolidated and separate financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Basis for Opinion

I conducted my audits 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 Consolidated and Separate Financial Statements section of my report. I am independent of the Group and the Company in accordance with the Federation of Accounting Professions' Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to my audits of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matter

Key audit matter is the matter that, in my professional judgment, was of most significance in my audits of the consolidated and separate financial statements of the current period. This matter was addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on this matter.



Key Audit Matter Details	Auditor's Approach
<p data-bbox="204 327 820 387"><i>Recognition of revenue, costs and related profit on construction contracts</i></p> <p data-bbox="204 421 820 674">Revenue and related profit are recognized based on the percentage of completion of individual construction contracts and frameworks, calculated on the proportion of actual costs of work incurred to date and the estimated total costs expected to be spent until completion of the project. The estimated total costs are determined by the Group's project engineers, which are subject to change and such change could be material to the consolidated and separate financial statements.</p> <p data-bbox="204 707 820 992">The extents of revenue, costs and related profit to recognize on the percentage of completion of each construction contract represent an area of significant judgment and assumption of the management in the assessment on the appropriation of information using in the estimation on related service rendered according to construction contracts which may be due to error or management bias and may have significant effect to revenue, costs and related profit recognized by the Group and the Company.</p> <p data-bbox="204 1025 820 1122">Accordingly, the management has to review the estimated revenues and construction costs throughout the contract period regularly and adjust such estimation as necessary.</p>	<ul data-bbox="847 416 1442 1081" style="list-style-type: none"> • Examined construction contracts and challenged the risk on recognition of revenue and estimated construction costs with the management. • Tested internal control over costs of subcontractors, costs of construction materials and the procurement according to the construction contracts during the year. • Tested the integrity and correctness of the process and data used in preparation the report and budget in determination the percentage of completion of construction projects. • Tested the integrity of estimated construction costs and assessed the reasonableness of estimated construction costs with actual construction costs incurred whether represented the actual progress of construction projects. • Compared gross margin of construction projects from the beginning of the construction projects to the present for assessment on the reasonableness of estimated construction costs. • Tested the completeness and correctness of the actual costs incurred and the estimated costs to be incurred to complete the construction of projects.

Other Information

Management is responsible for the other information. The other information comprises the annual report but does not include the consolidated and separate financial statements and my auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with my audits of the consolidated and separate financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance.

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

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

In preparing the consolidated and separate financial statements, management is responsible for assessing the Group's and the Company'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 and the Company or to cease operations, or has no realistic alternative but to do so.

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



Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate 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 consolidated and separate financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated and separate 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 and the Company'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 and the Company'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 consolidated and separate 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 and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate 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 and 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 audits.

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 consolidated and separate 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.



(Ms. Waleerat Akkarasrisawad)
Certified Public Accountant, Registration No. 4411
Baker Tilly Audit and Advisory Services (Thailand) Ltd.
Bangkok
February 28, 2020

UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED

AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION

AS AT DECEMBER 31, 2019

ASSETS

	Notes	In Baht			
		Consolidated Financial Statements		Separate Financial Statements	
		2019	2018	2019	2018
CURRENT ASSETS					
Cash and cash equivalents		313,470,121	455,498,081	277,056,321	392,430,270
Short-term investments	5	505,561	212,115	504,486	211,050
Trade and other current receivables - net	4, 6, 13, 16, 19	1,969,940,392	1,618,066,538	4,315,833,395	2,449,734,507
Unbilled trade receivables	13, 16, 23	13,547,031,790	15,280,895,188	13,151,596,101	14,754,290,443
Advance payments to subsidiaries	4	-	-	9,178,048,372	10,232,441,370
Advance payments to joint operator		52,282,787	52,637,611	52,282,787	52,637,611
Inventories - net	7, 11, 13	7,391,948,590	4,538,596,072	7,130,560,966	4,241,339,950
Current portion of receivable under finance lease contract	8	1,000,000	2,620,062	1,000,000	-
Advance payments to contractors - net	6, 19	107,150,502	119,480,122	104,251,709	113,202,776
Retention receivables	23	415,869,104	346,877,015	415,838,244	346,846,155
Current tax assets		156,651,211	174,535,213	125,809,006	138,825,158
Other current assets					
- Prepaid expenses	4	98,153,122	114,554,299	70,829,420	85,047,542
- Others		15,999,567	26,837,485	8,652,350	17,799,705
Total Current Assets		24,070,002,747	22,730,809,801	34,832,263,157	32,824,806,537
NON-CURRENT ASSETS					
Investments in restricted deposits at financial institutions	9, 13	465,824,774	561,806,715	465,465,687	561,450,815
Receivable under finance lease contract - net	8	-	1,603,185	-	-
Investments in subsidiaries - net	2, 10, 13, 16	-	-	821,896,220	972,595,920
Property, plant and equipment - net	4, 7, 11, 13, 16, 18	6,677,669,701	4,824,211,122	2,790,351,294	1,646,808,802
Other intangible assets - net	12	14,308,345	19,030,023	13,952,078	18,934,185
Deferred tax assets	27	153,937,442	147,322,019	96,570,470	91,410,582
Other non-current assets					
- Withholding income tax deducted at sources		289,387,313	114,191,792	215,552,400	77,127,526
- Value added tax receivable		1,136,833,565	927,827,229	798,437,059	542,259,167
- Others		12,934,116	13,250,408	12,615,259	12,897,492
Total Non-Current Assets		8,750,895,256	6,609,242,493	5,214,840,467	3,923,484,489
TOTAL ASSETS		32,820,898,003	29,340,052,294	40,047,103,624	36,748,291,026

UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED

AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION

AS AT DECEMBER 31, 2019

LIABILITIES AND SHAREHOLDERS' EQUITY

	Notes	In Baht			
		Consolidated Financial Statements		Separate Financial Statements	
		2019	2018	2019	2018
CURRENT LIABILITIES					
Bank overdrafts and short-term borrowings					
from financial institutions	6, 7, 9, 10, 11, 13, 16	6,379,253,696	5,993,231,190	6,323,081,555	5,940,660,729
Trade and other current account and note payables - net	4, 6, 19	9,487,397,441	8,262,157,396	19,681,350,408	18,611,052,335
Advances received from subsidiaries	4	-	-	103,301,388	113,312,718
Current portion of long-term borrowings from					
financial institutions	6, 10, 11, 13, 16	354,720,000	298,100,000	96,120,000	97,200,000
Current portion of debentures	17	-	435,588,675	-	435,588,675
Current portion of liabilities under finance lease contracts	11, 18	554,607,241	511,892,041	248,834,334	227,824,156
Current portion of retention payables to contractors		140,685,723	85,634,908	114,135,416	62,361,158
Advances received from customers - net	6, 19, 23	2,408,596,114	2,916,678,065	2,408,595,217	2,916,677,167
Current provision for other employee benefit	14	7,759,211	7,817,560	-	-
Current income tax payable		32,265,760	8,812,416	4,590,304	1,146,715
Accrued dividend	20	4,330,200	4,951,157	4,330,200	4,951,157
Other current liabilities	4	437,286,241	445,000,373	328,244,380	310,352,857
Total Current Liabilities		19,806,901,627	18,969,863,781	29,312,583,202	28,721,127,667
NON-CURRENT LIABILITIES					
Long-term borrowings from financial institutions - net	6, 10, 11, 13, 16	224,610,930	397,475,116	113,210,930	207,075,116
Debentures - net	17	2,981,849,703	495,082,891	2,981,849,703	495,082,891
Liabilities under finance lease contracts - net	11, 18	863,719,125	1,096,329,519	388,046,800	519,274,147
Retention payables to contractors - net	4, 6	680,007,918	509,677,928	598,587,922	416,726,703
Non-current provision for employee retirement benefit	15	91,485,564	99,261,305	49,392,524	53,804,812
Other non-current liabilities	11	26,633,571	32,286,835	1,525,440	2,190,038
Total Non-Current Liabilities		4,868,306,811	2,630,113,594	4,132,613,319	1,694,153,707
Total Liabilities		24,675,208,438	21,599,977,375	33,445,196,521	30,415,281,374
SHAREHOLDERS' EQUITY					
Share capital					
- Authorized share capital, ordinary share 1,081,016,253 shares, at Baht 1 par value		1,081,016,253	1,081,016,253	1,081,016,253	1,081,016,253
- Issued and paid-up share capital, ordinary share 1,081,016,253 shares, at Baht 1 per share		1,081,016,253	1,081,016,253	1,081,016,253	1,081,016,253
Share premium on ordinary shares		2,462,874,146	2,462,874,146	2,462,874,146	2,462,874,146
Retained earnings					
- Appropriated for legal reserve	22	108,150,857	108,150,857	108,150,857	108,150,857
- Unappropriated		4,493,541,132	4,087,929,400	2,949,865,847	2,680,968,396
Equity Attributable to Owners of the Parent		8,145,582,388	7,739,970,656	6,601,907,103	6,333,009,652
Non-controlling interests		107,177	104,263	-	-
Total Shareholders' Equity		8,145,689,565	7,740,074,919	6,601,907,103	6,333,009,652
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		32,820,898,003	29,340,052,294	40,047,103,624	36,748,291,026

UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31, 2019

	Notes	In Baht			
		Consolidated Financial Statements		Separate Financial Statements	
		2019	2018	2019	2018
REVENUES					
Revenue from construction services	23	12,037,196,473	12,875,474,291	11,954,655,625	12,800,160,427
Sales of real estate	4, 7, 23	-	47,000,000	-	47,000,000
Gain on disposal of investment in subsidiary	10	62,703,486	-	49,999,925	-
Reversal of allowance for impairment of investment	10	-	-	49,300,000	-
Other income	4	38,042,252	60,844,943	91,921,621	95,902,166
Total Revenues		12,137,942,211	12,983,319,234	12,145,877,171	12,943,062,593
EXPENSES					
Costs of construction	4, 23, 26	9,556,542,426	10,373,630,925	9,961,352,584	10,848,073,412
Costs of sales of real estate	4, 7, 23, 26	-	35,578,952	-	35,578,952
Administrative expenses	4, 26	831,384,916	922,774,918	771,613,493	837,608,683
Management benefit expenses	4, 26	34,391,136	34,388,103	34,391,136	34,388,103
Finance costs		721,253,266	610,690,988	627,997,058	492,595,428
Total Expenses		11,143,571,744	11,977,063,886	11,395,354,271	12,248,244,578
Profit before Tax		994,370,467	1,006,255,348	750,522,900	694,818,015
Tax expense	27	264,450,724	209,643,526	157,320,573	145,703,212
PROFIT FOR THE YEAR		729,919,743	796,611,822	593,202,327	549,114,803
Other comprehensive income:					
Item that will not be reclassified subsequently to profit or loss :					
Actuarial gains	15	-	4,303,349	-	251,797
Income tax relating to other comprehensive income not be reclassified		-	(860,670)	-	(50,359)
Other comprehensive income for the year - net of tax		-	3,442,679	-	201,438
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		729,919,743	800,054,501	593,202,327	549,316,241
Profit for the year attributable to:					
Owners of the parent		729,916,608	796,642,079	593,202,327	549,114,803
Non-controlling interests		3,135	(30,257)	-	-
Profit for the Year		729,919,743	796,611,822	593,202,327	549,114,803
Total comprehensive income for the year attributable to:					
Owners of the parent		729,916,608	800,084,758	593,202,327	549,316,241
Non-controlling interests		3,135	(30,257)	-	-
Total Comprehensive Income for the Year		729,919,743	800,054,501	593,202,327	549,316,241
Basic Earnings per Share Attributable					
to Owners of the Parent	28	0.675	0.737	0.549	0.508

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES**

**STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2019**

Consolidated Financial Statements (In Baht)

	Notes	Issued and paid-up share capital	Share premium on ordinary shares	Retained earnings		Equity		Total shareholders' equity
				Appropriated for legal reserve	Unappropriated	attributable to owners of the parent	Non-controlling interests	
BALANCE AS AT JANUARY 1, 2018		1,081,016,253	2,462,874,146	108,150,857	3,644,580,005	7,296,621,261	134,520	7,296,755,781
Total comprehensive income for the year		-	-	-	800,084,758	800,084,758	(30,257)	800,054,501
Dividend payments	20	-	-	-	(356,735,363)	(356,735,363)	-	(356,735,363)
BALANCE AS AT DECEMBER 31, 2018		1,081,016,253	2,462,874,146	108,150,857	4,087,929,400	7,739,970,656	104,263	7,740,074,919
Total comprehensive income for the year		-	-	-	729,916,608	729,916,608	3,135	729,919,743
Decrease in non-controlling interests	10	-	-	-	-	-	(221)	(221)
Dividend payments	20	-	-	-	(324,304,876)	(324,304,876)	-	(324,304,876)
BALANCE AS AT DECEMBER 31, 2019		1,081,016,253	2,462,874,146	108,150,857	4,493,541,132	8,145,582,388	107,177	8,145,689,565

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

UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (Continued)

FOR THE YEAR ENDED DECEMBER 31, 2019

	Separate Financial Statements (In Baht)					Total shareholders' equity
	Note	Issued and paid-up share capital	Share premium on ordinary shares	Retained earnings		
				Appropriated for legal reserve	Unappropriated	
BALANCE AS AT JANUARY 1, 2018		1,081,016,253	2,462,874,146	108,150,857	2,488,387,518	6,140,428,774
Total comprehensive income for the year		-	-	-	549,316,241	549,316,241
Dividend payments	20	-	-	-	(356,735,363)	(356,735,363)
BALANCE AS AT DECEMBER 31, 2018		1,081,016,253	2,462,874,146	108,150,857	2,680,968,396	6,333,009,652
Total comprehensive income for the year		-	-	-	593,202,327	593,202,327
Dividend payments	20	-	-	-	(324,304,876)	(324,304,876)
BALANCE AS AT DECEMBER 31, 2019		1,081,016,253	2,462,874,146	108,150,857	2,949,865,847	6,601,907,103

UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2019

In Baht

	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES:				
Profit for the year	729,919,743	796,611,822	593,202,327	549,114,803
Adjustments to reconcile profit for the year to net cash provided by (used in) operating activities:				
Depreciation, depletion and amortization	969,439,065	1,207,080,146	403,888,649	386,341,939
Write-off fixed assets	558,285	4,771,907	546,600	4,422,216
Gain on disposals of fixed assets	(16,515,654)	(5,869,146)	(2,945,101)	(4,308,265)
Gain on disposals of other intangible assets	(96,626)	-	(96,626)	-
Unrealized loss (gain) on foreign exchange	(1,436,534)	1,423,129	(1,436,534)	1,436,534
Write-off withholding tax deducted at sources	-	4,460,586	-	549,863
Allowance for doubtful account	-	2,500,000	-	2,500,000
Gain on disposal of investment in subsidiary	(62,703,486)	-	(49,999,925)	-
Allowance (reversal of) for impairment of investments	-	-	(49,300,000)	16,300,000
Allowance for impairment of fixed assets	-	16,868,087	-	-
Write-off other intangible assets	2,300,000	-	2,300,000	-
Allowance for impairment of inventories	-	850,000	-	850,000
Provision for (reversal of) employee retirement benefit	(7,725,741)	18,408,500	(4,412,288)	7,356,924
Reversal of provision for other employee benefit	(8,349)	-	-	-
Amortization for deferred debenture underwriting fee	12,830,573	773,111	12,830,573	773,111
Interest income	(7,947,336)	(8,608,724)	(7,461,628)	(7,950,599)
Finance costs	708,422,693	609,917,877	615,166,485	491,822,317
Tax expense	264,450,724	209,643,526	157,320,573	145,703,212
Decrease (increase) in operating assets :				
Trade and other current receivables	(352,376,948)	(564,411,799)	(1,866,098,888)	(598,921,048)
Unbilled trade receivables	1,733,863,398	1,051,666,525	1,602,694,343	1,027,114,565
Advance payments to subsidiaries	-	-	1,054,392,998	(3,009,786,238)
Advance payments to joint operator	354,824	(524,651)	354,824	(524,651)
Inventories	(4,172,377,627)	(2,445,558,462)	(4,208,202,314)	(2,555,426,999)
Advance payments to contractors	6,728,474	12,385,741	8,951,067	12,016,487
Retention receivables	(68,992,089)	(160,788,101)	(68,992,089)	(160,757,241)
Value added tax receivable	(240,412,797)	87,201,832	(272,149,320)	111,781,520
Refunded valued added tax receivable	15,991,428	65,824,648	15,971,428	65,824,648
Other current assets	16,844,314	7,724,890	22,358,977	6,742,208
Other non-current assets	281,292	365,678	282,233	200,178
Increase (decrease) in operating liabilities :				
Trade and other current and note payables	1,303,470,302	176,913,628	1,071,734,607	3,709,015,832
Advances received from subsidiaries	-	-	(10,011,330)	(58,908)
Advances received from joint operators	-	(866,708)	-	(866,708)
Advances received from customers	(508,081,951)	(64,729,034)	(508,081,950)	(64,729,932)
Other current liabilities	(29,079,842)	(43,478,275)	(2,482,809)	(44,377,887)
Other non-current liabilities	(5,185,974)	3,653,180	(664,598)	(532,153)
Retention payable to contractors	225,508,365	196,034,760	233,635,477	174,776,801
Payment of employee retirement benefit	(50,000)	-	-	-
Payment of other employee benefit	(50,000)	(91,500)	-	-
Refunded withholding tax deducted at sources	400,223	120,304,887	400,223	49,362,654
Tax paid	(396,388,210)	(481,538,688)	(283,699,163)	(361,363,689)
Net Cash Provided by (Used in) Operating Activities	121,934,539	818,919,372	(1,540,003,179)	(45,598,506)

