

**Boutique Corporation Public Company Limited
and its Subsidiaries**

Financial statements for the year ended
31 December 2018
and
Independent Auditor's Report



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Independent Auditor's Report

To the Shareholders of Boutique Corporation Public Company Limited

Opinion

I have audited the consolidated and separate financial statements of Boutique Corporation Public Company Limited and its subsidiaries (the "Group") and of Boutique Corporation Public Company Limited (the "Company"), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2018, the consolidated and separate statements of comprehensive income, changes in (deficit in) equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2018 and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs).

Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). 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 Code of Ethics for Professional Accountants issued by the Federation of Accounting Professions that is relevant to my audit 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 Matters

Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of my 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 these matters. *K*



Revaluation of land	
Refer to Notes 3(h) and 13 to the financial statements.	
The key audit matter	How the matter was addressed in the audit
<p>The Group measured its land at revaluation model. The fair value of land was determined by independent property valuers which used the valuation techniques of market comparison.</p> <p>Determining the fair value requires a number of significant judgments and estimates. Since the carrying value of the Group's land is significant, this is the focus area of my audit.</p>	<p>My audit procedures included:</p> <ul style="list-style-type: none">- Inquiring, understanding and assessing procedures for fair value estimation of land;- Evaluating the qualification, competency and independence of independent valuer engaged by the Group by considering professional qualification and related documentations;- Considering fair value estimation of lands which are evaluated by an independent valuer who engaged by the Group and randomly testing the reports by having the expert engaged by my firm to assess the appropriateness of the methodology, related information and the key assumptions as indicated in the reports; and- Considering the adequacy of the disclosures in accordance with Thai Financial Reporting Standards

Other Information

Management is responsible for the other information. The other information comprises the information included in 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 me 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 audit 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 and request that the correction be made.

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 TFRSs, 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 TSAs 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 TSAs, 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 or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.



I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the 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.

A handwritten signature in black ink, appearing to read 'Veerachai Ratanajaratkul'.

(Veerachai Ratanajaratkul)
Certified Public Accountant
Registration No. 4323

KPMG Phoomchai Audit Ltd.
Bangkok
27 February 2019

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of financial position

Assets	Note	Consolidated financial statements		Separate financial statements	
		31 December 2018	31 December 2017	31 December 2018	31 December 2017
		<i>(in Baht)</i>			
Current assets					
Cash and cash equivalents	6	229,671,972	282,996,205	39,673,142	64,481,543
Trade accounts receivable	5, 7	20,116,320	29,865,123	54,057,074	27,409,674
Other receivables	5, 8	77,910,590	67,269,729	29,890,978	49,583,885
Inventories		1,067,327	1,109,581	-	-
Non-current assets classified as held for sale	4	-	652,350,821	-	-
Other current assets	9	15,270,966	12,138,638	4,288,362	4,182,471
Total current assets		344,037,175	1,045,730,097	127,909,556	145,657,573
Non-current assets					
Deposit pledged as collateral	18	3,103,000	3,151,764	3,000,000	3,041,910
Investments in joint ventures	10	143,412,838	124,820,069	-	-
Investments in subsidiaries	11	-	-	252,614,593	188,370,910
Long-term loans to related parties	5	53,703,000	53,703,000	434,254,745	336,667,612
Interest receivable from related parties	5	14,273,552	10,160,330	83,890,686	73,204,094
Property, plant and equipment	13, 18	2,460,384,263	1,627,201,695	4,733,639	6,989,355
Intangible assets	15	3,375,819	3,318,403	1,441,084	1,657,200
Prepaid rental expenses	14, 18	411,710,133	239,423,577	-	-
Deferred tax assets	16	21,124,436	12,135,493	11,363,744	2,576,339
Deposit for land	37	-	9,200,000	-	9,200,000
Other non-current assets	17	32,415,868	3,202,473	570,859	637,200
Total non-current assets		3,143,502,909	2,086,316,804	791,869,350	622,344,620
Total assets		3,487,540,084	3,132,046,901	919,778,906	768,002,193

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

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of financial position

	Note	Consolidated financial statements		Separate financial statements	
		31 December 2018	31 December 2017	31 December 2018	31 December 2017
<i>(in Baht)</i>					
Liabilities and equity					
Current liabilities					
Bank overdrafts and short-term borrowings from banks	18	80,731,250	9,408,268	-	-
Trade accounts payable		5,079,993	3,508,163	-	-
Construction payables		174,705,495	77,380,233	-	-
Other payables	5, 19	87,594,879	46,162,320	49,699,019	22,880,204
Short-term borrowing from related party	5, 18	-	-	74,364,583	-
Interest payable to related party	5	-	-	712,449	-
Current portion of long-term borrowings from banks	18	46,424,499	28,130,509	-	-
Current portion of long-term borrowings from other parties	18	-	169,724,348	-	-
Current portion of interest payable to other parties		-	26,044,123	-	-
Current portion of finance lease liabilities	18	866,828	808,635	474,785	447,364
Debentures	18	108,338,169	102,719,719	108,338,169	102,719,719
Interest payable on debentures		593,835	592,808	593,835	592,808
Income tax payable		16,301,431	6,380,371	15,744,926	-
Liabilities included in non-current assets classified as held for sale	4	-	499,237,043	-	-
Other current liabilities	20	17,462,902	12,893,300	7,130,157	4,625,703
Total current liabilities		538,099,281	982,989,840	257,057,923	131,265,798
Non-current liabilities					
Long-term borrowings from banks	18	1,588,192,969	1,030,835,353	-	-
Long-term borrowings from related parties	5, 18	-	-	229,165,100	216,165,100
Long-term borrowings from other parties	18	556,005,068	425,996,373	-	-
Interest payable to related parties	5	-	-	24,481,369	14,386,409
Interest payable to other parties		99,969,698	76,337,805	-	-
Finance lease liabilities	18	1,482,927	2,349,756	986,651	1,461,436
Defined benefit obligations	21	16,793,811	17,587,689	13,477,957	14,520,986
Deferred tax liabilities	16	103,013,733	94,399,068	-	-
Obligation in respect to losses of joint ventures	10	6,544,081	8,203,780	-	-
Other non-current liabilities	22	43,911,949	28,074,818	-	-
Total non-current liabilities		2,415,914,236	1,683,784,642	268,111,077	246,533,931
Total liabilities		2,954,013,517	2,666,774,482	525,169,000	377,799,729

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

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of financial position

	Note	Consolidated financial statements		Separate financial statements	
		31 December 2018	31 December 2017	31 December 2018	31 December 2017
<i>(in Baht)</i>					
Liabilities and equity					
Equity					
Share capital:	23				
Authorised share capital		<u>507,000,000</u>	<u>507,000,000</u>	<u>507,000,000</u>	<u>507,000,000</u>
Issued and paid-up share capital		340,000,000	340,000,000	340,000,000	340,000,000
Share premium on sale of interest in subsidiaries	11, 24	198,951,012	132,997,284	-	-
Retained earnings (Deficit)					
Appropriated					
Legal reserve	24	5,593,317	2,760,491	5,593,317	2,760,491
Unappropriated (Deficit)		(384,061,118)	(282,389,436)	57,873,406	55,049,716
Difference on business combination					
under common control	24	(86,313,926)	(90,341,142)	-	-
Other components of equity	24	<u>443,079,601</u>	<u>439,416,146</u>	<u>(8,856,817)</u>	<u>(7,607,743)</u>
Equity attributable to owners of the parent		<u>517,248,886</u>	<u>542,443,343</u>	<u>394,609,906</u>	<u>390,202,464</u>
Non-controlling interests	12	<u>16,277,681</u>	<u>(77,170,924)</u>	<u>-</u>	<u>-</u>
Total equity		<u>533,526,567</u>	<u>465,272,419</u>	<u>394,609,906</u>	<u>390,202,464</u>
Total liabilities and equity		<u>3,487,540,084</u>	<u>3,132,046,901</u>	<u>919,778,906</u>	<u>768,002,193</u>

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of comprehensive income

	Note	Consolidated		Separate	
		financial statements		financial statements	
		Year ended 31 December		Year ended 31 December	
		2018	2017	2018	2017
<i>(in Baht)</i>					
Revenue					
Revenue from hotel operation and community mall		231,445,980	207,002,463	-	-
Management income	5	16,931,964	28,050,813	129,168,793	101,664,215
Exit and termination fees	5	7,240,935	14,481,870	13,420,935	35,929,493
Gain on sales of investment in subsidiaries	4, 11	291,019,447	230,919,866	60,548,626	40,392,993
Compensation from construction delay		5,442,530	-	-	-
Dividends income	5, 11	-	-	44,070,289	65,820,000
Interest income	5	3,412,793	3,452,146	16,858,871	18,691,222
Other income	5, 26	700,679	2,793,331	294,327	2,535,221
Total revenue		556,194,328	486,700,489	264,361,841	265,033,144
Expenses					
Cost of hotel operation and community mall		92,175,424	91,644,785	-	-
Cost of rendering of services	5	5,901,780	9,235,180	119,826,594	126,532,955
Depreciation and amortisation		56,030,227	62,176,906	2,374,712	2,544,918
Loss on revaluation of land		-	2,299,477	-	-
Distribution costs	27	20,267,848	19,872,037	182,065	1,104,942
Administrative expenses	5, 28	206,273,000	207,622,689	51,088,690	48,417,051
Finance costs	5, 31	100,730,057	94,967,362	22,370,713	16,366,183
Total expenses		481,378,336	487,818,436	195,842,774	194,966,049
Share of profit (loss) of joint ventures	10	4,722,966	(10,551,107)	-	-
Profit (loss) before income tax		79,538,958	(11,669,054)	68,519,067	70,067,095
Tax expense	32	(18,104,902)	(3,638,323)	(11,862,551)	(2,885,440)
Profit (loss) for the year		61,434,056	(15,307,377)	56,656,516	67,181,655

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

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of comprehensive income

	Note	Consolidated financial statements		Separate financial statements	
		Year ended 31 December		Year ended 31 December	
		2018	2017	2018	2017
<i>(in Baht)</i>					
Other comprehensive income					
<i>Items that will not be reclassified to profit or loss</i>					
Gains on revaluation of land of subsidiaries	32	26,460,522	569,489,191	-	-
Gains (losses) on remeasurements of defined benefit plans	21, 32	(415,974)	1,413,946	(1,561,342)	(110,923)
Share of other comprehensive income of					
joint ventures, net of tax	10	16,944,149	187,320,966	-	-
Income tax relating to items that will not be reclassified	32	(5,208,910)	(114,180,626)	312,268	22,185
Total items that will not be reclassified to profit or loss		37,779,787	644,043,477	(1,249,074)	(88,738)
Total comprehensive income for the year		99,213,843	628,736,100	55,407,442	67,092,917
Profit (loss) attributable to:					
Owners of the parent		(66,691,333)	15,559,012	56,656,516	67,181,655
Non-controlling interests	12	128,125,389	(30,866,389)	-	-
Profit (loss) for the year		61,434,056	(15,307,377)	56,656,516	67,181,655
Other comprehensive income (expense)					
for the year, net of tax					
Owners of the parent		26,543,148	448,038,481	(1,249,074)	(88,738)
Non-controlling interests	12	11,236,639	196,004,996	-	-
Other comprehensive income (expense) for the year		37,779,787	644,043,477	(1,249,074)	(88,738)
Total comprehensive income (expense)					
attributable to:					
Owners of the parent		(40,148,185)	463,597,493	55,407,442	67,092,917
Non-controlling interests	12	139,362,028	165,138,607	-	-
Total comprehensive income for the year		99,213,843	628,736,100	55,407,442	67,092,917
Basic earnings (loss) per share					
Basic earnings (loss) per share	34	(0.20)	0.05	0.17	0.20

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

Boutique Corporation Public Company Limited and its Subsidiaries
Statement of changes in (deficit in) equity

	Consolidated financial statements										
	Retained earnings/(Deficit)			Other components shareholders' equity				Differences of			Total (deficit in) equity
	Issued and paid-up share capital	Share premium on sale of interests in subsidiaries	Legal reserve	Deficit	Gains (losses) on remeasurements of defined benefit plan	Revaluation of land of subsidiaries (in Baht)	Share of other comprehensive income of joint ventures	Total other components of equity	Equity attributable to owners of the parent	Non-controlling interests	
Year ended 31 December 2017											
Balance at 1 January 2017	340,000,000	71,461,272	-	(240,577,943)	(8,835,505)	-	213,170	(8,622,335)	17,309,838	(289,733,866)	(272,424,028)
Realised differences amount on business combination under common control from sales of subsidiary	4	-	-	(54,610,014)	-	-	-	-	-	-	-
Transactions with owners, recorded directly in equity											
<i>Changes in ownership interests in subsidiaries</i>											
Disposal of interest in subsidiaries without change in control	11	-	61,536,012	-	-	-	-	-	61,536,012	83,474,335	145,010,347
Dividend paid to non-controlling interests of the subsidiaries	12	-	-	-	-	-	-	-	-	(36,050,000)	(36,050,000)
Total changes in ownership interests in subsidiaries									61,536,012	47,424,335	108,960,347
Comprehensive income for the year											
Profit (loss)	-	-	-	15,559,012	-	-	-	-	15,559,012	(30,866,389)	(15,307,377)
Other comprehensive income	-	-	-	-	1,131,158	351,373,630	95,533,693	448,038,481	448,038,481	196,004,996	644,043,477
Total comprehensive income for the year									463,597,493	165,138,607	628,736,100
Transfer to legal reserve	24	-	-	2,760,491	-	-	-	-	-	-	-
Balance at 31 December 2017	340,000,000	132,997,284	2,760,491	(282,389,436)	(7,704,347)	351,373,630	95,746,863	439,416,146	542,443,343	(77,170,924)	465,272,419

Boutique Corporation Public Company Limited and its Subsidiaries
Statement of changes in (deficit in) equity

	Consolidated financial statements											
	Retained earnings/(Deficit)			Other components shareholders' equity				Differences of business combination under common control			Equity attributable to owners of the parent	Non-controlling interests
Note	Issued and paid-up share capital	Share premium on sale of interests in subsidiaries	Legal reserve	Deficit	Gains (losses) on remeasurements of defined benefit plan	Revaluation of land of subsidiaries	Share of other comprehensive income of joint ventures	Total other components of equity	Share of other comprehensive income of joint ventures	Equity attributable to owners of the parent		
Year ended 31 December 2018												
Balance at 1 January 2018	340,000,000	132,997,284	2,760,491	(282,389,436)	(7,704,347)	351,373,630	95,746,863	439,416,146	(90,341,142)	542,443,343	(77,170,924)	465,272,419
Realised differences amount on business combination under common control from sales of subsidiary	4	-	-	18,852,477	-	(22,879,693)	-	(22,879,693)	4,027,216	-	-	-
Transactions with owners, recorded directly in equity												
<i>Contribution by and distributions to owners of the parent</i>												
Dividends	35	-	-	(51,000,000)	-	-	-	-	-	(51,000,000)	-	(51,000,000)
<i>Total contribution by and distributions to owners of the parent</i>												
<i>Changes in ownership interests in subsidiaries</i>												
Disposal of interest in subsidiaries without change in control	11	-	65,953,728	-	-	-	-	-	-	65,953,728	119,366,700	185,320,428
Dividend paid to non-controlling interests of the subsidiaries	12	-	-	-	-	-	-	-	-	-	(165,280,123)	(165,280,123)
<i>Total changes in ownership interests in subsidiaries</i>												
<i>Total changes in ownership interests in subsidiaries</i>												
<i>Comprehensive income for the year</i>												
Profit		-	-	(66,691,333)	-	-	-	-	-	(66,691,333)	128,125,389	61,434,056
Other comprehensive income		-	-	-	(690,183)	18,591,815	8,641,516	26,543,148	-	26,543,148	11,236,639	37,779,787
<i>Total comprehensive income for the year</i>												
<i>Total comprehensive income for the year</i>												
Transfer to legal reserve	24	-	-	2,832,826	-	-	-	-	-	-	-	-
Balance at 31 December 2018	340,000,000	198,951,012	5,593,317	(384,061,118)	(8,394,530)	347,085,752	104,388,379	443,079,601	(86,313,926)	517,248,886	16,277,681	533,526,567

Boutique Corporation Public Company Limited and its Subsidiaries
Statement of changes in equity

	Separate financial statements					Total equity
	Retained earnings (Deficit)	Unappropriated retained earnings (Deficit)	Legal reserve	Losses on remeasurements of defined benefit plan	Total equity	
Year ended 31 December 2017						
Balance at 1 January 2017	340,000,000	(9,371,448)	-	(7,519,005)	323,109,547	
Comprehensive income for the year						
Profit	-	67,181,655	-	-	67,181,655	
Other comprehensive income	-	-	-	(88,738)	(88,738)	
Total comprehensive income for the year	-	67,181,655	-	(88,738)	67,092,917	
Transfer to legal reserve	-	(2,760,491)	2,760,491	-	-	
Balance at 31 December 2017	340,000,000	55,049,716	2,760,491	(7,607,743)	390,202,464	

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

Boutique Corporation Public Company Limited and its Subsidiaries
Statement of changes in equity

	Separate financial statements					Total equity
	Retained earnings	Legal reserve	Issued and paid-up share capital	Unappropriated retained earnings (Deficit)	Losses on remeasurements of defined benefit plan	
	<i>(in Baht)</i>					
Year ended 31 December 2018						
Balance at 1 January 2018	340,000,000	2,760,491	340,000,000	55,049,716	(7,607,743)	390,202,464
Transactions with owners, recorded directly in equity						
<i>Contribution by and distributions to owners</i>						
Dividends	-	-	-	(51,000,000)	-	(51,000,000)
Total contribution by and distributions to owners	-	-	-	(51,000,000)	-	(51,000,000)
Comprehensive income for the year						
Profit	-	-	-	56,656,516	-	56,656,516
Other comprehensive income	-	-	-	-	(1,249,074)	(1,249,074)
Total comprehensive income for the year	-	-	-	56,656,516	(1,249,074)	55,407,442
Transfer to legal reserve	-	2,832,826	-	(2,832,826)	-	-
Balance at 31 December 2018	340,000,000	5,593,317	340,000,000	57,873,406	(8,856,817)	394,609,906

