

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

Financial statements for the year ended
31 December 2020
and
Independent Auditor's Report

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 2020, the consolidated and separate statements of comprehensive income, changes 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 2020 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.

Revaluation of land	
Refer to Notes 4(i) and 15 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.

(Veerachai Ratanajaratkul)
Certified Public Accountant
Registration No. 4323

KPMG Phoomchai Audit Ltd.
Bangkok
23 February 2021

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of financial position

Assets	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 December	31 December	31 December	31 December
		2020	2019	2020	2019
<i>(in Baht)</i>					
Current assets					
Cash and cash equivalents	8	119,059,852	492,395,521	3,226,747	241,519,611
Trade accounts receivable	7, 9	9,868,472	10,444,837	66,461,965	43,136,714
Other receivables	7, 10	119,181,933	61,130,495	3,621,090	117,738,121
Inventories		1,127,460	1,222,927	-	-
Other current assets		16,102,662	13,013,086	8,857,342	6,398,073
Total current assets		265,340,379	578,206,866	82,167,144	408,792,519
Non-current assets					
Deposit pledged as collateral	19	34,497,244	53,500,000	3,000,000	3,000,000
Investments in subsidiaries	11	-	-	372,391,971	359,157,480
Investments in joint ventures	12	149,702,851	177,298,361	-	-
Long-term loans to related parties	7	53,703,000	53,703,000	456,322,161	322,372,036
Interest receivable from related parties	7	19,359,337	16,972,128	94,368,986	89,091,014
Investment properties	14, 19	333,464,407	-	-	-
Property, plant and equipment	15, 19	2,971,082,873	2,811,757,018	3,171,291	12,135,761
Right-of-use assets	16	28,119,054	-	24,012,222	-
Intangible assets	17	5,468,930	6,322,808	1,073,406	1,296,894
Prepaid rental expenses	18	-	106,440,905	-	-
Deferred tax assets	28	23,433,963	19,942,681	32,368,966	15,605,349
Deposit for land	33	41,985,000	7,500,000	41,985,000	7,500,000
Other non-current assets		9,897,402	13,360,857	869,142	869,031
Total non-current assets		3,670,714,061	3,266,797,758	1,029,563,145	811,027,565
Total assets		3,936,054,440	3,845,004,624	1,111,730,289	1,219,820,084

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

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of financial position

		Consolidated		Separate	
		financial statements		financial statements	
		31 December	31 December	31 December	31 December
Liabilities and equity	Note	2020	2019	2020	2019
<i>(in Baht)</i>					
Current liabilities					
Bank overdrafts and short-term					
loans from financial institutions	19	119,082,169	14,527,630	40,740,172	-
Trade accounts payable		5,462,171	4,955,222	-	-
Construction payables		58,689,691	54,965,706	-	254,553
Dividend payables	7, 31	-	55,770,000	-	55,770,000
Other payables	7, 20	115,214,986	136,364,122	35,071,202	130,246,976
Short-term loan from related party	7, 19	-	-	45,000,000	-
Interest payable to related party	7	-	-	823,870	-
Current portion of long-term					
loans from financial institutions	19	56,038,330	196,041,679	-	-
Current portion of lease liabilities					
(2019: Current portion of finance lease liabilities)	19	9,693,775	3,735,586	6,279,458	1,353,994
Current income tax payable		14,450	22,526,065	-	-
Other current liabilities		7,820,765	8,651,030	5,831,071	5,539,888
Total current liabilities		372,016,337	497,537,040	133,745,773	193,165,411
Non-current liabilities					
Long-term loans from financial institutions	19	1,806,420,050	1,584,562,157	-	-
Long-term loans from related parties	7, 19	-	-	194,445,983	158,184,694
Long-term loans from other parties	19	417,689,054	395,761,845	-	-
Interest payable to financial institutions		33,178,114	-	-	-
Interest payable to related parties	7	-	-	3,717,728	28,508,993
Interest payable to other parties		117,405,116	99,170,733	-	-
Lease liabilities (2019: Finance lease liabilities)	19	115,566,986	9,196,825	18,542,331	6,302,783
Non-current provisions for employee benefits	21	26,519,594	28,685,478	23,145,553	24,446,018
Deferred tax liabilities	28	115,322,962	114,084,478	-	-
Obligation in respect to losses					
of joint ventures	12	24,101,382	9,469,639	-	-
Other non-current liabilities		25,966,424	8,588,863	-	-
Total non-current liabilities		2,682,169,682	2,249,520,018	239,851,595	217,442,488
Total liabilities		3,054,186,019	2,747,057,058	373,597,368	410,607,899

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Boutique Corporation Public Company Limited and its Subsidiaries

Statement of financial position

		Consolidated		Separate	
		financial statements		financial statements	
		31 December	31 December	31 December	31 December
Liabilities and equity	Note	2020	2019	2020	2019
<i>(in Baht)</i>					
Equity					
Share capital:	22				
Authorised share capital		507,000,000	507,000,000	507,000,000	507,000,000
Issued and paid-up share capital		507,000,000	507,000,000	507,000,000	507,000,000
Premium on common shares	22	294,620,000	294,620,000	294,620,000	294,620,000
Share premium on sale of interest in subsidiaries	11, 23	226,237,344	232,287,303	-	-
Difference on business combination					
under common control	23	(86,101,940)	(86,101,940)	-	-
Retained earnings (Deficit)					
Appropriated					
Legal reserve	23	6,279,397	6,279,397	6,279,397	6,279,397
Unappropriated (Deficit)		(632,356,403)	(464,993,575)	(58,221,870)	15,138,927
Other components of equity	23	477,821,421	474,437,934	(11,544,606)	(13,826,139)
Equity attributable to owners of the parent		793,499,819	963,529,119	738,132,921	809,212,185
Non-controlling interests	13	88,368,602	134,418,447	-	-
Total equity		881,868,421	1,097,947,566	738,132,921	809,212,185
Total liabilities and equity		3,936,054,440	3,845,004,624	1,111,730,289	1,219,820,084

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

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of comprehensive income

		Consolidated		Separate	
		financial statements		financial statements	
		Year ended 31 December		Year ended 31 December	
	Note	2020	2019	2020	2019
		(in Baht)			
Revenues					
Revenue from hotel operation and					
community mall	7	119,156,867	236,210,883	-	-
Management income	7	21,448,121	18,939,923	120,492,729	151,054,020
Exit and termination fees	7	-	11,188,172	-	23,553,572
Gain on sales of investment in subsidiaries	6, 11	-	522,808,541	-	48,614,486
Dividends income	7, 11	-	-	5,538,601	31,667,478
Interest income	7	2,787,322	3,716,724	22,728,312	19,852,539
Other income	7	4,696,823	2,058,469	1,281,514	364,393
Total revenues		148,089,133	794,922,712	150,041,156	275,106,488
Expenses					
Cost of hotel operation and					
community mall		65,596,227	104,968,312	-	-
Cost of rendering of services	7	7,958,914	8,916,684	120,435,178	173,424,029
Depreciation and amortisation		55,739,405	55,723,596	9,770,571	2,260,024
Distribution costs		10,871,708	18,253,018	209,002	895,786
Administrative expenses	7, 25	188,403,177	284,521,083	34,835,167	57,465,109
Total expenses		328,569,431	472,382,693	165,249,918	234,044,948
Profit (loss) from operating activities		(180,480,298)	322,540,019	(15,208,762)	41,061,540
Finance costs	7	(106,049,609)	(131,687,868)	(8,784,872)	(26,339,214)
Impairment loss determined in accordance with TFRS 9	32	(417,931)	-	(66,701,161)	-
Share of profit (loss) of joint ventures and accounted					
for using equity method	12	(41,659,877)	6,499,487	-	-
Profit (loss) before income tax		(328,607,715)	197,351,638	(90,694,796)	14,722,326
Tax expense (income)	28	(3,214,204)	47,758,812	(17,333,999)	1,000,725
Profit (loss) for the year		(325,393,511)	149,592,826	(73,360,797)	13,721,601

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

Boutique Corporation Public Company Limited and its Subsidiaries
Statement of comprehensive income