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

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES
STATEMENT OF CASH FLOWS (Continued)
FOR THE YEAR ENDED DECEMBER 31, 2019**

	In Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
CASH FLOWS FROM INVESTING ACTIVITIES:				
Decrease (increase) in investments in restricted deposits at financial institutions	95,981,941	(78,612,392)	95,985,128	(78,609,232)
Increase in short-term investments	(293,446)	(2,182)	(293,436)	(2,171)
Proceeds from disposal of investment in subsidiary	249,999,625	-	249,999,625	-
Effect on cash flows from disposals of investment in subsidiary	93,805,178	-	-	-
Proceeds from receivable under finance lease contract	250,000	2,466,598	250,000	-
Paid for purchase receivable under finance lease contract	(1,250,000)	-	(1,250,000)	-
Proceeds from disposals of fixed assets	72,943,800	38,326,350	5,934,746	32,854,489
Proceeds from disposals of other intangible assets	261,660	-	261,660	-
Purchases of fixed assets	(1,781,890,173)	(403,475,913)	(97,327,303)	(285,827,995)
Purchases of other intangible assets	(1,400,321)	(5,452,856)	(1,062,821)	(5,426,956)
Decrease in non-controlling interests	(221)	-	-	-
Interest received	7,982,464	8,440,690	7,496,664	7,782,567
Net Cash Provided by (Used in) Investing Activities	(1,263,609,493)	(438,309,705)	259,994,263	(329,229,298)
CASH FLOWS FROM FINANCING ACTIVITIES:				
Increase in bank overdraft and short-term borrowings from financial institutions	397,409,776	1,040,319,283	382,420,826	1,043,630,244
Repayments of short-term borrowings	-	(444,923,387)	-	(444,923,387)
Proceeds from liabilities under finance lease contracts	275,922,000	-	-	-
Payments of liabilities under finance lease contracts	(629,320,847)	(545,988,774)	(241,296,060)	(209,653,737)
Proceeds from long-term borrowings from financial institutions	264,000,000	130,000,000	-	130,000,000
Repayments of long-term borrowings from financial institutions	(337,244,186)	(370,624,186)	(94,944,186)	(44,224,186)
Proceeds from issuance of debentures	2,500,000,000	940,000,000	2,500,000,000	940,000,000
Repayment of debenture	(440,000,000)	-	(440,000,000)	-
Payment of underwriting fee for debenture	(21,652,436)	(10,101,545)	(21,652,436)	(10,101,545)
Dividend paid	(324,925,833)	(356,205,583)	(324,925,833)	(356,205,583)
Finance cost paid	(684,541,480)	(576,129,388)	(594,967,344)	(464,814,806)
Net Cash Provided by (Used in) Financing Activities	999,646,994	(193,653,580)	1,164,634,967	583,707,000
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(142,027,960)	186,956,087	(115,373,949)	208,879,196
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	455,498,081	268,541,994	392,430,270	183,551,074
CASH AND CASH EQUIVALENTS AT END OF YEAR	313,470,121	455,498,081	277,056,321	392,430,270

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES
STATEMENT OF CASH FLOWS (Continued)
FOR THE YEAR ENDED DECEMBER 31, 2019**

In Baht

Consolidated Financial Statements		Separate Financial Statements	
2019	2018	2019	2018

SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:

1. Cash and cash equivalents consisted of:

- Cash on hand	3,402,620	3,364,074	2,180,397	2,162,851
- Cash at financial institutions - current accounts	9,436,591	9,828,768	9,425,591	9,817,768
- Cash at financial institutions - savings accounts	296,018,656	437,877,531	260,843,330	376,027,150
- Short-term investments in fixed deposits	4,612,254	4,427,708	4,607,003	4,422,501
Total	<u>313,470,121</u>	<u>455,498,081</u>	<u>277,056,321</u>	<u>392,430,270</u>

2. Fixed assets increased from:

- Finance lease contracts	163,970,207	279,953,022	131,078,891	73,344,260
- Transfer from inventory	1,318,981,298	-	1,318,981,298	-
- Cash payment	1,781,890,173	403,475,913	97,327,303	285,827,995
Total	<u>3,264,841,678</u>	<u>683,428,935</u>	<u>1,547,387,492</u>	<u>359,172,255</u>

3. Interest charge from borrowings capitalized as a part of fixed assets	<u>609,453</u>	<u>2,034,973</u>	<u>-</u>	<u>-</u>
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4. In February 2018, the Company entered into various sale and purchase agreements with a local leasing company for payment of payable for purchase of machinery totalling Baht 346.5 million.

5. In June 2018, the Company drewdown the long-term borrowings from a financial institution totalling Baht 132.2 million in order to repay notes payable

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES**
Notes to Financial Statements
December 31, 2019

1. GENERAL

The Company

Unique Engineering and Construction Public Company Limited (“the Company”) was incorporated as a limited company in Thailand on July 29, 1994 and was transformed to be the Public Company on June 23, 2005. Subsequently on March 30, 2007, the Company’s ordinary shares have been approved to be a listed security in the Stock Exchange of Thailand. The Company engaged in the business of construction, land development and construction of real estate for sales.

The registered office address of the Company is located at 200 Jasmine International Tower, 15th Floor, Moo 4, Chaengwattana Road, Tumbol Pakkred, Amphur Pakkred, Nonthaburi 11120, Thailand.

As at December 31, 2019 and 2018, the Company’s shareholders are summarized as follows:

Shareholders	Percentage of shareholding	
	2019	2018
Mrs. Thanomsri Soodto	23.046	23.046
Mr. Kriengsak Suwiwattanachai	12.706	12.706
Mrs. Nittaya Sanguanpanich	7.425	7.088
Mr. Tawat Sermkodchasri	2.546	1.884
Thai NVDR Co., Ltd.	3.350	4.072
Others	50.927	51.204
Total	100.000	100.000

Subsidiaries

Company’s Name	Country of Registration	Date of incorporated	Type of Business	Percentage of Ownership
Unique Real Estate and Development Co., Ltd.	Thailand	September 1, 1993	Construction, land development and construction of real estate for sales	99.99
UQ-SRC Joint Venture Co., Ltd.	Thailand	May 12, 2011	Bidding certain projects in the future. Up to the present, this company has not yet started any commercial operations.	89.99
Unique Machinery Company Limited	Thailand	October 3, 2012	Leasing service of machinery	99.99
Unique Foundation Company Limited	Thailand	October 8, 2012	Manufacture of materials to be used in the construction	99.99
Unique Tunnelling Company Limited	Thailand	November 2, 2012	Construction	99.99
Unique Built Co., Ltd.	Thailand	March 14, 2013	Building construction	99.99
Unique System Co., Ltd.	Thailand	March 22, 2013	Service of infrastructure and system	99.99
Unique Innovation Co., Ltd.	Thailand	April 17, 2013	Produce concrete readymix and precast concrete	99.99

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
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Notes to Financial Statements (Continued)
December 31, 2019

<u>Company's Name</u>	<u>Country of Registration</u>	<u>Date of incorporated</u>	<u>Type of Business</u>	<u>Percentage of Ownership</u>
Unique Metal Company Limited	Thailand	September 4, 2013	Steel fabrication service	99.97
Unique Practiga Company Limited	Thailand	September 4, 2013	Assembly service	99.97
Unique Exploration Company Limited	Thailand	September 4, 2013	Survey service	99.97
Unique Equipment Service Company Limited	Thailand	October 3, 2013	Repairing and maintenance of machinery and equipment service	99.97
Sun Technology and Construction Co., Ltd.	Thailand	May 19, 2014	Bidding certain projects in the future. Up to the present, this company has not yet started any commercial operations.	99.99

Joint Operations

<u>Entity's Name</u>	<u>Country of Registration</u>	<u>Date of incorporated</u>	<u>Type of Business</u>	<u>Proportionate of Share (%)</u>
Unique-Chun Wo Joint Venture	Thailand	December 19, 2008	Construction for State Railway of Thailand Commuter Train Project (Red Line) Bang Sue - Taling Chan Section with the State Railway of Thailand	Chun Wo Construction & Engineering Co., Ltd. (share 15%) and the Company (share 85%)
UN - SG Joint Venture	Thailand	October 5, 2010	Construction of veer water from the east Chaopraya-Bangpra reservoir, Chonburi province with the Royal Irrigation Department. This joint venture registered the dissolution with the Revenue Department on May 31, 2019	Summit Grade Ltd., Part. (share 50%) and the Company (share 50%)
SH - UN Joint Venture	Thailand	November 17, 2010	Construction for Contract 3: Elevated Civil Works: Tao Pun - Tha Phra Section of the MRT Blue Line Extension Project: Hua Lamphong - Bang Khae and Bang Sue - Tha Phra Sections with Mass Rapid Transit Authority of Thailand	Sinohydro Corporation Limited (share 50%) and the Company (share 50%)

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
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Notes to Financial Statements (Continued)
December 31, 2019

<u>Entity's Name</u>	<u>Country of Registration</u>	<u>Date of incorporated</u>	<u>Type of Business</u>	<u>Proportionate of Share (%)</u>
ITD - UNIQUE Joint Venture	Thailand	November 25, 2010	Construction for Klong - Yai Port in Trad Province with the Marine Department. This joint venture registered the dissolution with the Revenue Department on July 31, 2019	Italian-Thai Development Public Company Limited (share 60%) and the Company (share 40%)
S U Joint Venture	Thailand	September 13, 2012	Construction for State Railway of Thailand Commuter Train Project (Red Line) Contract 1: Civil Works for Bang Sue Grand Station and Depots with the State Railway of Thailand	Sino-Thai Engineering and Construction Public Company Limited (share 60%) and the Company (share 40%)
UN-SH-CH Joint Venture	Thailand	March 27, 2015	Construction for State Railway of Thailand Commuter Train Project Green Line (North) Contract 2 : Civil Works Saphan Mai-Khu Khot Section with Mass Rapid Transit Authority of Thailand	Shinohydro Corporation Limited (share 25%), China Harbour Engineering Company Limited (share 25%) and the Company (share 50%)
UA Joint Venture	Thailand	January 11, 2016	Construction for Ratcha Phruet - Kanchanaphisek Road Extension Project (The North-South Direction): - Section I - Section II - Section III - Section CD Road	Asitakij Co., Ltd. (share for Section I, Section II, Section III and Section CD Road are 60%, 50%, 50% and 70%, respectively.) and the Company (share for Section I, Section II, Section III and Section CD Road are 40%, 50%, 50% and 30%, respectively.)
UNIQUE - ASITAKIJ Joint Venture	Thailand	February 18, 2016	Up to present, this joint venture has not yet started any commercial operations.	Asitakij Co., Ltd. (share 50%) and the Company (share 50%)

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
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Notes to Financial Statements (Continued)
December 31, 2019

<u>Entity's Name</u>	<u>Country of Registration</u>	<u>Date of incorporated</u>	<u>Type of Business</u>	<u>Proportionate of Share (%)</u>
UN - SH Joint Venture	Thailand	December 12, 2017	Construction for State Railway of Thailand Track Doubling Project Section: Lop Buri - Pak Nam Pho. Contract 1: Ban Klab - Khok Kathiam (Elevated Railway)	Sinohydro Corporation Limited (share 49%) and the Company (share 51%)
BT - UN Consortium	Thailand	December 12, 2019	Construction of signalling and telecommunication systems for the Double Track Railway Project, Lop Buri - Pak Nam Pho	Bombardier Transportation Signal (Thailand) Ltd. (share 37.41%) and the Company (share 62.59%)

The registered office of these subsidiaries and joint ventures (except ITD-UNIQUE Joint Venture) is located at 200 Jasmine International Tower, 15th Floor, Moo 4, Chaengwattana Road, Tumbol Pakkred, Amphur Pakkred, Nonthaburi 11120, Thailand.

The registered office address of ITD-UNIQUE Joint Venture is located at 2034/132-161 Italthai Tower, 37th Floor, New Petchburi Road, Bangkapi, Huaykwang, Bangkok 10310, Thailand.

The Company and its subsidiaries are referred to as “the Unique Group”.

2. BASIS FOR PREPARATION OF FINANCIAL STATEMENTS AND PRINCIPLES OF CONSOLIDATION

- a) The statutory financial statements are prepared in Thai Baht and in the Thai language in conformity with Thai Financial Reporting Standards. Accordingly, the consolidated and separate financial statements are intended solely to present the financial position, financial performance and cash flows in accordance with Thai Financial Reporting Standards.

The accompanying financial statements are prepared under the historical cost convention except for those specified in the notes to the financial statements.

For the convenience of the readers, an English translation of the financial statements has been prepared from the Thai language statutory financial statements, which are issued solely for domestic financial reporting purposes.

- b) The consolidated financial statements comprise the financial statements of the Company and its subsidiaries.

Subsidiaries

Subsidiaries are entities controlled by the Unique Group. The Unique Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Loss of Control

When the Unique Group loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related non-controlling interests and other components of equity. Any gain or loss on loss of control over a subsidiary is recognized in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES**
Notes to Financial Statements (Continued)
December 31, 2019

Joint Arrangements

TFRS 11 “Joint Arrangements” requires an entity investing in any other entity to determine whether the entity and other investors have joint control in the investment. When joint control exists, there is deemed to be a joint arrangement and the entity then needs to apply judgement to assess whether the joint arrangement is a joint operation or a joint venture and to account for the interest in the investment in a manner appropriate to the type of joint arrangement. If it is a joint operation, the entity is to recognize its shares of assets, liabilities, revenue and expenses of the joint operation in proportion to its interest, in its separate financial statements. If it is a joint venture, the entity is to account for its investment in the joint venture using the equity method in the financial statements in which the equity method is applied or the consolidated financial statements (if any), and either at cost or at the equity method in the separate financial statements.

The management of the Company determined that investments in jointly controlled entities are joint operations (between the Company and other joint operators) in accordance with this standard. The Company, therefore, recognizes the assets, liabilities, revenue and expenses related to the Company’s interest in the joint operations in both the consolidated and separate financial statements.