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

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of cash flows

	Note	Consolidated		Separate	
		financial statements		financial statements	
		Year ended 31 December		Year ended 31 December	
		2018	2017	2018	2017
<i>(in Baht)</i>					
<i>Cash flows from operating activities</i>					
Profit (loss) for the year		61,434,056	(15,307,377)	56,656,516	67,181,655
<i>Adjustments to reconcile profit (loss)</i>					
<i>to cash receipts (payments)</i>					
Tax expense		18,104,902	3,638,323	11,862,551	2,885,440
Finance costs		100,730,057	94,967,362	22,370,713	16,366,183
Depreciation and amortisation		22,327,385	37,663,110	2,374,712	2,544,918
Amortisation of rental expenses		33,702,842	24,513,796	-	-
Employee benefit obligations		5,970,048	3,052,206	4,575,529	2,084,303
(Reversal of) loss on revaluation of land		(2,299,477)	2,299,477	-	-
Share of (profit) loss of joint ventures, net of tax	10	(4,722,966)	10,551,107	-	-
Loss on impairment of loan to and interest receivable from related party	5	-	-	518,544	-
Loss (gain) on disposal of property, plant and equipment		294,655	(14,710)	193,873	-
Loss on write-off intangible assets		25,745	-	-	-
Interest income		(3,412,793)	(3,452,146)	(16,858,871)	(18,691,222)
Dividend income	11	-	-	(44,070,289)	(65,820,000)
Gain on sales of investment in subsidiaries	4, 11	(291,019,447)	(230,919,866)	(60,548,626)	(40,392,993)
		(58,864,993)	(73,008,718)	(22,925,348)	(33,841,716)
<i>Changes in operating assets and liabilities</i>					
Trade accounts receivable		3,152,974	(27,814,204)	(26,647,400)	(20,105,963)
Other receivables		(25,160,234)	(3,162,755)	2,137,696	(575,506)
Inventories		42,254	(248,881)	-	-
Other current assets		(3,585,716)	(5,400,897)	(105,893)	(57,579)
Deposit pledged as collateral		48,764	(24,809)	41,910	(23,973)
Other non-current assets		(29,112,194)	(567,034)	66,341	289,500
Trade accounts payable		966,890	2,870,707	-	-
Other payables		(8,642,220)	15,292,011	(13,586,114)	7,716,413
Other current liabilities		4,960,228	2,633,586	615,109	1,529,049
Other non-current liabilities		5,189,468	15,404,305	-	-
Employee benefit paid		(7,179,900)	-	(7,179,900)	-
Net cash used in operating		(118,184,679)	(74,026,689)	(67,583,599)	(45,069,775)
Taxes paid		(14,099,399)	(11,432,648)	(4,592,763)	(2,882,416)
Net cash used in operating activities		(132,284,078)	(85,459,337)	(72,176,362)	(47,952,191)

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

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of cash flows

	Note	Consolidated		Separate	
		financial statements		financial statements	
		Year ended 31 December		Year ended 31 December	
		2018	2017	2018	2017
<i>(in Baht)</i>					
<i>Cash flows from investing activities</i>					
Net proceeds from sales of investment in subsidiaries	4, 11	918,775,111	438,051,388	8,031,220	199,970
Selling expenses paid on sale of investment in subsidiary	4	(20,467,391)	(17,282,398)	-	-
Acquisition of investment in subsidiaries		-	-	(72,170,652)	(599,955)
Proceed from disposal of equipment		18,950	25,866	-	-
Acquisition of property, plant and equipment		(730,633,677)	(505,083,329)	(96,752)	(1,607,641)
Proceed (acquisition) of deposit for land		-	(9,200,000)	9,200,000	20,800,000
Acquisition of intangible assets		(433,332)	(2,237,420)	-	-
Increase in prepaid rental expenses		(205,448,709)	(194,263,492)	-	-
Proceeds from repayment of long-term loans					
to related parties		-	-	36,793,235	78,039,776
Increase in long-term loan to related parties		-	-	(134,880,368)	(128,540,607)
Dividend received		-	-	44,070,289	65,820,000
Interest received		714,217	703,914	6,153,735	17,981,868
Net cash from (used in) investing activities		(37,474,831)	(289,285,471)	(102,899,293)	52,093,411
<i>Cash flows from financing activities</i>					
Proceed from bank overdrafts and					
short-term borrowings from banks		66,996,413	710,474	-	-
Finance lease payments		(986,809)	(1,054,654)	(542,196)	(542,196)
Proceeds from borrowings from banks		659,820,434	537,157,751	-	-
Repayment of borrowings from banks		(509,239,069)	(184,330,500)	-	-
Proceeds from borrowings from related parties		-	30,000,000	87,237,500	30,000,000
Repayment of borrowings from related parties		-	(106,809,285)	-	(118,309,285)
Proceeds from borrowings from other parties		95,558,615	152,615,789	-	-
Repayment of borrowings from other parties		(135,274,268)	(36,330,862)	-	-
Net proceeds from issuance of debentures		3,150,000	101,900,000	3,150,000	101,900,000
Dividends paid to owners of the Company	35	(51,000,000)	-	(51,000,000)	-
Dividends paid to non-controlling interests		(165,280,123)	(36,050,000)	-	-
Proceeds from disposal of interests in subsidiaries					
without change in control		245,031,912	55,732,785	120,293,862	55,732,785
Interest paid		(97,862,324)	(70,635,540)	(8,871,912)	(9,953,434)
Net cash from financing activities		110,914,781	442,905,958	150,267,254	58,827,870

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

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of cash flows

	<i>Note</i>	Consolidated		Separate	
		financial statements		financial statements	
		Year ended 31 December		Year ended 31 December	
		2018	2017	2018	2017
<i>(in Baht)</i>					
Net increase (decrease) in cash and cash equivalents		(58,844,128)	68,161,150	(24,808,401)	62,969,090
Cash and cash equivalents at beginning of year		282,996,205	220,354,950	64,481,543	1,512,453
Cash and cash equivalent classified as held for sale at beginning of period		<u>5,519,895</u>	<u>(5,519,895)</u>	<u>-</u>	<u>-</u>
Cash and cash equivalents at ending of year		<u>229,671,972</u>	<u>282,996,205</u>	<u>39,673,142</u>	<u>64,481,543</u>
<i>Non-cash transactions</i>					
Payable on purchase of property, plant and equipment		174,705,494	77,380,233	-	-
Conversion of subsidiary debt and its interest payable to non-controlling interests	<i>11</i>	-	44,510,561	-	-
Conversion of subsidiary loan and its interest receivable to equity of another subsidiary	<i>11</i>	-	-	-	97,534,554
Receivable from post-closing adjustment from disposal of interests in subsidiaries	<i>4</i>	3,796,087	-	-	-

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

Boutique Corporation Public Company Limited and its Subsidiaries
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These notes form an integral part of the financial statements.

The financial statements issued for Thai statutory and regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language statutory financial statements, and were approved and authorised for issue by the Board of Directors on 27 February 2019.

1 General information

Boutique Corporation Public Company Limited, the “Company”, is incorporated in Thailand and has its registered office at 170/67, 21st floor, Ocean Tower 1, Soi Sukhumvit 16 (Sammitr), Ratchadapisek Road, Klongtoey, Klongtoey, Bangkok.

The Company was incorporated as a limited company in Thailand on 13 February 2007, and changed its status to a public limited company on 27 May 2016.

The Company’s major shareholders during the year were B Corporation Holdings Ltd., which is incorporated in Thailand (38% shareholding), and Element Capital Mauritius Ltd., which is incorporated in Republic of Mauritius (24% shareholding).

The ultimate shareholder during the financial year was Thakral family.

The principal business of the Group is engaged in real estate development, ranging from serviced residences, hotel operations, community mall, sale of real estate projects and real estate investment management services. Details of the Company’s subsidiaries and joint ventures as at 31 December 2018 and 2017 are given in Note 10 and 11.

2 Basis of preparation of the financial statements

(a) Statement of compliance

The financial statements are prepared in accordance with Thai Financial Reporting Standards (TFRS); guidelines promulgated by the Federation of Accounting Professions (“FAP”).

The FAP has issued new and revised TFRS effective for annual accounting periods beginning on or after 1 January 2018. These changes have no material effect on the financial statements.

In addition to the above new and revised TFRS, the FAP has issued a number of new and revised TFRS which are not yet effective for current periods. The Group has not early adopted these standards in preparing these financial statements. Those new and revised TFRS that are relevant to the Group’s operations are disclosed in Note 39.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following item which is measured on an alternative basis on each reporting date.

<i>Item</i>	<i>Measurement bases</i>
Land	Revaluation to fair value
Defined benefit liability	Present value of the defined benefit obligation as explained in Note 21

Boutique Corporation Public Company Limited and its Subsidiaries

Notes to the financial statements

For the year ended 31 December 2018

(c) *Functional and presentation currency*

The financial statements are presented in Thai Baht, which is the Company's functional currency. All financial information presented in Thai Baht has been rounded in the notes to the financial statements to the nearest thousand unless otherwise stated.

(d) *Use of judgements and estimates*

The preparation of financial statements in conformity with TFRS requires management to make judgements, estimates and assumptions that affect the application of policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

(i) *Judgements*

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

- Notes 3(a) & 10 Classification of joint venture;
- Notes 3(a) & 11 Consolidation : whether the Group has de facto control over an investee;

(ii) *Assumptions and estimation uncertainties*

Information about significant areas of estimation uncertainties that have a significant risk of resulting in material adjustments to the carrying amounts of assets and liabilities in the financial statements period ended 31 December 2018 is included in the following notes:

- Note 16 Recognition of deferred tax assets, availability of future taxable profit against which tax losses carried forward can be used;
- Notes 10 & 11 Impairment test: key assumptions underlying recoverable amounts of investments in subsidiaries and joint ventures;
- Note 21 Measurement of defined benefit obligations: key actuarial assumptions;
- Note 38 Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.

Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. This includes a valuation team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the CFO.

The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of TFRS, including the level in the fair value hierarchy in which such valuations should be classified.

Significant valuation issues are reported to the Group Audit Committee.

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When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly.
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note 13 – property, plant, and equipment
- Note 36 – financial instruments

3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

(a) Basis of consolidation

The consolidated financial statements relate to the Company and its subsidiaries (together referred to as the “Group”) and the Group’s interests in associates and joint ventures.

Business combinations

The Group applies the acquisition method for all business combinations when control is transferred to the Group, as describe in subsidiaries section, other than those with entities under common control.

The acquisition date is the date on which control is transferred to the acquirer. Judgment is applied in determining the acquisition date and determining whether control is transferred from one party to another.

Goodwill is measured as the fair value of the consideration transferred including the recognised amount of any non-controlling interest in the acquiree, less the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed, all measured as of the acquisition date. Any gain on bargain purchase is recognised in profit or loss immediately.

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Consideration transferred includes the fair values of the assets transferred, liabilities incurred by the Group to the previous owners of the acquiree, and equity interests issued by the Group. Consideration transferred also includes the fair value of any contingent consideration and share-based payment awards of the acquiree that are replaced mandatorily in the business combination. If a business combination results in the termination of pre-existing relationships between the Group and the acquiree, then the lower of the termination amount, as contained in the agreement, and the value of the off-market element is deducted from the consideration transferred and recognised in other expenses.

A contingent liability of the acquiree is assumed in a business combination only if such a liability represents a present obligation and arises from a past event, and its fair value can be measured reliably.

Transaction costs that the Group incurs in connection with a business combination, such as legal fees, and other professional and consulting fees are expensed as incurred.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date.

Step acquisition

When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to its acquisition-date fair value and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed of.

Acquisitions from entities under common control

Business combination under common control are accounted for using a method similar to the pooling of interest method. Under that method the acquirer recognizes assets and liabilities of the acquired businesses at their carrying amounts in the consolidated financial statements of the ultimate parent company at the moment of the transaction. The difference between the carrying amount of the acquired net assets and the consideration transferred is recognized as surplus or discount from business combinations under common control in shareholder's equity. The surplus or discount will be transferred to retained earnings upon divestment of the businesses acquired.

The results from operations of the acquired businesses will be included in the consolidated financial statements of the acquirer from the beginning of the comparative period or the moment the businesses came under common control, whichever date is later, until control ceases.

Boutique Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
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Subsidiaries

Subsidiaries are entities controlled by the Group. The 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.

Non-controlling interests

At the acquisition date, the Group measures any non-controlling interest at its proportionate interest in the identifiable net assets of the acquiree.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

Loss of control

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

Interests in equity-accounted investees

The Group's interests in equity-accounted investees comprise interests in joint ventures.

A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in joint ventures are accounted for using the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of equity-accounted investees, until the date on which significant influence or joint control ceases.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

(b) *Foreign currencies*

Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at the reporting date.

Boutique Corporation Public Company Limited and its Subsidiaries
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Non-monetary assets and liabilities measured at cost in foreign currencies are translated to the functional currency at the exchange rates at the dates of the transactions.

Foreign currency differences are generally recognised in profit or loss.

(c) Cash and cash equivalents

Cash and cash equivalents in the statements of cash flows comprise cash balances, current and saving accounts. Bank overdrafts that are repayable on demand are a component of financing activities for the purpose of the statement of cash flows.

(d) Trade and other accounts receivable

Trade and other accounts receivable are stated at their invoice value less allowance for doubtful accounts.

The allowance for doubtful accounts is assessed primarily on analysis of payment histories and future expectations of customer payments. Bad debts are written off when incurred.

(e) Inventories

Inventories are supplies provided for serviced apartment business and are measured at the lower of cost and net realisable value.

Cost is calculated using the weighted average cost principle, and comprises all costs of purchase and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs to complete and to make the sale.

(f) Non-current assets classified as held for sale

Non-current assets, or disposal groups comprising assets and liabilities, are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. Such assets, or disposal group, are measured at the lower of their carrying amount and fair value less cost to sell.

Once classified as held for sale, intangible assets and property, plant and equipment are no longer amortised or depreciated, and any equity-accounted investee is no longer equity accounted.

(g) Investments in subsidiaries and joint ventures

Investments in subsidiaries in the separate financial statements of the Company are accounted for using the cost method less impairment loss. Investments in joint ventures in the consolidated financial statements are accounted for using the equity method.

Disposal of investments

On disposal of an investment, the difference between net disposal proceeds and the carrying amount is recognised in profit or loss.

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If the Group disposes of part of its holding of a particular investment, the deemed cost of the part sold is determined using the weighted average method applied to the carrying value of the total holding of the investment.

(h) Property, plant and equipment

Recognition and measurement

Owned assets

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses except for land which are measured at their revalued amounts. The revalued amount is the fair value determined on the basis of the property's existing use at the date of revaluation less any subsequent accumulated depreciation and impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located and capitalised borrowing costs.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Any gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised in profit or loss. Upon disposal of a revalued asset, any remaining related revaluation surplus is transferred directly to retained earnings.

Leased assets

Leases in terms of which the Group substantially assumes all the risk and rewards of ownership are classified as finance leases. Property, plant and equipment acquired by way of finance leases is capitalised 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 profit or loss.

Revalued assets

Revaluations are performed by independent professional valuers with sufficient regularity to ensure that the carrying amount of these assets does not differ materially from that which would be determined using fair values at the reporting date.

Any increase in value, on revaluation, is recognised in other comprehensive income and presented in the revaluation surplus in equity unless it offsets a previous decrease in value recognised in profit or loss in respect of the same asset. A decrease in value is recognised in profit or loss to the extent it exceeds an increase previously recognised in other comprehensive income in respect of the same asset. Upon disposal of a revalued asset, any related revaluation surplus is transferred directly to retained earnings and is not taken into account in calculating the gain or loss on disposal.

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Notes to the financial statements
For the year ended 31 December 2018

Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

Depreciation

Depreciation is calculated based on the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment. The estimated useful lives are as follows:

Land improvement	10 years
Building and building improvement	10 - 60 years
Vehicles	5 years
Equipment	5, 10 and 12 years
Furniture, fixtures and operating equipment	3, 5 and 10 years

No depreciation is provided on freehold land or assets under construction.

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Hotel operating equipment consists of linen, crockery, glass, silver and kitchen utensils purchased to meet the normal requirements of the hotel operations have been regarded as a base stock and subsequent purchases are expense when incurred.

(i) Intangible assets

Other intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses.

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill, is recognised in profit or loss as incurred.

Amortisation

Amortisation is based on the cost of the asset, or other amount substituted for cost, less its residual value.

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful lives for the current and comparative periods are as follows:

Software licences	5 and 10 years
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Boutique Corporation Public Company Limited and its Subsidiaries
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Amortisation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

(j) Prepaid rental expenses

Prepaid rental expenses represent lease rights and construction cost are measured at cost less accumulated amortisation and accumulated impairment losses.

Amortisation

Amortisation is calculated based on the cost of the asset, or other amount substituted for cost.

Amortisation is recognised in the statement of income on a straight-line basis over the estimated useful lives for the current and comparative periods are as follows:

Construction cost	5 - 37 years
Land leasehold rights	30 - 38 years

(k) Impairment

The carrying amounts of the Group's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. The impairment loss is recognised in profit or loss.

Calculation of recoverable amount

The recoverable amount of a non-financial asset is the greater of the asset's value in use and fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

Reversals of impairment

An impairment loss in respect of a financial asset is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised in profit or loss.

Impairment losses recognised in prior periods in respect of other non-financial assets are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(l) Trade and other accounts payable

Trade and other accounts payable are stated at cost.

Boutique Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2018

(m) Employee benefits

Defined contribution plans

Obligations for contributions to defined contribution plans are expensed as the related service is provided.

Defined benefit plans

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount.

The calculation of defined benefit obligations is performed by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, actuarial gain or loss are recognised immediately in other comprehensive income (OCI). The Group determines the interest expense on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Other long-term employee benefits

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurements are recognised in profit or loss in the period in which they arise.

Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(n) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

(o) Revenue

Revenue excludes value added taxes and other sales taxes and is arrived at after deduction of trade discounts and volume rebates.

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Revenue from hotel business

For hotel business; room, food and beverage and other income are recognised when services and goods have been rendered or transferred.

Management income, and exit and termination fees

Management income, and exit and termination fees, are recognised in profit or loss as they accrue.

Services rendered

Service income is recognised as services are provided.

Rental income

Rental income is recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income. Contingent rentals are recognised as income in the accounting period in which they are earned.

Dividend income

Dividend income is recognised in profit or loss on the date the Group's right to receive payments is established.

Interest income

Interest income is recognised in profit or loss as it accrues.

(p) Finance costs

Interest expenses and similar costs are charged to profit or loss for the period in which they are incurred, except to the extent that they are capitalised as being directly attributable to the acquisition, construction or production of an asset which necessarily takes a substantial periods of time to be prepared for its intended use or sale.

(q) Lease payments

Payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease.

Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

(r) Income tax

Income tax expense for the year comprises current and deferred tax. Current and deferred tax are recognised in profit or loss except to the extent that they relate to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

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Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and differences relating to investments in subsidiaries and joint ventures to the extent that it is probable that they will not reverse in the foreseeable future.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

In determining the amount of current and deferred tax, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Group believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Group to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, 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.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Group. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(s) *Earnings (loss) per share*

The Group presents basic earnings (loss) per share (EPS) data for its ordinary shares. EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

(t) *Segment reporting*

Segment results that are reported to the Group's CEO (the chief operating decision maker) include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly other income, share of profit (loss) of joint venture.

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4 Disposal of investment in indirect subsidiary

On 27 December 2017, BT Phuket Holdings Ltd., indirect subsidiary held through Square Root Phuket Investment Ltd., entered into an agreement to sell all ordinary shares of HPP Mauritius Ltd. (“SPV”), indirect subsidiary held through Square Root Phuket Investment Ltd. which will hold Boutique Phuket 4 Co., Ltd., indirect subsidiary currently held through Boutique Phuket Ltd. and BT Phuket Ltd., which is business within the hotel business and serviced apartment segment. As a result, the Group classified the total assets and liabilities of the group of subsidiaries amounting to Baht 652.35 million and Baht 499.24 million, respectively, to non-current assets and liabilities classified as held for sale in 2017.

Later, in February 2018, BT Phuket Holdings Ltd sold its 100% shareholdings of HPP Mauritius Ltd. (“SPV”) which held 100% shareholdings of Boutique Phuket 4 Co., Ltd. (“BPK4”), which is the owner of the Hyatt Place Phuket hotel amounting to Baht 923 million to Amchase Phuket HP PTE Ltd., incorporated in Singapore. The Group has already received the consideration paid amount in full. The carrying amount of SPV’s and BPK4’s net assets in the Group’s financial statements was Baht 618 million and selling expenses were Baht 21 million.

In July 2018, BT Phuket Holdings Ltd. entered into agreement on post-closing adjustments with Global Investment Asia Ltd. (“GIA”) (formerly known as Dairywell Group SA, the company assigned and novated by Amchase Phuket HP PTE Ltd., as buyer) and Amchase Phuket HP (Thailand) Ltd. (“AHPT”) (formerly known as Boutique Phuket 4 Ltd.) to complete the post-closing adjustments. As stated in the agreement, GIA designates AHPT as payee of the adjustment amount to be received by BT Phuket Holdings Ltd. from GIA amounting to Baht 3.8 million. The Group recognised additional received as part of consideration received.

Therefore, the Group recognised a gain on sale of Baht 288 million in the consolidated financial statement based on principle activities of Build, Operate and Sell (BOS) of property projects as follows:

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	<i>(in million Baht)</i>	
Consideration received		923
Additional consideration received regarding to post-closing adjustment		<u>4</u>
Total Consideration received		927
Less Cost of investment		
Cash and cash equivalent	4	
Trade accounts receivable	11	
Other receivables	2	
Other current assets	2	
Property, plant, and equipment	632	
Intangible assets	1	
Other non-current assets	1	
Long-term loans	(449)	
Trade accounts payables	(3)	
Other payables	(9)	
Other current liabilities	(1)	
Deferred tax liabilities	(22)	
Less Loan and interest repayment to financial institution and related party by the buyers on behalf of Boutique Phuket 4 Ltd.	<u>449</u>	
Total carrying amounts of the interest in indirect subsidiaries		618
Selling expenses		
- Brokerage fee		(19)
- Others		<u>(2)</u>
Gain on disposal of investment		288

Net proceed from sales of investment in subsidiaries in the consolidated statement of cash flows was as follows:

	<i>(in million Baht)</i>
Consideration received	927
Cash and cash equivalent as at the disposal date	<u>(4)</u>
Net proceed from sales of investment in subsidiaries	923

5 Related parties

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control or joint control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

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Relationships with joint ventures and subsidiaries are described in notes 10 and 11, relationship with key management and other related parties were as follows:

Name of entities	Country of incorporation/ nationality	Nature of relationships
Mr. Prabsharan Singh Thakral	Thai	Shareholder, Director and key managerial person
Mr. Manmohan Singh Thakral	Thai	Director and close member of key managerial person's family
Ms. Rasmi Thakral	Thai	Shareholder and close member of key managerial person's family
Ms. Raisa Thakral	Thai	Shareholder and close member of key managerial person's family
Ms. Suraiya Narula	Thai	Shareholder and close member of key managerial person's family
Mr. Mohit Maheshwari	Singaporean	Close member of key managerial person's family
Ms. Sophie Marie Huynh	Thai	Director and consultant
Mr. Utpalendu Kupta	Thai	Director and consultant
Mr. Richard Peter Neville	Thai	Director and consultant
B Corporation Holdings Ltd.	Thailand	Major shareholder and common directors
Element Capital Mauritius Limited	Republic of Mauritius	Major shareholder and common directors
Zenith Holding Mauritius Limited	Republic of Mauritius	Shareholder and common directors
Elevhold Pte. Ltd.	Republic of Singapore	Shareholder and common directors
Square Root 49 Investments Ltd.	Republic of Mauritius	Common directors
BL 4 Ltd.	Thailand	Common directors
BQ Development Ltd.	Thailand	Common directors
B North 2 Ltd.	Thailand	Common directors
B North 3 Ltd.	Thailand	Common directors
Bangkok Post Public Company Limited	Thailand	Common directors
Key management personnel	Thai	Persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of the Group.

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

Transactions	Pricing policies
Management income	Contractual price
Dividend income	Right to receive dividend
Dividend paid	Shareholding portion
Interest income	MLR -1% to 1.5% per annum
Exit fee income	3% of sales price
Termination fee income	Contractual price
Other income	Cost of expense reimbursement
Consultancy fees	Contractual price

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Transactions	Pricing policies
Interest expense	MLR -1% per annum
Cost of services	Contractual price
Other expenses	Cost of expense reimbursement/contractual price
Directors' remuneration	Contractual price

Significant transactions for the years ended 31 December with related parties were as follows:

<i>Year ended 31 December</i>	Consolidated		Separate	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Subsidiaries				
Management income	-	-	112,237	73,613
Dividend income	-	-	44,070	65,820
Interest income	-	-	16,809	18,595
Exit fee income	-	-	-	13,388
Termination fee income	-	-	6,180	8,060
Other income	-	-	-	1,417
Interest expense	-	-	11,934	11,288
Other expenses	-	-	547	824
Joint ventures				
Management income	16,932	17,687	16,932	17,687
Interest income	2,699	2,748	-	-
Other expenses	-	128	-	95
Director				
Other income	-	196	-	-
Dividend paid	5,610	396	5,610	-
Directors' remuneration	3,800	3,800	3,800	3,800
Consultancy fees	4,350	4,044	4,350	4,044
Interest expense	-	1,527	-	1,527
Key management personnel				
<i>Key management personnel compensation</i>				
Short-term employee benefits	60,522	67,995	60,522	67,995
Post-employment benefits	3,298	1,317	3,298	1,317
Total key management personnel compensation	63,820	69,312	63,820	69,312
Other related parties				
Management income	-	4,603	-	4,603
Dividend paid	13,770	-	13,770	-
Cost of services	51	-	-	-
Other expenses	12	51	12	-

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Balances as at 31 December with related parties were as follows:

	Consolidated		Separate			
	financial statements		financial statements			
	2018	2017	2018	2017		
	<i>(in thousand Baht)</i>					
Trade accounts receivable from related parties						
Subsidiaries	-	-	54,057	11,914		
Total	-	-	54,057	11,914		
Other receivables from related parties						
Subsidiaries	-	-	-	813		
Total	-	-	-	813		
Loans to related parties						
	Interest rate		Consolidated		Separate	
	2018	2017	financial statements		financial statements	
	2018	2017	2018	2017	2018	2017
	<i>(% per annum)</i>		<i>(in thousand Baht)</i>			
Long-term loans						
Subsidiaries	MLR-1	-	-	-	434,755	336,668
	to 1.5					
Joint ventures	MLR-1	53,703	53,703	-	-	-
		53,703	53,703	434,755	336,668	
<i>Less</i> allowance for doubtful debt		-	-	(500)	-	
Long-term loans to related parties, net		53,703	53,703	433,255	336,668	
Interest receivables						
Subsidiaries		-	-	83,909	73,204	
Joint ventures		14,274	11,575	-	-	
		14,274	11,575	83,909	73,204	
<i>Less</i> negative equity from investment in joint ventures		-	(1,415)	-	-	
<i>Less</i> allowance for doubtful debt		-	-	(19)	-	
Interest receivable from related parties, net		14,274	10,160	83,890	73,204	

Movements during the years ended 31 December of loans to related parties were as follows:

	Consolidated		Separate	
	financial statements		financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Long-term loans to related parties				
Subsidiaries				
At 1 January	-	-	336,668	381,279
Increase	-	-	134,880	128,541
Decrease	-	-	(36,793)	(173,152)
	-	-	434,755	336,668
<i>Less</i> allowance for doubtful debt	-	-	(500)	-
At 31 December	-	-	434,255	336,668

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<i>Long-term loans to related parties</i>	Consolidated		Separate	
	financial statements		financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Joint ventures				
At 1 January	53,703	53,703	-	-
Increase	-	-	-	-
At 31 December	53,703	53,703	-	-
Total long-term loans to related parties				
At 1 January	53,703	53,703	336,668	381,279
Increase	-	-	134,880	128,541
Decrease	-	-	(36,793)	(173,152)
	53,703	53,703	434,755	336,668
<i>Less allowance for doubtful debt</i>	-	-	(500)	-
At 31 December	53,703	53,703	434,255	336,668

Balances of payables as at 31 December with related parties were as follows:

<i>Other payables - related parties</i>	Consolidated		Separate	
	financial statements		financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Subsidiaries	-	-	270	132
Director	950	950	950	950
Other related parties	4,300	145	4,296	-
Total	5,250	1,095	5,516	1,082

<i>Short-term loans</i>	Interest rate		Consolidated		Separate	
	2018	2017	financial statements		financial statements	
	<i>(% per annum)</i>		2018	2017	2018	2017
			<i>(in thousand Baht)</i>			
Subsidiaries	MLR-1		-	-	74,365	-
Total			-	-	74,365	-

<i>Interest payable</i>						
Subsidiaries			-	-	712	-
Total			-	-	712	-

<i>Long-term loans</i>	Interest rate		Consolidated		Separate	
	2018	2017	financial statements		financial statements	
	<i>(% per annum)</i>		2018	2017	2018	2017
			<i>(in thousand Baht)</i>			
Subsidiaries	MLR-1		-	-	229,165	216,165
Total			-	-	229,165	216,165

<i>Interest payable</i>						
Subsidiaries			-	-	24,481	14,386
Total			-	-	24,481	14,386

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Movements during the years ended 31 December of loans from related parties were as follows:

<i>Loans from related parties</i>	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Subsidiaries				
At 1 January	-	-	216,165	227,665
Increase	-	-	87,365	-
Decrease	-	-	-	(11,500)
At 31 December	-	-	303,530	216,165
Director				
At 1 January	-	76,809	-	76,809
Increase	-	30,000	-	30,000
Decrease	-	(106,809)	-	(106,809)
At 31 December	-	-	-	-
Total loans from related parties				
At 1 January	-	76,809	216,165	304,474
Increase	-	30,000	87,365	30,000
Decrease	-	(106,809)	-	(118,309)
At 31 December	-	-	303,530	216,165

Long-term loans from related parties

Principal and related interests are payable on demand with at least 30 days' notice.

Long-term loans from subsidiaries and shareholder of subsidiaries are loans which condition are to repay at call. Long-term loans from subsidiaries and shareholder of subsidiaries are classified as long-term liabilities because both parties currently no intention to require the borrower to repay any liability due to the lender within 12 months after the end of period based on shareholder agreements.

For Prakhanong and Chiang Mai projects, principal and related interests shall be repaid in whole or in part when exit of the investment, as condition that stipulated in agreement.

Management agreements

The Company entered into management agreements with related parties whereby the Company will provide services in relation to asset management and administrative works. The agreement is for an indefinite term with a fee charged at stipulated condition.

Financial support and guarantee (Notes 18 and 38).

6 Cash and cash equivalents

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Cash on hand	381	570	30	30
Cash at banks - current accounts	41,430	92,126	1,249	60,360
Cash at banks - savings accounts	187,861	190,300	38,394	4,092
Total	229,672	282,996	39,673	64,482

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7 Trade accounts receivable

	Note	Consolidated financial statements		Separate financial statements	
		2018	2017	2018	2017
		<i>(in thousand Baht)</i>			
Related parties	5	-	-	54,057	11,914
Other parties		20,116	29,865	-	15,496
Total		20,116	29,865	54,057	27,410

Aging analyses for trade accounts receivable were as follows:

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Related parties				
Within credit terms	-	-	3,400	2,000
Overdue:				
Less than 3 months	-	-	12,436	1,686
3-6 months	-	-	12,008	1,686
6-12 months	-	-	20,593	3,371
Over 12 months	-	-	5,620	3,171
	-	-	54,057	11,914
Other parties				
Within credit terms	18,500	14,199	-	-
Overdue:				
Less than 3 months	1,616	15,650	-	15,496
3-6 months	-	16	-	-
6-12 months	-	-	-	-
	20,116	29,865	-	15,496
Total	20,116	29,865	54,057	27,410

The normal credit term granted by the Group ranges from 15 days to 30 days.

8 Other receivables

	Note	Consolidated financial statements		Separate financial statements	
		2018	2017	2018	2017
		<i>(in thousand Baht)</i>			
Related parties	5	-	-	-	813
Other parties		48,995	19,591	977	1,094
Receivables from disposal of investment	11	28,916	47,679	28,914	47,677
Total		77,911	67,270	29,891	49,584

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9 Other current assets

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Input VAT refundable	9,274	5,748	197	91
Withholding tax	5,951	5,530	4,091	4,091
Others	46	861	-	-
Total	15,271	12,139	4,288	4,182

10 Investments in joint ventures

	Consolidated financial statements	
	2018	2017
	<i>(in thousand Baht)</i>	
At 1 January	124,820	18,887
Share of net profit (losses) of joint ventures	4,723	(10,551)
Share of other comprehensive income from land revaluation	17,111	187,311
Share of other comprehensive income (expense) from remeasurements of defined benefit plan	(167)	10
Reversal of obligation in respect to losses of joint ventures	(1,660)	(52,861)
Reversal of provision for loans to and interest receivable from joint ventures	(1,414)	(17,976)
At 31 December	143,413	124,820

During the year ended 31 December 2018 there were no acquisitions and disposal of investments in joint ventures.

The Group has recognised losses of joint venture in Boutique Boulevard Ltd. relating to certain investments accounted for using the equity method where its share of losses exceeds the carrying amount of the investment due to loan guarantee under loan agreements.

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Investments in joint ventures as at 31 December 2018 and 2017 were as follows:

		Consolidated financial statements								
	Type of business	Country of incorporation	Ownership interest (%)		Paid-up capital		Cost method		Equity method	
			2018	2017	2018	2017	2018	2017	2018	2017
Citadines Project										
<i>Indirect investments in joint ventures</i>										
Boutique Land Ltd.	Hotel and serviced apartment (Citadines 16)	Thailand	26.01	26.01	45,000	45,000	22,950	22,950	1,613	-
Boutique Boulevard Ltd.	Hotel and serviced apartment (Citadines 8)	Thailand	26.01	26.01	20,000	20,000	10,200	10,200	-	-
Boutique Realty Ltd.	Hotel and serviced apartment (Citadines 11)	Thailand	26.01	26.01	85,000	85,000	43,348	43,348	68,765	62,567
Boutique Asset Ltd.	Hotel and serviced apartment (Citadines 23)	Thailand	26.01	26.01	88,000	88,000	44,880	44,880	73,035	62,253
Total					121,378	121,378	121,378	121,378	143,413	124,820

Joint ventures are not publicly listed and consequently do not have published price quotations.

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The following table summarises the financial information of the joint ventures as included in their own financial statements, adjusted for the differences in accounting policies. The table also reconciles the summarised financial information to the carrying amount of the Group's interest in these companies.