	<i>Note</i>	Consolidated		Separate	
		financial statements		financial statements	
		Year ended 31 December		Year ended 31 December	
		2020	2019	2020	2019
<i>(in Baht)</i>					
Other comprehensive income					
Items that will not be reclassified to profit or loss					
Gains on revaluation of land of subsidiaries	28	-	41,376,000	-	-
Gains (losses) on remeasurements of defined benefit plans	21, 28	5,248,940	(5,738,730)	2,851,916	(6,211,653)
Share of other comprehensive income of joint ventures accounted for using equity method	12	(567,376)	24,460,477	-	-
Income tax relating to items that will not be reclassified	28	(1,049,788)	(7,127,454)	(570,383)	1,242,331
Total items that will not be reclassified to profit or loss		3,631,776	52,970,293	2,281,533	(4,969,322)
Total comprehensive income (expense) for the year		(321,761,735)	202,563,119	(71,079,264)	8,752,279
Profit (loss) attributable to:					
Owners of the parent		(167,362,828)	(71,595,006)	(73,360,797)	13,721,601
Non-controlling interests	13	(158,030,683)	221,187,832	-	-
Profit (loss) for the year		(325,393,511)	149,592,826	(73,360,797)	13,721,601
Other comprehensive income for the year, net of tax					
Owners of the parent		3,383,487	31,358,333	2,281,533	(4,969,322)
Non-controlling interests	13	248,289	21,611,960	-	-
Other comprehensive income (expense) for the year		3,631,776	52,970,293	2,281,533	(4,969,322)
Total comprehensive income (expense) attributable to:					
Owners of the parent		(163,979,341)	(40,236,673)	(71,079,264)	8,752,279
Non-controlling interests	13	(157,782,394)	242,799,792	-	-
Total comprehensive income (expense) for the year		(321,761,735)	202,563,119	(71,079,264)	8,752,279
Basic earnings (loss) per share	30				
Basic earnings (loss) per share		(0.33)	(0.20)	(0.14)	0.04

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								
		Issued and paid-up share capital	Premium on shares	Premium on sale of share in subsidiaries	Legal reserve	Deficit	Gains (losses) on remeasurements of defined benefit plan	Revaluation surplus of land of subsidiaries (in Baht)	Share of other comprehensive income of joint ventures	Total other components of equity	Differences of business combination under common control	Equity attributable to owners of the parent	Non-controlling interests	Total equity
Note														
Year ended 31 December 2019														
Balance at 1 January 2019		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
Realised differences amount on business combination under common control from sales of subsidiary														
6		-	-	(47,330,615)	-	47,118,629	-	-	-	-	211,986	-	-	-
Transactions with owners, recorded directly in equity														
Contribution by and distributions to owners of the parent														
22	Increase share capital	167,000,000	294,620,000	-	-	-	-	-	-	-	-	461,620,000	-	461,620,000
31	Dividends	-	-	-	-	(55,770,000)	-	-	-	-	-	(55,770,000)	-	(55,770,000)
Total contribution by and distributions to owners of the parent		167,000,000	294,620,000	-	-	(55,770,000)	-	-	-	-	-	405,850,000	-	405,850,000
Changes in ownership interests in subsidiaries														
11	Disposal of interest in subsidiaries without change in control	-	-	80,666,906	-	-	-	-	-	-	-	80,666,906	119,101,596	199,768,502
13	Dividend paid to non-controlling interests of the subsidiaries	-	-	-	-	-	-	-	-	-	-	-	(243,760,622)	(243,760,622)
Total changes in ownership interests in subsidiaries		-	-	80,666,906	-	-	-	-	-	-	-	80,666,906	(124,659,026)	(43,992,120)
Comprehensive income (expense) for the year														
	Profit (loss)	-	-	-	-	(71,595,006)	-	-	-	-	-	(71,595,006)	221,187,832	149,592,826
	Other comprehensive income	-	-	-	-	-	(4,697,965)	23,581,455	12,474,843	31,358,333	-	31,358,333	21,611,960	52,970,293
Total comprehensive income (expense) for the year		-	-	-	-	(71,595,006)	(4,697,965)	23,581,455	12,474,843	31,358,333	-	(40,236,673)	242,799,792	202,563,119
Transfer to legal reserve														
23		-	-	-	686,080	(686,080)	-	-	-	-	-	-	-	-
Balance at 31 December 2019		507,000,000	294,620,000	232,287,303	6,279,397	(464,993,575)	(13,092,495)	370,667,207	116,863,222	474,437,934	(86,101,940)	963,529,119	134,418,447	1,097,947,566

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 business combination				
	Note	Issued and paid-up share capital	Premium on shares	Premium on sale of share in subsidiaries	Legal reserve	Deficit	Gains (losses) on remeasurements of defined benefit plan	Revaluation surplus of land of subsidiaries (in Baht)	Share of other comprehensive income of joint ventures	Total other components of equity	under common control	Equity attributable to owners of the parent	Non-controlling interests	Total equity
Year ended 31 December 2020														
Balance at 1 January 2020		507,000,000	294,620,000	232,287,303	6,279,397	(464,993,575)	(13,092,495)	370,667,207	116,863,222	474,437,934	(86,101,940)	963,529,119	134,418,447	1,097,947,566
Transactions with owners, recorded directly in equity														
Changes in ownership interests in subsidiaries														
Disposal of interest in subsidiaries without change in control	22	-	-	(6,049,959)	-	-	-	-	-	-	-	(6,049,959)	127,483,680	121,433,721
Dividend paid to non-controlling interests of the subsidiaries	31	-	-	-	-	-	-	-	-	-	-	-	(15,751,131)	(15,751,131)
Total changes in ownership interests in subsidiaries		-	-	(6,049,959)	-	-	-	-	-	-	-	(6,049,959)	111,732,549	105,682,590
Comprehensive income (expense) for the year														
Loss		-	-	-	-	(167,362,828)	-	-	-	-	-	(167,362,828)	(158,030,683)	(325,393,511)
Other comprehensive income		-	-	-	-	-	3,833,872	(161,023)	(289,362)	3,383,487	-	3,383,487	248,289	3,631,776
Total comprehensive income (expense) for the year		-	-	-	-	(167,362,828)	3,833,872	(161,023)	(289,362)	3,383,487	-	(163,979,341)	(157,782,394)	(321,761,735)
Balance at 31 December 2020		507,000,000	294,620,000	226,237,344	6,279,397	(632,356,403)	(9,258,623)	370,506,184	116,573,860	477,821,421	(86,101,940)	793,499,819	88,368,602	881,868,421

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					
		Retained earnings					
	Note	Issued and paid-up share capital	Premium on shares	Legal reserve	Unappropriated retained earnings (in Baht)	Losses on remeasurements of defined benefit plan	Total equity
Year ended 31 December 2019							
Balance at 1 January 2019		340,000,000	-	5,593,317	57,873,406	(8,856,817)	394,609,906
Transactions with owners, recorded directly in equity							
Contribution by and distributions to owners							
Increase share capital	22	167,000,000	294,620,000	-	-	-	461,620,000
Dividends	31	-	-	-	(55,770,000)	-	(55,770,000)
Total contribution by and distributions to owners		167,000,000	294,620,000	-	(55,770,000)	-	405,850,000
Comprehensive income (expense) for the year							
Profit		-	-	-	13,721,601	-	13,721,601
Other comprehensive income		-	-	-	-	(4,969,322)	(4,969,322)
Total comprehensive income (expense) for the year		-	-	-	13,721,601	(4,969,322)	8,752,279
Transfer to legal reserve	23	-	-	686,080	(686,080)	-	-
Balance at 31 December 2019		507,000,000	294,620,000	6,279,397	15,138,927	(13,826,139)	809,212,185

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

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of changes in equity

	Issued and paid-up share capital	Premium on shares	Separate financial statements		Losses on remeasurements of defined benefit plan	Total equity
			Retained earnings	Legal reserve	Unappropriated retained earnings	
			<i>(in Baht)</i>			
Year ended 31 December 2020						
Balance at 1 January 2020	507,000,000	294,620,000	6,279,397	15,138,927	(13,826,139)	809,212,185
Comprehensive income (expense) for the year						
Loss	-	-	-	(73,360,797)	-	(73,360,797)
Other comprehensive income	-	-	-	-	2,281,533	2,281,533
Total comprehensive income (expense) for the year	-	-	-	(73,360,797)	2,281,533	(71,079,264)
Balance at 31 December 2020	507,000,000	294,620,000	6,279,397	(58,221,870)	(11,544,606)	738,132,921