The accompanying consolidated financial statements included the accounts of the Company and its subsidiaries as follows:

	Proportionate of Share (%)	
	2019	2018
Subsidiaries		
Unique Real Estate and Development Co., Ltd.	99.99	99.99
UQ-SRC Joint Venture Co., Ltd.	89.99	89.99
Unique Machinery Company Limited	99.99	99.99
Unique Foundation Company Limited	99.99	99.99
Unique Tunnelling Company Limited	99.99	99.99
Unique Built Co., Ltd.	99.99	99.99
Golden Estate Plus Co., Ltd.	-	99.99
Unique System Co., Ltd.	99.99	99.99
Unique Innovation Co., Ltd.	99.99	99.99
Unique Metal Company Limited	99.97	99.97
Unique Practiga Company Limited	99.97	99.97
Unique Exploration Company Limited	99.97	99.97
Unique Equipment Service Company Limited	99.97	99.97
Sun Technology and Construction Co., Ltd.	99.99	99.99

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
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Notes to Financial Statements (Continued)
December 31, 2019

	Proportionate of Share (%)	
	2019	2018
Joint Operations		
Chun Wo Construction & Engineering Co., Ltd. and Unique Engineering and Construction Public Company Limited (the registered name is "Unique-Chun Wo Joint Venture")	85.00	85.00
Summit Grade Ltd., Part. and Unique Engineering and Construction Public Company Limited (the registered name is "UN-SG Joint Venture")	-	50.00
Sinohydro Corporation Limited and Unique Engineering and Construction Public Company Limited (the registered name is "SH-UN Joint Venture")	50.00	50.00
Italian - Thai Development Public Company Limited and Unique Engineering and Construction Public Company Limited (the registered name is "ITD-UNIQUE Joint Venture")	-	40.00
Sino-Thai Engineering and Construction Public Company Limited and Unique Engineering and Construction Public Company Limited (the registered name is "S U Joint Venture")	40.00	40.00
Sinohydro Corporation Limited, China Harbour Engineering Company Limited and and Unique Engineering and Construction Public Company Limited (the registered name is "UN-SH-CH Joint Venture")	50.00	50.00
Asitakij Co., Ltd. and Unique Engineering and Construction Public Company Limited (the registered name is "UA Joint Venture")		
Construction for Ratcha Phruak - Kanchanaphisek Road Extension Project (The North-South Direction) Section I	40.00	40.00
Construction for Ratcha Phruak - Kanchanaphisek Road Extension Project (The North-South Direction) Section II	50.00	50.00
Construction for Ratcha Phruak - Kanchanaphisek Road Extension Project (The North-South Direction) Section III	50.00	50.00
Construction for Ratcha Phruak - Kanchanaphisek Road Extension Project (The North-South Direction) Section CD Road	30.00	30.00
Asitakij Co., Ltd. and Unique Engineering and Construction Public Company Limited (the registered name is "UNIQUE - ASITAKIJ Joint Venture")	50.00	50.00
Sinohydro Corporation Limited and Unique Engineering and Construction Public Company Limited (the registered name is "UN - SH Joint Venture")	51.00	51.00
Bombardier Transportation Signal (Thailand) Ltd. and Unique Engineering and Construction Public Company Limited (the registered name is "BT - UN Consortium")	62.59	-

Significant transactions among the Unique Group have been eliminated in the consolidated financial statements.

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES
Notes to Financial Statements (Continued)
December 31, 2019**

As at December 31, 2019 and 2018, balances of joint operations, which were included in the separate statements of financial position, were as follows:

	In Thousand Baht	
	2019	2018
Current assets	12,164,619	8,717,521
Property, plant and equipment - net	4,781	4,401
Other non-current assets	335,002	308,187
Current liabilities	2,180,271	3,469,428
Non-current liabilities	19,430	36,928

Transactions of joint operations, which were included in the separate statements of comprehensive income for each of the years ended December 31, 2019 and 2018, were as follows:

	In Thousand Baht	
	2019	2018
Revenues	3,105,491	4,500,301
Expenses	259,873	962,850

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Cash and Cash Equivalents

Cash on hand is kept for general use within the Unique Group. Cash equivalents are savings deposits, current accounts and fixed deposits, highly liquid investment that are readily convertible to known amount of cash and that are subject to an insignificant risk of change in value.

Accounts Receivable and Allowance for Doubtful Accounts

Accounts receivable are carried at original invoice amount net of allowance for doubtful accounts. Bad debts are written off when identified.

The Unique Group provides an allowance for doubtful accounts equal to the estimated collection losses that may be incurred in the collection of all receivables. The estimated losses are based on historical collection experience and a review of the current status of the existing receivables.

Inventory Valuation

The Unique Group values its inventories at the lower of cost and net realizable value by the following methods:

Construction-in-progress - real estate project	-	Cost method (comprises the costs of land, materials, labor, contractor charges, services, related interest charges and overheads)
Construction-in-progress - construction projects	-	Cost method (comprises the costs of materials, labor, contractor charges, services, related interest charges and overheads)
Construction materials	-	At cost, first-in, first-out method
Supplies	-	At cost, first-in, first-out method

Receivable under Finance Lease Contract

Receivable under finance lease contract is carried at outstanding amount, net of unearned finance income less allowance for doubtful accounts, if any.

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES**
Notes to Financial Statements (Continued)
December 31, 2019

Investments in Subsidiaries

Investments in subsidiaries are stated under the cost method of accounting in the separate financial statements.

Property, Plant and Equipment and Depreciation and Depletion

Land is stated at cost net of allowance for loss on impairment. Plant and equipment are stated at cost less accumulated depreciation and depletion and allowance for loss on impairment. When assets are sold or retired, their costs and accumulated depreciations and depletions are eliminated from the accounts and any gain or loss resulting from these transactions are included in the statement of comprehensive income.

The Unique Group depreciates its plant and equipment by the straight-line method over the following estimated useful lives:

	<u>Years</u>
Buildings and improvements	5, 10, 20
Machinery and equipment	5, 10, 20
Furniture, fixtures and office equipment	3, 5, 10
Vehicles	5

Sand pits are stated at cost less accumulated depletion and allowance for loss on impairment based on the physical unit-of-production method.

Other Intangible Assets

Other intangible assets that are acquired by the Unique Group are stated at cost less accumulated amortization and allowance for loss on impairment (if any).

Amortization is charged to the statement of comprehensive income on a straight-line basis over the estimated useful lives of the intangible assets, unless such lives are indefinite. Intangible assets with an indefinite useful life are not amortized but are systematically tested for impairment at each statement of financial position date. The estimated useful lives are as follows:

	<u>Years</u>
Software licenses	3, 5, 10

Impairment of Assets

The Unique Group reviews the impairment of assets whenever events or changes in circumstances indicate that the recoverable amount (the higher of asset's selling price or value in use) of assets is below the carrying amount. The review is made for individual assets or for the cash-generating unit.

If the carrying value of an asset exceeds its recoverable amount, the Unique Group recognizes the impairment losses by reducing the carrying value of the asset to its recoverable amount and recording the devaluation in statements of comprehensive income or reducing revaluation increment in assets in case that those assets were previously revalued. The reversal of impairment losses recognized in prior years is recorded as part of other income or as a revaluation increment in assets, when there is an indication that the impairment losses recognized for the assets no longer exist or are decreased. Such a reversal should not exceed the carrying amount that would have been determined (net of the associated depreciation or amortization).

Interest-Bearing Liabilities

Interest-bearing liabilities are recognised initially at fair value less attributable transaction charges. Subsequent to initial recognition, interest-bearing liabilities are stated at amortised cost with any difference between cost and redemption value being recognised in profit or loss over the period of the borrowings on an effective interest basis.

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
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Notes to Financial Statements (Continued)
December 31, 2019**

Provision

A provision is recognized when the Unique Group has a present legal or constructive obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. A provision is reviewed at the statement of financial position date and adjusted to reflect the current best estimate. Where the effect of the time value of money is material, the amount of a provision is the present value of the expenditures expected to be required to settle the obligation.

Provisions for Employee Benefits

Employee Retirement Benefit

The Unique Group's employee retirement benefit obligation is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods by the projected unit credit method determined by a professionally qualified independent actuary. The projected unit credit method considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Past service costs and gains or losses on the curtailment are recognized immediately in profit or loss. The Unique Group recognizes gains or losses on the settlement of pension benefits when the curtailment or settlement occurs. Actuarial gains or losses are recognized immediately to other comprehensive income. The defined benefit obligations are measured at the present value of estimated future cash flows using a discount rate that is similar to the government bonds.

Other Employee Benefit

The Unique Group's net obligation in respect of other employee benefit (other than employee retirement benefit plan) is the amount of future benefit that the eligible employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. In the statement of financial position, the obligations represent the present value of the other employee benefit.

Use of Judgements and Estimates

In order to prepare financial statements in conformity with Thai Financial Reporting Standards in Thailand, the management needs to make estimates and set assumptions that affect income, expenditure, assets and liabilities in order to disclose information on the valuation of assets, liabilities and contingent liabilities. Actual outcomes may, therefore, differ from the estimates used.

The estimates and underlying assumptions used in the preparation of these financial statements are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements consists of the following:

- Classification of the joint arrangements
- Consolidation: whether the Unique Group has de facto control over an investee
- Lease classification

Assumptions and estimation uncertainties

Information about significant areas of estimation uncertainties that have a significant risk of resulting in material adjustments to the amounts recognized in the financial statements consists of the following:

- Percentage of completion
- Current and deferred taxation
- Utilization of tax losses

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES**
Notes to Financial Statements (Continued)
December 31, 2019

- Key assumptions used in discounted cash flow projections
- Measurement of provision for employee retirement benefit
- Provisions and contingencies
- Valuation of financial instruments
- Determination of impairment of assets

Revenue Recognition and Expenses

To determine whether to recognize revenue, the Unique Group follows a 5-step process:

- 1) Identifying the contract with a customer
- 2) Identifying the performance obligations
- 3) Determining the transaction price
- 4) Allocating the transaction price to the performance obligations
- 5) Recognizing revenue when/as performance obligations are satisfied.

Revenue is recognised either at a point in time or over time, when (or as) the Unique Group satisfies performance obligations by transferring the promised goods or services to its customers.

The Unique Group recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as liabilities in the statement of financial position. Similarly, if the Unique Group satisfies a performance obligation before it receives the consideration is received or due, the Unique Group recognises either a receivable or a contract asset in the statement of financial position.

The Unique Group recognises revenue when a customer obtains control of the goods or services in an amount that reflects the consideration to which the Unique Group expects to be entitled, excluding those amounts collected on behalf of third parties, relevant tax and after deduction of any trade discounts and volume rebates.

Revenue from construction services

Revenue from construction services is recognised overtime based on survey of work performed, which is computed based on the estimation of the project engineer together with the consideration of actual cost of work performed and the estimated total cost of the project. The estimated total cost is determined by the Unique Group's project engineers or its responsible person, which is subject to change. The related costs are recognised in profit or loss when they are incurred. Expected loss on each project is provided and charged as expense in the period when the estimated total costs of the project exceed its total contracted income.

Sale of real estate

The Unique Group recognises sale of real estate when a customer obtains control of the goods or services in an amount that reflects the consideration to which the Unique Group expects to be entitled, excluding those amounts collected on behalf of third parties, relevant tax and after deduction of any trade discounts.

Interest income is recognized on a time proportion basis that reflects the effective yield on the asset.

Other income is recorded based on an accrual basis.

Expenses are recorded based on an accrual basis.

Income from Finance Lease Contract

The Unique Group has recognized the income from finance lease contract by using the effective interest rate method.

Repair and Maintenance

Expenditures on repair and maintenance are charged to expense at the expenditures are incurred. Expenditures of a capital nature are added to the related plant and equipment.

**UNIQUE ENGINEERING AND CONSTRUCTION PUBLIC COMPANY LIMITED
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Notes to Financial Statements (Continued)
December 31, 2019**

Finance Lease

Leases in terms of which the Unique Group substantially assumes all the risk and rewards of ownership are classified as finance leases. Assets acquired by way of finance leases are capitalized at the lower of its fair value and the present value of the minimum lease payments at the inception of the lease, less accumulated depreciation and impairment losses. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to the statement of comprehensive income.

Operating Lease

Leases of assets under which all the risks and rewards of ownership are effectively retained by the lessor are classified as operating leases. Lease payments under an operating lease are recognized as an expense in the statement of comprehensive income on a straight-line basis over the lease term.

Finance Costs

Interest expenses and similar costs are charged to the statement of comprehensive income for the period in which they are incurred, except to the extent that they are capitalized as being directly attributable to the acquisition, construction or production of an asset which necessarily takes a substantial period of time to be prepared for its intended use or sale. The interest component of finance lease payments is recognized in the statement of comprehensive income using the effective interest rate method.

Foreign Currency Transactions

Foreign currency transactions throughout the year are recorded in the accounts at the rates prevailing at the dates of transactions. Monetary assets and liabilities denominated in foreign currencies at the end of the years are translated into Baht at the prevailing rates at that date. Gains or losses from translations are credited or charged to the statement of comprehensive income.

Income Taxes

The income tax charge is based on profit for the year and considers deferred income taxation. Deferred taxes reflect the net tax effects of temporary differences between the tax basis of an asset or liability and its carrying amount in the statement of financial position. Deferred tax assets and liabilities are measured using the tax rates expected to apply to taxable income in the periods in which those temporary differences are expected to be recovered or settled. The measurement of deferred tax assets and deferred tax liabilities reflects the tax consequences that would follow from the manner in which the Unique Group expects, at the statement of financial position date, to recover or settle the carrying amount of their assets and liabilities.

Deferred tax assets are recognized when it is probable that sufficient taxable profits will be available against which the deferred tax assets can be utilized. At each statement of financial position date, the Unique Group re-assesses unrecognized deferred tax assets. The Unique Group recognizes a previously unrecognized deferred tax asset to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered. The Unique Group conversely reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of these deferred tax assets to be utilized.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets against current tax liabilities, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Basic Earnings per Share Attributable to Owners of The Parent

Basic earnings per share attributable to owners of the parent are determined by dividing the profit for the year attributable to owners of the parent by the weighted average number of shares outstanding during the year.

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4. TRANSACTIONS WITH RELATED PARTIES

A portion of assets, liabilities, revenues and expenses arose from transactions with related parties. These parties are related through common shareholdings and/or directorships. The accompanying financial statements reflect the effects of these transactions.

The pricing policies for transactions with related parties are explained further below:

<u>Transactions</u>	<u>Pricing policies</u>
Sales of fixed assets	Approximate market prices
Sales of real estate	Contractually agreed prices
Sales of construction materials and supplies	Cost plus margin
Purchases of construction materials and supplies	Cost plus margin and contractually agreed prices
Subcontractor	Cost plus margin and contractually agreed prices
Rental and service expenses	Contractually agreed prices
Oil and service expenses	Cost plus margin and approximate prices charged by third parties
Management benefit expenses	As defined by the nomination and remuneration committee

Significant transactions with the related parties for each of the years ended December 31, 2019 and 2018 are as follows:

		<u>In Thousand Baht</u>			
		<u>Consolidated Financial statements</u>		<u>Separate Financial Statements</u>	
	<u>Relationship</u>	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Sales of real estate					
Supankeeree Co., Ltd.	Related Company	-	47,000	-	47,000
Gain on disposal of fixed assets					
Asitakij Co., Ltd.	Related Company	8,247	-	387	-
Other income					
Unique Foundation Company Limited	Subsidiary	-	-	5,202	3,078
Unique Tunnelling Company Limited	Subsidiary	-	-	1,527	2,277
Unique Innovation Co., Ltd.	Subsidiary	-	-	20,071	12,948
Golden Estate Plus Co., Ltd.	Subsidiary	-	-	2,103	7
Unique Machinery Company Limited	Subsidiary	-	-	2,382	1,443
Unique Practiga Company Limited	Subsidiary	-	-	11,303	19,709
Unique Metal Company Limited	Subsidiary	-	-	12,255	13,151
Unique Equipment Service Company Limited	Subsidiary	-	-	827	988
Unique Built Co., Ltd.	Subsidiary	-	-	16,167	26,369
Unique Exploration Company Limited	Subsidiary	-	-	489	424
Unique System Co., Ltd.	Subsidiary	-	-	1,253	259

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		In Thousand Baht			
		Consolidated Financial statements		Separate Financial Statements	
	Relationship	2019	2018	2019	2018
Cost of construction services					
Unique Foundation Company Limited	Subsidiary	-	-	284,495	342,120
Unique Tunnelling Company Limited	Subsidiary	-	-	183,676	163,856
Golden Estate Plus Co., Ltd.	Subsidiary	-	-	547,118	445,734
Unique Machinery Company Limited	Subsidiary	-	-	696,008	1,026,038
Unique Innovation Co., Ltd.	Subsidiary	-	-	1,352,540	1,412,939
Unique System Co., Ltd.	Subsidiary	-	-	57,102	71,927
Unique Built Co., Ltd.	Subsidiary	-	-	404,041	614,205
Unique Exploration Company Limited	Subsidiary	-	-	110,146	122,051
Unique Practiga Company Limited	Subsidiary	-	-	692,005	1,221,402
Unique Metal Company Limited	Subsidiary	-	-	574,329	638,306
Unique Equipment Service Company Limited	Subsidiary	-	-	80,336	112,316
Asitakij Co., Ltd.	Related Company	47,494	-	47,494	-
Rental and other expenses					
Unique Real Estate and Development Co., Ltd.	Subsidiary	-	-	15,306	15,682
Asitakij Co., Ltd.	Related Company	134	-	134	-
Insurance expense					
ThaiSri Insurance Public Company Limited	Related company (Common director but resigned in 2 nd quarter of 2019)	-	30,547	-	18,283