	Boutique Asset Ltd.		Boutique Boulevard Ltd.		Boutique Land Ltd.		Boutique Realty Ltd.	
	2018	2017	2018	2017	2018	2017	2018	2017
			<i>(in thousand Baht)</i>					
Revenue	75,499	69,232	59,944	57,595	42,579	38,998	71,025	46,711
Profit (loss) from continuing operations (a)	8,399	843	(4,605)	(5,182)	419	(2,820)	5,049	(13,531)
Other comprehensive income:								
Revaluation of land	12,840	109,074	7,856	89,591	5,608	57,400	7,248	111,219
Gain (loss) on remeasurements of defined benefit plan	(97)	54	3	(159)	(89)	68	(145)	56
Total comprehensive income (100%)	21,142	109,971	3,254	84,252	5,938	54,648	12,152	97,744
Group's share of total comprehensive income	10,782	56,085	1,660	42,966	3,028	27,871	6,198	49,848
Current assets (b)	27,415	27,166	10,906	10,633	7,969	7,845	13,651	16,622
Non-current assets	381,102	370,446	324,052	322,582	196,575	194,182	414,776	409,269
Current liabilities (c)	(26,794)	(26,487)	30,670	(23,491)	(18,637)	(23,766)	(28,013)	(26,384)
Non-current liabilities (d)	(238,515)	(249,059)	(317,120)	(325,810)	(182,745)	(181,037)	(265,580)	(276,823)
Net assets (100%)	143,208	122,066	(12,833)	(16,086)	3,162	(2,776)	134,834	122,684
Carrying amount of interest in joint venture	73,035	62,253	-	-	1,613	-	68,765	62,567
Group's interest in net assets of investee at 1 January	62,253	6,168	-	-	-	-	62,567	12,719
Total comprehensive income attributable to the Group	10,782	56,085	1,660	42,966	3,028	27,871	6,198	49,848
Group's interest in net assets of investee at end of year	73,035	62,253	1,660	42,966	3,028	27,871	68,765	62,567
Reversal of obligation in respect to losses of joint ventures	-	-	(1,660)	(42,966)	-	(9,895)	-	-
Reversal of provision for loans to and interest receivable from joint ventures	-	-	-	-	(1,415)	(17,976)	-	-
Carrying amount of interest in investee at 31 December	73,035	62,253	-	-	1,613	-	68,765	62,567

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	Boutique Asset Ltd.		Boutique Boulevard Ltd.		Boutique Land Ltd.		Boutique Realty Ltd.	
	2018	2017	2018	2017	2018	2017	2018	2017
	<i>(in thousand Baht)</i>							
Remark:								
a. Includes:								
- depreciation and amortisation	8,366	11,018	7,447	8,322	4,853	6,506	10,345	9,613
- finance cost	11,834	12,877	14,202	14,818	9,247	9,522	13,809	12,552
- income tax expense	716	725	317	1,290	138	222	836	1,177
b. Includes cash and cash equivalents	13,026	21,653	6,927	6,739	5,262	4,886	9,651	12,106
c. Includes current financial liabilities (excluding trade and other payables and provisions)	(17,577)	(17,577)	(24,011)	(16,778)	(12,716)	(18,445)	(16,981)	(16,981)
d. Includes non-current financial liabilities (excluding trade and other payables and provision)	(194,692)	(212,268)	(228,822)	(245,286)	(23,856)	(146,188)	(221,804)	(239,785)

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11 Investments in subsidiaries

	Separate financial statements	
	2018	2017
	<i>(in thousand Baht)</i>	
At 1 January	188,371	151,169
Acquisitions	72,308	98,267
Disposal of interest in subsidiaries	<u>(8,065)</u>	<u>(61,065)</u>
At 31 December	<u>252,614</u>	<u>188,371</u>

Details of acquisitions and disposals of investments in subsidiaries are as follows:

In 2018

Boutique Bangkok Sukhumvit 16-2 Ltd.

In January 2018, the Company established a new subsidiary, Boutique Bangkok Sukhumvit 16-2 Ltd., a company incorporated in Thailand, with registered ordinary share of 600,000 shares at par value of Baht 5 per share. In March 2018, the Company sold the investment in Boutique Bangkok Sukhumvit 16-2 Ltd. to Boutique Bangkok Sukhumvit 16-2 Holdings Ltd. at par value Baht 5 per share for 600,000 shares, amounting to Baht 3 million according to the Group's restructuring.

Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd.

In March 2018, the Company made a new investment in 99.99% shareholdings of the issued and paid up capital on Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd., a company incorporated in Thailand, at par value Baht 5 per share for 19,997 shares, amounting to Baht 99,985.

Later, in April 2018, the said subsidiary issued additional shares comprised of 1,152,000 ordinary shares at par value of Baht 5 per share and 10,548,000 preferred shares at par value of Baht 5 per share which the Company made investment in the said 577,721 ordinary shares and 5,379,480 preferred shares, total consideration of Baht 29.79 million. At the same time, non-controlling interest invested in the said subsidiary's 574,279 ordinary shares and 5,168,520 preferred shares. The consideration received amounting to Baht 39.98 million which paid directly to the subsidiary amounting to Baht 28.71 million and paid remaining amount of Baht 11.27 million to the Company. The transaction made reducing its continuing interest in consolidated financial statements from 100% to 51%. After the additional paid-up, the Group still has control over the said subsidiary and indirect subsidiaries. Carrying amount of non-controlling interests after the additional paid-up amounting to Baht 27.66 million. The difference amount between the increase in the non-controlling interests and the consideration received had been recorded to premium on sale of interests in subsidiaries amounting to Baht 12.32 million in consolidated financial statement. For amount paid to the Company, the Company recognized as gain on sales of investment in subsidiary amounting to Baht 11.27 million in separate financial statement.

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Summary effect from additional paid-up of Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd. to consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	39.98
<i>Less</i> Carrying amount of non-controlling interest	<u>(27.66)</u>
Premium on sale of interests in subsidiaries	<u>12.32</u>

Boutique Bangkok Sukhumvit 36 Ltd.

In May 2018, the Company made a new investment in 99.99% shareholdings of the issued and paid up capital on Boutique Bangkok Sukhumvit 36 Ltd. (“BBS36”), a company incorporated in Thailand, for a consideration of Baht 4,999,985 for 999,997 shares, at par value Baht 5 per share. In September 2018, the Company sold the investment in Boutique Bangkok Sukhumvit 36 Ltd. to Boutique Bangkok Sukhumvit 36 Holdings Ltd. at par value Baht 5 per share for 999,997 shares, amounting to Baht 4,999,985 according to the Group’s restructuring.

Chiang Mai Holdings Mauritius 1 Ltd.

In May 2018, Chiang Mai Holdings Mauritius 1 Ltd. issued 129,720,000 ordinary shares, the Company made investment in the said 33,727,200 shares, for a consideration of Baht 33,727,200 which made its continuing interest in consolidated financial statements still remains 26%.

Summary effect from additional paid-up of Chiang Mai Holdings Mauritius 1 Ltd. to consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	95.99
<i>Less</i> Carrying amount of non-controlling interest	<u>(95.99)</u>
Premium on sale of interests in subsidiaries	<u>-</u>

Boutique PKNS 2 Ltd. and Boutique PKNS 1 Ltd.

In June 2018, the Group collected additional consideration from investors of Boutique PKNS 2 Ltd. and Boutique PKNS 1 Ltd. amounting to Baht 0.26 million and Baht 0.55 million, respectively. It was resulting from transferred of shares to the investors in 2016. The additional consideration received had been recorded to premium on sale of interests in subsidiaries in consolidated financial statement and had been recorded to gain on sales of investment in subsidiary in separate financial statement.

Boutique Bangkok Sukhumvit 36 Holdings Ltd.

In July 2018, the Company made a new investment in 99.99% shareholdings of the issued and paid up capital on Boutique Bangkok Sukhumvit 36 Holdings Ltd., a company incorporated in Thailand, for a consideration of Baht 499,985 for 99,997 shares, at par value Baht 5 per share. The subsidiary partial called up shares to the Company amounting to Baht 124,996 (99,997 shares with Baht 1.25 per share).

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Later, in December 2018, the Company sold 27,000 ordinary shares of Boutique Bangkok Sukhumvit 36 Holdings Ltd. to non-controlling interest which made reducing its interest in consolidated financial statements from 100% to 73%. The consideration received is Baht 27.02 million which is presented as part of other receivable at the reporting date. After the sale transaction, the Group still has control over the said subsidiary and its indirect subsidiaries. Carrying amount of non-controlling interests after the sale transaction is decreased of Baht 2.53 million. The difference amount between decreases of the non-controlling interests and the consideration received had been recorded to premium on sales of interests in subsidiaries amounting to Baht 29.55 million in consolidated financial statements. The Company recognised gain from disposal of subsidiary amounting to Baht 26.99 million in separate financial statement.

Summary effect from disposal of Boutique Bangkok Sukhumvit 36 Holdings Ltd. to consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	27.02
Less Decrease of carrying amount of non-controlling interest	<u>2.53</u>
Premium on sale of interests in subsidiaries	<u>29.55</u>

Boutique Kamala Holdings Ltd.

In July 2018, the Company made a new investment in 99.99% shareholdings of the issued and paid up capital on Boutique Kamala Holdings Ltd., a company incorporated in Thailand, for a consideration of Baht 499,985 for 99,997 shares, at par value Baht 5 per share. The subsidiary partial called up shares to the Company amounting to Baht 124,996 (99,997 shares with Baht 1.25 per share).

Later, in December 2018, the Company sold 25,000 ordinary shares of Boutique Kamala Holdings Ltd. to non-controlling interest which made reducing its interest in consolidated financial statements from 100% to 75%. The consideration received is Baht 21.51 million received in 2018. After the sale transaction, the Group still has control over the said subsidiary and its indirect subsidiaries. Carrying amount of non-controlling interests after the sale transaction is decreased of Baht 1.76 million. The difference amount between decreases of the non-controlling interests and the consideration received had been recorded to premium on sales of interests in subsidiaries amounting to Baht 23.27 million in consolidated financial statements. The Company recognized gain from disposal of subsidiary amounting to Baht 21.48 million in separate financial statements.

Summary effect from disposal of Boutique Kamala Holdings Ltd. to consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	21.51
Less Decrease of carrying amount of non-controlling interest	<u>1.76</u>
Premium on sale of interests in subsidiaries	<u>23.27</u>

PS3 Holdings Mauritius limited

In October 2018, the Company made a new investment in 100.00% shareholdings of the issued capital on PS3 Holdings Mauritius Limited, a company incorporated in the Republic of Mauritius, at par value Baht 1 per share for 175,500 shares, amounting to Baht 175,500.

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Chiang Mai Holdings Mauritius 2 Limited

In November 2018, the Company made a new investment in 100.00% shareholdings of the issued capital on Chiang Mai Holdings Mauritius 2 Limited, a company incorporated in the Republic of Mauritius, at par value Baht 1 per share for 270,000 shares, amounting to Baht 270,000.

In 2017

Boutique Chiang Mai Nimman 2 Ltd.

In March 2017, the Company made a new investment in 99.99% shareholdings of the issued and paid up capital on Boutique Chiang Mai Nimman 2 Ltd. (“BCM2”), a company incorporated in Thailand, for a consideration of Baht 99,985. In April 2017, the Company sold the investment in Boutique Chiang Mai Nimman 2 Ltd. to Boutique Nimman Holdings Ltd. at par value Baht 5 per share for 19,997 shares, amounting to Baht 99,985 according to the Group’s restructuring.

Boutique Chiang Mai Nimman 3 Ltd.

In March 2017, the Company made a new investment in 99.99% shareholdings of the issued and paid up capital on Boutique Chiang Mai Nimman 3 Ltd. (“BCM3”), a company incorporated in Thailand, for a consideration of Baht 99,985. In April 2017, the Company sold the investment in Boutique Chiang Mai Nimman 3 Ltd. to Boutique Nimman Holdings Ltd. at par value Baht 5 per share for 19,997 shares, amounting to Baht 99,985 according to the Group’s restructuring.

Boutique Nimman Holdings 1 Ltd.

In April 2017, the Company made a new investment in 99.99% of the issued and paid up capital on Boutique Nimman Holdings 1 Ltd. (“BCM1”), a company incorporated in Thailand, for a consideration of Baht 399,985 for 79,997 shares, at par value Baht 5 per share. Boutique Nimman Holdings 1 Ltd. owns its subsidiaries as detailed in the table.

Chiang Mai Holdings Mauritius 1 Ltd.

During December 2017, the Company made new investment in 100% of the issued and paid up capital on Chiang Mai Holdings Mauritius 1 Ltd., for a consideration of Baht 132,000 which was unpaid as at reporting date in full amount presented as part of other payables in separate financial statement.

Later, the said subsidiary issued 137.15 million additional shares, the Company made investment in the said 94.72 million shares which made reducing its continuing interest in consolidated financial statements from 100% to 69%. The consideration paid was conversion of loan to and interest receivable from Boutique Chiang Mai Holdings 3 Ltd., direct subsidiary, amounting to Baht 97.53 million. Consideration received from the investors amounting to Baht 51.85 million comprised of amounting to Baht 44.51 million which were conversion of borrowings from and interest payable to other parties, and additional proceeds amounting to Baht 7.34 million which have already been collected. It caused carrying amount of non-controlling interests increased amounting to Baht 44.51 million. The Company recognised gain on sales of investment in subsidiary amounting to Baht 7.34 million in separate financial statement.

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Afterward, the Company disposed of 43% of its interest in the following subsidiaries and indirect subsidiaries to non-controlling interest, reducing its continuing interest in consolidated financial statements from 69% to 26% amounting to Baht 93.92 million and recognised gain on sales of investment in subsidiary of Baht 33.05 million in separate financial statement. After the sale of shares, the Group still has control over the said subsidiary and indirect subsidiaries. Carrying amount of non-controlling interests after the disposal increased amounting to Baht 38.96 million, totally Baht 83.47 million. The difference amount between the increase in the non-controlling interests and the consideration received had been recorded to premium on sale of interests in subsidiary amounting to Baht 62.30 million.

Summary effect from disposal of interests in Chiang Mai Holdings Mauritius 1 Ltd. to consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	145.77*
Less Carrying amount of non-controlling interest	<u>(83.47)</u>
Premium on sale of interests in subsidiary	<u>62.30</u>

* As of 31 December 2017, the Group partly received the consideration and had remaining amount of Baht 47.68 million which was presented as part of other receivables at the reporting date.

Boutique Corporation Public Company Limited and its Subsidiaries

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Investments in subsidiaries as at 31 December 2018 and 2017 and dividend income from those investments for the years then ended were as follows:

Company name	Type of business	Country of incorporation	Ownership interest (%)	Separate financial statements						Dividend income										
				Paid-up capital		Cost		Impairment			At cost - net									
				2018	2017	2018	2017	2018	2017		2018	2017								
Direct subsidiaries																				
Boutique Serviced Apartments Ltd.	Hotel and serviced apartment	Thailand	100.00	100.00	138,000	138,000	138,000	138,000	-	-	138,000	138,000	-	-	-	-	-	-	-	-
Boutique SA2 Ltd.	Dormant	Thailand	100.00	100.00	2,625	2,625	2,625	2,625	(2,625)	(2,625)	-	-	-	-	-	-	-	-	-	-
Hyatt hotel, Villa1 and Villa2 Project																				
Indirect subsidiaries held through Boutique Phuket Ltd. and BT Phuket Ltd.																				
Boutique Phuket 2 Ltd.	Villa	Thailand	21.55	26.42	2,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Boutique Phuket 3 Ltd.	Villa (under refurbishment)	Thailand	21.55	26.42	2,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Boutique Phuket 4 Ltd.	Hotel	Thailand	-	26.42	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Direct subsidiaries																				
Boutique Phuket Land Ltd.	Holding company	Thailand	100.00	100.00	10	10	10	10	-	-	10	10	-	-	10	10	-	-	-	-
Square Root Phuket Investment Ltd.	Holding company	Republic of Mauritius	100.00	100.00	USD 100	USD 100	3	3	-	-	3	3	-	-	3	3	-	-	-	44,070
Indirect subsidiaries held through Boutique Phuket Land Ltd.																				
Boutique Phuket Holdings 3 Ltd.	Holding company	Thailand	65.00	65.00	10	10	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Boutique Phuket Holdings 2 Ltd.	Holding company	Thailand	33.15	33.15	10	10	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Boutique Phuket Holdings 1 Ltd.	Holding company	Thailand	21.55	21.55	10	10	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Boutique Phuket Holdings Ltd.	Holding company	Thailand	21.55	21.55	10	10	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Boutique Phuket Ltd.	Holding company	Thailand	21.55	21.55	10	10	-	-	-	-	-	-	-	-	-	-	-	-	-	-

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Company name	Type of business	Country of incorporation	Ownership interest (%)		Paid-up capital		Separate financial statements Cost		Impairment		At cost - net		Dividend income	
			2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017
<i>Indirect subsidiaries held through Square Root Phuket Investment Ltd.</i>														
BT Phuket Holdings 3 Ltd.	Holding company	Republic of Seychelles	65.00	95.00	USD 100	USD 100	-	-	-	-	-	-	-	-
BT Phuket Holdings 2 Ltd.	Holding company	Republic of Seychelles	33.15	48.45	USD 100	USD 100	-	-	-	-	-	-	-	-
BT Phuket Holdings 1 Ltd.	Holding company	Republic of Seychelles	21.55	21.55	USD 100	USD 100	-	-	-	-	-	-	-	-
BT Phuket Holdings Ltd.	Holding company	Republic of Mauritius	21.55	31.49	USD 100	USD 100	-	-	-	-	-	-	-	-
HPP Mauritius Ltd.	Holding company	Republic of Mauritius	-	31.49	-	USD 1,600	-	-	-	-	-	-	-	-
BT Phuket Ltd.	Holding company	Republic of Mauritius	21.55	31.49	USD 100	USD 100	-	-	-	-	-	-	-	-

Pattaya Bay Resort Project

<i>Indirect subsidiary held through Boutique Eco Holdings 2 Ltd.</i>														
Boutique Mid Tier 2 Ltd.	Serviced apartment (under renovation)	Thailand	51.00	51.00	50,000	50,000	-	-	-	-	-	-	-	-
<i>Direct subsidiary</i>														
Boutique Eco Holdings 2 Ltd.	Holding company	Thailand	51.00	51.00	10	10	158	158	-	-	158	158	-	-
<i>Indirect subsidiary held through Boutique Eco Holdings 2 Ltd.</i>														
Boutique Eco Holdings Ltd.	Holding company	Thailand	51.00	51.00	10	10	-	-	-	-	-	-	-	-