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

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of cash flows

		Consolidated		Separate	
		financial statements		financial statements	
		Year ended 31 December		Year ended 31 December	
	Note	2020	2019	2020	2019
		(in Baht)			
Cash flows from operating activities					
Profit (loss) for the year		(325,393,511)	149,592,826	(73,360,797)	13,721,601
<i>Adjustments to reconcile profit (loss)</i>					
<i>to cash receipts (payments)</i>					
Tax expense (income)		(3,214,204)	47,758,812	(17,333,999)	1,000,725
Finance costs		106,049,609	131,687,868	8,784,872	26,339,214
Depreciation and amortisation	14, 15, 16, 17, 18	55,739,405	35,018,297	9,770,571	2,260,024
Amortisation of rental expenses	18	-	20,705,299	-	-
Impairment loss recognised in profit or loss	11, 32	417,931	2,361,081	68,453,219	55,313
Employee benefit obligations	21	3,337,656	8,939,756	1,551,451	7,190,368
Share of (profit) loss of joint ventures accounted for using equity method, net of tax	12	41,659,877	(6,499,487)	-	-
(Gain) loss on disposal of property, plant and equipment		(32,549)	(394,227)	5,500	(3,726)
Loss on write-off of intangible assets		-	5	-	-
Loss on disposal of prepaid rental expense		-	865,991	-	-
Interest income		(2,787,322)	(3,716,724)	(22,728,312)	(19,852,539)
Dividend income	11	-	-	(5,538,601)	(31,667,478)
Gain on sales of investment in subsidiaries	6, 11	-	(522,808,541)	-	(48,614,486)
		(124,223,108)	(136,489,044)	(30,396,096)	(49,570,984)
Changes in operating assets and liabilities					
Trade accounts receivable		158,434	(8,000,127)	(28,592,140)	10,920,360
Other receivables		(27,000,243)	(23,119,937)	9,917,746	37,455,750
Inventories		95,467	(155,600)	-	-
Other current assets		(1,115,285)	6,920,215	(394,197)	2,950,682
Deposit pledged as collateral		-	(397,000)	-	-
Other non-current assets		3,463,456	17,231,246	(111)	(298,172)
Trade accounts payable		506,949	3,683,448	-	-
Construction payables		-	-	-	254,553
Other payables		(9,899,281)	36,021,181	1,338,838	12,485,658
Other current liabilities		(830,265)	1,032,324	291,183	(2,352,822)
Other non-current liabilities		17,377,561	4,652,390	-	-
Employee benefit paid	21	(254,600)	(2,433,960)	-	(2,433,960)
Net cash received from (used in) operating		(141,720,915)	(101,054,864)	(47,834,777)	9,411,065
Taxes paid		(24,574,289)	(47,706,113)	(2,065,073)	(20,737,974)
Net cash used in operating activities		(166,295,204)	(148,760,977)	(49,899,850)	(11,326,909)

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

Boutique Corporation Public Company Limited and its Subsidiaries

Statement of cash flows

		Consolidated		Separate	
		financial statements		financial statements	
		Year ended 31 December		Year ended 31 December	
	Note	2020	2019	2020	2019
		(in Baht)			
Cash flows from investing activities					
Net proceeds from sales of investment in subsidiaries	6, 11	-	928,903,987	-	44,677
Selling expenses paid on sale of investment in a subsidiary	6	-	(20,517,043)	-	-
Acquisition of investment in subsidiaries		-	-	(14,761,571)	(107,088,378)
Proceed from disposal of equipment		44,019	449,920	-	3,738
Acquisition of investment properties		(155,650,542)	-	-	-
Acquisition of property, plant and equipment		(186,570,536)	(450,995,373)	(847,651)	(2,369,434)
Acquisition of deposit for land		(34,485,000)	(7,500,000)	(34,485,000)	(7,500,000)
Acquisition of intangible assets		(625,625)	(3,591,687)	-	(73,640)
Increase in prepaid rental expenses		-	(117,138,623)	-	-
Decrease (increase) of deposit pledge as collateral from sales of investment in subsidiaries		19,002,756	(50,000,000)	-	-
Proceeds from repayment of long-term loans to related parties		-	-	-	127,086,679
Increase in long-term loan to related parties		-	-	(73,769,465)	(139,479,840)
Dividend received		-	-	5,538,601	31,667,478
Interest received		400,113	1,018,148	34,692	6,081,131
Net cash from (used in) investing activities		(357,884,815)	280,629,329	(118,290,394)	(91,627,589)
Cash flows from financing activities					
Proceeds (repayment) from bank overdrafts and short-term loan from financial institutions		104,554,539	(60,472,370)	40,740,172	-
Payment of lease liabilities (2019: Finance lease payments)		(14,885,610)	(3,189,676)	(8,528,256)	(1,163,684)
Proceeds from loans from financial institutions		177,349,660	482,410,640	-	-
Repayment of loans from financial institutions		(99,290,000)	(348,038,012)	-	-
Proceeds from loans from related parties		-	2,276,350	45,000,000	-
Repayment of loans from related parties		-	-	(60,478,300)	(75,000,000)
Proceeds from loans from other parties		27,729,155	111,155,547	-	-
Repayment of loans from other parties		-	(162,956,990)	-	-
Proceeds from issue of ordinary shares		-	457,620,000	-	457,620,000
Repayment of debentures		-	(110,000,000)	-	(110,000,000)
Dividends paid to owners of the Company		(55,770,000)	-	(55,770,000)	-
Dividends paid to non-controlling interests		(15,751,131)	(243,760,622)	-	-
Proceeds from disposal of interests in subsidiaries without change in control		71,866,357	125,518,446	-	49,296,446
Interest paid		(44,958,620)	(119,708,116)	(31,066,236)	(15,951,795)
Net cash from (used in) financing activities		150,844,350	130,855,197	(70,102,620)	304,800,967

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	
		2020	2019	2020	2019
		<i>(in Baht)</i>			
Net increase (decrease) in cash and cash equivalents		(373,335,669)	262,723,549	(238,292,864)	201,846,469
Cash and cash equivalents at 1 January		492,395,521	229,671,972	241,519,611	39,673,142
Cash and cash equivalents at 31 December		119,059,852	492,395,521	3,226,747	241,519,611
<i>Non-cash transactions</i>					
Conversion of subsidiaries debt and its interest payables					
to non-controlling interests	13	-	70,027,317	-	-
Conversion of debt and interest payables					
on capital restructuring		-	45,916,169	-	32,387,622
Offsetting of loan from a subsidiary with loans					
to another subsidiary		-	-	-	43,676,475
Offsetting of long-term loan from other party in a subsidiary					
with other payable of another subsidiary		5,801,946	-	-	-
Conversion of loan to and interest receivables					
on capital restructuring		-	-	-	89,864,678
Conversion of other receivable to long-term loan to subsidiary		-	-	104,199,285	-
Conversion of other payable to long-term loan from subsidiary		-	-	96,739,589	-
Finance lease assets		-	7,073,884	-	7,073,884

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

Boutique Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2020

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Boutique Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
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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 23 February 2021.

1 General information

Boutique Corporation Public Company Limited, the “Company”, and its subsidiaries (together referred to as “the Group”), is incorporated in Thailand and was listed on the Stock Exchange of Thailand in November 2019. The Company’s registered office at 170/67, 21st floor, Ocean Tower 1, Soi Sukhumvit 16 (Sammitr), Ratchadapisek Road, Klongtoey, Klongtoey, Bangkok.

The Company’s major shareholders during the year were B Corporation Holdings Ltd., which is incorporated in Thailand (25% shareholding), and Element Capital Mauritius Ltd., which is incorporated in Republic of Mauritius (16% shareholding).

The ultimate shareholder during the financial period 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 2020 and 2019 are given in Note 11 and 12.

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 and applicable rules and regulations of the Thai Securities and Exchange Commission.

New and revised TFRS are effective for annual accounting periods beginning on or after 1 January 2020. The initial application of these new and revised TFRS has resulted in changes in certain of the Group’s accounting policies.