The monetary management benefit expenses for each of the years ended December 31, 2019 and 2018 are as follows:

		In Thousand Baht			
		Consolidated Financial Statements		Separate Financial Statements	
Description		2019	2018	2019	2018
Salaries		24,925	24,315	24,925	24,315
Bonus		2,908	3,110	2,908	3,110
Employee retirement benefit		935	813	935	813
Meeting allowances		1,300	1,500	1,300	1,500
Contribution to the Group's provident fund		439	486	439	486
Others		3,884	4,164	3,884	4,164
Total		34,391	34,388	34,391	34,388

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Balances with related parties as at December 31, 2019 and 2018 are as follows:

	Consolidated Financial Statements (In Thousand Baht)			Balance as at December 31, 2019
	Balance as at December 31, 2018	Increase	Decrease	
Other current receivable				
Asitakij Co., Ltd.	-	70,560	66,680	3,880
Trade account payable				
Asitakij Co., Ltd.	-	50,819	13,150	37,669
Retention payable				
Asitakij Co., Ltd.	237	1,257	1,494	-
Accrued expenses (included in other current liabilities)				
Asitakij Co., Ltd.	24	134	158	-
	Separate Financial Statements (In Thousand Baht)			Balance as at December 31, 2019
	Balance as at December 31, 2018	Increase	Decrease	
Trade account receivables				
Unique Foundation Company Limited	617,763	-	-	617,763
Unique Tunnelling Company Limited	49,088	-	-	49,088
Total trade account receivables	666,851	-	-	666,851
Other current receivables				
Unique Tunnelling Company Limited	11,323	1,634	767	12,190
Unique Built Co., Ltd.	44,352	17,299	21,678	39,973
Unique Metal Company Limited	40,770	13,113	25,272	28,611
Unique Innovation Co., Ltd.	27,149	562,866	11,565	578,450
Unique Foundation Company Limited	8,513	27,110	2,133	33,490
Golden Estate Plus Co., Ltd.	91	47,686	47,777	-
Unique Machinery Company Limited	20,853	2,549	17,708	5,694
Unique Practiga Company Limited	29,113	977,842	13,550	993,405
Unique Equipment Service Company Limited	1,622	12,355	985	12,992
Unique Exploration Company Limited	771	523	47	1,247
Unique System Co., Ltd.	273	1,341	52	1,562
Total other current receivables	184,830	1,664,318	141,534	1,707,614
Total	851,681	1,664,318	141,534	2,374,465

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	Separate Financial Statements (In Thousand Baht)			Balance as at December 31, 2019
	Balance as at December 31, 2018	Increase	Decrease	
Advance payments to				
Unique Machinery Company Limited	1,731,211	243,076	403,212	1,571,075
Unique Foundation Company Limited	699,199	99,799	569	798,429
Golden Estate Plus Co., Ltd.	1,559,272	-	1,559,272	-
Unique Metal Company Limited	1,820,984	393,199	42,641	2,171,542
Unique Practiga Company Limited	668,926	48,717	1	717,642
Unique Tunnelling Company Limited	247,240	82,359	44,500	285,099
Unique Built Co., Ltd.	675,179	141,611	30,847	785,943
Unique Exploration Company Limited	150,114	40,232	1,000	189,346
Unique System Co., Ltd.	252,207	9,153	2,999	258,361
Unique Equipment Service Company Limited	52,373	10,596	-	62,969
Unique Innovation Co., Ltd.	2,272,589	772,025	800,838	2,243,776
Unique Real Estate and Development Co., Ltd.	103,147	9,505	18,786	93,866
Total	10,232,441	1,850,272	2,904,665	9,178,048
Trade account payables				
Unique Foundation Company Limited	999,683	284,220	73,951	1,209,952
Unique Tunnelling Company Limited	374,800	183,676	72,543	485,933
Unique Machinery Company Limited	1,207,738	695,804	511,057	1,392,485
Unique Innovation Co., Ltd.	2,658,217	1,349,896	1,640,081	2,368,032
Golden Estate Plus Co., Ltd.	1,014,755	-	1,014,755	-
Unique Built Co., Ltd.	1,115,962	403,995	210,508	1,309,449
Unique System Co., Ltd.	285,542	57,102	36,551	306,093
Unique Metal Company Limited	2,134,241	574,329	246,736	2,461,834
Unique Exploration Company Limited	155,526	110,146	64,570	201,102
Unique Practiga Company Limited	974,287	692,005	638,954	1,027,338
Unique Equipment Service Company Limited	64,846	80,336	102,656	42,526
Asitakij Co., Ltd.	-	50,819	13,150	37,669
Total trade account payables	10,985,597	4,482,328	4,625,512	10,842,413
Other current payables				
Unique Real Estate and Development Co., Ltd.	4,999	18,344	19,065	4,278
Unique Machinery Company Limited	70	218	-	288
Unique Innovation Co., Ltd.	3,643	2,829	1,158	5,314
Unique Foundation Company Limited	232	295	-	527
Unique Tunnelling Company Limited	664	-	-	664
Unique Built Co., Ltd.	-	45	-	45
Total other current payables	9,608	21,731	20,223	11,116
Total	10,995,205	4,504,059	4,645,735	10,853,529
Advances received from				
Sun Technology and Construction Co., Ltd.	24,496	-	12	24,484
Unique Built Co., Ltd.	88,483	-	10,000	78,483
Unique Tunnelling Company Limited	334	-	-	334
Total	113,313	-	10,012	103,301
Retention payables				
Asitakij Co., Ltd.	237	1,257	1,494	-
Accrued expenses (included in other current liabilities)				
Asitakij Co., Ltd.	24	134	158	-

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The Company has a rental agreement covering a subsidiary's real estate project and warehouse for keeping the Unique Group's construction parts and materials for the construction projects for a period of 3 years expiring on December 31, 2019, whereby, the Company has an option to renew the rental agreement upon the expiry date. Total rental charges under this agreement amounted to Baht 11.7 million per year.

5. SHORT-TERM INVESTMENTS

	Interest Rates (% p.a.)		In Thousand Baht			
			Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018	2019	2018
Investments in fixed deposits	0.750 - 0.825	1.00 - 1.05	506	212	505	211

6. TRADE AND OTHER CURRENT RECEIVABLES, TRADE AND OTHER CURRENT AND NOTE PAYABLES - Net

As at December 31, 2019 and 2018, the trade and other current receivables were detailed as follows:

	In Thousand Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
Trade account receivables				
- Related parties	-	-	666,851	666,851
- Other companies	1,967,836	1,670,987	1,967,836	1,670,987
Total trade account receivables	1,967,836	1,670,987	2,634,687	2,337,838
Less: Advances received from customers	(61,613)	(107,333)	(61,613)	(107,333)
Trade account receivables - net	1,906,223	1,563,654	2,573,074	2,230,505
Other current receivables				
- Related parties	3,880	-	1,707,614	184,830
- Other companies	71,787	66,363	47,095	46,350
Total other current receivables	75,667	66,363	1,754,709	231,180
Less: Allowance for doubtful accounts	(11,950)	(11,950)	(11,950)	(11,950)
Other current receivables - net	63,717	54,413	1,742,759	219,230
Trade and other current receivables - net	1,969,940	1,618,067	4,315,833	2,449,735
Doubtful debts expenses during the year	-	2,500	-	2,500

As at December 31, 2019 and 2018, the aging analysis of trade and other current receivables were detailed as follows:

	In Thousand Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
• Within credit-term	681,559	971,569	747,911	990,089
• Periods over credit-term				
- Not over 3 months	1,298,870	720,233	1,314,856	736,349
- Over 3 months to 6 months	8,862	2,988	1,504,416	20,660
- Over 6 months to 12 months	4,541	1,413	29,343	43,739
- Over 12 months	49,671	41,147	792,870	778,181
Total	2,043,503	1,737,350	4,389,396	2,569,018
Less: Advances received from customers	(61,613)	(107,333)	(61,613)	(107,333)
Less: Allowance for doubtful accounts	(11,950)	(11,950)	(11,950)	(11,950)
Net	1,969,940	1,618,067	4,315,833	2,449,735

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Except account receivables which were set up allowance for doubtful accounts of Baht 12.0 million, the management believes that these receivables will be collectible in full since most receivables are government agencies which are virtually certain that they are collectible without significant loss.

The Unique Group presented trade account receivables net of advances received from customers according to the condition of cash receipt from construction specified in the agreements as discussed in Note 19.

The Company and the Unique Group transferred the right on cash collection from the installment payments of the construction projects of the Company and the Unique Group for guarantee credit facilities from various local financial institutions as discussed in Notes 13 and 16.

As at December 31, 2019 and 2018, the trade and other current and note payables were detailed as follows:

	In Thousand Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
Trade account payables				
- Related parties	37,669	-	10,842,413	10,985,597
- Other companies	4,011,547	2,660,535	3,449,059	2,070,935
Other current payables - related parties	-	-	11,116	9,608
Note payables - other companies	5,630,545	5,730,062	5,565,304	5,662,737
Total	9,679,761	8,390,597	19,867,892	18,728,877
Less: Advances payment to contractors	(192,364)	(128,440)	(186,542)	(117,825)
Net	9,487,397	8,262,157	19,681,350	18,611,052

The Unique Group presented trade and other current and note payables net of advances payment to contractors according to the condition of cash payment for construction specified in the agreements as discussed in Note 19. According to the term of the above agreements, the Unique Group withholds retention deposits from the contractors for their compliance with the conditions in the agreements at the certain percentages of the each invoice billed by the contractors. The Unique Group will release such retention deposits to the contractors when the construction projects complete and the contractors do not breach any conditions specified in the agreements.

7. INVENTORIES - Net

	In Thousand Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
Construction-in-progress - real estate project	149,443	149,443	149,443	149,443
Construction-in-progress - construction projects	6,138,364	3,458,200	6,262,979	3,579,013
Construction materials	777,031	602,880	705,916	497,743
Supplies	327,961	328,923	13,073	15,991
Total	7,392,799	4,539,446	7,131,411	4,242,190
Less : Allowance for impairment loss	(850)	(850)	(850)	(850)
Net	7,391,949	4,538,596	7,130,561	4,241,340

At the Board of Directors' meeting held on December 27, 2017, the Board approved the Company to sell a part of land recorded in this construction-in-progress for real estate projects which cost value amounted to Baht 33.0 million to Supankeeree Co., Ltd, whose major shareholder is also the major shareholder of the Company, at the selling price amounting to Baht 47.0 million. The Company entered into a purchase and sell land agreement on January 5, 2018.

As at December 31, 2019 and 2018, the construction-in-progress for real estate projects (included land) of the Company, which had carrying value in the consolidated financial statements and the separate financial statements totalling Baht 149.4 million, the certain land title deeds of the Company are mortgaged as guarantee for short-term borrowings from financial institutions as discussed in Note 13.

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At the Board of Directors' meeting held on August 20, 2019, the Board approved to use construction material record in this construction-in-progress for construction projects totalling Baht 1,319.0 million to use for construction of the machinery and equipment of the Company, Hence, the Company transferred construction-in-progress - construction projects totalling Baht 1,319.0 million to be a part of property, plant and equipment as at December 31, 2019.

As at December 31, 2019, cost of land in this real estate project of the Company is Baht 149.4 million, whereby, the appraised value (fair market value) based on the report of an independent appraiser firm (Accurate Advisory Co., Ltd.) dated December 27, 2019 totalling Baht 176.3 million.

8. RECEIVABLE UNDER FINANCE LEASE CONTRACT - Net

As at December 31, 2019 and 2018, receivable under finance lease contract has a term of 58 months and is receivable in monthly equal installments. The balance of receivable under finance lease contract is classified by due date per the contract, as follows:

	In Thousand Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
For the year ended December 31,				
2019	-	2,804	-	-
2020	1,000	1,635	1,000	-
Total minimum lease payments receivable	1,000	4,439	1,000	-
Less: Unearned finance income	-	(216)	-	-
Present value of net minimum lease payments receivable	1,000	4,223	1,000	-
Less: current portion due within one year - net of unearned finance income	(1,000)	(2,620)	(1,000)	-
Net	-	1,603	-	-

9. INVESTMENTS IN RESTRICTED DEPOSITS AT FINANCIAL INSTITUTIONS

These represented investments in deposits at financial institutions which consisted of fixed deposits, savings account and current account of the Company and the Unique Group with certain local financial institutions, which bear interest at the rates of 0.375% per annum to 1.05% per annum as at December 31, 2019 and 2018.

As at December 31, 2019 and 2018, the Company's fixed deposits amounting to approximately Baht 465.4 million and Baht 561.4 million, respectively, were pledged as collateral for credit facilities of various local financial institutions as discussed in Note 13.

As at December 31, 2019 and 2018, the subsidiaries' fixed deposits totalling approximately Baht 0.4 million were pledged as collateral for credit facilities of a local financial institution as discussed in Note 13.

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10. INVESTMENTS IN SUBSIDIARIES - Net

As at December 31, 2019 and 2018, the investments in subsidiaries were as follows:

	Paid-up Share Capital		Percentage of		In Thousand Baht	
	(In Million Baht)		Ownership		Cost Value	
	2019	2018	2019	2018	2019	2018
• Unique Innovation Co., Ltd.	400	400	99.99	99.99	400,000	400,000
• Unique Real Estate and Development Co., Ltd.	550	550	99.99	99.99	338,000	338,000
• Golden Estate Plus Co., Ltd.	-	200	-	99.99	-	200,000
• Sun Technology and Construction Co., Ltd.	25	25	99.99	99.99	24,999	24,999
• Unique Foundation Company Limited	20	20	99.99	99.99	20,000	20,000
• Unique Tunnelling Company Limited	20	20	99.99	99.99	20,000	20,000
• Unique Machinery Company Limited	5	5	99.99	99.99	5,000	5,000
• Unique System Co., Ltd.	5	5	99.99	99.99	5,000	5,000
• Unique Built Co., Ltd.	5	5	99.99	99.99	5,000	5,000
• UQ-SRC Joint Venture Co., Ltd.	2	2	89.99	89.99	1,799	1,799
• Unique Metal Company Limited	1	1	99.97	99.97	1,000	1,000
• Unique Practiga Company Limited	1	1	99.97	99.97	1,000	1,000
• Unique Exploration Company Limited	1	1	99.97	99.97	999	999
• Unique Equipment Service Company Limited	1	1	99.97	99.97	999	999
Total					823,796	1,023,796
Less: Allowance for impairment of investment					(1,900)	(51,200)
Net					<u>821,896</u>	<u>972,596</u>

During the year 2018, the Company additionally provided an allowance for impairment of investment in a subsidiary of Baht 16.3 million.

The Company is a guarantor for credit facility lines from a local financial institution of subsidiaries as discussed in Notes 13 and 16.

A subsidiary is a guarantor for credit facility lines from a local financial institution of the Company as discussed in Notes 13 and 16.

On December 11, 2019, the Company entered into the Sales and Purchase shares agreement to sell all 199,999,700 ordinary shares of Golden Estate Plus Co., Ltd. to 3 third parties, representing 99.99 percent of the registered capital of such company, at a price of approximately Baht 1.25 per share, or for a total of Baht 250 million according to the resolution of the Board of Directors' Meeting No. 12/2019. The Company recorded a gain on disposal of investment in subsidiary of approximately Baht 62.7 million in the consolidated statement of comprehensive income for the year 2019 (Separate statement of comprehensive income: Baht 50.0 million). The Company therefore excluded the financial statements of Golden Estate Plus Co., Ltd. from the consolidated financial statements since December 2019.