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Company name	Type of business	Country of incorporation	Ownership interest (%)		Paid-up capital		Separate financial statements		Impairment	At cost - net		Dividend income
			2018	2017	2018	2017	2018	2017		2018	2017	
Boutique Patong Sai3 Project												
<i>Indirect subsidiary held through Boutique PS3 Holdings Ltd.</i>												
Boutique Patong Sai3 Ltd.	Hotel	Thailand	35.10	35.10	100,000	100,000	-	-	-	-	-	-
<i>Direct subsidiaries</i>												
Boutique PS3 Holdings Ltd.	Holding company	Thailand	54.00	54.00	10	10	5	5	-	5	5	-
PS3 Holdings Mauritius	Holding company	Republic of Mauritius	100.00	-	176	-	176	-	-	176	-	-
<i>Indirect subsidiaries held through Boutique PS3 Holdings Ltd.</i>												
Boutique PS3 Ltd.	Holding company	Thailand	35.10	35.10	10	10	-	-	-	-	-	-
Boutique Patong Sai3 Holdings Ltd.	Holding company	Thailand	35.10	35.10	10	10	-	-	-	-	-	-
<i>Indirect subsidiary held through PS3 Holdings Mauritius Ltd.</i>												
Patong Hotel Pte. Ltd.	Holding company	Republic of Singapore	100.00	-	3	-	-	-	-	-	-	-
Prakhanong 1 and Prakhanong 2 Project												
<i>Indirect subsidiaries held through BT PKN Holdings Ltd. and Boutique PKN Ltd.</i>												
Boutique Prakhanong 1 Ltd.	Community mall	Thailand	26.03	26.03	30,000	30,000	-	-	-	-	-	-
Boutique Prakhanong 2 Ltd.	Office building	Thailand	26.03	26.03	30,000	30,000	-	-	-	-	-	-
<i>Direct subsidiaries</i>												
Boutique International Holdings Ltd.	Holding company	Republic of Mauritius	100.00	100.00	THB 100	THB 100	THB 100	THB 100	-	THB 100	THB 100	-
Boutique PKN 3 Ltd.	Holding company	Thailand	68.00	68.00	100	100	68	68	-	68	68	-

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Company name	Type of business	Country of incorporation	Ownership interest (%)		Paid-up capital		Separate financial statements Cost		Impairment		At cost - net		Dividend income	
			2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017
<i>Indirect subsidiaries held through Boutique International Holdings Ltd.</i>														
Mid Tier Holdings Mauritius Ltd.	Holding company	Republic of Mauritius	51.00	51.00	USD 100	USD 100	-	-	-	-	-	-	-	-
BT PKN Holdings 3 Ltd.	Holding company	Republic of Mauritius	68.00	68.00	USD 100	USD 100	-	-	-	-	-	-	-	-
<i>Indirect subsidiaries held through BT PKN Holdings 3 Ltd.</i>														
BT PKN Holdings 2 Ltd.	Holding company	Republic of Mauritius	44.88	44.88	USD 100	USD 100	-	-	-	-	-	-	-	-
BT PKN Holdings 1 Ltd.	Holding company	Republic of Mauritius	26.03	26.03	USD 100	USD 100	-	-	-	-	-	-	-	-
BT PKN Holdings Ltd.	Holding company	Republic of Mauritius	26.03	26.03	USD 100	USD 100	-	-	-	-	-	-	-	-
<i>Indirect subsidiaries held through Boutique PKN 3 Ltd.</i>														
Boutique PKN 2 Ltd.	Holding company	Thailand	44.88	44.88	100	100	-	-	-	-	-	-	-	-
Boutique PKN 1 Ltd.	Holding company	Thailand	26.03	26.03	100	100	-	-	-	-	-	-	-	-
Boutique PKN Ltd.	Holding company	Thailand	26.03	26.03	100	100	-	-	-	-	-	-	-	-
Prakhanong 3 Project														
<i>Indirect subsidiary held through Boutique PKNS 2 Ltd.</i>														
Boutique Prakhanong 3 Ltd.	Property development	Thailand	38.28	38.28	5,000	5,000	-	-	-	-	-	-	-	-

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Company name	Type of business	Country of incorporation	Ownership interest (%)		Paid-up capital	Separate financial statements				Dividend income		
			2018	2017		2018	2017	2018	2017		2018	2017
Direct subsidiary												
Boutique PKNS 2 Ltd.	Holding company	Thailand	66.00	66.00	100	66	66	-	-	66	66	-
Indirect subsidiaries held through Boutique PKNS 2 Ltd.												
Boutique PKNS 1 Ltd.	Holding company	Thailand	38.28	38.28	100	-	-	-	-	-	-	-
Boutique PKNS Ltd.	Holding company	Thailand	38.28	38.28	100	-	-	-	-	-	-	-
Chiang Mai Nimman 1 Project												
Indirect subsidiary held through Chiang Mai Holdings Mauritius 1 Ltd.												
Boutique Chiang Mai Nimman 1 Ltd.	Hotel (under construction)	Thailand	26.00	26.00	221,520	94,668	-	-	-	-	-	-
Direct subsidiaries												
Boutique Chiang Mai Holdings 3 Ltd.	Holding company	Thailand	100.00	100.00	100	100	100	-	-	100	100	-
Chiang Mai Holdings Mauritius 1 Ltd.	Holding company	Republic of Mauritius	26.00	26.00	267,000	137,280	70,529	36,802	-	70,529	36,802	-
Indirect subsidiaries held through Boutique Chiang Mai Holdings 3 Ltd.												
Boutique Chiang Mai Holdings 2 Ltd.	Holding company	Thailand	100.00	100.00	100	100	-	-	-	-	-	-
Boutique Chiang Mai Holdings 1 Ltd.	Holding company	Thailand	100.00	100.00	100	100	-	-	-	-	-	-
Boutique Chiang Mai Holdings Ltd.	Holding company	Thailand	100.00	100.00	100	100	-	-	-	-	-	-

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Company name	Type of business	Country of incorporation	Ownership interest (%)	Separate financial statements						Dividend income	
				Paid-up capital	Cost	Impairment	At cost - net	2018	2017	2018	2017
				2018	2017	2018	2017	2018	2017	2018	2017
<i>Indirect subsidiary held through Chiang Mai Holdings Mauritius 1 Ltd.</i>											
Chiang Mai Holdings Mauritius Ltd.	Holding company	Republic of Mauritius	26.00	265,500	137,214	-	-	-	-	-	-
Chiang Mai Nimman 2 and Chiang Mai Nimman 3 Project											
<i>Indirect subsidiaries held through Boutique Nimman Holdings 1 Ltd.</i>											
Boutique Chiang Mai Nimman 2 Ltd.	Hotel (under construction)	Thailand	99.99	32,500	20,000	-	-	-	-	-	-
Boutique Chiang Mai Nimman 3 Ltd.	Hotel (under construction)	Thailand	99.99	32,500	30,000	-	-	-	-	-	-
<i>Direct subsidiaries</i>											
Boutique Nimman Holdings 1 Ltd.	Holding company	Thailand	99.99	400	400	400	400	-	-	400	-
Chiang Mai Holdings Mauritius 2 Ltd.	Holding company	Republic of Mauritius	100.00	270	-	270	-	-	-	270	-
<i>Indirect subsidiary held through Boutique Nimman Holdings 1 Ltd.</i>											
Boutique Nimman Holdings Ltd.	Holding company	Thailand	99.99	300	300	-	-	-	-	-	-
<i>Indirect subsidiary held through Chiang Mai Holdings Mauritius 2 Ltd.</i>											
Nimman 2 Holdings Mauritius Ltd.	Holding company	Republic of Mauritius	100.00	170	-	-	-	-	-	-	-
Rainhill Project											
<i>Direct subsidiaries</i>											
Boutique Retail Holdings Ltd.	Holding company	Thailand	65.00	10	10	7	7	-	-	7	-
Kalarain Ltd.	Holding company	Republic of Seychelles	65.00	USD 100	USD 100	2	2	-	-	2	-

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Company name	Type of business	Country of incorporation	Ownership interest (%)		Separate financial statements				At cost - net		Dividend income		
			2018	2017	Paid-up capital	Cost	Impairment	2018	2017	2018	2017		
					2018	2017	2018	2017	(in thousand Baht)				
Indirect subsidiaries held through Boutique Retail Holdings Ltd.													
Boutique Retail PKN Holdings Ltd.	Holding company	Thailand	65.00	65.00	10	10	-	-	-	-	-	-	-
Boutique MT Holdings Ltd.	Holding company	Thailand	65.00	65.00	10	10	-	-	-	-	-	-	-
Indirect subsidiary held through Kalarain Ltd.													
Chinese Panda Ltd.	Holding company	Republic of Mauritius	65.00	65.00	USD 100	USD 100	-	-	-	-	-	-	-
Bangkok Sukhumvit 16-2 Project													
Indirect subsidiary held through Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd.													
Boutique Bangkok Sukhumvit 16-2 Ltd.	Hotel (under construction)	Thailand	51.00	-	56,600	-	-	-	-	-	-	-	-
Direct subsidiary													
Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd.	Holding company	Thailand	51.00	-	58,600	-	29,886	-	-	29,886	-	-	-
Indirect subsidiary held through Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd.													
Boutique Bangkok Sukhumvit 16-2 Holdings Ltd.	Holding company	Thailand	51.00	-	57,600	-	-	-	-	-	-	-	-

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Company name	Type of business	Country of incorporation	Ownership interest (%)		Paid-up capital	Separate financial statements				Dividend income		
			2018	2017		2018	2017	2018	2017	2018	2017	
Kamala Project												
<i>Indirect subsidiaries held through Boutique Kamala Holdings Ltd.</i>												
Boutique Kamala 1 Ltd.	Hotel (under construction)	Thailand	75.00	-	625	-	-	-	-	-	-	-
Boutique Kamala 2 Ltd.	Hotel (under construction)	Thailand	75.00	-	625	-	-	-	-	-	-	-
<i>Direct subsidiary</i>												
Boutique Kamala Holdings Ltd.	Holding company	Thailand	75.00	-	125	93	-	-	93	-	-	-
Bangkok Sukhumvit 36 Project												
<i>Indirect subsidiary held through Boutique Bangkok Sukhumvit 36 Holdings Ltd.</i>												
Boutique Bangkok Sukhumvit 36 Ltd.	Hotel (under construction)	Thailand	73.00	-	92,000	-	-	-	-	-	-	-
<i>Direct subsidiary</i>												
Boutique Bangkok Sukhumvit 36 Holdings Ltd.	Holding company	Thailand	73.00	-	125	91	-	-	91	-	-	-
Citadines Project												
<i>Direct subsidiary</i>												
Boutique Group Ltd.	Holding company	Thailand	51.00	51.00	25,000	12,750	12,750	-	12,750	12,750	-	-
Total					255,239	190,996	12,750	(2,625)	252,614	188,371	44,070	65,820

None of the Group's subsidiaries are publicly listed and consequently do not have published price quotations.

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12 Non-controlling interests

Summarises the information relating to each of the Group's subsidiaries that has material non-controlling interests, before any intra-group eliminations were as follows:

	31 December 2018							Total
	Boutique Group Ltd. and its joint ventures	Group of Boutique Retail Holdings Ltd. and Kalarain Ltd. and their subsidiaries	Group of Boutique PS3 Holdings Ltd. and their subsidiaries	Group of Square Root Phuket investment Ltd. and Boutique Phuket Land Ltd. and their subsidiaries	Group of BT PKN Holdings 3 Ltd. and Boutique PKN 3 Ltd. and their subsidiaries	Group of Boutique PKNS 2 Ltd. and their subsidiaries	Group of Chiang Mai Holding Mauritius 1 Ltd. and their subsidiaries	
	<i>(in thousand Baht)</i>							
Non-controlling interest percentage *	49.00	35.00	64.90	78.45	73.97	61.72	74.00	
Current assets	945	8,200	59,641	30,344	58,752	2,753	36,730	
Non-current assets	211,389	-	455,400	67,103	429,499	4,475	355,661	
Current liabilities	(12,685)	(206)	(72,473)	(1,201)	(71,740)	(9,500)	(73,785)	
Non-current liabilities	(341,759)	-	(517,165)	(50,029)	(481,666)	(23,664)	(93,902)	
Net assets	(142,110)	7,994	(74,597)	46,217	(65,155)	(25,936)	224,704	
Carrying amount of non-controlling interest **	(69,634)	2,798	(48,413)	36,257	(48,195)	(16,008)	166,281	(6,809)
Revenue	2,701	2,515	44,131	308,216	70,015	5,648	221	
Profit (loss)	(10,477)	2,082	(40,720)	265,133	(19,081)	(9,955)	(19,364)	
Other comprehensive income	16,944	-	488	857	(60)	-	1,544	
Total comprehensive income (loss)	6,467	2,082	(40,232)	265,990	(19,141)	(9,955)	(17,820)	
Profit (loss) allocated to non-controlling interest	(5,134)	729	(26,428)	207,997	(14,115)	(6,144)	(14,329)	(14,451)
Other comprehensive income allocated to non-controlling interest	8,303	-	317	672	(45)	-	1,143	847
								11,237

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31 December 2018

	Group of Boutique Retail Holdings Ltd. and Kalarain Ltd. and their subsidiaries	Group of Boutique PS3 Holdings Ltd. and their subsidiaries	Group of Square Root Phuket investment Ltd. and Boutique Phuket Land Ltd. and their subsidiaries	Group of BT PKN Holdings 3 Ltd. and Boutique PKN 3 Ltd. and their subsidiaries	Group of Boutique PKNS 2 Ltd. and their subsidiaries	Group of Chiang Mai Holding Mauritius 1 Ltd. and their subsidiaries	Other individually immaterial subsidiaries	Total
	Boutique Group Ltd. and its joint ventures							
	(4,418)	(6,989)	(27,296)	39,730	(1,738)	(45,252)		
Cash flows from operating activities	-	(6,859)	884,912	(178,915)	(7,297)	(127,872)		
Cash flows from investing activities	5,102	(7,760)	(840,346)	92,460	(357)	130,149		
Cash flows from financing activities								
Net increase (decrease) in cash and cash equivalents	684	(14,749)	17,270	(46,725)	(9,392)	(42,975)		
Dividend to non-controlling interests of the subsidiaries	-	-	165,280	-	-	-		

(in thousand Baht)

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31 December 2017

	Group of Boutique Retail Holdings Ltd. and Kalarain Ltd. and their subsidiaries	Group of Boutique PS3 Holdings Ltd. and their subsidiaries	Group of Square Root Phuket investment Ltd. and Boutique Phuket Land Ltd. and their subsidiaries	Group of BT PKN Holdings 3 Ltd. and Boutique PKN 3 Ltd. and their subsidiaries	Group of Boutique PKNS 2 Ltd. and their subsidiaries	Group of Chiang Mai Holding Mauritius 1 Ltd. and their subsidiaries	Other individually immaterial subsidiaries	Total
Non-controlling interest percentage *	49.00	64.90	78.45	73.97	61.72	74.00		
	<i>(in thousand Baht)</i>							
Current assets	346	42,150	665,935	98,645	12,064	56,228		
Non-current assets	188,683	467,046	68,922	254,884	3,189	150,619		
Current liabilities	(10,035)	(65,529)	(689,404)	(38,095)	(8,593)	(6,175)		
Non-current liabilities	(327,572)	(478,032)	(55,876)	(361,448)	(22,640)	(87,868)		
Net assets	(148,578)	(34,365)	(10,423)	(46,014)	(15,980)	112,804		
Carrying amount of non-controlling interest **	(72,803)	(22,302)	(8,176)	(34,036)	(9,863)	83,474	(15,534)	(77,171)
Revenue	2,749	3,822	93,511	12,546	2,001	241		
Profit (loss)	(25,449)	(28,446)	(31,688)	(38,175)	(11,325)	(29,048)		
Other comprehensive income	187,321	6,432	120,989	-	-	-		
Total comprehensive income (loss)	161,872	(22,014)	89,301	(38,175)	(11,325)	(29,048)		
Profit (loss) allocated to non-controlling interest	(12,470)	(18,461)	(24,859)	(28,238)	(6,990)	-	(7,827)	(30,866)
Other comprehensive income allocated to non-controlling interest	91,787	4,174	94,916	-	-	-	5,128	196,005

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31 December 2017

	31 December 2017						Total
	Group of Boutique Retail Holdings Ltd. and Kalarain Ltd. and their subsidiaries	Group of Boutique PS3 Holdings Ltd. and theirs subsidiaries	Group of Square Root Phuket investment Ltd. and Boutique Phuket Land Ltd. and theirs subsidiaries	Group of BT PKN Holdings 3 Ltd. and Boutique PKN 3 Ltd. and their subsidiaries	Group of Boutique PKNS 2 Ltd. and their subsidiaries	Group of Chiang Mai Holding Mauritius 1 Ltd. and their subsidiaries	
Cash flows from operating activities	(139)	(26,340)	26,665	(18,139)	(3,843)	(28,898)	
Cash flows from investing activities	-	407,106	(16,612)	(171,776)	10,600	(147,006)	
Cash flows from financing activities	-	(362,643)	(45,975)	226,696	(445)	229,720	
Net increase (decrease) in cash and cash equivalents	(139)	18,123	(35,922)	36,781	6,312	53,816	
Dividend to non-controlling interests of the subsidiaries	-	36,050	-	-	-	-	

(in thousand Baht)

* The non-controlling interests percentage of sub-group represents only direct holding on the respective intermediate subsidiary, whereas, many indirect subsidiaries are not wholly-owned 100% by the intermediate subsidiary with various percentages of ownership interests.