The Group has initially applied TFRS - Financial instruments standards which comprise TFRS 9 Financial Instruments and relevant standards and interpretations and TFRS 16 Leases and disclosed impact from changes to significant accounting policies in note 3.

In addition, the Group has not early adopted a number of new and revised TFRS which are not yet effective for the current period in preparing these financial statements. Those new and revised TFRS that are relevant to the Group’s operations are disclosed in note 35.

(b) 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.

Boutique Corporation Public Company Limited and its Subsidiaries
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(c) 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 the Group's accounting policies. 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 4(k) and 16	Leases:
	- whether an arrangement contains a lease;
	- whether the Group is reasonably certain to exercise extension options;
	- whether the Group exercise termination options;
	- whether the Group has transferred substantially all the risks and rewards incidental to the ownership of the assets to lessees
Note 5	Impact of COVID-19 Outbreak
Notes 4(a) and 12	Classification of joint venture; and
Notes 4(a) and 11	Consolidation : whether the Group has de facto control over an investee.

(ii) Assumptions and estimation uncertainties

Information about assumption and estimation uncertainties at 31 December 2020 that have a significant risk of resulting in a material adjustments to the carrying amounts of assets and liabilities in the next financial year is included in the following notes:

Notes 4(k)	Determining the incremental borrowing rate to measure lease liabilities;
Notes 11 and 12	Impairment test: key assumptions underlying recoverable amounts of investments in subsidiaries and joint ventures;
Notes 32	Measurement of ECL allowance for trade receivables, loans to related parties and interest receivables: key assumptions in determining the weighted-average loss rate;
Note 28	Recognition of deferred tax assets, availability of future taxable profit against deductible temporary differences and tax losses carried forward can be utilised;
Note 21	Measurement of defined benefit obligations: key actuarial assumptions; and
Note 34	Recognition and measurement of provisions and contingencies: key assumptions of the likelihood of an outflow of resources.

(d) Use of going concern basis of accounting

As at 31 December 2020, the Group and the Company's current liabilities exceeded its current assets by Baht 107 million and Baht 52 million, respectively and their financial performance for the year ended 31 December 2020, the Group and the Company incurred a net loss in the consolidated and separate statements of comprehensive income of Baht 322 million and Baht 71 million, respectively. Moreover, the Group's operation was and may continue to be significantly affected by the economic uncertainty resulting from the Government's measures to control the spread of COVID-19.

Boutique Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2020

The Group's management is confident that due to the COVID-19 situation is having tendencies of improving along with easing of government's measures to control the spread of COVID-19, the Group will have sufficient liquidity and increase in financial performance. The Group has implemented policies and procedures in order to manage its liquidity risk, reduce budgeted expenditures, sales real estate projects in accordance with the Group's normal business model. During January and February 2021, one of a financial institution which is the Group's lenders extended the moratorium of principal and/or interest which are due in 2021 for certain loans of subsidiaries. The Group is in the process of negotiating with other lenders for the extension of principal and/or interest moratorium for the remaining loans. and request additional credit facilities from a financial institution.

The aforementioned actions by management will enable the Group to have sufficient liquidity for its business operations and pay off debts when due. The consolidated and separate financial statements have been prepared by management on the going concern basis on the assumption that such further capital and facilities are secured to the extent that the Company's operations require. Accordingly, the financial statements do not include any adjustments relating to the recoverability and classification of recorded assets amounts or to amounts and classifications of liabilities that may be necessary if the Company is unable to continue as a going concern.

3 Change in accounting policies

From 1 January 2020, the Group has initially applied TFRS - Financial instruments standards and TFRS 16.

(a) *TFRS - Financial instruments standards*

The Group has adopted TFRS - Financial instruments standards by adjusting the cumulative effects to retained earnings on 1 January 2020. Therefore, the Group did not adjust the information presented for 2019. The disclosure requirements of TFRS for financial instruments have not generally been applied to comparative information.

These TFRS - Financial instruments standards establish requirements related to definition, recognition, measurement, impairment and derecognition of financial assets and financial liabilities, including accounting for derivatives and hedge accounting. The details of accounting policies are disclosed in note 4(c). The impact from adoption of TFRS – Financial instruments standards are as follows:

(a.1) Classification and measurement of financial assets and financial liabilities

TFRS 9 contains three principal classification categories for financial assets: measured at amortised cost, fair value through other comprehensive income (FVOCI) and fair value through profit or loss (FVTPL). The classification is based on the cash flow characteristics of the financial asset and the business model in which they are managed. However, the Group may, at initial recognition, irrevocably designate a financial asset as measured at FVTPL. TFRS 9 eliminates the previous classification of held-to-maturity debt securities, available-for-sale securities, trading securities and general investment as specified by TAS 105.

Under TFRS 9, interest income and interest expenses recognised from all financial assets and financial liabilities measured at amortised cost shall be calculated using effective interest rate method. Previously, the Group recognised interest income and interest expenses at the rate specified in the contract.

Boutique Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2020

The following table shows classification and measurement categories under TAS 105 and TFRS 9.

Consolidated financial statements		
	Classification under TAS 105 at 31 December 2019 Carrying amounts	Classification under TFRS 9 at 1 January 2020 Amortised cost - net
	<i>(in thousand Baht)</i>	
Cash and cash equivalents	492,396	492,396
Trade accounts receivable	10,445	10,445
Other receivables	61,130	61,130
Loan to related parties	53,703	53,703
Interest receivables from related parties	16,972	16,972
Total	634,646	634,646
Bank overdrafts and short-term loans from financial institutions	14,528	14,528
Trade accounts payable	4,955	4,955
Construction payables	54,966	54,966
Dividend payables	55,770	55,770
Other payables	136,364	136,364
Long-term loans from financial institutions	1,780,604	1,780,604
Long-term loans from other parties	395,762	395,762
Interest payable to other parties	99,171	99,171
Total	2,542,120	2,542,120
Separate financial statements		
	Classification under TAS 105 at 31 December 2019 Carrying amounts	Classification under TFRS 9 at 1 January 2020 Amortised cost - net
	<i>(in thousand Baht)</i>	
Cash and cash equivalents	241,520	241,520
Trade accounts receivable	43,137	43,137
Other receivables	117,738	117,738
Loan to related parties	322,372	322,372
Interest receivables from related parties	89,091	89,091
Total	813,858	813,858
Construction payables	254	254
Dividend payables	55,770	55,770
Other payables	130,247	130,247
Long-term loans from related parties	158,185	158,185
Interest payable to related parties	28,509	28,509
Total	372,965	372,965

Boutique Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2020

(a.2) Impairment – Financial assets and contract assets

TFRS 9 introduces forward-looking ‘expected credit loss’ (ECL) model whereas previously the Group estimates allowance for doubtful account by analysing payment histories and future expectation of customer payment. TFRS 9 requires considerable judgement about how changes in economic factors affect ECLs, which will be determined on a probability-weighted basis. The new impairment model applies to financial assets measured at amortised cost, contract assets and debt investments measured at FVOCI, lease receivables, except for investments in equity instruments.

The Group has determined that the application of TFRS 9’s impairment requirements at 1 January 2020 results in an additional allowance for impairment loss as follows:

	Consolidated financial statements <i>(in thousand Baht)</i>	Separate financial statements
Allowance for impairment losses at 31 December 2019	-	-
<i>Additional impairment loss recognised at 1 January 2020 on:</i>		
- Trade accounts receivable	-	5,414
- Interest receivables from related parties	-	2,018
Allowance for impairment losses at 1 January 2020	-	7,432

The Group has opted to recognise the additional impairment loss as expense through profit or loss on a straight-line basis over 3 years from the date of adoption of TFRS 9.

	Consolidated financial statements <i>(in thousand Baht)</i>	Separate financial statements
Unrecognised impairment losses at 1 January 2020	-	7,432
Recognised through profit or loss during the year	-	(2,477)
Unrecognised impairment losses at 31 December 2020	-	4,955

(b) **TFRS 16 Leases**

From 1 January 2020, the Group has initially adopted TFRS 16 on contracts previously identified as leases according to TAS 17 *Leases* and TFRIC 4 *Determining whether an arrangement contains a lease* using the modified retrospective approach.