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Detail of assets and liabilities of such subsidiary at the change of control date were summarized below:

	Cash Flows
	Decrease (Increase)
	<u>(In Thousand Baht)</u>
Trade and other current receivables	503
Inventories	44
Receivable under finance lease contract	4,223
Advance payments to contractors	5,601
Prepaid expenses	2,175
Property, plant and equipment - net	389,224
Other current assets	545
Value added tax receivable	15,415
Other non-current assets	35
Bank overdrafts and short-term borrowings from financial institutions	(11,387)
Trade and other current account and note payables - net	(76,794)
Retention payables to contractors	(128)
Long-term borrowings from financial institutions	(43,000)
Liabilities under finance lease contracts	(467)
Current income tax payable	(1,121)
Other current liabilities	(3,300)
Other non-current liabilities	(467)
Net Assets	<u>281,101</u>
Realized deficit of subsidiary	<u>12,704</u>
Total	293,805
Less: Investment in subsidiary	<u>(200,000)</u>
Effect on cash flows from deconsolidation of subsidiary	<u><u>93,805</u></u>

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11. PROPERTY, PLANT AND EQUIPMENT - Net

Consolidated Financial Statements (In Thousand Baht)								
	Land	Sand Pits	Buildings, and Improvements	Machinery and Equipment	Furniture, Fixtures and Office Equipment	Vehicles	Construction in Progress	Total
Cost								
As at January 1, 2018	1,667,763	82,160	1,126,380	6,484,986	222,469	513,573	45,503	10,142,834
Additions	133,541	-	123,152	336,707	30,984	49,143	11,937	685,464
Disposals	-	-	-	(34,302)	(75)	(19,252)	-	(53,629)
Write-off	-	-	-	(4,106)	(65)	(5,045)	-	(9,216)
Transfers in (out)	-	-	15,045	22,555	-	-	(37,600)	-
As at December 31, 2018	1,801,304	82,160	1,264,577	6,805,840	253,313	538,419	19,840	10,765,453
Additions	-	-	132,479	1,760,059	5,733	24,275	23,924	1,946,470
Disposals	(333,446)	(82,160)	(58,679)	(167,097)	(5,952)	(13,107)	(211)	(660,652)
Write-off	-	-	-	(113)	(126)	(1,011)	(34)	(1,284)
Transfers from inventories (Note 7)	-	-	-	1,318,981	-	-	-	1,318,981
Transfers in (out)	-	-	5,454	5,258	-	-	(10,712)	-
As at December 31, 2019	1,467,858	-	1,343,831	9,722,928	252,968	548,576	32,807	13,368,968
Accumulated Depreciation and Depletion								
As at January 1, 2018	-	39,392	278,818	3,944,626	136,794	306,076	-	4,705,706
Depreciation and depletion charges for the year	-	-	106,864	988,166	34,427	73,927	-	1,203,384
Disposals	-	-	-	(1,879)	(41)	(19,252)	-	(21,172)
Write-off	-	-	-	(3,656)	(34)	(754)	-	(4,444)
As at December 31, 2018	-	39,392	385,682	4,927,257	171,146	359,997	-	5,883,474
Depreciation and depletion charges for the year	-	-	101,797	768,602	31,992	63,391	-	965,782
Disposals	-	(39,392)	(5,179)	(108,697)	(5,878)	(13,106)	-	(172,252)
Write-off	-	-	-	(42)	(87)	(577)	-	(706)
As at December 31, 2019	-	-	482,300	5,587,120	197,173	409,705	-	6,676,298
Allowance for Impairment Loss								
As at January 1, 2018	15,000	25,900	-	-	-	-	-	40,900
Additions	-	16,868	-	-	-	-	-	16,868
As at December 31, 2018	15,000	42,768	-	-	-	-	-	57,768
Deductions	-	(42,768)	-	-	-	-	-	(42,768)
As at December 31, 2019	15,000	-	-	-	-	-	-	15,000
Net Book Value								
Owned assets	1,786,304	-	854,416	577,810	82,167	9,869	19,840	3,330,406
Assets under finance leases	-	-	24,479	1,300,773	-	168,553	-	1,493,805
As at December 31, 2018	1,786,304	-	878,895	1,878,583	82,167	178,422	19,840	4,824,211
Owned assets	1,452,858	-	842,931	3,154,066	55,795	13,651	32,807	5,552,108
Assets under finance leases	-	-	18,600	981,742	-	125,220	-	1,125,562
As at December 31, 2019	1,452,858	-	861,531	4,135,808	55,795	138,871	32,807	6,677,670

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	Separate Financial Statements (In Thousand Baht)						
	Land	Buildings, and Improvements	Machinery and Equipment	Furniture, Fixtures and Office Equipment	Vehicles	Construction in Progress	Total
Cost							
As at January 1, 2018	420,613	330,401	2,314,639	197,955	480,335	15,959	3,759,902
Additions	133,542	75,999	66,513	27,523	48,783	6,813	359,173
Disposals	-	-	(28,885)	(70)	(19,252)	-	(48,207)
Write-off	-	-	(3,124)	(61)	(5,046)	-	(8,231)
Transfers in (out)	-	12,844	423	-	-	(13,267)	-
As at December 31, 2018	554,155	419,244	2,349,566	225,347	504,820	9,505	4,062,637
Additions	-	26,303	160,683	4,300	22,061	15,059	228,406
Disposals	-	-	(6,053)	(2,210)	(12,452)	-	(20,715)
Write-off	-	-	(79)	(117)	(1,011)	(23)	(1,230)
Transfers from inventories (Note 7)	-	-	1,318,981	-	-	-	1,318,981
Transfers in (out)	-	203	59	-	-	(262)	-
As at December 31, 2019	554,155	445,750	3,823,157	227,320	513,418	24,279	5,588,079
Accumulated Depreciation							
As at January 1, 2018	-	145,501	1,491,107	122,825	282,130	-	2,041,563
Depreciation charge for the year	-	44,747	239,171	29,535	69,281	-	382,734
Disposals	-	-	(370)	(39)	(19,252)	-	(19,661)
Write-off	-	-	(3,024)	(31)	(753)	-	(3,808)
As at December 31, 2018	-	190,248	1,726,884	152,290	331,406	-	2,400,828
Depreciation charge for the year	-	44,232	266,364	28,042	61,671	-	400,309
Disposals	-	-	(3,138)	(2,136)	(12,452)	-	(17,726)
Write-off	-	-	(29)	(77)	(577)	-	(683)
As at December 31, 2019	-	234,480	1,990,081	178,119	380,048	-	2,782,728
Allowance for Impairment Loss							
As at January 1, 2018	15,000	-	-	-	-	-	15,000
As at December 31, 2018	15,000	-	-	-	-	-	15,000
As at December 31, 2019	15,000	-	-	-	-	-	15,000
Net Book Value							
Owned assets	539,155	204,517	144,315	73,057	7,411	9,505	977,960
Assets under finance leases	-	24,479	478,367	-	166,003	-	668,849
As at December 31, 2018	539,155	228,996	622,682	73,057	173,414	9,505	1,646,809
Owned assets	539,155	192,670	1,410,318	49,201	11,135	24,279	2,226,758
Assets under finance leases	-	18,600	422,758	-	122,235	-	563,593
As at December 31, 2019	539,155	211,270	1,833,076	49,201	133,370	24,279	2,790,351

The Company and the Unique Group have various finance lease contracts with several leasing companies covering various machinery and vehicles as discussed in Note 18.

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On July 25, 2018, the Company and a subsidiary entered into various sale and purchase agreements with a local leasing company for selling their certain machineries totalling Baht 4.2 million and Baht 21.2 million, respectively, which exceed their carry values at the agreement date. On the same date, the Company and such subsidiary entered into hire-purchase agreements with such leasing company to purchase back those machineries at the same prices plus interest at the specified rate by having down payments and monthly equal installment payments for a period of 60 months. The ownership of those machineries will be automatically transferred to the Company and such subsidiary when the Company and the subsidiary make the last installment payments. In this regard, the Company and such subsidiary incurred gains on sales of such assets of Baht 0.2 million and Baht 1.4 million, respectively, which were recognized as deferred revenue and presented as other non-current liabilities in the statements of financial position. The Company and the subsidiary will recognize deferred revenue as income over the lease term.

During the years ended December 31, 2019 and 2018, a subsidiary capitalized interest charge from borrowings as a part of such subsidiary's yard project of Baht 0.6 million and Baht 2.0 million, respectively.

Land, building and machinery of the Company with the net carrying value totalling Baht 601.6 million and Baht 357.8 million (and of the Unique Group with the net carrying value totalling Baht 2,704.0 million and Baht 2,373.8 million) as at December 31, 2019 and 2018, respectively, have been mortgaged/pledged as collateral for credit facilities obtained from various financial institutions as discussed in Notes 13 and 16. In addition, the benefits of the insurance coverage for machinery and building have been assigned to the lenders.

The gross carrying amounts of the Company's certain plant and equipment totalling approximately Baht 1,602.4 million and Baht 1,404.6 million (and of the Unique Group totalling approximately Baht 4,128.7 million and Baht 2,822.4 million) were fully depreciated as at December 31, 2019 and 2018, respectively, but these items are still in active use.

12. OTHER INTANGIBLE ASSETS - Net

	Consolidated Financial Statements (In Thousand Baht)		
	Software Licenses	Assets under Installation	Total
Cost			
As at January 1, 2018	30,022	272	30,294
Additions	3,351	2,102	5,453
As at December 31, 2018	33,373	2,374	35,747
Additions	1,328	72	1,400
Disposals	(261)	-	(261)
Write-off	-	(2,300)	(2,300)
As at December 31, 2019	34,440	146	34,586
Accumulated Amortization			
As at January 1, 2018	13,021	-	13,021
Amortization charge for the year	3,696	-	3,696
As at December 31, 2018	16,717	-	16,717
Amortization charge for the year	3,657	-	3,657
Disposals	(96)	-	(96)
As at December 31, 2019	20,278	-	20,278
Net Book Value			
As at December 31, 2018	16,656	2,374	19,030
As at December 31, 2019	14,162	146	14,308

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	Separate Financial Statements (In Thousand Baht)		
	Software Licenses	Assets under Installation	Total
Cost			
As at January 1, 2018	29,591	272	29,863
Additions	3,325	2,102	5,427
As at December 31, 2018	32,916	2,374	35,290
Additions	991	72	1,063
Disposals	(261)	-	(261)
Write-off	-	(2,300)	(2,300)
As at December 31, 2019	33,646	146	33,792
Accumulated Amortization			
As at January 1, 2018	12,748	-	12,748
Amortization charge for the year	3,608	-	3,608
As at December 31, 2018	16,356	-	16,356
Amortization charge for the year	3,580	-	3,580
Disposals	(96)	-	(96)
As at December 31, 2019	19,840	-	19,840
Net Book Value			
As at December 31, 2018	16,560	2,374	18,934
As at December 31, 2019	13,806	146	13,952

The gross carrying amounts of the Company's certain other intangible assets totalling approximately Baht 9.6 million and Baht 8.8 million (and of the Unique Group totalling approximately Baht 10.0 million and Baht 8.8 million) were fully amortized as at December 31, 2019 and 2018, respectively, but these items are still in active use.

13. BANK OVERDRAFTS AND SHORT-TERM BORROWINGS FROM FINANCIAL INSTITUTIONS

	In Thousand Baht					
	Interest Rates (% p.a.)		Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018	2019	2018
Bank overdrafts	6.870	6.120 - 7.125	66,536	48,714	39,733	21,758
Liabilities under trust receipts	5.025	5.025 - 6.620	109,586	239,955	109,586	239,955
Notes payable	4.150 - 6.870	4.200 - 7.120	6,203,132	5,704,562	6,173,763	5,678,948
Total			6,379,254	5,993,231	6,323,082	5,940,661

In June 2018, the Company drewdown long-term borrowings from a financial institution totalling Baht 132.2 million in order to repay notes payable according to the agreement as discussed in Note 16.

As at December 31, 2019, the Company and the Unique Group obtained overdraft credit lines from various local financial institutions totalling Baht 65.0 million and Baht 95.0 million, respectively. The Company and the Unique Group obtained other credit facility lines from various local financial institutions totalling Baht 62,298.8 million and Baht 60,424.8 million, respectively. These credit facilities are collateralized by fixed deposits of the Company and the Unique Group totalling Baht 465.4 million and Baht 465.8 million, respectively, as discussed in Note 9 and by transferring the right on cash collection from the installment payments of the construction projects of the Company and the Unique Group as discussed in Note 6, the Company's construction in progress - real estate projects amounting to Baht 149.4 million as discussed in Note 7 and certain fixed assets of the Company and the Unique Group as discussed in Note 11 including additionally guaranteed by a subsidiary as discussed in Note 10.

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As at December 31, 2018, the Company and the Unique Group obtained overdraft credit lines from various local financial institutions totalling Baht 74.7 million and Baht 119.7 million, respectively. The Company and the Unique Group obtained other credit facility lines from various local financial institutions totalling Baht 74,376.2 million and Baht 76,460.5 million, respectively. These credit facilities are collateralized by fixed deposits of the Company and the Unique Group totalling Baht 561.4 million and Baht 561.8 million, respectively, as discussed in Note 9 and by transferring the right on cash collection from the installment payments of the construction projects of the Company and the Unique Group as discussed in Note 6, the Company's construction in progress - real estate projects amounting to Baht 149.4 million as discussed in Note 7 and certain fixed assets of the Company and the Unique Group as discussed in Note 11 including additionally guaranteed by a subsidiary as discussed in Note 10.

Under the terms of the trust receipt agreements, certain imported raw materials and assets have been released to the Unique Group in trust for the financial institution. The Unique Group is accountable to the financial institution for the trusted raw materials and assets or their sales proceeds.

14. CURRENT PROVISIONS FOR OTHER EMPLOYEE BENEFIT

Current provision for other employee benefit as at December 31, 2019 and 2018 was as follows:

	Consolidated Financial Statements (In Thousand Baht)
Current provision for other employee benefit as at December 31, 2018	7,818
Benefit paid during the year	(50)
Reversal of unused employee benefit	(9)
Current provision for other employee benefit as at December 31, 2019	<u>7,759</u>

15. NON-CURRENT PROVISION FOR EMPLOYEE RETIREMENT BENEFIT

Non-current provision for employee retirement benefit as at December 31, 2019 and 2018 was as follows:

	In Thousand Baht	
	Consolidated Financial Statements	Separate Financial Statements
Employee retirement benefit obligation as at January 1, 2018	85,156	46,700
Current service cost	16,937	6,556
Interest cost	1,471	801
Actuarial gains	(4,303)	(252)
Employee retirement benefit obligation as at December 31, 2018	<u>99,261</u>	<u>53,805</u>
Current service cost	16,309	7,236
Interest cost	2,012	1,150
Past service cost from change in defined benefit plan	9,266	7,700
Benefit paid during the year	(50)	-
Reversal of unused employee benefit	(35,312)	(20,499)
Employee retirement benefit obligation as at December 31, 2019	<u>91,486</u>	<u>49,392</u>

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Expenses recognized in the statements of comprehensive income for each of the years ended December 31, 2019 and 2018 were as follows:

	In Thousand Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
In profit for the year :				
Current service cost	16,309	16,937	7,236	6,556
Interest cost	2,012	1,471	1,150	801
Past service cost from change in defined benefit plan	9,266	-	7,700	-
Reversal of unused employee benefit	(35,312)	-	(20,499)	-
In other comprehensive income for the year :				
Actuarial gains	-	(4,303)	-	(252)
Total	<u>(7,725)</u>	<u>14,105</u>	<u>(4,413)</u>	<u>7,105</u>

Actuarial assumptions

	2019	2018
Discount rate	2.50%	2.50%
Inflation rate	2.75%	2.75%
Future salary increase	5.00%	5.00%
Employee turnover	7.00% - 30.00%	7.00% - 30.00%
Mortality rate	105% of TMO17	105% of TMO17

Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the provision for employee retirement benefit by the amounts shown below.

	Increase (decrease) (In Thousand Baht)			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
Effect on the non-current provisions for employee retirement benefit at December 31,				
Discount rate				
0.5% increase	(3,075)	(2,482)	(1,664)	(1,337)
0.5% decrease	3,260	2,630	1,764	1,417
Salary increase rate				
1.0% increase	7,122	5,020	3,834	2,661
1.0% decrease	(6,446)	(4,569)	(3,473)	(2,421)
Employee turnover rate				
20.0% increase	(12,394)	(8,643)	(6,761)	(4,655)
20.0% decrease	16,389	11,159	8,860	5,987

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

On April 5, 2019, the Labor Protection Act (No. 7) B.E. 2562 (dated April 4, 2019) was announced in the Government Gazette and it will become effective 30 days after its publication, to include a requirement that an employee who is terminated after having been employed by the same employer for an uninterrupted period of 20 years or more, receives severance payment of 400 days of wages at the most recent rate, which is increased from the former maximum rate of 300 days. The Unique Group recorded past service cost from change in such defined benefit plan when the labor law has come into force in the statement of comprehensive income for the year ended December 31, 2019.