** The carrying amount of non-controlling interests of sub-group are derived from the above various percentages of ownership interests of indirect subsidiaries

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13 Property, plant and equipment

	Consolidated financial statements						
	Land and Land Improvement	Building and Building Improvement	Vehicles	Equipment	Furniture fixture and operating equipment	Assets under Construction	Total
	<i>(in thousand Baht)</i>						
Cost / revaluation							
At 1 January 2017	241,016	774,813	15,147	96,908	91,128	140,220	1,359,232
Additions	338,858	21	98	1,133	1,961	252,567	594,638
Surplus on revaluation	567,190	-	-	-	-	-	567,190
Transfers	-	319,506	-	17,139	26,132	(362,777)	-
Transfer from inventories	-	-	-	-	6,321	-	6,321
Disposals	-	(4)	-	-	(7,554)	-	(7,558)
Transfer to non-current asset classified as held for sale	(213,384)	(337,035)	-	(95,036)	(32,623)	(5,161)	(683,239)
At 31 December 2017 and 1 January 2018	933,680	757,301	15,245	20,144	85,365	24,849	1,836,584
Additions	592,100	519	-	100	1,453	234,089	828,261
Surplus on revaluation	28,760	-	-	-	-	-	28,760
Adjustment	-	(1,547)	-	-	-	-	(1,547)
Transfers	(2,191)	(450)	-	(6,127)	12,560	(3,792)	-
Transfer to intangible assets	-	-	-	(61)	-	-	(61)
Disposals	-	-	-	(47)	(2,282)	-	(2,329)
At 31 December 2018	1,552,349	755,823	15,245	14,009	97,096	255,146	2,689,668
Depreciation							
At 1 January 2017	(356)	(147,595)	(8,326)	(7,506)	(59,240)	-	(223,023)
Depreciation charge for the year	(546)	(17,168)	(1,759)	(9,376)	(7,768)	-	(36,617)
Disposals	-	-	-	-	6,100	-	6,100
Transfer to non-current asset classified as held for sale	889	19,712	-	15,094	8,463	-	44,158
At 31 December 2017 and 1 January 2018	(13)	(145,051)	(10,085)	(1,788)	(52,445)	-	(209,382)
Depreciation charge for the year	(35)	(12,312)	(1,739)	(2,062)	(5,772)	-	(21,890)
Transfers	48	(157)	-	205	(96)	-	-
Transfer to intangible assets	-	-	-	4	-	-	4
Disposals	-	-	-	31	1,983	-	2,014
At 31 December 2018	-	(157,520)	(11,824)	(3,610)	(56,330)	-	(229,284)

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	Consolidated financial statements						
	Land and Land Improvement	Building and Building Improvement	Vehicles	Equipment	Furniture fixture and operating equipment	Assets under Construction	Total
<i>(in thousand Baht)</i>							
<i>Net book value</i>							
At 1 January 2017							
Owned assets	240,660	627,218	1,699	89,402	31,888	140,220	1,131,087
Assets under finance leases	-	-	5,122	-	-	-	5,122
	240,660	627,218	6,821	89,402	31,888	140,220	1,136,209
At 31 December 2017 and 1 January 2018							
Owned assets	933,667	612,250	1,184	18,356	32,920	24,849	1,623,226
Assets under finance leases	-	-	3,976	-	-	-	3,976
	933,667	612,250	5,160	18,356	32,920	24,849	1,627,202
At 31 December 2018							
Owned assets	1,552,349	598,303	533	10,399	40,766	255,146	2,457,496
Assets under finance leases	-	-	2,888	-	-	-	2,888
	1,552,349	598,303	3,421	10,399	40,766	255,146	2,460,384

Security

At 31 December 2018, the Group's properties with a net book value of Baht 2,383 million (2017: Baht 1,661 million) were subject to secure bank loans (see note 18).

Property, plant and equipment under construction

Capitalised borrowing costs relating to the acquisition of the land and the construction amounted to Baht 3.0 million (2017: Baht 8.3 million), with a capitalization rate of MLR-1% (2017: 4%, MLR-1.75% to MLR-1.5%).

	Separate financial statements		
	Office furniture	Vehicles	Total
<i>(in thousand Baht)</i>			
Cost			
At 1 January 2017			
At 1 January 2017	4,116	4,907	9,023
Additions	107	1,500	1,607
At 31 December 2017 and 1 January 2018	4,223	6,407	10,630
Additions	98	-	98
Disposals	(413)	-	(413)
At 31 December 2018	3,908	6,407	10,315
Depreciation			
At 1 January 2017			
At 1 January 2017	(1,239)	(73)	(1,312)
Depreciation charge for the year	(1,085)	(1,244)	(2,329)
At 31 December 2017 and 1 January 2018	(2,324)	(1,317)	(3,641)
Depreciation charge for the year	(877)	(1,281)	(2,158)
Disposals	218	-	218
At 31 December 2018	(2,983)	(2,598)	(5,581)

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	Separate financial statements		
	Office furniture	Vehicles <i>(in thousand Baht)</i>	Total
<i>Net book value</i>			
At 1 January 2017			
Owned assets	2,877	1,698	4,575
Assets under finance leases	-	3,136	3,136
	<u>2,877</u>	<u>4,834</u>	<u>7,711</u>
At 31 December 2017 and 1 January 2018			
Owned assets	1,899	2,584	4,483
Assets under finance leases	-	2,506	2,506
	<u>1,899</u>	<u>5,090</u>	<u>6,989</u>
At 31 December 2018			
Owned assets	925	1,933	2,858
Assets under finance leases	-	1,876	1,876
	<u>925</u>	<u>3,809</u>	<u>4,734</u>

Measurement of fair value

Fair value hierarchy

The fair value of land was determined by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued. The independent valuers provide the fair value of the Group's land over periods of 3 - 5 years.

The fair value measurement for land has been categorised as a Level 3 fair value based on the input to the valuation technique used.

The following table shows the valuation technique used in measuring the fair value of land, as well as the significant unobservable inputs used.

<u>Valuation technique</u>	<u>Significant unobservable inputs</u>	<u>Inter-relationship between significant unobservable inputs and fair value measurement</u>
Market comparison technique	The quoted prices and actual trading price of a similar comparative land adjusted by other various factor.	The estimated fair value would increase (decrease) if the price per area were higher (lower).

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14 Prepaid rental expenses

	Consolidated financial statements	
	2018	2017
	<i>(in thousand Baht)</i>	
<i>Cost</i>		
At 1 January	265,853	355,477
Additions	205,991	194,263
Disposal	(3)	(283,887)
At 31 December	<u>471,841</u>	<u>265,853</u>
<i>Amortisation</i>		
At 1 January	(26,429)	(69,482)
Amortisation for the year	(33,703)	(24,513)
Disposal	1	67,566
At 31 December	<u>(60,131)</u>	<u>(26,429)</u>
<i>Net book value</i>		
At 1 January	<u>239,424</u>	<u>285,995</u>
At 31 December	<u>411,710</u>	<u>239,424</u>

The Group mortgaged all of the project's construction and land leasehold rights to secure the credit facilities granted by banks as mentioned in Note 18.

Boutique Mid Tier Ltd. (Rainhill project)

The period of land lease agreement is 30 years, starting from January 2012 to December 2041. However, the lessor consented to allow the Company to develop and construct on the leased land since 15 January 2010.

In February 2017, the Group sold investment in Boutique Mid Tier Ltd. to other parties.

**Boutique Prakhanong 1 Ltd., Boutique Prakhanong 2 Ltd., and Boutique Prakhanong 3 Ltd.,
(Prakhanong project: see note 37)**

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15 Intangible assets

	Consolidated financial statements	Separate financial statements
	<i>(in thousand Baht)</i>	
Software licences		
Cost		
At 1 January 2017	5,094	2,161
Additions	2,237	-
Disposals	(189)	-
Transfer to non-current assets classified as held for sale	(2,066)	-
At 31 December 2017 and 1 January 2018	5,076	2,161
Additions	433	-
Transfers from equipment	61	-
Disposals	(352)	-
At 31 December 2018	5,218	2,161
Amortisation		
At 1 January 2017	(1,863)	(288)
Amortisation for the year	(1,045)	(216)
Disposals	163	-
Transfer to non-current assets classified as held for sale	987	-
At 31 December 2017 and 1 January 2018	(1,758)	(504)
Amortisation for the year	(407)	(216)
Transfers from equipment	(4)	-
Disposals	327	-
At 31 December 2018	(1,842)	(720)
Net book value		
At 1 January 2017	3,231	1,873
At 31 December 2017 and 1 January 2018	3,318	1,657
At 31 December 2018	3,376	1,441

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16 Deferred tax

Deferred tax assets and liabilities as at 31 December were as follows:

	Consolidated financial statements			
	Assets		Liabilities	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Total	21,719	13,995	(103,609)	(96,259)
Offset tax	(595)	(1,860)	595	1,860
Net deferred tax assets (liabilities)	<u>21,124</u>	<u>12,135</u>	<u>(103,014)</u>	<u>(94,399)</u>

	Separate financial statements			
	Assets		Liabilities	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Total	11,364	3,226	-	650
Offset tax	-	(650)	-	(650)
Net deferred tax assets	<u>11,364</u>	<u>2,576</u>	<u>-</u>	<u>-</u>

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Movements in total deferred tax assets and liabilities during the year were as follows:

	Consolidated financial statements									
	(Charged) / Credited to:			(Charged) / Credited to:						
	At 1 January 2017	Profit or loss	Other comprehensive income	Equity	Disposal of investment in indirect subsidiary <i>(in thousand Baht)</i>	Transfer to non-current assets classified as held for sale	At 31 December 2017	Profit or loss	Other comprehensive income	At 31 December 2018
Deferred tax assets										
Post-employment benefits	3,215	392	(283)	-	-	(21)	3,303	(334)	83	3,052
Premium on sales of interests in subsidiaries	108	-	-	(108)	-	-	-	-	-	-
Loss carry forward	-	10,199	-	-	-	(5,094)	5,105	(4,077)	-	1,028
Unearned revenue	-	-	-	-	-	-	-	8,242	-	8,242
Deposit	-	-	-	-	-	-	-	600	-	600
Prepaid rental expenses	-	4,401	-	-	-	-	4,401	3,768	-	8,169
Property, plant and equipment - Revaluation of land	-	460	-	-	-	-	460	(460)	-	-
Property, plant and equipment - Depreciation	-	201	-	-	-	-	201	(201)	-	-
Provision for loan to and receivable from related party	-	-	-	-	-	-	-	103	-	103
Provision for investment in subsidiary	525	-	-	-	-	-	525	-	-	525
Total	3,848	15,653	(283)	(108)	-	(5,115)	13,995	7,641	83	21,719
Deferred tax liabilities										
Property, plant and equipment - Revaluation of land	-	-	(113,898)	-	-	26,546	(87,352)	-	(5,292)	(92,644)
Property, plant and equipment - Depreciation	(5,921)	(3,585)	-	-	1,174	120	(8,212)	(2,727)	-	(10,939)
Premium on sales of interests in subsidiaries	-	-	-	(650)	-	-	(650)	650	-	-
Finance leases	(70)	25	-	-	-	-	(45)	19	-	(26)
Total	(5,991)	(3,560)	(113,898)	(650)	1,174	26,666	(96,259)	(2,058)	(5,292)	(103,609)

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	Separate financial statements						
	At 1 January 2017	(Charged) / Credited to: Other comprehensive income		At 31 December 2017	(Charged) / Credited to: Other comprehensive income		At 31 December 2018
		Profit or loss	Profit or loss	Profit or loss	Profit or loss	Profit or loss	
				<i>(in thousand Baht)</i>			
Deferred tax assets							
Post-employment benefits	2,465	214	22	2,701	(520)	312	2,493
Unearned revenue	108	(108)	-	-	8,242	-	8,242
Provision for loan to and interest receivable from related party	-	-	-	-	104	-	104
Provision for investments in subsidiary	525	-	-	525	-	-	525
Total	3,098	106	22	3,226	7,826	312	11,364
Deferred tax liabilities							
Accrued income	-	(650)	-	(650)	650	-	-
Total	-	(650)	-	(650)	650	-	-

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The tax losses expire in the year 2023. As at 31 December 2018, the Group have loss carry forward of Baht 271.82 million (2017: Baht 209.32 million) do not expire under current tax legislation. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the Group can utilise the benefits.

17 Other non-current assets

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Deposit	3,564	3,202	571	637
Advance to contractors	28,852	-	-	-
Total	32,416	3,202	571	637

18 Interest-bearing liabilities

	<i>Note</i>	Consolidated financial statements		Separate financial statements	
		2018	2017	2018	2017
		<i>(in thousand Baht)</i>			
Current					
Bank overdrafts					
- secured		-	3,232	-	-
Promissory notes					
- secured		6,200	6,176	-	-
Short-term borrowing from bank					
- secured		74,531	-	-	-
Bank overdrafts and short-term borrowings from banks		80,731	9,408	-	-
Short-term borrowings from related party					
- unsecured	5	-	-	74,365	-
Current portion of long-term borrowings from banks					
- secured		46,424	28,131	-	-
Current portion of borrowings from other parties					
- unsecured		-	169,724	-	-
Current portion of finance lease liabilities		867	808	475	447
Debentures		108,338	102,720	108,338	102,720
Total current interest-bearing liabilities		236,360	310,791	183,178	103,167
Non-current					
Long-term borrowings from banks					
- secured		1,588,193	1,030,835	-	-
Long-term borrowings from related parties					
- unsecured	5	-	-	229,165	216,165
Long-term borrowings from other parties					
- unsecured		556,005	425,996	-	-
		2,144,198	1,456,831	229,165	216,165
Finance lease liabilities		1,483	2,350	987	1,461
Total non-current interest-bearing liabilities		2,145,681	1,459,181	230,152	217,626

Boutique Corporation Public Company Limited and its Subsidiaries
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The periods to maturity of interest-bearing liabilities, excluding finance lease liabilities, as at 31 December were as follows:

	Consolidated		Separate	
	financial statements		financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Within one year	235,493	309,983	182,703	102,720
After one year but within five years	1,366,437	973,249	229,165	216,165
After five year	777,761	483,582	-	-
Total	2,379,691	1,766,814	411,868	318,885

Interest rates

Long-term loans from other parties and unpaid interest accrual shall be repaid in full under the following circumstances:

- when the Company has excess cash proceed resulting from the sale of either the borrower or any of their subsidiaries or any of their assets; or
- any excess cash or profits surplus to on-going funding requirements distributed from the borrower or their respective subsidiaries; or
- any excess cash surplus to on-going funding requirements resulting from a refinancing of the debt of the borrower or their respective subsidiaries.

Interest rates as at 31 December were as follow:

	Consolidated		Separate	
	financial statements		financial statements	
	2018	2017	2018	2017
	<i>(% per annum)</i>			
Bank overdrafts	-	6.87 - 7.12	-	-
Promissory notes	5.75	5.75	-	-
Short-term borrowings from banks	5.03	-	-	-
Short-term borrowings from related party	-	-	5.03	-
Long-term borrowings from banks	4.00 - 6.03	4.00 - 6.03	-	-
Long-term borrowings from related parties	-	-	5.03	5.03
Long-term borrowings from other parties	4.75 - 5.03	4.75 - 5.28	-	-
Finance leases liabilities	5.55 - 7.89	5.55 - 7.89	5.55	5.55
Debentures	7.50	7.50	7.50	7.50

Secured interest-bearing liabilities as at 31 December were secured on the following assets.

	<i>Note</i>	Consolidated		Separate	
		financial statements		financial statements	
		2018	2017	2018	2017
		<i>(in thousand Baht)</i>			
Deposit pledged as collateral		3,103	3,152	3,000	3,042
Property, plant and equipment	13	2,383,496	1,660,537	-	-
Prepaid rental expenses		411,710	239,424	-	-
Total		2,798,309	1,903,113	3,000	3,042

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Boutique Corporation Public Company Limited

As at 31 December 2018, the Company's debentures are pledged by the Company's common shares (which are owned by B Corporation Holdings Ltd.) totalling 91.22 million shares (2017: 103.54 million shares) (par value Baht 1 per share).

Boutique Serviced Apartments Ltd.

The subsidiary's long term loan from a commercial bank is pledged by a related party's land as the second rank pledge collateral.

Boutique Chiang Mai Nimman 1 Ltd.

The subsidiary's long term loan from a commercial bank is pledged by its common shares which are owned by a related party totalling 35.82 million shares (par value Baht 5 per share).

Boutique Chiang Mai Nimman 2 Ltd.

The subsidiary's long term loan from a commercial bank is pledged by its common shares which are owned by a related party totalling 4.00 million shares (par value Baht 5 per share).

Boutique Chiang Mai Nimman 3 Ltd.

The subsidiary's long term loan from a commercial bank is pledged by its common shares which are owned by a related party totalling 6.00 million shares (par value Baht 5 per share).

Boutique Kamala 2 Ltd.

The subsidiary's long term loan from a commercial bank is pledged by its common shares which are owned by a related party totalling 13.3 million shares (par value Baht 5 per share).

Boutique Bangkok Sukhumvit 36 Ltd.

The subsidiary's long term loan from a commercial bank is pledged by its common shares which are owned by a related party totalling 23.75 million shares (par value Baht 5 per share).

The Group has entered into loan agreements with the banks for financing the various projects related cost. The Group must comply with certain condition stipulated in the loan agreement such as the maintenance of financial ratio, status of shareholder's equity, asset insurance benefit to the banks.

As at 31 December 2018, the Group has defaulted in complying with some financial ratio and status of shareholder's equity but the respective banks have waived the default.

As at 31 December 2018, the Company shall provide financial support to the borrower companies as stipulated in the loan agreements (See note 38).

As at 31 December 2018 the Group had unutilised credit facilities totalling Baht 1,802 million (2017: Baht 919 million).

Boutique Corporation Public Company Limited and its Subsidiaries
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Debentures

As at 31 December, the Group and the Company had debentures as detailed below;

	Consolidated / Separate financial statements	
	2018	2017
	<i>(in thousand Baht)</i>	
Long-term debentures	110,000	105,000
Less Unamortised cost relating to the issuance of debentures	(1,662)	(2,280)
Net	<u>108,338</u>	<u>102,720</u>

In 2018

On 25 October 2018, the Extraordinary General Meeting of Shareholders resolved the approval of the issuance and offering for sale of bill of exchange or debentures in the amount not exceeding totalling Baht 300 million with the term not exceeding 5 years.

During the year ended 31 December 2018, the Company entered into financial advisor services agreements with a financial institution to issuance and offering for sale of debentures in the amount of totalling up to Baht 110 million.