Previously, the Group, as a lessee, recognised payments made under operating leases and relevant lease incentives in profit or loss on a straight-line basis over the term of the lease. Under TFRS 16, the Group assesses whether a contract is, or contains, a lease. If a contract contains lease and non-lease components, the Group allocates the consideration in the contract based on stand-alone selling price (transaction price). As at 1 January 2020, the Group and the Company recognised right-of-use assets and lease liabilities, as a result, the nature of expenses related to those leases was changed because the Group recognised depreciation of right-of-use assets and interest expense on lease liabilities.

Right-of-use assets of community mall and office building segment were presented as investment properties and measured at cost.

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For the year ended 31 December 2020

On transition, the Group elected to use the practical expedients to do not recognise right-of-use assets and lease liabilities for leases with less than 12 months of lease term;

<i>Impact from the adoption of TFRS 16</i>	<i>Note</i>	Consolidated financial statements <i>(in thousand Baht)</i>	Separate financial statements
<i>At 1 January 2020</i>			
Increase in investment properties	14	205,228	-
Decrease in property, plant and equipment	15	(12,933)	(8,041)
Decrease in intangible assets	17	(678)	-
Increase in right-of-use assets		41,360	35,790
Decrease in prepaid rental expenses	18	(106,441)	-
Increase in lease liabilities		(126,536)	(27,749)
<i>Measurement of lease liabilities</i>			
		Consolidated financial statements <i>(in thousand Baht)</i>	Separate financial statements
Operating lease commitment as disclosed at 31 December 2019		225,917	13,692
Recognition exemption for short-term leases		(573)	(353)
Recognition exemption for leases of low-value assets		(1,861)	(1,558)
Extension option		17,835	17,835
Residual value guarantees		1,401	1,401
		242,719	31,017
Present value of remaining lease payments, discounted using the incremental borrowing rate at 1 January 2020		126,537	27,749
Finance lease liabilities recognised as at 31 December 2019		12,932	7,657
Lease liabilities recognised at 1 January 2020		139,469	35,406
Weighted-average incremental borrowing rate (<i>% per annum</i>)		6.67	5.29

Right-of-use assets and lease liabilities shown above were presented as part of hotel business and serviced apartment, community mall and office building and management services and other segments, respectively.

4 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements except as explain in note 3.

(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 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.

Boutique Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2020

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.

The acquisition date is the date on which control is transferred to the acquirer. Judgement 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.

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 recognised 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.

Boutique Corporation Public Company Limited and its Subsidiaries
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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.

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.

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

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) Financial instruments

Accounting policies applicable from 1 January 2020

(c.1) Recognition and initial measurement

Trade receivables, debt securities issued and trade payables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset and financial liability (unless it is a trade receivable without a significant financing component or measured at FVTPL) is initially measured at fair value plus transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price. A financial asset and a financial liability measured at FVTPL are initially recognised at fair value.

(c.2) Classification and subsequent measurement

Financial assets - classification

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value to other comprehensive income (FVOCI); or fair value to profit or loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified prospectively from the reclassification date.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cashflows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

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Financial assets – business model assessment

The Group makes an assessment of the objective of a business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated - e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets – assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features; and
- terms that limit the Group's claim to cash flows from specified assets e.g. non-recourse features.

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Financial assets – subsequent measurement and gains and losses

Financial assets at FVTPL These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial liabilities – classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

(c.3) Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

(c.4) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

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Accounting policies applicable before 1 January 2020

Investments in other debt and equity securities

Debt securities that the Group has the positive intent and ability to hold to maturity are classified as held-to-maturity investments. Held-to-maturity investments are stated at amortised cost, less any impairment losses. The difference between the acquisition cost and redemption value of such debt securities is amortised using the effective interest rate method over the period to maturity.

Disposal of investments

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

(d) 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.

(e) Trade and other accounts receivable

A receivable is recognised when the Group has an unconditional right to receive consideration.

A receivable is measured at transaction price less allowance for expected credit loss (2019: allowance for doubtful accounts) which is determined based on an analysis of payment histories and future expectations of customer payments. Bad debts are written off when incurred.

(f) 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.

(g) Investments in subsidiaries and joint ventures

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

Disposal of investments in the separate financial statements

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

If the Company 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.

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(h) *Investment properties*

Investment properties are properties that are held as right-of-use assets, as well as properties that are owned by the Group. Investment properties are held to earn rental income, for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investment properties are measured at cost less accumulated depreciation and impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, and other costs directly attributable to bringing the investment property to a working condition for its intended use and capitalised borrowing costs.

Any gains and losses on disposal of investment properties are determined by comparing the proceeds from disposal with the carrying amount of investment property, and are recognised in profit or loss.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each property. The estimated useful lives are as follows:

Buildings and improvement	5-34 years
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No depreciation is provided on freehold land or assets under construction.

(i) *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. When there is a disposal of revalued asset, the amount recognised in revaluation reserve is reclassified to retained earnings.

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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 reserve 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 reserve is transferred directly to retained earnings and is not taken into account in calculating the gain or loss on disposal.

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	20 years
Building and building improvement	10 - 60 years
Vehicles	5 - 10 years
Equipment	5 - 20 years
Furniture, fixtures and operating equipment	3 - 20 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.

(j) *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.

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

(k) Leases

Accounting policies applicable from 1 January 2020

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. To assess whether a contract conveys the right to control the use of an identified asset, the Group uses the definition of a lease in TFRS 16.

As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date, except for leases of low-value assets and short-term leases which is recognised as an expense on a straight-line basis over the lease term.

Right-of-use asset is measured at cost, less any accumulated depreciation and impairment loss, and adjusted for any remeasurements of lease liability. The cost of right-of-use asset includes the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of restoration costs, less any lease incentives received. Depreciation is charged to profit or loss on a straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. The lease payments included fixed payments less any lease incentive receivable, variable lease payments that depend on an index or a rate, and amounts expected to be payable under a residual value guarantee. The lease payments also include amount under purchase, extension or termination option if the Group is reasonably certain to exercise option. Variable lease payments that do not depend on index or a rate are recognised as expenses in the accounting period in which they are incurred.

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The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in lease term, change in lease payments, change in the estimate of the amount expected to be payable under a residual value guarantee, or a change in the assessment of purchase, extension or termination options. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

As a lessor

At inception or on modification of a contract that contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each component on the basis of their relative standalone prices.

When the Group acts as a lessor, it determines at lease inception whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease.

The Group recognises lease payments received under operating leases as rental income on a straight-line basis over the lease term as part of 'community mall and office building rental income.' Initial direct costs incurred in arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as rental income in the accounting period in which they are earned.

The Group recognises finance lease receivables at the amount of the Group's net investment in the lease, which comprises the present value of the lease payments and any unguaranteed residual value, discounted using the interest rate implicit in the lease. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding in respect of the leases.

The Group applies the derecognition and impairment requirements in TFRS 9 to the net investment in the lease (See note 4(1)). The Group further regularly reviews estimated unguaranteed residual values used in calculating the gross investment in the lease.

Accounting policies applicable before 1 January 2020

As a lessee, 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.

Assets held under other leases were classified as operating leases and lease payments are recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognised in profit or loss as an integral part of the total lease expense, 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.

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As a lessor, rental income from investment property 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.

(l) Impairment of financial assets

Accounting policies applicable from 1 January 2020

The Group recognises allowances for expected credit losses (ECLs) on financial assets measured at amortised cost including cash and cash equivalents, trade receivables, other receivables and loans to related parties.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

ECLs are measured on either of the following bases:

- 12-month ECLs: these are losses that are expected to result from possible default events within the 12 months after the reporting date; or
- lifetime ECLs: these are losses that are expected to result from all possible default events over the expected lives of a financial instrument.

Loss allowances for trade receivables to other parties are always measured at an amount equal to lifetime ECLs. ECLs on these financial assets are estimated using a provision matrix. Loss allowances for trade receivables to related parties considers specific to each debtor. Loss allowances measured based on the group's historical credit loss experience, adjusted for factors that are specific to the debtors and an assessment of both current and forecast general economic conditions at the reporting date.