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16. LONG-TERM BORROWINGS FROM FINANCIAL INSTITUTIONS - Net

	Interest Rates (% p.a.)		In Thousand Baht			
	2019	2018	Consolidated Financial Statements		Separate Financial Statements	
			2019	2018	2019	2018
The Company						
- The third borrowing	4.775	5.025	29,900	52,100	29,900	52,100
- The fourth borrowing	5.275	5.525	80,310	128,910	80,310	128,910
- The fifth borrowing	4.750	5.000	99,200	123,400	99,200	123,400
The first subsidiary	5.275	5.525	370,000	348,300	-	-
The second subsidiary	-	6.025	-	43,000	-	-
Total			579,410	695,710	209,410	304,410
Less : Deferred borrowing arrangement fee			(79)	(135)	(79)	(135)
			579,331	695,575	209,331	304,275
Less: current portion			(354,720)	(298,100)	(96,120)	(97,200)
Net			224,611	397,475	113,211	207,075

The Company

On October 18, 2016, the Company obtained credit facilities from a local financial institution totalling Baht 192.7 million, which consisted of:

Type of Credit Facilities	Credit Line (Million Baht)	Interest Rate	Repayment Term
a) - Term loan (for land)	175.2	- Minimum Loan Rate minus 0.75% per annum	The Company can drawdown the short-term borrowing, by issuing promissory notes
- Credit facility for Acceptance/Aval note (for land)		- Fee 1.00% per annum	- amounting to Baht 43 million with the final maturity date within 6 months, and - amounting to Baht 132.2 million with the final maturity date within 24 months and when the due date, the Company can drawdown the term loan (for land) to fully repay promissory note. The repayment term will be at 36 monthly installments not less than Baht 3.68 million per month, commencing from October 2018.
b) Term loan (for land development)	17.5	Minimum Loan Rate per annum	At 60 monthly installments not less than Baht 0.37 million per month, commencing from October 2017
Total	192.7		

This borrowing is secured by the mortgage of land of a subsidiary as discussed in Note 11 including additionally guaranteed by a subsidiary as discussed in Note 10. In addition, the Company should not change the core business, merge and acquire with other party, decrease the Company's authorized share capital or dissolution and liquidation of the Company.

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On November 1, 2017, the Company obtained credit facility from a local financial institution totalling Baht 78.0 million, which consisted of:

<u>Type of Credit Facilities</u>	<u>Credit Line (Million Baht)</u>	<u>Interest Rate</u>	<u>Repayment Term</u>
Term loan (for land)	78.0	Minimum Loan Rate minus 1.25% per annum	At 43 monthly installments not less than Baht 1.85 million per month, commencing from November 2017

This borrowing is secured by the mortgage of land of the Company as discussed in Note 11. In addition, the Company transferred the right on cash collection from the installment payments of Elevated Civil Works: Khlong Ban Ma - Suwinthawong Section of the MRT Orange Line (East Section) Project : Thailand Cultural Centre - Min Buri (Suwinthawong) (Contract 4) and Trackwork of the MRT Orange Line (East Section) Project: Thailand Cultural Centre – Min Buri (Suwinthawong) (Contract 6) of the Company regarding to the transferred right of claim agreement as discussed in Note 6 and the business security agreement dated May 4, 2017, according to the Business Security Act B.E. 2558 as collateral for credit facility obtained from such financial institution.

On October 1, 2018, the Company obtained credit facility from another local financial institution totalling Baht 130.0 million, which consisted of:

<u>Type of Credit Facilities</u>	<u>Credit Line (Million Baht)</u>	<u>Interest Rate</u>	<u>Repayment Term</u>
Term loan (for land)	130.0	Minimum Loan Rate minus 1.25% per annum	At 60 monthly installments at Baht 2.2 million per month in periods 1 - 59 and Baht 0.2 million in period 60, commencing from November 2018

This borrowing is secured by the mortgage of land of the Company as discussed in Note 11.

Subsidiary

On January 28, 2014, a subsidiary obtained credit facilities from a local financial institution totalling Baht 1,898 million for the subsidiary's operation to sell ready-mixed concrete and cast concrete. Subsequently on September 15, 2015, such subsidiary entered into the amendment agreement with such financial institution. The credit facilities are as follows:

<u>Type of Credit Facilities</u>	<u>Credit Line (Million Baht)</u>	<u>Interest Rate</u>	<u>Repayment Term</u>
a) Term loan (for land) (to drawdown at 75% of value based on sale and purchase land agreement not exceeding the amount of term loan)	211	Minimum Loan Rate minus 0.75% per annum	At 96 monthly installments not less than Baht 2.25 million per month in periods 1 - 19 and not less than Baht 2.35 million in periods 20 - 96
b) Term loan (for land development and infrastructure) (to drawdown at 60% of the actual value based on report of an outside appraisal firm registered with the financial institution not exceeding the amount of term loan)	413	Minimum Loan Rate minus 0.75% per annum	At 96 monthly installments not less than Baht 4.5 million per month in periods 1 - 19 and not less than Baht 5.4 million in periods 20 - 96

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Type of Credit Facilities	Credit Line (Million Baht)	Interest Rate	Repayment Term
c) Term loan (for construct thereon and system) (to drawdown at 75% of the actual value based on report of an outside appraisal firm registered with the financial institution not exceeding the amount of term loan)	137	Minimum Loan Rate minus 0.75% per annum	At 84 monthly installments not less than Baht 2.2 million per month
d) Term loan (for purchases of machinery/equipment/component) (to drawdown at 75% of the actual value based on report of an outside appraisal firm registered with the financial institution)	957	Minimum Loan Rate minus 0.75% per annum	At 84 monthly installments not less than Baht 12.2 million per month in periods 1 - 19 and not than Baht 13.8 million in periods 20 - 84. Subsequently, on July 12, 2019, the subsidiary additionally drewdown long-term borrowing amounting to Baht 264 million.
e) Overdraft	30	Minimum Overdraft Rate	Review credit line every 12 months
f) Letter of guarantee	100	- 1% per annum for letter of guarantee - 1.8% per annum for letter of credit - MOR for promissory note and trust receipt	Review credit line every 12 months
g) Credit facility for forward contract	50	Determined by financial institution	Review credit line every 12 months
Total	<u>1,898</u>		

The subsidiary's borrowings are secured by the mortgage of land and construction thereon and machinery, and land and building of such subsidiary to be constructed thereon as discussed in Note 11 and additionally guaranteed by the Company as discussed in Note 10. In addition, the subsidiary has to maintain the condition in accordance with the loan agreements.

17. DEBENTURES - Net

	Consolidated/Separate Financial Statements (In Thousand Baht)	
	2019	2018
Debentures	3,000,000	940,000
Less: Deferred underwriting fee for debentures	<u>(18,150)</u>	<u>(9,328)</u>
	2,981,850	930,672
Less: Portion due within one year	-	(435,589)
Net	<u>2,981,850</u>	<u>495,083</u>

Such debentures represented unsubordinated and unsecured debentures in registered name. The details are as follows:

Issuance and offering date	Amount (In Thousand Baht)		Term of debenture	Maturity date	Fixed interest rate (% per annum)
	2019	2018			
August 29, 2018	500,000	500,000	3 years	August 29, 2021	3.70
December 21, 2018	-	440,000	1 year	December 21, 2019	3.40
February 15, 2019	2,000,000	-	3 years	February 15, 2022	4.20
December 26, 2019	500,000	-	1 year 1 month	January 26, 2021	3.10
Total	<u>3,000,000</u>	<u>940,000</u>			

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On February 14, 2020 the Company issued debentures amounting to Baht 3,000 million, such debentures represented unsubordinated and unsecured debentures in registered name. The debentures will be due on February 14, 2023. These debentures bear interest at the fixed rate at 3.70% per annum.

The Company is committed to comply with certain conditions as indicated in the prospectus such as maintaining financial ratio and others.

18. LIABILITIES UNDER FINANCE LEASE CONTRACTS - Net

The Company and the Unique Group have various finance lease contracts with several leasing companies covering various fixed assets as discussed in Note 11. The contracts have the term for certain periods expiring up to 2024. The ownerships of the assets under finance lease contracts will be transferred to the Company and the Unique Group when all payments are made to the leasing companies, which are summarized as follows:

For the year ended December 31,	In Thousand Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
2019	-	566,202	-	254,572
2020	598,763	504,000	270,108	238,978
2021	545,227	444,448	255,146	223,814
2022	270,104	166,182	106,588	74,260
2023	67,049	37,119	31,039	9,331
2024	13,905	-	10,457	-
Total minimum lease payments	1,495,048	1,717,951	673,338	800,955
Less: Deferred interest	(76,722)	(109,729)	(36,457)	(53,857)
Present value of net minimum lease payments	1,418,326	1,608,222	636,881	747,098
Less: Portion due within one year				
- net deferred interest	(554,607)	(511,892)	(248,834)	(227,824)
Net	863,719	1,096,330	388,047	519,274

19. ADVANCE PAYMENTS TO CONTRACTORS AND ADVANCES RECEIVED FROM CUSTOMERS

Advance payments to contractors represent cash payments to contractors at various percentages of total construction prices. These advance payments to contractors will be deducted at the agreed percentages from the progress billings from the contractors.

Advances received from customers represent cash advances from customers, who are government agencies, at various percentages of total construction contract prices. These advances received from customers will be deducted at the agreed percentages from the progress billings to the customers.

20. DIVIDEND PAYMENTS

Payments of dividends during the years ended December 31, 2019 and 2018 are as follows:

	Approved by	Dividend per Share (In Baht)	Number of Common Shares (In Shares)	Total Dividends (In Thousand Baht)	Payment Date
2019					
Dividends on 2018 earnings	2019 Annual General Shareholders' Meeting held on April 12, 2019	0.30	1,081,016,253	324,305	May 10, 2019
2018					
Dividends on 2017 earnings	2018 Annual General Shareholders' Meeting held on April 12, 2018	0.33	1,081,016,253	356,735	May 11, 2018

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21. REGISTERED PROVIDENT FUND

The Company and its subsidiaries have contributory provident funds for their employees in accordance with the terms and conditions prescribed in the Provident Fund Act B.E. 2530. Membership to the funds is voluntarily. Contributions are made monthly by the employees and by the Company and its subsidiaries at 2% of the employees' basic salaries. The provident funds are managed by a Fund Manager in accordance with the terms and conditions prescribed in the Ministerial Regulation No. 2 (B.E. 2532) issued under the Provident Fund Act B.E. 2530.

The Company and its subsidiaries contributed to the fund totalling approximately Baht 13.9 million and Baht 12.1 million for each of the years ended December 31, 2019 and 2018, respectively (of the Company amounting to approximately Baht 6.2 million and Baht 5.8 million, respectively).

22. LEGAL RESERVE

Under the provision of the Public Company Limited Act B.E. 2535, the Company is required to set aside as reserve fund at least 5% of its annual net profit after deduction of the deficit brought forward (if any) until the reserve reaches 10% of authorized share capital. The reserve is not available for dividend distribution.

23. REVENUES FROM CONTRACTS WITH CUSTOMERS

Revenues arise mainly from revenue from construction services.

Disaggregation of revenue from contracts with customers

	Consolidated Financial Statements 2019 (In Million Baht)		
	Revenue from construction services	Revenue from sales of real estate	Total
Revenue from construction services	12,037.2	-	12,037.2
Timing of revenue recognition			
- Over time	12,037.2	-	12,037.2
	Consolidated Financial Statements 2018 (In Million Baht)		
	Revenue from construction services	Revenue from sales of real estate	Total
Revenue from construction services	12,875.5	-	12,875.5
Revenue from sales of real estate	-	47.0	47.0
Total revenues	12,875.5	47.0	12,922.5
Timing of revenue recognition			
- At a point in time	-	47.0	47.0
- Over time	12,875.5	-	12,875.5
Total revenues	12,875.5	47.0	12,922.5
	Separate Financial Statements 2019 (In Million Baht)		
	Revenue from construction services	Revenue from sales of real estate	Total
Revenue from construction services	11,954.7	-	11,954.7
Timing of revenue recognition			
- Over time	11,954.7	-	11,954.7

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	Separate Financial Statements		
	2018 (In Million Baht)		
	Revenue from construction services	Revenue from sales of real estate	Total
Revenue from construction services	12,800.2	-	12,800.2
Revenue from sales of real estate	-	47.0	47.0
Total revenues	12,800.2	47.0	12,847.2
Timing of revenue recognition			
- At a point in time	-	47.0	47.0
- Over time	12,800.2	-	12,800.2
Total revenues	12,800.2	47.0	12,847.2

As at December 31, 2019, revenues expected to be recognized in the future related to performance obligations that are unsatisfied would be totalling Baht 16,565 million. The Unique Group expected to satisfy these performance obligations mostly within 2-3 years. However, such amount does not include the project, which the Unique Group has been awarded the contract during the year 2019 but it is in the process of signing the contract of Baht 9,429 million.

The Unique Group applies the practical expedient not to disclose revenue expected to be recognised in the future related to performance obligations that are unsatisfied as at December 31, 2019 when it is initially expected that the contracts have original durations of one year or less.

Significant changes in the contract assets and the contract liabilities during the year are as follows:

	In Million Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	Unbilled trade receivables	Advances received from customers	Unbilled trade receivables	Advances received from customers
As at January 1, 2019	15,281	2,917	14,754	2,917
Recognised as revenue during the year	12,037	-	11,954	-
Advance received	-	(508)	-	(508)
Transfer to receivables	(13,771)	-	(13,556)	-
As at December 31, 2019	13,547	2,409	13,152	2,409

24. AGREEMENTS

The Company entered into significant construction agreements with government agencies as follows:

- The Company

Agreement No.	Date	Description	Parties to the Contract	Period (Date of) Completion	Retention	Performance Security
HNP_P2-02/2014	April 1, 2014	Suvarnabhumi Airport, Hydrant Network Project - Phase 2 Contract for supplementary engineering design, supply, construction, commissioning and start-up of Aviation Fuel Hydrant Network	Thai Aviation Refuelling Co., Ltd.	Commencing within 1,090 days after signing the contract within February 28, 2017	10%	Bank guarantee amounting to Baht 40.9 million
Kor Jor. 29/2558 (Kor Sor Por.)	April 10, 2015	Construction for water tunnel and building with components Mae Ngad - Mae Kuang Section Contract 2: Increasing water volume in Mae Kuang Udom Tara Project, Chiangmai Province	Royal Irrigation Department, Ministry of Agriculture and Cooperative	Commencing within 1,440 days after signing the contract	10%	Bank guarantee No. 00019/108342/0097/58 amounting to Baht 94.04 million

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<u>Agreement No.</u>	<u>Date</u>	<u>Description</u>	<u>Parties to the Contract</u>	<u>Period (Date of) Completion</u>	<u>Retention</u>	<u>Performance Security</u>
207/2559	May 10, 2016	Construction for NY.3001 Road TR.305 Junction - Ban Bangnampreaw Nakorn nayok, Chachoengsao Distance 32.975 Km.	Bureau of Bridges Construction Department of Rural Roads	Commencing within 900 days From June 23, 2016 to December 9, 2018	-	Bank guarantee No. 00019/108342/0106/59 amounting to Baht 105.83 million
-	February 9, 2017	Elevated Civil Works: Khlong Ban Ma - Suwinthawong Section of the MRT Orange Line (East Section) Project : Thailand Cultural Centre - Min Buri (Suwinthawong) (Contract 4)	Mass Rapid Transit Authority of Thailand	Completion within 1,980 days commencing from the letter of notice to proceed	10%	Bank guarantee No. 00019/108342/0022/60 amounting to Baht 999 million
-	February 9, 2017	Trackwork of the MRT Orange Line (East Section) Project: Thailand Cultural Centre - Min Buri (Suwinthawong) (Contract 6)	Mass Rapid Transit Authority of Thailand	Completion within 1,980 days commencing from the letter of notice to proceed	10%	Bank guarantee No. 00019/108342/0023/60 amounting to Baht 369 million
For Bor Kor. Kor.25/2560	November 17, 2017	Construction of Manholes and electrical conduits in conjunction with Civil Works Contract 4: Elevated Civil Works; Khlong Ban Ma - Suwinthawong Section of the MRT Orange Line (East Section) Project : Thailand Cultural Centre - Min Buri (Suwinthawong)	Metropolitan Electricity Authority	Commencing within 1,741 days from November 27, 2017 to September 2, 2022	10%	Bank guarantee No. 00019/108342/0252/60 amounting to Baht 144.50 million
KorSor.13/ Tor Kor./2017	December 28, 2017	Construction of Track Doubling Project Section: Lop Buri - Pak Nam Pho. Contract 2 (Tha Kae-Pak Nam Pho)	The State Railway of Thailand	Commencing within 1,440 days after signing the contract.	10%	Bank guarantee No. 00019/108342/0279/60 amounting to Baht 864.90 million
-	May 30, 2019	Construction of plumbing system and additional work related to the Construction of MRT Orange Line (East Section) project, Thailand Cultural Center – Min Buri (Suwinthawong) Elevated Civil work, Khlong Ban Ma – Suwinthawong (Contract 4)	Metropolitan Water Work Authority	Commencing within 720 days commencing from the letter of notice to proceed	10%	Bank guarantee No. 00019/108342/0123/62 amounting to Baht 21.78 million