During the fourth quarter of 2018, the Company issued Baht 110 million, secured and unsubordinated with a Debenture holder's representative in registered name 110,000 units with face value of Baht 1,000 per unit with term of 9 months, fully repayable in 2019, bearing interest at the fixed rate of 7.5% per annum and payable interest quarterly.

The said debentures issue with a condition that every Baht to 10 million of debenture subscription shall have the right to subscribe the Company's Initial Public Offering (IPO) shares worth Baht 1 million at the normal IPO price.

Element Capital Mauritius Ltd., shareholder of the Company, have pledged 74.64 million equity shares accounted for 91% of its ownership interest in the Company for the Company's debentures and Zenith Holding Mauritius Limited., shareholder of the Company, have pledged 16.58 million equity shares accounted for 49% of its ownership interest in the Company for the Company's debentures.

The Company must comply with the specific covenants based on the specific conditions through the terms of debentures.

In 2017

On 21 August 2017, the Extraordinary General Meeting of Shareholders resolved the approval of the issuance and offering for sale of debentures in the amount not exceeding totalling Baht 200 million with the term not exceeding 5 years.

During the year ended 31 December 2017, the Company entered into financial advisor services agreements with a financial institution to issuance and offering for sale of debentures in the amount of totalling up to Baht 170 million.

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During the third quarter of 2017, the Company issued Baht 105 million, secured and unsubordinated with a Debenture holder's representative in registered name 105,000 units with face value of Baht 1,000 per unit with term of 15 months, fully repayable in 2018, bearing interest at the fixed rate of 7.5% per annum and payable interest quarterly.

The said debentures issue with a condition that every Baht to 10 million of debenture subscription shall have the right to subscribe the Company's Initial Public Offering (IPO) shares worth Baht 1 million at the normal IPO price.

B Corporation Holdings Ltd., major shareholder of the Company have pledged 103.54 million equity shares accounted for 80% of its ownership interest in the Company for the Company's debentures.

The Company must comply with the specific covenants based on the specific conditions through the terms of debentures.

As at 31 December 2018, The Company has no credit balance to issue additional debentures (2017: Baht 65 million).

Finance lease liabilities

Finance lease liabilities as at 31 December were payable as follows:

	Consolidated financial statements					
	2018		2017			
	Future minimum lease payments	Interest	Present value of minimum lease payments (in thousand Baht)	Future minimum lease payments	Interest	Present value of minimum lease payments
Within one year	986	(119)	867	986	(178)	808
After one year but within five years	1,559	(76)	1,483	2,545	(195)	2,350
Total	2,545	(195)	2,350	3,531	(373)	3,158

	Separate financial statements					
	2018		2017			
	Future minimum lease payments	Interest	Present value of minimum lease payments (in thousand Baht)	Future minimum lease payments	Interest	Present value of minimum lease payments
Within one year	541	(66)	475	542	(95)	447
After one year but within five years	1,040	(53)	987	1,581	(120)	1,461
Total	1,581	(119)	1,462	2,123	(215)	1,908

Boutique Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
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19 Other payables

	Note	Consolidated financial statements		Separate financial statements	
		2018	2017	2018	2017
		<i>(in thousand Baht)</i>			
Related parties	5	<u>5,250</u>	<u>1,095</u>	<u>5,516</u>	<u>1,082</u>
Others					
Other payables		58,245	18,064	40,230	6,813
Accrued expenses		24,100	27,003	3,953	14,985
		<u>82,345</u>	<u>45,067</u>	<u>44,183</u>	<u>21,798</u>
Total		<u>87,595</u>	<u>46,162</u>	<u>49,699</u>	<u>22,880</u>

20 Other current liabilities

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
VAT payable	5,515	2,983	5,420	2,871
Property tax	4,557	1,422	-	-
Withholding tax payable	4,107	2,901	1,710	1,755
Other	3,284	5,587	-	-
Total	<u>17,463</u>	<u>12,893</u>	<u>7,130</u>	<u>4,626</u>

21 Defined benefit obligations

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Statement of financial position obligations for:				
Post-employment benefits	16,794	17,588	13,478	14,521
Total	<u>16,794</u>	<u>17,588</u>	<u>13,478</u>	<u>14,521</u>

Year ended 31 December

Statement of comprehensive income:

Recognised in profit or loss:

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Post-employment benefits	5,970	3,053	4,576	2,084
	<u>5,970</u>	<u>3,053</u>	<u>4,576</u>	<u>2,084</u>

Recognised in other comprehensive income:

Actuarial (gain) losses recognised in the year	416	(1,414)	1,561	111
Cumulative actuarial losses recognised	10,237	9,821	11,071	9,510

Boutique Corporation Public Company Limited and its Subsidiaries
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Movement in the present value of the defined benefit obligations.

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
At 1 January	17,588	16,174	14,521	12,326
Include in profit or loss:				
Current service cost	5,600	2,731	4,271	1,881
Interest on obligation	370	322	305	203
	5,970	3,053	4,576	2,084
Included in other comprehensive income				
Actuarial (gain) losses	416	(1,414)	1,561	111
Others				
Benefit paid	(7,180)	-	(7,180)	-
Curtailment gain	-	(104)	-	-
Transfer to liabilities included in non-current assets classified as held for sale	-	(121)	-	-
At 31 December	16,794	17,588	13,478	14,521

Actuarial gains and losses recognised in other comprehensive income arising from:

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Demographic assumptions	-	184	-	166
Financial assumptions	2,698	446	2,795	311
Experience adjustment and others	(2,282)	(2,044)	(1,234)	(366)
Total	416	(1,414)	1,561	111

Actuarial assumptions

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2018	2017	2018	2017
	<i>(%)</i>			
Discount rate	3.16	2.83	3.16	2.83
Future salary growth	4 - 6.5	4 - 9	6.5	4 - 9
Turnover rate	19.7	19.5	19.7	19.5

Assumptions regarding future mortality have been based on published statistics and mortality tables.

At 31 December 2018, the weighted-average duration of the defined benefit obligation was 15.5 years (2017: 12.7 years).

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Notes to the financial statements
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Sensitivity analysis

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

	Consolidated financial statements		Separate financial statements	
	<i>(in thousand Baht)</i>			
At 31 December 2018	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(2,115)	2,519	(1,682)	2,027
Future salary growth (1% movement)	2,415	(2,078)	1,939	(1,649)
Turnover rate (20% of base assumptions movement)	(2,214)	2,705	(1,744)	2,126
At 31 December 2017				
Discount rate (1% movement)	(1,443)	1,707	(1,107)	1,328
Future salary growth (1% movement)	1,661	(1,435)	1,293	(1,102)
Turnover rate (20% of base assumptions movement)	(1,430)	1,772	(1,083)	1,337

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 13 December 2018, the National Legislative Assembly passed a bill amending the Labor Protection Act to include a requirement that an employee who is terminated after having been employed by the same employer for an uninterrupted period of twenty years or more, receives severance payment of 400 days of wages at the most recent rate. The Group and the Company will amend its retirement plan in the period in which the amendment will have become law and is announced in the Royal Gazette. As a result of this change, the provision for retirement benefits as at that future period end as well as past service cost recognized during that period in the consolidated and the separate financial statements is estimated to increase by an amount of approximately Baht 3.27 million and Baht 2.96 million, respectively.

22 Other non-current liabilities

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Security deposit from leasee	30,731	14,588	-	-
Retention	13,180	13,487	-	-
Others	1	-	-	-
Total	43,912	28,075	-	-

Boutique Corporation Public Company Limited and its Subsidiaries
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23 Share capital

	Par value per share (in Baht)	2018		2017	
		Number (thousand shares)	Amount (thousand Baht)	Number (thousand shares)	Amount (thousand Baht)
<i>Authorised</i>					
At 1 January					
- ordinary shares	1	507,000	507,000	507,000	507,000
At 31 December					
- ordinary shares	1	507,000	507,000	507,000	507,000
<i>Issued and paid-up</i>					
At 1 January					
- ordinary shares	1	340,000	340,000	340,000	340,000
At 31 December					
- ordinary shares	1	340,000	340,000	340,000	340,000

24 Reserves and surplus

Reserves and surplus comprise:

Appropriations of profit and/or retained earnings

Legal reserve

Section 116 of the Public Companies Act B.E. 2535 requires that a public company shall allocate not less than 5% of its annual net profit, less any accumulated losses brought forward, to a reserve account (“legal reserve”), until this account reaches an amount not less than 10% of the registered authorised capital. The legal reserve is not available for dividend distribution.

Difference of business combination under common control

Difference of business combination under common control which recognised in equity are the difference between the carrying amounts of net assets of subsidiaries at the acquisition date and amounts of consideration paid.

Premium on sale of interests in subsidiaries

Premium on sale of interests in subsidiaries which recognised in equity are the difference between the carrying amounts of net assets of subsidiaries at the disposal date and amounts of consideration received.

Other components of equity

Valuation surplus

The valuation surplus account within equity comprises the cumulative net change in the valuation of land included in the financial statements at valuation until such property, plant and equipment is sold or otherwise disposed of.

The revaluation surplus can neither be offset against deficit nor used for dividend payment.

Boutique Corporation Public Company Limited and its Subsidiaries
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25 Segment information

The Group has three reportable segments, as described below, which are the Group strategic divisions. The strategic divisions offer different services, and are managed separately because they require different technology and marketing strategies. For each of the strategic divisions, the chief operating decision maker (CODM) reviews internal management reports on at least a quarterly basis. The following summary describes the operations in each of the Group reportable segments.

- *Segment 1* Hotel business and serviced apartment
- *Segment 2* Community mall and office building
- *Segment 3* Management services and others

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit before tax, as included in the internal management reports that are reviewed by the Group's CODM. Segment profit before tax is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

Boutique Corporation Public Company Limited and its Subsidiaries

Notes to the financial statements
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Information about reportable segments

Year ended 31 December	Segment 1		Segment 2		Segment 3		Total	
	2018	2017	2018	2017	2018	2017	2018	2017
Revenue from external customers	453,527	188,320	78,150	235,461	24,517	62,919	566,194	486,700
Inter-segment revenue	(1,191)	17,529	3,566	4,023	179,296	161,721	181,671	183,273
Total segment revenue	452,336	205,849	81,716	239,484	203,813	224,640	737,865	669,973
Interest income	3,166	3,015	196	341	51	96	3,413	3,452
Interest expense	(76,321)	(79,116)	(13,973)	(10,773)	(10,436)	(5,078)	(100,730)	(94,967)
Depreciation and amortisation	(19,953)	(34,958)	(33,703)	(24,674)	(2,374)	(2,545)	(56,030)	(62,177)
Segment profit (loss) before income tax	129,084	(122,878)	(24,115)	149,852	7,971	27,840	112,940	54,814
Segment assets as at 31 December	2,607,510	2,382,297	449,624	348,204	44,632	71,471	3,101,766	2,801,972
Segment liabilities as at 31 December	1,953,544	1,946,250	417,779	319,464	108,932	103,312	2,480,255	2,369,026

Boutique Corporation Public Company Limited and its Subsidiaries
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Reconciliations of reportable segment profit or loss, assets and liabilities

	Business segments	
	2018	2017
	<i>(in thousand Baht)</i>	
Profit or loss		
Total profit before income tax for reportable segments	112,940	54,814
Elimination of inter-segment	(33,401)	(66,483)
Consolidated profit (loss) before income tax	79,539	(11,669)
Assets		
Total assets for reportable segments	3,101,766	2,801,972
Other unallocated amounts:		
- Deferred tax assets	21,124	12,135
- Other assets	364,650	317,940
Consolidated total assets	3,487,540	3,132,047
Liabilities		
Total liabilities for reportable segments	2,480,255	2,369,026
Other unallocated amounts		
- Deferred tax liabilities	103,014	94,399
- Other liabilities	370,744	203,350
Consolidated total liabilities	2,954,013	2,666,775

Geographical segments

The Group is managed and operates principally in Thailand. There are no material revenues derived from, or assets located in, foreign countries.

Major customer

The Group has no major customer with revenue of 10 percent or more of the Group's revenues except net gain from the sales of investments in indirect subsidiary amounting to Baht 288 million as discussed in note 4 (2017: Baht 231 million)

26 Other income

	Consolidated		Separate	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Provident fund withdrawal	239	1,087	239	1,087
Land arrangement income	-	-	-	1,417
Others	462	1,706	55	31
Total	701	2,793	294	2,535

Boutique Corporation Public Company Limited and its Subsidiaries
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27 Distribution costs

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Sales commission	8,578	6,721	-	-
Marketing fee	5,309	4,947	-	-
Incentive fee	4,715	5,452	-	-
Trademark license fee	876	857	-	-
Advertising	586	847	182	193
Subscription and membership fee	-	224	-	224
Others	204	824	-	688
Total	20,268	19,872	182	1,105

28 Administrative expenses

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Personnel expenses	114,817	122,698	-	-
Professional fee	51,688	43,732	30,264	28,431
Utilities	7,482	6,863	6,276	5,788
Rental expenses	7,391	7,269	6,816	6,818
Office supplies	2,164	2,422	1,461	1,166
Other services	1,282	3,574	504	730
Repair and maintenance	667	870	176	756
Others	20,782	20,195	5,592	4,728
Total	206,273	207,623	51,089	48,417

29 Employee benefit expenses

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Management				
Salaries and wages	56,123	54,214	56,123	54,214
Defined benefit plans	3,298	1,317	3,298	1,317
Contribution to provident fund	991	963	991	963
Other benefit	3,408	12,818	3,408	12,818
	<u>63,820</u>	<u>69,312</u>	<u>63,820</u>	<u>69,312</u>
Other employees				
Salaries and wages	81,611	82,844	45,094	48,815
Defined benefit plans	2,672	1,736	1,278	767
Contribution to provident fund	1,204	1,059	1,204	1,059
Other benefit	11,070	13,549	4,080	6,580
	<u>96,557</u>	<u>99,188</u>	<u>51,656</u>	<u>57,221</u>
Total	160,377	168,500	115,476	126,533

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Defined contribution plans

The defined contribution plans comprise provident funds established by the Company for its employees. Membership to the funds is on a voluntary basis. Contributions are made monthly by the employees and the Company at rates ranging from 2% and 5% of their basic salaries. The provident funds are registered with the Ministry of Finance as juristic entities and are managed by a licensed Fund Manager.

30 Expenses by nature

	Consolidated		Separate	
	financial statements		financial statements	
	2018	2017	2018	2017
			<i>(in thousand Baht)</i>	
Employee benefit expenses	160,377	168,500	115,476	126,533
Depreciation of property, plant and equipment	21,917	36,617	2,158	2,329
Amortisation	34,113	25,560	216	216

31 Finance costs

	Consolidated		Separate	
	financial statements		financial statements	
	2018	2017	2018	2017
			<i>(in thousand Baht)</i>	
<i>Interest expense:</i>				
Subsidiaries	-	-	11,934	11,288
Other related parties	-	1,527	-	1,527
Other parties	25,376	29,841	-	-
Financial institutions	64,840	59,973	6	40
Debentures	10,336	3,389	10,336	3,389
Finance lease	178	237	95	122
Total	100,730	94,967	22,371	16,366

32 Income tax expense

Income tax recognised in profit or loss

	<i>Note</i>	Consolidated		Separate	
		financial statements		financial statements	
		2018	2017	2018	2017
				<i>(in thousand Baht)</i>	
Current tax expense					
Current year		23,688	15,731	20,338	2,341
		23,688	15,731	20,338	2,341
Deferred tax expense	16				
Movements in temporary differences		(5,583)	(12,093)	(8,476)	544
		(5,583)	(12,093)	(8,476)	544
Total		18,105	3,638	11,862	2,885

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Income tax recognised in other comprehensive income

	Consolidated financial statements					
	2018	2018	Net of	2017	2017	Net of
	Before	Tax	tax	Before	Tax	Net of
	tax	expense	(in thousand Baht)	tax	benefit	tax
Revaluation of land	26,461	(5,292)	21,169	569,489	(113,898)	455,591
Defined benefit plan actuarial gains (losses)	(416)	83	(333)	1,414	(283)	1,131
Total	26,045	5,209	20,836	570,903	(114,181)	456,722

	Separate financial statements					
	2018	2018	Net of	2017	2017	Net of
	Before	Tax	tax	Before	Tax	Net of
	tax	benefit	(in thousand Baht)	tax	benefit	tax
Defined benefit plan actuarial losses	(1,561)	312	(1,249)	(111)	22	(89)
Total	(1,561)	312	(1,249)	(111)	22	(89)

Income tax recognised in equity

	Consolidated financial statements					
	2018	2018	Net of	2017	2017	Net of
	Before	Tax	tax	Before	Tax	Net of
	tax	expense	(in thousand Baht)	tax	benefit	tax
Premium on sales of interests in subsidiaries	-	-	-	133,647	(650)	132,997
Total	-	-	-	133,647	(650)	132,997

Reconciliation of effective tax rate

	Consolidated financial statements			
	2018	2018	2017	2017
	Rate (%)	(in thousand Baht)	Rate (%)	(in thousand Baht)
Profit (loss) before income tax expense		79,539		(11,669)
Income tax using the Thai corporation tax rate	20	15,908	20	(2,334)
Effect of different tax rates in foreign jurisdictions		(46,776)		(4,395)
Income tax reduction		(514)		(559)
Income not subject to tax		(4,452)		-
Expenses not deductible for tax purposes and others		35,412		12,608
Current year losses for which no deferred tax asset was recognised		21,846		19,359
Recognition of previously unrecognised tax losses		(3,319)		(21,041)
Total	22.76	18,105		3,638

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	Separate financial statements			
	2018		2017	
	<i>Rate</i> (%)	<i>(in</i> <i>thousand</i> <i>Baht)</i>	<i>Rate</i> (%)	<i>(in</i> <i>thousand</i> <i>Baht)</i>
Profit before income tax expense		<u>68,519</u>		<u>70,067</u>
Income tax using the Thai corporation tax rate	20	13,704	20	14,013
Income not subject to tax		-		(5,062)
Expenses not deductible for tax purposes and others		(1,842)		2,230
Recognition of previously unrecognised tax losses		-		<u>(8,296)</u>
Total	<u>17.31</u>	<u>11,862</u>	<u>4.12</u>	<u>2,885</u>

33 Promotional privileges

By virtue of the provisions of the Industrial Investment Promotion Act of B.E. 2520, the subsidiaries have been granted privileges by the Board of Investment relating to hotel business. The privileges granted include:

- (a) Subject to certain imposed conditions, the significant privileges are the rights to employ skilled foreigners to work within the scope of duties approved by the Board of Investment and for the period for which they are permitted to stay in Thailand;
- (b) Permission to own land in an amount considered appropriate by the Board of Investment;
- (c) Permission to transfer funds in or out of Thailand in foreign currencies.