Loss allowances for all other financial instruments, the Group recognises ECLs equal to 12-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition or credit-impaired financial assets, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due, significant deterioration in financial instruments' credit rating, significant deterioration in the operating results of the debtor and existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the debtor's ability to meet its obligation to the Group.

The Group considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held) ; or
- the financial asset is more than 90 days past due.

Depending on the nature of the financial instruments, the assessment of a significant increase in credit risk is performed on either an individual basis or a collective basis. When the assessment is performed on a collective basis, the financial instruments are grouped based on shared credit risk characteristics, such as past due status and credit risk ratings.

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ECLs are remeasured at each reporting date to reflect changes in the financial instrument's credit risk since initial recognition. Increased in loss allowance is recognised as an impairment loss in profit or loss. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence of credit-impairment includes significant financial difficulty, a breach of contract such as probable the debtor will enter bankruptcy.

Write-off

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering. Subsequent recoveries of an asset that was previously written off, are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

Accounting policies applicable before 1 January 2020

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 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.

Reversal 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. For financial assets carried at amortised cost the reversal is recognised in profit or loss.

(m) Impairment of non-financial assets

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. For intangible assets that have indefinite useful lives or are not yet available for use, the recoverable amount is estimated each year at the same time.

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

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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

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.

(n) Trade and other accounts payable

Trade and other accounts payable are stated at cost.

(o) 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.

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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.

(p) 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.

(q) Fair value measurement

'Fair value' is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

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.

When one is available, the Group measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as "active" if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then the Group uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

If an asset or a liability measured at fair value has a bid price and an ask price, then the Group measures assets and long positions at a bid price and liabilities and short positions at an ask price.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price – i.e. the fair value of the consideration given or received. If the Group determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique for which any unobservable inputs are judged to be insignificant in relation to the measurement, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently, that difference is recognised in profit or loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

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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 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 or indirectly.
- *Level 3*: inputs for the asset or liability that are based on unobservable input.

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.

(r) *Revenue*

Revenue is recognised when a customer obtains control of the goods or services in an amount that reflects the consideration to which the Group expects to be entitled, excluding those amounts collected on behalf of third parties, value added tax or other sales taxes and is after deduction of any trade discounts and volume rebates.

Revenue from hotel business

Revenue from hotel business, room and other service income are recognised over time as the services are provided. The related costs are recognised in profit or loss when they are incurred.

Revenue from sales of food and beverages is recognised when a customer obtains control of the goods, generally on delivery of the goods to the customers.

Management income, and exit and termination fees

Management income, and exit and termination fees, are recognised in profit or loss over time as the services are provided.

(s) *Rental income*

Rental income from investment property 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.

(t) *Other income*

Other income comprises dividend, interest income and others. Dividend income is recognised in profit or loss on the date on which the Group's right to receive payment is established.

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(u) Interest

Accounting policies applicable from 1 January 2020

Interest income or expense is recognised using the effective interest method. The EIR is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

Accounting policies applicable before 1 January 2020

Interest income is recognised in profit or loss at the rate specified in the contract.

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.

(w) 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.

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.

Boutique Corporation Public Company Limited and its Subsidiaries
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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.

(x) *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.

(y) *Related parties*

A related party is a person or entity that has direct or indirect control or joint control, or has significant influence over the financial and managerial decision-making of the Group; a person or entity that are under common control or under the same significant influence as the Group; or the Group has direct or indirect control or joint control or has significant influence over the financial and managerial decision-making of a person or entity.

(z) *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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5 Impact of COVID-19 Outbreak

Since 4 April 2020, in an effort to contain the impact of the COVID-19 outbreak, management decided to temporarily close hotel located in Pattaya and Phuket. This conformed with the orders of several provincial governments to temporarily cease operation or reduce operating hours starting in March 2020. These events have significantly affected the business of the Group. The management is continuously taking corrective actions to address this situation in order to lessen the impact on the Group's assets and operations. However, management decided to open hotel at Pattaya starting from 16 May 2020 and enacted protective measures against the outbreak e.g. social distancing. For other hotel operations are still in their normal operations.

Since 5 February 2021, in an effort to contain the impact of the COVID-19 outbreak, management decided to temporarily close hotel located in Pattaya. This conformed with the orders of several provincial governments to temporarily cease operation or reduce operating hours.

At 31 December 2020, the situation of COVID-19 outbreak is still ongoing, resulting in estimation uncertainty on the potential impact, therefore, the Group elected to apply accounting guidance on temporary accounting relief measures for additional accounting options in response to impact from the situation of COVID-19 outbreak on the following:

(a) Impairment of assets

The Group elected to exclude the COVID-19 situation as impairment indicator for property, plant and equipment, investment properties.

(b) Lease modification

In April 2020, the Group was granted a partial rent concession for 8 months starting from April 2020 as a result of the COVID-19 situation. The Group has monthly deducted lease liabilities in proportion to the reduced rental, reversed depreciation of ROU assets and interest on lease liabilities in proportion to the reduced rental, and recognised the differences to profit or loss for the year ended 31 December 2020, amounting to Baht 0.44 million in the consolidated financial statements and the separate financial statements.

(c) Deferred tax assets

The Group elected to exclude the factor of COVID-19 situation in considering sufficiency of future taxable profits to review the amount of deferred tax assets at 31 December 2020.

The Group has elected to apply accounting guidance on temporary accounting relief measures for additional accounting options in response to impact from the situation of coronavirus pandemic (COVID-19). The guidance expired on 31 December 2020.

The COVID-19 pandemic continued subsequent to the expiration of the guidance as increasingly affected cases were found and spread all over Thailand. In response to the situation, Thailand has enacted measures to monitor and control the spread, encouraging people to keep social distancing, avoid crowded gathering and travel less. Meanwhile, according to information from the World Health Organization (WHO), vaccines for COVID-19 have become available and are being rolled out around the world. However, it is still not possible to predict for how long and to what extent the vaccines will provide protection and when the spread will be over.

As the situation is highly uncertain and fluid, it is currently not possible to determine the impact of the continued pandemic, government measures and roll out of the vaccination on the business of the Group. Management is closely monitoring the situation and managing to lessen the impact as much as possible.

Boutique Corporation Public Company Limited and its Subsidiaries
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6 Disposal of investment in indirect subsidiaries

In 2019

On 27 June 2019, Boutique PKN Ltd., indirect subsidiary held through Boutique PKN 3 Ltd. and BT PKN Holdings Limited, indirect subsidiary held through BT PKN Holdings 3 Limited, entered into an agreement to sell all ordinary shares of Boutique Prakhanong 1 Ltd. (“PKN1”) and Boutique Prakhanong 2 Ltd. (“PKN2”) which are business within community mall and office building segment amounting to Baht 957 million to ST Property & Logistics Co., Ltd., incorporated in Thailand. The Group has already received the consideration paid in full amount. The carrying amount of PKN1’s and PKN2’s net assets were Baht 414 million and selling expenses were Baht 21 million. The Group recognised a gain on sale of investment of Baht 522 million and reversed premium on sale of share in subsidiaries and the difference from business combination under common control to retained earnings amounting to Baht 47.3 million and Baht 0.2 million (Debit), respectively in the consolidated financial statements based on principle activities of Build, Operate and Sell (BOS) of property projects as follows:

	<i>(in million Baht)</i>	
Consideration received *		957
Less Cost of investment		
Cash and cash equivalent	28	
Trade accounts receivable	17	
Other receivables	14	
Other current assets	1	
Prepaid rental expenses	400	
Deferred tax assets	10	
Other non-current assets	2	
Trade accounts payable	(4)	
Other payables	(4)	
Long-term loans	(436)	
Other current liabilities	(10)	
Other non-current liabilities	(40)	
Less Loan and interest repayment to financial institution and related party by the buyers on behalf of PKN1 and PKN2	436	
Total carrying amounts of the interest in indirect subsidiaries		414
Selling expenses		
- Brokerage fee		(20)
- Others		(1)
Gain on sales of investments		522

* The Group will pay the difference amount to the buyer if the performance of actual cash EBITDA from 1 July 2019 to 30 June 2022 is less than Baht 240 million. The management has estimated the future performance and believed that the Group does not have to pay that difference amount. As at 31 December 2019, the Group has not recognised any provision in the financial statements.