• SH - UN Joint Venture

<u>Date</u>	<u>Description</u>	<u>Parties to the Contract</u>	<u>Period (Date of) Completion</u>	<u>Retention</u>	<u>Performance Security</u>
February 17, 2011	Construction of the state railway of Thailand known as the MRT (blue line) Hua Lamphong-Bang Kae and Bang Sue-Thapra (contract 3) section project	Mass Rapid Transit Authority of Thailand	Completion within 1,640 days commencing from the letter of notice to proceed	10%	Bank guarantee No. Kor.00019/108066/0057/54 amounting to Baht 1,128 million

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• S U Joint Venture

<u>Date</u>	<u>Description</u>	<u>Parties to the Contract</u>	<u>Period (Date of) Completion</u>	<u>Retention</u>	<u>Performance Security</u>
January 18, 2013	Construction of the State Railway of Thailand Commuter Train Project (Red Line) Contract 1: Civil Works for Bang Sue Grand Station and Depots	The State Railway of Thailand	Completion within 1,440 days after sign the contract	10%	Bank Guarantee No. Kor. 00019/108066/0013/56 amounting to Baht 2,982.7 million
April 9, 2015	Civil Works For Bang Sue Grand Station and Depots (Red Line Contract 1)	The State Railway of Thailand	Completion within 1,440 days after signing the contract Ref. Contract No. Kor Sor.01/Ror For For./2556 dated January 18, 2013	10%	Bank guarantee No. Kor. 00019/108342/0098/58 amounting to Baht 429.14 million

• UN-SH-CH Joint Venture

<u>Date</u>	<u>Description</u>	<u>Parties to the Contract</u>	<u>Period (Date of) Completion</u>	<u>Retention</u>	<u>Performance Security</u>
April 3, 2015	Civil Works Saphan Mai - Khu Khot Section The MRT Green Line (North) Project Contract 2: Saphan Mai - Khu Khot Section	Mass Rapid Transit Authority of Thailand	Commencing within 1,280 days since June 1, 2015 to December 2, 2018	10%	- Bank guarantee No. 00019/108342/0084/58 amounting to Baht 332.50 million - Bank guarantee No. 00019/108342/0085/58 amounting to Baht 199.71 million - Bank guarantee No. 00019/108342/0086/58 amounting to Baht 133.14 million
September 28, 2015	Construction of manholes and election conduits in conjunction with Civil Works Saphan Mai - Khu Khot Section of the MRT Green Line (North)	Metropolitan Electricity Authority	Commencing within 1,198 days since October 1, 2015 to January 10, 2019	10%	Bank guarantee No. 00019/108342/0332/58 amounting to Baht 16.35 million
May 24, 2017	Construction of Manholes and electrical conduits in conjunction with Civil Works Saphan Mai – Khu Khot Section of the MRT Green Line (North)	Metropolitan Electricity Authority	Commencing within 1,198 days, after signing the contract Ref. Contract No. For Or Nor. Kor. 19/2555 dated September 28, 2015	10%	Bank guarantee No. 00019/108342/0095/60 and No. 00019/108342/0269/60
September 29, 2017	Construction of plumbing pipe domain and the work involved in Phaholyothin Road (Sukorn Nakseni Bridge) in conjunction with Civil Works Saphan Mai – Khu Khot Section of the MRT Green Line (North) Project Contract 2	Metropolitan Water work Authority	Completion within 300 days commencing from the letter of notice to proceed	10%	Bank guarantee No. 00019/108342/0217/60

• UA Joint Venture

<u>Date</u>	<u>Description</u>	<u>Parties to the Contract</u>	<u>Period (Date of) Completion</u>	<u>Retention</u>	<u>Performance Security</u>
May 16, 2016	Construction for Ratcha Phruet - Kanchanapisek Road Extension Project The North - South Direction Section NS-1 Distance 5.200 Km.	Bureau of Bridges Construction Department of Rural Roads	Commencing within 900 days since June 1, 2016 to November 17, 2018	-	Bank guarantee No. 00019/108342/0074/59 amounting to Baht 80.23 million
August 29, 2017	Construction of Manholes and electrical conduits in conjunction with Civil Works Construction for Ratcha Phruet - Kanchanapisek Road Extension Project The North – South Direction Section NS-1 of Bureau of Bridges Construction Department of Rural Roads	Metropolitan Electricity Authority	Commencing within 416 days since August 29, 2017 to October 18, 2018	10%	Bank guarantee No. 00019/108342/0189/60 amounting to Baht 22.13 million

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• UN - SH Joint Venture

<u>Date</u>	<u>Description</u>	<u>Parties to the Contract</u>	<u>Period (Date of) Completion</u>	<u>Retention</u>	<u>Performance Security</u>
December 28, 2017	The Construction of Track Doubling Project Section: Lop Buri - Pak Nam Pho. Contract I: Ban Klab - Khok Kathiam (Elevated Railway)	The State Railway of Thailand	Commencing within 1,440 days commencing from the letter of notice to proceed	10%	- Bank guarantee No. 00019/108342/0278/60 amounting to Baht 512.55 million - Bank guarantee No. 175233 amounting to Baht 492.55 million

• BT - UN Consortium

<u>Date</u>	<u>Description</u>	<u>Parties to the Contract</u>	<u>Period (Date of) Completion</u>	<u>Retention</u>	<u>Performance Security</u>
December 24, 2019	Signalling and Telecommunication Systems for the Construction of Double Track Railway Project Section : Lop Buri - Pak Nam Pho	The State Railway of Thailand	Completion within 39 months commencing from the letter of notice to proceed	10%	Bank guarantee No. 00019/108342/0334/62 and No. 00019/108342/0335/62 amounting to Baht 276.80 million

According to condition of the above agreements, the Unique Group is responsible for the deficiency of the construction projects for one or two years after the completion dates. Based on the management's experience, however, the loss for possible deficiency is minimal.

According to the term of the above agreements, the Unique Group is withheld retention deposits by the customers for the compliance with the conditions in the agreements at the certain percentages of the each invoice billed by the Unique Group. The customers will release such retention deposits to the Unique Group when the construction projects complete and the Unique Group does not breach any conditions specified in the agreements.

The significant information of the construction contracts, which are in progress as at December 31, 2019 and 2018, were as follows:

	<u>In Thousand Baht</u>			
	<u>Consolidated Financial Statements</u>		<u>Separate Financial Statements</u>	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Construction revenues recognized as revenue up to December 31,	<u>80,254,153</u>	<u>68,554,258</u>	<u>80,254,153</u>	<u>68,554,258</u>
Construction costs recognized as cost up to December 31,	<u>74,499,153</u>	<u>64,940,193</u>	<u>74,499,153</u>	<u>64,940,193</u>
Gross amount due from customers for construction works (unbilled receivables and construction in progress - construction projects)	<u>19,685,395</u>	<u>18,739,096</u>	<u>19,414,575</u>	<u>18,333,303</u>

25. DISCLOSURE OF FINANCIAL INSTRUMENTS

Financial assets and financial liabilities carried on the separate and consolidated statements of financial position include cash and cash equivalents, short-term investments, advance payment to subsidiaries and joint operator, trade and other current receivables, retention receivables, investments in restricted deposits at financial institutions, receivable under finance lease contract, advance payments to contractors, investments in subsidiaries, bank overdraft and short-term and long-term borrowings, debentures, trade and other current and note payables, advances received from subsidiaries and joint operators, retention payables to contractors, liabilities under finance lease contracts and advance received from customers. The accounting policies on recognition and measurement of these items are disclosed in the respective accounting policies in Note 3.

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Liquidity Risk

Liquidity risk arises from the problem in raising funds adequately and in time to meet commitments as indicated in the financial statements. Based on the assessment of the Unique Group's current financial position and results of operations, the Unique Group does not face liquidity risk.

Foreign Currency Risk

The Unique Group has commercial transactions in foreign currency, giving rise to exposure risk from changes in foreign exchange rates. Hence, the management considers using forward exchange contracts to mitigate this risk from time to time as appropriate.

Credit Risk

Credit risk is the risk that a counterparty is unable or unwilling to meet a commitment that it entered into with the Unique Group. The risk is controlled by the application of credit approvals and monitoring procedures.

The carrying amount of accounts receivable recorded in the separate and consolidated statements of financial position net of allowance for doubtful accounts, if any, represents the maximum exposure to credit risk.

Interest Rate Risk

Interest rate risk arises from the fluctuation of market interest rates, which may have an impact to current and future operations of the Unique Group. The Unique Group's exposure to interest rate risk relates primarily to its deposits at financial institutions and short-term and long-term borrowings, debentures and liabilities under finance lease contracts.

However, since most of the Unique Group's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate. The management considers that the interest rate risk is minimal, hence, the Unique Group has no hedging contract to protect against such risk.

Significant financial assets and liabilities as at December 31, 2019 and 2018, classified by type of interest rates are summarised in the table below, with those financial assets that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

	Consolidated Financial Statements						Effective interest rate (% p.a.)
	2019 (In Thousand Baht)						
	Fixed interest rates						
	Within 1 year	1- 5 years	Over 5 years	Floating interest rate	Non-interest bearing	Total	
Financial assets							
Cash and cash equivalents	4,612	-	-	296,019	12,839	313,470	0.375 - 0.750
Short-term investments	506	-	-	-	-	506	0.750 - 0.850
Trade and other current receivables - net	-	-	-	-	1,969,940	1,969,940	-
Advance payments to joint operator	-	-	-	-	52,283	52,283	-
Advance payments to contractors - net	-	-	-	-	107,151	107,151	-
Retention receivables	-	-	-	-	415,869	415,869	-
Investments in restricted deposits at financial institutions	458,476	-	-	1,149	6,200	465,825	0.375 - 1.050
Receivable under finance lease contract	1,000	-	-	-	-	1,000	-
Total	464,594	-	-	297,168	2,564,282	3,326,044	

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Consolidated Financial Statements							Effective interest rate (% p.a.)
2019 (In Thousand Baht)							
Fixed interest rates							
	Within 1 year	1- 5 years	Over 5 years	Floating interest rate	Non-interest bearing	Total	
Financial liabilities							
Bank overdrafts and short-term borrowings from financial institutions	-	-	-	6,379,254	-	6,379,254	4.150 - 6.870
Trade and other current and note payables - net	-	-	-	-	9,487,397	9,487,397	-
Advance received from customers - net	-	-	-	-	2,408,596	2,408,596	-
Retention payables to contractors	-	-	-	-	820,694	820,694	-
Long-term borrowings from financial institutions	-	-	-	579,331	-	579,331	4.750 - 5.275
Debentures - net	-	2,981,850	-	-	-	2,981,850	3.100 - 4.200
Liabilities under finance lease contracts	<u>554,607</u>	<u>863,719</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,418,326</u>	3.650 - 3.950
Total	<u>554,607</u>	<u>3,845,569</u>	<u>-</u>	<u>6,958,585</u>	<u>12,716,687</u>	<u>24,075,448</u>	

Consolidated Financial Statements							Effective interest rate (% p.a.)
2018 (In Thousand Baht)							
Fixed interest rates							
	Within 1 year	1- 5 years	Over 5 years	Floating interest rate	Non-interest bearing	Total	
Financial assets							
Cash and cash equivalents	4,428	-	-	437,877	13,193	455,498	0.125 - 1.100
Short-term investments	212	-	-	-	-	212	1.000 - 1.050
Trade and other current receivables - net	-	-	-	-	1,618,067	1,618,067	-
Advance payments to joint operator	-	-	-	-	52,638	52,638	-
Advance payments to contractors - net	-	-	-	-	119,480	119,480	-
Retention receivables	-	-	-	-	346,877	346,877	-
Investments in restricted deposits at financial institutions	560,698	-	-	1,109	-	561,807	0.375 - 1.050
Receivable under finance lease contract	<u>2,620</u>	<u>1,603</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>4,223</u>	6.275
Total	<u>567,958</u>	<u>1,603</u>	<u>-</u>	<u>438,986</u>	<u>2,150,255</u>	<u>3,158,802</u>	

Consolidated Financial Statements							Effective interest rate (% p.a.)
2018 (In Thousand Baht)							
Fixed interest rates							
	Within 1 year	1- 5 years	Over 5 years	Floating interest rate	Non-interest bearing	Total	
Financial liabilities							
Bank overdrafts and short-term borrowings from financial institutions	-	-	-	5,993,231	-	5,993,231	4.200 - 7.125
Trade and other current and note payables - net	-	-	-	-	8,262,157	8,262,157	-
Advance received from customers - net	-	-	-	-	2,916,678	2,916,678	-
Retention payables to contractors	-	-	-	-	595,313	595,313	-
Long-term borrowings from financial institutions	-	-	-	695,575	-	695,575	5.000 - 6.025
Debentures - net	435,589	495,083	-	-	-	930,672	3.400 - 3.700
Liabilities under finance lease contracts	<u>511,892</u>	<u>1,096,330</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,608,222</u>	3.500 - 4.000
Total	<u>947,481</u>	<u>1,591,413</u>	<u>-</u>	<u>6,688,806</u>	<u>11,774,148</u>	<u>21,001,848</u>	

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	2019 (In Thousand Baht)						
	Fixed interest rates						
	Within 1 year	1- 5 years	Over 5 years	Floating interest rate	Non-interest bearing	Total	
Financial assets							
Cash and cash equivalents	4,607	-	-	260,843	11,606	277,056	0.375 - 0.750
Short-term investments	504	-	-	-	-	504	0.750 - 0.850
Trade and other current receivables - net	-	-	-	-	4,315,833	4,315,833	-
Advance payments to subsidiaries and joint operator	-	-	-	-	9,230,331	9,230,331	-
Advance payments to contractors - net	-	-	-	-	104,252	104,252	-
Retention receivables	-	-	-	-	415,838	415,838	-
Investments in restricted deposits at financial institutions	458,117	-	-	1,149	6,200	465,466	0.375 - 1.050
Receivable under finance lease contract	<u>1,000</u>	-	-	-	-	<u>1,000</u>	6.275
Total	<u>464,228</u>	-	-	<u>261,992</u>	<u>14,084,060</u>	<u>14,810,280</u>	
Financial liabilities							
Bank overdrafts and short-term borrowings from financial institutions	-	-	-	6,323,082	-	6,323,082	4.150 - 6.870
Trade and other current and note payables - net	-	-	-	-	19,681,350	19,681,350	-
Advance received from subsidiaries	-	-	-	-	103,301	103,301	-
Advance received from customers - net	-	-	-	-	2,408,595	2,408,595	-
Retention payables to contractors	-	-	-	-	712,723	712,723	-
Long-term borrowings from financial institutions	-	-	-	209,331	-	209,331	4.750 - 5.275
Debentures - net	-	2,981,850	-	-	-	2,981,850	3.100 - 4.200
Liabilities under finance lease contracts	<u>248,834</u>	<u>388,047</u>	-	-	-	<u>636,881</u>	3.650 - 3.950
Total	<u>248,834</u>	<u>3,369,897</u>	-	<u>6,532,413</u>	<u>22,905,969</u>	<u>33,057,113</u>	

	Separate Financial Statements						Effective interest rate (% p.a.)
	2018 (In Thousand Baht)						
	Fixed interest rates						
	Within 1 year	1- 5 years	Over 5 years	Floating interest rate	Non-interest bearing	Total	
Financial assets							
Cash and cash equivalents	4,422	-	-	376,027	11,981	392,430	0.125 - 1.100
Short-term investments	211	-	-	-	-	211	1.000 - 1.050
Trade and other current receivables - net	-	-	-	-	2,449,735	2,449,735	-
Advance payments to subsidiaries and joint operator	-	-	-	-	10,285,079	10,285,079	-
Advance payments to contractors - net	-	-	-	-	113,203	113,203	-
Retention receivables	-	-	-	-	346,846	346,846	-
Investments in restricted deposits at financial institutions	<u>560,342</u>	-	-	<u>1,109</u>	-	<u>561,451</u>	0.375 - 1.050
Total	<u>564,975</u>	-	-	<u>377,136</u>	<u>13,206,844</u>	<u>14,148,955</u>	

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	Separate Financial Statements						Effective interest rate (% p.a.)
	2018 (In Thousand Baht)						
	Fixed interest rates						
	Within <u>1 year</u>	1- 5 <u>years</u>	Over <u>5 years</u>	Floating <u>interest rate</u>	Non-interest <u>bearing</u>	<u>Total</u>	
Financial liabilities							
Bank overdrafts and short-term borrowings from financial institutions	-	-	-	5,940,661	-	5,940,661	4.200 - 7.120
Trade and other current and note payables - net	-	-	-	-	18,611,052	18,611,052	-
Advance received from subsidiaries	-	-	-	-	113,313	113,313	-
Advance received from customers - net	-	-	-	-	2,916,677	2,916,677	-
Retention payables to contractors	-	-	-	-	479,088	479,088	-
Long-term borrowings from financial institutions	-	-	-	304,275	-	304,275	5.000 - 5.525
Debentures - net	435,589	495,083	-	-	-	930,672	3.400 - 3.700
Liabilities under finance lease contracts	<u>227,824</u>	<u>519,274</u>	-	-	-	<u>747,098</u>	3.500 - 4.000
Total	<u>663,413</u>	<u>1,014,357</u>	<u>-</u>	<u>6,244,936</u>	<u>22,120,130</u>	<u>30,042,836</u>	

Fair Value of Financial Instruments

Fair value is defined as the amount at which the instrument could be exchanged in a current transaction between knowledgeable willing parties in an arm's length transaction. The following methods and assumptions are used to estimate the fair value of each class of financial instruments.