As at 31 December 2018, detail of BOI certificates of subsidiaries are presented below.

Subsidiary	Date of approval	Activities
Boutique Patong Sai3 Limited	26 October 2015	Hotel in Phuket, 200 rooms
Boutique Chiang Mai Nimman 1 Ltd.	24 October 2017	Hotel in Chiang Mai, 202 rooms
Boutique Chiang Mai Nimman 2 Ltd.	20 December 2018	Hotel in Chiang Mai, 150 rooms

As a promoted company, the subsidiaries must comply with certain terms and conditions prescribed in the promotional certificates.

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34 Earnings (loss) per share

Basic earnings (loss) per share

The calculations of basic earnings (loss) per share for the year ended 31 December 2018 and 2017 were based on the profit (loss) for the year attributable to ordinary shareholders of the Company and the number of ordinary shares outstanding during the years as follows:

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht / thousand shares)</i>			
Profit (loss) attributable to ordinary shareholders of the Company (basic)	<u>(66,691)</u>	<u>15,559</u>	<u>56,657</u>	<u>67,182</u>
Weighted average number of ordinary shares outstanding	<u>340,000</u>	<u>340,000</u>	<u>340,000</u>	<u>340,000</u>
Earnings (loss) per share (basic) <i>(in Baht)</i>	<u>(0.20)</u>	<u>0.05</u>	<u>0.17</u>	<u>0.20</u>

35 Dividends

At the annual general meeting of the shareholders of the Company held on 27 April 2018, the shareholders approved the appropriation of dividend of Baht 0.15 per share, amounting to Baht 51 million. The dividend was paid to shareholders in May 2018.

36 Financial instruments

Financial risk management policies

The Group is exposed to normal business risks from changes in market interest rates and currency exchange rates and from non-performance of contractual obligations by counterparties. The Group does not hold or issue derivative financial instruments for speculative or trading purposes.

Risk management is integral to the whole business of the Group. The Group has a system of controls in place to create an acceptable balance between the cost of risks occurring and the cost of managing the risks. The management continually monitors the Group's risk management process to ensure that an appropriate balance between risk and control is achieved.

Capital management

The objectives of the Group's capital management are to safeguard the Group's ability to continue as a going concern in order to provide returns to the Group's shareholders and benefits to other stakeholders. The management sets strategies to support the Group's operations for more efficiency, and better performances and stronger financial status, including dividend and capital management policies to maintain the optimal capital structure and cost of capital.

Interest rate risk

Interest rate risk is the risk that future movements in market interest rates will affect the results of the Group's operations and its cash flows. The Group manages the interest rate risk of financial assets and financial liabilities by considering loan to or borrowing from including fixed and floating rate depend on the market situation. However, the interest rates of interest-bearing liabilities of the Group are mainly floating rate.

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As at 31 December classified by type of interest rate are summarised in the table below, with those financial assets and liabilities and the periods in which its mature or re-price are as follows:

	Consolidated financial statements					Total	Effective interest rate (% per annum)
	Fixed interest rates		Floating interest rates				
	Within 1 year	After 1 year but within 5 years	Within 1 year	After 1 year but within 5 years	After 5 years		
	<i>(in thousand Baht)</i>						
2018							
Assets							
Cash at banks	-	-	229,291	-	-	229,291	0.37-0.80
Long-term loans to related parties	-	-	-	53,703	-	53,703	5.03
Total	-	-	229,291	53,703	-	282,994	
Liabilities							
Bank overdrafts and short-term borrowings from banks	-	-	80,731	-	-	80,731	5.03-5.75
Debentures	108,338	-	-	-	-	108,338	7.50
Long-term borrowings from banks	-	-	46,424	810,432	777,761	1,634,617	4.00-6.03
Long-term borrowings from other parties	-	-	-	556,005	-	556,005	4.75-5.03
Finance leases liabilities	867	1,483	-	-	-	2,350	5.55-7.89
Total	109,205	1,483	127,155	1,366,437	777,761	2,382,041	
2017							
Assets							
Cash at banks	-	-	282,426	-	-	282,426	0.37-0.40
Long-term borrowings to related parties	-	-	-	53,703	-	53,703	4.78-5.28
Total	-	-	282,426	53,703	-	336,129	
Liabilities							
Bank overdrafts and short-term borrowings from banks	-	-	9,408	-	-	9,408	5.75-7.12
Debentures	102,720	-	-	-	-	102,720	7.50
Long-term borrowings from banks	-	-	28,131	547,253	483,582	1,058,966	4.00-6.03
Long-term borrowings from other parties	-	-	169,725	425,996	-	595,721	4.75-5.28
Finance leases liabilities	809	2,349	-	-	-	3,158	5.55-7.89
Total	103,529	2,349	207,264	973,249	483,582	1,769,973	

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	Separate financial statements				Total	Effective interest rate (% per annum)
	Fixed interest rates		Floating interest rates			
	Within 1 year	After 1 year but within 5 years	Within 1 year	After 1 year but within 5 years		
<i>(in thousand Baht)</i>						
2018						
Assets						
Cash at banks	-	-	39,643	-	39,643	0.37-0.80
Long-term borrowings to related parties	-	-	-	434,255	434,255	4.53-5.03
Total	-	-	39,643	434,255	473,898	
Liabilities						
Short-term borrowing from related party	-	-	74,365	-	74,365	5.03
Debentures	108,338	-	-	-	108,338	7.50
Long-term borrowings from related parties	-	-	-	229,165	229,165	5.03
Finance leases liabilities	475	987	-	-	1,462	5.55
Total	108,813	987	74,365	229,165	413,330	
2017						
Assets						
Cash at banks	-	-	64,452	-	64,452	0.37-0.40
Long-term loans to related parties	-	-	-	336,668	336,668	4.78-5.28
Total	-	-	64,452	336,668	401,120	
Liabilities						
Debentures	102,720	-	-	-	102,720	7.50
Long-term borrowings from related parties	-	-	-	216,165	216,165	5.03
Finance leases liabilities	447	1,461	-	-	1,908	5.55
Total	103,167	1,461	-	216,165	320,793	

Foreign currency risk

The Group is exposed to foreign currency risk relating to operating transactions which are denominated in foreign currencies.

At 31 December, the Group was exposed to foreign currency risk in respect of cash and cash equivalents denominated in the following currencies:

	Consolidated financial statements	
	2018	2017
<i>(in thousand Baht)</i>		
United States Dollars		
Cash and cash equivalents	338	328
Gross balance sheet exposure	338	328

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Credit risk

Credit risk is the potential financial loss resulting from the failure of a customer or counterparty to settle its financial and contractual obligations to the Group as and when they fall due.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount. At the reporting date there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the balance sheet. However, due to the large number of parties comprising the Group's customer base, Management does not anticipate material losses from its debt collection.

Liquidity risk

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

Fair values of financial instruments

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

- a) For financial assets and liabilities which have short-term maturity, including cash and deposit at financial institutions, accounts receivables, accounts payables and finance lease liabilities, their carrying amounts in the statements of financial position approximate their fair values.
- b) For loans to and loans from carrying interest approximate to the market rate, their carrying amounts in the statements of financial position approximates their fair values.

37 Commitments with non-related parties

	Consolidated		Separate	
	financial statements		financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
<i>Capital commitments</i>				
<i>Contracted but not provided for:</i>				
Land	-	82,800	-	82,800
Buildings and other constructions	259,593	214,830	-	-
Total	259,593	297,630	-	82,800
<i>Other commitment</i>				
Bank guarantees	800	300	-	-

In November 2017, the Company entered into sale and purchase agreement to buy a land in Bangkok for a consideration of Baht 92 million. As at 31 December 2017, the Company had paid deposit of Baht 9.2 million. The remaining portion of the purchase price was paid on 10 April 2018 which was the registration date subject to fulfilment of condition stated in the agreement.

Boutique Corporation Public Company Limited and its Subsidiaries

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a) *Operating lease and service commitments*

The Company and its subsidiaries have entered into several operating lease agreements in respect of the lease of lands, office space and vehicles and long-term service agreements.

Future minimum payments required under the agreements were as follows:

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
	<i>(in thousand Baht)</i>			
Within one year	40,393	58,389	7,246	6,494
After one year but within five years	117,280	112,729	7,881	2,433
After five years	696,752	723,898	-	-
Total	854,425	895,016	15,127	8,927

Land lease agreement

In 2012, a director of the Company entered into memorandum and land lease agreement with a company ("sub lessor") and paid deposit of Baht 7.7 million. In 2016, the Company's subsidiaries ("sub lessee") received the transferred of said right from the said director with compensation charge of transfer right to the sub lessor amounting to Baht 77 million.

Under the policy of financial institution as the lender, the transfer of leasehold right should be made with the landlord.

During September 2016, landlord, the director of the Company and Boutique Prakhanong 1 Ltd., Boutique Prakhanong 2 Ltd., and Boutique Prakhanong 3 Ltd. have entered into memorandum and land lease agreement for a period of 3 years, starting from 15 September 2016 to 14 September 2019 (Boutique Prakhanong 1 Ltd., Boutique Prakhanong 2 Ltd. and Boutique Prakhanong 3 of Baht 1,000/month) and for a period of 30 years starting from 15 September 2019 to 14 September 2049 (totalling Baht 1,355 million) and right to extend 5 years. At the end of the lease term, the building on land will transfer to the owner of the land.

In July 2017, Boutique Prakhanong 1 Ltd. and Boutique Prakhanong 2 Ltd., have entered into a memorandum to pay monthly additional remuneration to landlord, starting from six months after the subsidiaries lease or provide service on the land to third parties until three years after lease agreement with landlord is effective or the lease or service provided to third parties have ended, whichever is earlier. The monthly additional remuneration for each rentable space amounting to Baht 0.10 million and Baht 0.17 million, respectively.

In July 2017, Boutique Prakhanong 3 Ltd., has entered into a memorandum to pay monthly additional remuneration to landlord, start from the subsidiary lease or provide service on the land to third parties until three years after lease agreement with landlord is effective or the lease or service provided to third parties have ended, whichever is earlier. The monthly additional remuneration amounting to Baht 0.08 million.

In December 2017, Boutique Prakhanong 1 Ltd., Boutique Prakhanong 2 Ltd., and Boutique Prakhanong 3 Ltd. have entered into an addendum with landlord to justify calculation basis of rental fee stated in land lease agreements as basic rental fee plus mutually agreed inflation rate on annually basis.

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b) Hotel Management Agreement

Subsidiaries

Boutique Serviced Apartments Ltd.

In January 2005, a subsidiary entered into a management agreement with Oakwood Management Services (Thailand) Company Limited, whereby this company will provide assistance in managing the subsidiary's serviced apartment. The ten-year agreement is effective from the date that project commences, with an option to extend for another ten years, subject to agreement from both parties. The subsidiary is to pay various fees at a percentage of gross revenues and / or net operating profits of the project, as stated in the agreement.

In January 2005, a subsidiary entered into a license agreement with Oakwood Asia Pacific Ltd. permitting it to use "Oakwood" brand and logo. The ten-year agreement is effective from the date that project commences, with an option to extend for another ten years, subject to agreement from both parties. A fee is charged at a percentage of gross revenues.

Boutique Chiang Mai Nimman 1 Ltd.

In August 2018, a subsidiary entered into a management agreement with AAPC (Thailand) Limited, whereby this company will provide assistance in managing the subsidiary's hotel. The fifteen-year agreement is effective from the date that project commences, with an option to extend for another ten years, subject to agreement from both parties. The subsidiary is to pay various fees at a percentage of gross revenues and / or as stated in the agreement.

Boutique Kamala 1 Ltd.

In December 2018, a subsidiary entered into a management agreement with MH&R MAN (Thailand) Limited, whereby this company will provide assistance in managing the subsidiary's hotel. The fifteen-year agreement is effective from the date that project commences, with an option to extend for another ten years, subject to agreement from both parties. The subsidiary is to pay various fees at a percentage of gross revenues and / or as stated in the agreement.

38 Contingent liabilities

Financial support

As stipulated in the loan agreements, the Company and its subsidiaries shall provide financial support to the borrower companies and shall make their best effort to provide financial support to the borrower companies.

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As at 31 December 2018 and 2017, detail of financial supporter, borrower and outstanding loan are presented below.

Financial supporter	Borrower	Relationship with the Company	2018 <i>(in thousand Baht)</i>	2017
Boutique Phuket 2 Ltd. and Boutique Phuket 3 Ltd.	Boutique Phuket 4 Ltd.	Subsidiary	-	424,200
The Company and Boutique Group Ltd.	Boutique Asset Ltd., Boutique Boulevard Ltd., Boutique Land Ltd. and Boutique Realty Ltd.	Joint ventures	561,047	632,325
Boutique Patong Sai3 Holdings Ltd.	Boutique Patong Sai3 Ltd.	Subsidiary	328,000	277,526
Boutique Prakhanong 2 Ltd. and Boutique PKN Ltd.	Boutique Prakhanong 1 Ltd.	Subsidiary	100,300	97,400
Boutique Prakhanong 1 Ltd. and Boutique PKN Ltd.	Boutique Prakhanong 2 Ltd.	Subsidiary	123,950	29,300
Boutique PKNS Ltd.	Boutique Prakhanong 3 Ltd.	Subsidiary	6,200	6,200
Boutique Bangkok Sukhumvit 16-2 Holdings Ltd.	Boutique Bangkok Sukhumvit 16-2 Ltd.	Subsidiary	73,600	-
Boutique Bangkok Sukhumvit 36 Holdings Ltd.	Boutique Bangkok Sukhumvit 36 Ltd.	Subsidiary	280,000	-
Boutique Kamala Holdings Ltd.	Boutique Kamala 1 Ltd.	Subsidiary	44,300	-
Boutique Corporation Public Company Limited	Boutique Serviced Apartments Ltd.	Subsidiary	75,000	-
Total contingent liabilities arising from financial support			<u>1,592,397</u>	<u>1,466,951</u>

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Agreement to sell investments in subsidiaries

OZO project

Mid Tier Holding Mauritius Ltd. (“Seller”) has contingent liabilities under an agreement to sell investments in subsidiaries. These include contingent liabilities if the Seller were to breach conditions as stipulated in the agreement, such as its warranties and representation concerning information of the disposed subsidiaries. In such a case, the aggregate liability of the Seller shall not exceed the purchase price and the purchaser was to provide the Seller with written notice of the claims within 16 December 2017 (within 2 years following the closing date) for any claim other than claims in respect of tax liabilities and within 16 December 2020 (within 5 years following the closing date) for any claim relating to tax liabilities.

Rainhill project

Boutique MT holdings Ltd., and Chinese Panda Ltd. (“Seller”) have contingent liabilities under an agreement to sell investments in subsidiary. These include contingent liabilities if the Seller were to breach conditions as stipulated in the agreement, such as its warranties and representation concerning information of the disposed subsidiary. In such a case, the aggregate liability of the Seller shall not exceed the purchase price and the purchaser was to provide the Seller with written notice of the claims within 24 February 2018 (within 1 year following the closing date) for any claim other than claims in respect of tax liabilities and within 24 February 2019 (within 2 years following the closing date) for any claim relating to tax liabilities.

Hyatt project

BT Phuket Holdings Ltd., (“Seller”) has contingent liabilities under an agreement to sell investments in subsidiaries. These include contingent liabilities if the Seller were to breach conditions as stipulated in the agreement, such as its warranties and representation concerning information of the disposed subsidiaries. In such a case, the aggregate liability of the Seller shall not exceed the purchase price and the purchaser was to provide the Seller with written notice of the claims within 28 February 2020 (within 2 years following the closing date) for any claim other than claims in respect of tax liabilities and within 28 February 2023 (within 5 years following the closing date) for any claim relating to tax liabilities.

In addition, according to the SPA, the seller and the purchaser agree that the purchase price is subject to post-closing adjustments as to be conducted and calculated by the seller, with the coordination and review by the purchaser.

As at 31 December 2018, the sellers (the Company’s subsidiaries) had not received written notice of any claim from the purchasers.

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39 Thai Financial Reporting Standards (TFRS) not yet adopted

The new and revised TFRSs have been issued but are not yet effective and have not been applied in preparing these consolidated and separate financial statements. The new and revised TFRSs that may be relevant to the Group's operations, which become effective for annual consolidated and separate financial periods beginning on or after 1 January 2019 and 2020. The Group does not plan to early adopt these TFRSs.

The new TFRSs are set out below;

TFRS	Topic	Effective
TFRS 7*	Financial Instruments: Disclosures	2020
TFRS 9*	Financial Instruments	2020
TFRS 15	Revenue from Contracts with Customers	2019
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
TFRIC 22	Foreign Currency Transactions and Advance Consideration	2019

* TFRS - Financial instruments standards

(a) TFRS 15 Revenue from Contracts with Customers

TFRS 15 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. Revenue should be recognised when (or as) an entity transfers control over goods or services to a customer, measured at the amount to which the entity expects to be entitled.

The Group has made an assessment of the potential impact of adopting and initially applying TFRS 15 on the consolidated and separate financial statements and there will be no material impact on the consolidated and separate financial statements in the period of initial application.

(b) TFRS - Financial instruments standards

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

Management is presently considering the potential impact of adopting and initially applying TFRS – Financial instruments standards on the consolidated and separate financial statements.