Cash and cash equivalents, short-term investments, trade and other current receivables, advance payment to subsidiaries and joint operator and advance payments to contractors - the carrying values approximate their fair values due to the relatively short-term maturity of these financial instruments.

Investments in restricted deposits at financial institutions carrying at market floating rate - the carrying values approximate their fair values.

Investments in subsidiaries for which there are no quoted market prices - a reasonable estimate of fair value, which has been calculated, based on the underlying net asset base for such investments, approximate their values base on equity method.

Retention receivables and payables : fair value cannot be calculated since there is no appropriate interest rate to be determined.

Receivable under finance lease contract, which bears interest at the fixed rate; - the aggregate carrying value is insignificantly different from it aggregate fair value because the fixed interest rate approximates market rate.

Bank overdrafts and short-term borrowings from financial institution, trade and others account and note payables, advances received from subsidiaries and advance received from customers - the carrying amounts of these financial liabilities approximate their fair values due to the relatively short-term maturity of these financial instruments.

Debentures and liabilities under finance lease contracts, which bear interest at the fixed rates; - the aggregate carrying values are insignificantly different from their aggregate fair value because the fixed interest rates approximate market rates.

Long-term borrowings from financial institution carrying interest at floating rate, which are considered to be market rate - the carrying value approximates the fair value.

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26. EXPENSES BY NATURE

Significant expenses by nature for each of the years ended December 31, 2019 and 2018 are as follows:

	In Thousand Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
Changes in inventories	(2,853,353)	(2,445,558)	(2,889,221)	(2,555,427)
Purchase of construction materials	5,233,508	4,029,927	3,534,607	4,158,516
Direct labor and subcontractor	4,141,415	4,360,700	7,763,144	6,766,257
Other construction expenses	1,437,914	2,478,415	1,214,190	2,133,672
Employee benefit expenses	1,304,708	1,433,750	579,289	616,209
Depreciation, depletion and amortization	969,439	1,207,080	403,889	386,342
Management benefit expenses	34,391	34,388	34,391	34,388
Allowance for doubtful account	-	2,500	-	2,500
Allowance for impairment of inventories	-	850	-	850
Allowance for impairment of investment	-	-	-	16,300
Allowance for impairment of fixed asset	-	16,868	-	-
Write-off other intangible assets	2,300	-	2,300	-
Other expenses	151,996	247,453	124,768	196,042
Total expenses	<u>10,422,318</u>	<u>11,366,373</u>	<u>10,767,357</u>	<u>11,755,649</u>

27. DEFERRED TAX ASSETS

Tax expense for each of the years ended December 31, 2019 and 2018 consisted of:

	In Thousand Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
Tax expense - current tax	271,066	303,649	162,480	212,641
Add (Less) : Tax effect from deferred tax of temporary differences				
- Tax benefit on loss carry-forwards	(14,161)	(59,632)	(14,161)	(59,815)
- Allowance for impairment of fixed asset	8,554	(3,374)	-	-
- Write-off other intangible assets	(460)	-	(460)	-
- Allowance for impairment of inventories	-	(170)	-	(170)
- Allowance for doubtful account	-	(500)	-	(500)
- Allowance for impairment of investment	-	-	9,860	(3,260)
- Liabilities under finance lease contracts	(2,005)	(3,620)	(1,414)	(1,828)
- Provision for employee retirement benefit	1,555	(3,682)	883	(1,471)
- Provision for other employee benefit	11	18	-	-
- Inventories	(1,406)	(23,516)	-	-
- Depreciation	429	(372)	-	-
- Other non-current liability	868	842	133	106
Tax expense	<u>264,451</u>	<u>209,643</u>	<u>157,321</u>	<u>145,703</u>

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Reconciliations between tax expense and accounting income multiplied by the applicable tax rate for each of the years ended December 31, 2019 and 2018 are as follows:

	In Thousand Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
Accounting profit before tax	994,370	1,006,255	750,523	694,818
Income tax rate at 20%	198,874	201,251	150,105	138,964
Add (Less): Tax effect on				
- non-utilized tax benefit on loss carry-forwards	-	(547)	-	(750)
- utilized previous tax benefit on loss carry-forwards	3,100	38	3,086	38
- non-deductible expenses	9,349	8,901	4,130	7,451
- gain on sale and lease back	53,128	-	-	-
Tax expense	264,451	209,643	157,321	145,703

The details of deferred tax assets as at December 31, 2019 and 2018 are as follows:

	Consolidated Financial Statements (In Thousand Baht)			
	December 31, 2018	(Charged) / Credited to		December 31, 2019
		Profit for the year	Other comprehensive income for the year	
Loss carry-forwards	59,815	14,161	-	73,976
Allowance for impairment of fixed asset	11,554	(8,554)	-	3,000
Write-off other intangible assets	-	460	-	460
Allowance for impairment of inventories	170	-	-	170
Allowance for doubtful account	2,390	-	-	2,390
Write-off investment in subsidiary	367	-	-	367
Liabilities under finance lease contracts	24,896	2,005	-	26,901
Provision for employee retirement benefit	19,852	(1,555)	-	18,297
Provision for other employee benefit	1,563	(11)	-	1,552
Inventories	23,516	1,406	-	24,922
Depreciation	372	(429)	-	(57)
Other non-current liability	2,827	(868)	-	1,959
Total	147,322	6,615	-	153,937

	Separate Financial Statements (In Thousand Baht)			
	December 31, 2018	(Charged) / Credited to		December 31, 2019
		Profit for the year	Other comprehensive income for the year	
Loss carry-forwards	59,815	14,161	-	73,976
Allowance for impairment of fixed asset	3,000	-	-	3,000
Write-off other intangible assets	-	460	-	460
Allowance for impairment of inventories	170	-	-	170
Allowance for doubtful account	2,390	-	-	2,390
Allowance for impairment of investment	10,240	(9,860)	-	380
Write-off investment in subsidiary	367	-	-	367
Liabilities under finance lease contracts	4,230	1,414	-	5,644
Provision for employee retirement benefit	10,761	(883)	-	9,878
Other non-current liability	438	(133)	-	305
Total	91,411	5,159	-	96,570

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Unrecognized Deferred Tax Asset

As at December 31, 2019 and 2018, the Unique Group did not recognize deferred tax asset from loss carry forward totalling Baht 4.0 million and Baht 8.5 million, respectively, since it is not probable that future taxable profit will be available against which certain joint operations can utilize the benefit therefore.

28. EARNINGS PER SHARE ATTRIBUTABLE TO OWNERS OF THE PARENT

Basic earnings per share attributable to owners of the parent are determined by dividing the profit for each of the years attributable to owners of the parent by the weighted average number of shares outstanding during the years.

Weighted average number of shares (basic) for each of the years ended December 31, 2019 and 2018 are as follows:

	In Million Shares	
	2019	2018
Number of shares outstanding as at January 1	1,081.0	1,081.0
Effect of shares issued during the year	-	-
Weighted average number of shares (basic)	<u>1,081.0</u>	<u>1,081.0</u>

29. OPERATING SEGMENT

The operations of the Unique Group principally involve construction contracting and real estate development, and are mostly carried on in the single geographic area of Thailand.

The segment financial information of the Unique Group in the consolidated financial statements for each of the years ended December 31, 2019 and 2018, was as follows:

	December 31, 2019 (In Million Baht)				
	Revenue from construction services	Revenue from sales of real estate	Total	Eliminated transactions	Net
Revenue from construction	16,485.8	-	16,485.8	(4,448.6)	12,037.2
Costs of construction	(15,339.5)	-	(15,339.5)	5,783.0	(9,556.5)
Gross margin	<u>1,146.3</u>	<u>-</u>	<u>1,146.3</u>	<u>1,334.4</u>	2,480.7
Other income					38.0
Gain on disposal of investment in subsidiary					62.7
Administrative expenses					(831.4)
Management benefit expenses					(34.4)
Finance costs					(721.3)
Tax expense					<u>(264.4)</u>
Profit for the year					<u>729.9</u>

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	December 31, 2018 (In Million Baht)				
	Revenue from construction services	Revenue from sales of real estate	Total	Eliminated transactions	Net
Revenue from construction and sales of real estate	21,980.9	47.0	22,027.9	(9,105.4)	12,922.5
Costs of construction and sales of real estate	(21,466.1)	(35.6)	(21,501.7)	11,092.5	(10,409.2)
Gross margin	514.8	11.4	526.2	1,987.1	2,513.3
Other income					60.8
Administrative expenses					(922.8)
Management benefit expenses					(34.4)
Finance costs					(610.7)
Tax expense					(209.6)
Profit for the year					796.6

30. LONG-TERM LEASE AGREEMENTS

As at December 31, 2019 and 2018, The Company has various lease agreements covering its land and offices, which will expire during 2019 to 2023. The totals of future minimum lease payments under non-cancellable operating leases for each period are as follows:

	In Thousand Baht			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
Not later than 1 year	1,403	27,823	1,403	27,639
Later than 1 year and not later than 5 years	16,839	6,220	16,839	5,915
Total	18,242	34,043	18,242	33,554

31. OTHERS

a) As at December 31, 2019 and 2018, the Company and the Unique Group had:

	In Million			
	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
(a) Commitments under the agreement to purchase machinery and equipment and consultation under construction projects and service agreements and purchase orders of construction materials				
a) Baht	12,773.6	13,560.2	14,587.5	15,212.8
b) U.S. Dollars	0.2	-	-	-
c) Euro	0.6	-	0.6	-
d) Chinese Yuan (CNY)	0.3	-	-	-
(b) Letters of guarantee and other credit facilities issued by local financial institutions to various government agencies and local companies (Baht)	22,132.1	21,799.1	22,131.0	21,796.1
(c) Unused letters of credit (Baht)	80.2	743.1	80.2	742.1

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- b) As at December 31, 2018, the Company had forward exchange contracts with a local financial institution covering its foreign currency import payables of U.S. Dollars 4.0 million (2019 : Nil).
- c) As at December 31, 2019 and 2018, the Company may be seized BID bond of Baht 61.3 million by Public Works Department, Bangkok Metropolitan Administration because the Company did not participate in the E-Auction project Hatairaj road (Suwintawong-Saimai) on February 26, 2008 according to the E-Auction's regulation since the representative of the Company who was assigned to participate in this auction being injured in a car accident. The Administrative Court determined that the Company had to pay the Department of Public Works, Bangkok Metropolitan Administration amounting to Baht 2 million. Subsequently on December 25, 2017, the Company placed guarantee deposit of Baht 2 million at the Administrative Court and appealed to the Supreme Administrative Court. Currently, the case is being considered by the Supreme Administrative Court. The ultimate outcome of this case cannot presently be determined.
- d) As at December 31, 2019 and 2018, the Company had a legal case sued for the advance payment according to the agreement of Baht 217.2 million. The Court of Appeals determined that the Company had to pay to the plaintiff amounting to Baht 205.4 million and the plaintiff had to provide a bank guarantee with no expiry date to the Company on the date receiving money. This case is being determined by the Supreme Court. The ultimate outcome of this case cannot presently be determined. However, the Company has not recorded a provision for loss on this case based on the opinion of an independent legal advisor that no loss would incur from the determination of the Court of Appeals. As the amount to be paid by the Company determined by the Court of Appeals does not damage but it represents advances payment to subcontractor according to the agreement. Vice versa, the subcontractor has to provide a bank guarantee to the Company which is in line with normal contract.
- e) As at December 31, 2019, the Unique Group had 4 litigation cases, which the ultimate outcome cannot presently be determined. The details are as follows:

	Amount (Million Baht)	Status of the Cases	Remark
Case 1	0.7	This case is being determined by the Court of Appeals.	A subsidiary company was sued for the damages. The ultimate outcome of this case cannot presently be determined. Hence, the subsidiary company has not recorded any provision for loss for this case.
Case 2	90.6	The case is being determined by the Court of Appeals.	The Court of First Instance determined that the Company won the case. However, the Company had to return retention payable of Baht 6.4 million to the subcontractor. Presently, the case is being determined by the Court of Appeals. The ultimate outcome of this case cannot presently be determined.
Case 3	0.9	This case is being determined by the Court of First Instance.	The Company was sued for wrongful case. This case is being determined by the Court of First Instance. The ultimate outcome of this case cannot presently be determined. Hence, the Company has not recorded any provision for loss for this case.
Case 4	2.0	Got court writ	The Company was sued for wrongful case of Baht 2 million. This case is being determined by the Court of First Instance. The ultimate outcome of this case cannot presently be determined. Hence, the Company has not recorded any provision for loss for this case.

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32. CAPITAL MANAGEMENT

The primary objective of the Unique Group's capital management is to ensure that they have sustained good cash flows management and preserves the ability to continue their businesses as a going concern.

As at December 31, 2019 and 2018, debt-to-equity ratios were as follows:

	Consolidated Financial Statements		Separate Financial Statements	
	2019	2018	2019	2018
Debt-to-equity ratio	3.0 : 1	2.8 : 1	5.1 : 1	4.8 : 1

Debt represented total liabilities and equity represented total equity.

No changes were made in the Unique Group's objectives, policies or processes during the years ended December 31, 2019 and 2018.

33. EVENT AFTER REPORTING PERIOD

At the Board of Directors' meeting no. 1/2563 held on February 28, 2020, the Board unanimously passed resolutions to propose of cash dividend from the net profit of the Company for the year ended December 31, 2019 of Baht 291.9 million (at Baht 0.27 per share of 1,081,016,253 shares).

34. THAI FINANCIAL REPORTING STANDARDS NOT YET ADOPTED

New and revised Thai Financial Reporting Standards, which are relevant to the Unique Group's operations, expected to have material impact on the Unique Group's financial statements when initially adopted, and will become effective for the financial statements in annual reporting periods beginning on or after January 1, 2020, are as follows:

TFRS	Topic	Effective date
TFRS 7	Financial Instruments: Disclosures	2020
TFRS 9	Financial Instruments	2020
TFRS 16	Leases	2020
TAS 32	Financial Instruments: Presentation	2020
TFRIC 16	Hedges of a Net Investment in a Foreign Operation	2020
TFRIC 19	Extinguishing Financial Liabilities with Equity Instruments	2020

When these TFRS are effective, some accounting standards, interpretations and guidance which are currently effective will be cancelled.

TFRS - Financial instruments standards

These TFRS - Financial instruments standards establish requirements related to definition, recognition, measurement, impairment and derecognition of financial assets and financial liabilities, including accounting for derivatives and hedge accounting.

TFRS 16 Leases

TFRS 16 introduces a single lessee accounting model for lessees. A lessee recognises a right-of-use asset and a lease liability, with recognition exemptions for short-term leases and leases of low-value items. As a result, the Unique Group will recognise new assets and liabilities for its operating leases.

As at December 31, 2019, the Unique Group's and the Company's future minimum lease payments under non-cancellable operating leases amounted to Baht 17.2 million and Baht 53.8 million, respectively, on an undiscounted basis.

Management is currently considering the actual impact from these TFRS on the Unique Group's financial statements in the initial period adopted.

35. APPROVAL OF FINANCIAL STATEMENTS

The Company's directors have authorized these financial statements for issue on February 28, 2020.