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	957
Cash and cash equivalent as at the disposal date	(28)
Net proceed from sales of investment in subsidiaries	929

Boutique Corporation Public Company Limited and its Subsidiaries
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7 Related parties

Relationships with subsidiaries and joint ventures are described in notes 11 and 12. Other related parties that the Group had significant transactions with during the year 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
Mr. Utpalendu Gupta	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
BQ Development Ltd.	Thailand	Common directors
B Assets Management 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.

Boutique Corporation Public Company Limited and its Subsidiaries
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The pricing policies for transactions with related parties are explained further below:

Transactions	Pricing policies
Revenue from hotel operation	Market price
Management income	Contractual price
Dividend income	Right to receive dividend
Dividend paid	Shareholding portion
Interest income	MLR -1% to 1.5% per annum
Termination fee income	Contractual price
Other income	Cost of expense reimbursement
Consultancy fees	Contractual price
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:

Year ended 31 December	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Subsidiaries				
Management income	-	-	99,045	132,114
Dividend income	-	-	5,539	31,667
Interest income	-	-	22,694	19,629
Termination fee income	-	-	-	12,365
Interest expenses	-	-	5,554	14,615
Cost of service	-	-	19	-
Other expenses	-	-	47	160
Joint ventures				
Management income	17,963	17,440	17,963	17,440
Interest income	2,387	2,699	-	-
Other income	-	60	-	-
Other expenses	123	15	-	15
Directors				
Dividend paid	6	4,996	-	4,962
Directors' remuneration	3,346	3,800	3,346	3,800
Consultancy fees	6,900	6,900	6,900	6,900
Key management personnel				
Dividend paid	-	66	-	66
Key management personnel compensation				
Short-term employee benefits	44,429	80,021	44,429	80,021
Post-employment benefits	(780)	6,093	(780)	6,093
Total key management personnel compensation	43,649	86,114	43,649	86,114

Boutique Corporation Public Company Limited and its Subsidiaries
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<i>Year ended 31 December</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Other related parties				
Gain on sales of investment in subsidiaries	-	-	-	4,296
Revenue from hotel operation	-	28	-	-
Dividend paid	-	10,098	-	10,098
Other expenses	31	747	-	696
Interest expenses	-	66	-	-

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

<i>Trade accounts receivable</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Subsidiaries	-	-	71,619	43,137
Other related parties	-	30	-	-
Total	-	30	71,619	43,137
<i>Less allowance for expected credit loss (2019: allowance for doubtful accounts)</i>	-	-	(5,267)	-
Net	-	30	66,352	43,137

Expected credit losses (2019: *Bad and doubtful debts expense*) for the year

-	-	5,267	-
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<i>Other receivables</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Subsidiaries	-	-	2,513	116,712
Total	-	-	2,513	116,712

<i>Long-term loans</i>	Interest rate At 31 December (% per annum)	Consolidated financial statements			
		1 January	Increase	Decrease	31 December
		<i>(in thousand Baht)</i>			
2020					
Long-term loans					
Joint ventures	MLR-1	53,703	-	-	53,703
Total		53,703	-	-	53,703
Interest receivables					
Joint ventures		16,972	2,387	-	19,359
Total		16,972	2,387	-	19,359
2019					
Long-term loans					
Joint ventures	MLR-1	53,703	-	-	53,703
Total		53,703	-	-	53,703

Boutique Corporation Public Company Limited and its Subsidiaries
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	Interest rate At 31 December (% per annum)	Consolidated financial statements			
<i>Long-term loans</i>		1 January	Increase (in thousand Baht)	Decrease	31 December
Interest receivables					
Joint ventures		14,274	2,698	-	16,972
Total		14,274	2,698	-	16,972

	Interest rate At 31 December (% per annum)	Separate financial statements			
<i>Long-term loans</i>		1 January	Increase (in thousand Baht)	Decrease	31 December
2020					
Long-term loans					
Subsidiaries	MLR-1 to 1.5	322,372	177,969	-	500,341
Total		322,372	177,969	-	500,341
Less allowance for expected credit loss		-	(44,019)	-	(44,019)
Net		322,372	133,950	-	456,322

Interest receivables					
Subsidiaries		89,091	22,694	-	111,785
Total		89,091	22,694	-	111,785
Less allowance for expected credit loss		-	(17,416)	-	(17,416)
Net		89,091	5,278	-	94,369

2019					
Long-term loans					
Subsidiaries	MLR-1 to 1.5	434,755	139,480	(251,863)	322,372
Total		434,755	139,480	(251,863)	322,372

Interest receivables					
Subsidiaries		83,909	19,637	(14,455)	89,091
Total		83,909	19,637	(14,455)	89,091
Less allowance for doubtful accounts		(19)	-	19	-
Net		83,890	19,637	(14,436)	89,091

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	(in thousand Baht)			
Expected credit losses (2019: <i>Bad and doubtful debts expense</i>) of loans to for the year	-	-	61,435	-

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<i>Other payables</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Subsidiaries	-	-	244	96,740
Joint ventures	132	-	-	-
Director	1,340	1,036	1,340	1,031
Key management personnel	-	2	-	2
Other related parties	2	700	-	696
Total	1,474	1,738	1,584	98,469

<i>Dividend payables</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Director	-	4,962	-	4,962
Key management personnel	-	66	-	66
Other related parties	-	10,098	-	10,098
Total	-	15,126	-	15,126

	Interest rate	Consolidated financial statements			
	At 31				
<i>Short-term loans</i>	December	1 January	Increase	Decrease	31 December
	(% per annum)		(in thousand Baht)		
2019					
Short-term loans					
Related parties	MLR-1	-	2,276	(2,276)	-
Total		-	2,276	(2,276)	-
Interest payables					
Related parties		-	66	(66)	-
Total		-	66	(66)	-

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	Interest rate At 31 December (% per annum)	1 January	Separate financial statements		
			Increase (in thousand Baht)	Decrease	31 December
Short-term loans					
2020					
Short-term loans					
Subsidiaries	MLR-1	-	45,000	-	45,000
Total		-	45,000	-	45,000
Interest payables					
Subsidiaries		-	824	-	824
Total		-	824	-	824
2019					
Short-term loans					
Subsidiaries	MLR-1	75,000	-	(75,000)	-
Total		75,000	-	(75,000)	-
Interest payables					
Subsidiaries		712	3,568	(4,280)	-
Total		712	3,568	(4,280)	-
Long-term loans					
2020					
Long-term loans					
Subsidiaries	MLR-1	158,185	96,740	(60,479)	194,446
Total		158,185	96,740	(60,479)	194,446
Interest payables					
Subsidiaries		28,509	4,730	(29,522)	3,718
Total		28,509	4,730	(29,522)	3,718
2019					
Long-term loans					
Subsidiaries	MLR-1	303,530	-	(145,345)	158,185
Total		303,530	-	(145,345)	158,185
Interest payables					
Subsidiaries		20,560	7,949	-	28,509
Total		20,560	7,949	-	28,509

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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 Prakhonong 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 19 and 34).

8 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Cash on hand	495	505	30	30
Cash at banks - current accounts	29,218	55,997	87	1,055
Cash at banks - savings accounts	89,347	435,894	3,110	240,435
Total	119,060	492,396	3,227	241,520

9 Trade accounts receivable

		Consolidated financial statements		Separate financial statements	
	<i>Note</i>	2020	2019	2020	2019
		<i>(in thousand Baht)</i>			
Related parties	7	-	30	71,619	43,137
Other parties		10,286	10,415	110	-
Total		10,286	10,445	71,729	43,137
Less allowance for expected credit loss (2019: allowance for doubtful accounts)		(418)	-	(5,267)	-
Net		9,868	10,445	66,462	43,137

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Aging analyses for trade accounts receivable were as follows:

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Related parties				
Within credit terms	-	30	86	-
Overdue:				
Less than 3 months	-	-	3,698	7,053
3-6 months	-	-	13,515	6,817
6-12 months	-	-	13,759	13,492
Over 12 months	-	-	40,561	15,775
	<u>-</u>	<u>30</u>	<u>71,619</u>	<u>43,137</u>
Other parties				
Within credit terms	5,130	9,497	55	-
Overdue:				
Less than 3 months	896	890	55	-
3-6 months	289	28	-	-
6-12 months	3,971	-	-	-
	<u>10,286</u>	<u>10,415</u>	<u>110</u>	<u>-</u>
Total	<u>10,286</u>	<u>10,445</u>	<u>71,729</u>	<u>43,137</u>
<i>Less allowance for expected credit loss (2019: allowance for doubtful accounts)</i>	<u>(418)</u>	<u>-</u>	<u>(5,267)</u>	<u>-</u>
Net	<u>9,868</u>	<u>10,445</u>	<u>66,462</u>	<u>43,137</u>

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

10 Other receivables

		Consolidated financial statements		Separate financial statements	
	<i>Note</i>	2020	2019	2020	2019
		<i>(in thousand Baht)</i>			
Related parties	7	-	-	2,513	116,712
Other parties		58,673	11,309	1,108	1,026
Revenue Department receivable		60,509	49,821	-	-
Total		<u>119,182</u>	<u>61,130</u>	<u>3,621</u>	<u>117,738</u>

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11 Investments in subsidiaries

	Separate financial statements	
	2020	2019
	<i>(in thousand Baht)</i>	
At 1 January	359,157	252,614
Acquisitions	14,987	106,818
Disposal of interest in subsidiaries	-	(175)
Impairment loss	(1,752)	(100)
At 31 December	372,392	359,157

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

In 2020

Boutique Bangkok Sukhumvit 5 Holdings Ltd.

In January 2020, the Company established a new subsidiary, Boutique Bangkok Sukhumvit 5 Holdings Ltd., a company incorporated in Thailand, with registered ordinary share of 40,000 shares at par value of Baht 5 per share, amounting to Baht 200,000.

Boutique Bangkok Sukhumvit 5 Ltd.

In January 2020, the Group established a new indirect subsidiary, Boutique Bangkok Sukhumvit 5 Ltd., a company incorporated in Thailand, with registered ordinary share of 20,000 shares at par value of Baht 5 per share, amounting to Baht 100,000.

Boutique Samui Lamai Holdings Ltd.

In January 2020, the Company established a new subsidiary, Boutique Samui Lamai Holdings Ltd., a company incorporated in Thailand, with registered ordinary share of 40,000 shares at par value of Baht 5 per share, amounting to Baht 200,000.

Boutique Samui Lamai Ltd.

In January 2020, the Group established a new indirect subsidiary, Boutique Samui Lamai Ltd., a company incorporated in Thailand, with registered ordinary share of 20,000 shares at par value of Baht 5 per share, amounting to Baht 100,000.

Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd.

In February 2020, the Company paid up additional capital of Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd. for the share issued in June 2019. The Company paid up Baht 1.55 per share for 4.49 million shares, for a consideration of Baht 6.96 million, and fully paid up Baht 1.65 per share for 4.49 million shares, for a consideration of Baht 7.40 million which made its continuing interest in the consolidated financial statements still remains 51%.

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

	<i>(in million Baht)</i>
Consideration received	9.65
Less Carrying amount of non-controlling interest	(9.65)
Premium on sale of share in subsidiaries	-

Boutique Overseas Holdings 6 Limited

In March 2020, the Group sold 35.78 million ordinary shares of Boutique Overseas Holdings 6 Limited to non-controlling interest which account for 26.98% of investment in indirect subsidiary. The consideration received amount was Baht 35.78 million which paid directly to the subsidiary carrying amounting to Baht 35.78 million.

In May 2020, the Group sold 0.03 million ordinary shares of Boutique Overseas Holdings 6 Limited to non-controlling interest which account for 0.02% of investment in indirect subsidiary. The consideration received amount was Baht 0.03 million which paid directly to the subsidiary carrying amounting to Baht 0.03 million.

In May 2020, Boutique Overseas Holdings 6 Limited, issued additional 45.75 million ordinary shares, the Group made investment in the said 25.50 million shares at par value of Baht 1 per share, for a consideration of Baht 25.50 million which made its continuing interest in the consolidated financial statements to 58.54%.

Summary effect from disposal of interests in Boutique Overseas Holdings 6 Limited to the consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	56.06
Less Carrying amount of non-controlling interest	(56.06)
Premium on sale of share in subsidiaries	-

Bespoke Synergies Ltd.

In June 2020, the Company established a new subsidiary, Bespoke Synergies Ltd., a company incorporated in Thailand, with registered ordinary share of 10,000 shares at par value of Baht 10 per share and paid up Baht 2.5 per share amounting to Baht 25,000.

Boutique Overseas Holdings 2 Limited

In September 2020, Boutique Overseas Holdings 2 Limited, issued additional 41.95 million ordinary shares, the Group made investment in the said 10.20 million shares at par value of Baht 1 per share, for a consideration of Baht 10.20 million which made its continuing interest in the consolidated financial statements increased from 66.30% to 49.96%.

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Summary effect from disposal of interests in Boutique Overseas Holdings 2 Limited to the consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	32.71
Less Carrying amount of non-controlling interest	(35.49)
Discount on sale of share in subsidiaries	(2.78)

Boutique Overseas Holdings 4 Limited

In September 2020, Boutique Overseas Holdings 4 Limited, issued additional 22.05 million ordinary shares for a consideration of Baht 22.05 million to non-controlling interests which made the Group's continuing interest in the consolidated financial statements increased from 66.30% to 49.72%.

Summary effect from disposal of interests in Boutique Overseas Holdings 4 Limited to the consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	23.01
Less Carrying amount of non-controlling interest	(26.28)
Discount on sale of share in subsidiaries	(3.27)

Boutique Charoenkrung Holdings Ltd.

In October 2020, the Company established a new subsidiary, Boutique Charoenkrung Holdings Ltd., a company incorporated in Thailand, with registered ordinary share of 40,000 shares at par value of Baht 5 per share amounting to Baht 200,000.

Boutique Charoenkrung Ltd.

In October 2020, the Group established a new subsidiary, Boutique Charoenkrung Ltd., a company incorporated in Thailand, with registered ordinary share of 20,000 shares at par value of Baht 5 per share and paid up Baht 5 per share amounting to Baht 100,000.

Bespoke Life Science Ltd.

In October 2020, the Group established a new indirect subsidiary, Bespoke Life Science Ltd., which was incorporated in Thailand, with registered ordinary share of 60,000 shares at par value of Baht 5 per share and paid up Baht 5 per share amounting to Baht 300,000.

Bespoke Labs Ltd.

In October 2020, the Group established a new indirect subsidiary, Bespoke Labs Ltd., which was incorporated in Thailand, with registered ordinary share of 20,000 shares at par value of Baht 5 per share and paid up Baht 5 per share amounting to Baht 100,000.

Bespoke Pharma Ltd.

In October 2020, the Group established a new indirect subsidiary, Bespoke Pharma Ltd., which was incorporated in Thailand, with registered ordinary share of 20,000 shares at par value of Baht 5 per share and paid up Baht 5 per share amounting to Baht 100,000.

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Bespoke Wellness Ltd.,

In October 2020, the Group established a new indirect subsidiary, Bespoke Wellness Ltd., which was incorporated in Thailand, with registered ordinary share of 20,000 shares at par value of Baht 5 per share and paid up Baht 5 per share amounting to Baht 100,000.

Boutique Bangkok Sukhumvit 36 Holding Ltd.

During the year, the subsidiary of Company, Boutique Bangkok Sukhumvit 36 Holding Ltd. is under liquidation process. The Company has made adequate provision amounting to Baht 1.75 million.

In 2019

Boutique Bangkok Sukhumvit 36 Holdings Ltd.

In April 2019, Boutique Bangkok Sukhumvit 36 Holdings Ltd., issued additional 26.90 million ordinary shares, the Company made investment in the said 19.64 million shares at par value and paid up of Baht 5 per share, for a consideration of Baht 98.19 million which made its continuing interest in consolidated financial statements still remains 73%.

In addition, the said subsidiary has called and received the remaining share capital issued in July 2018 from the Company amounting to Baht 273,739 (99,997 ordinary shares at Baht 3.75 per share).

Summary effect from additional paid-up of Boutique Bangkok Sukhumvit 36 Holdings Ltd. to the consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	36.42
Less Carrying amount of non-controlling interest	(36.42)
Premium on sale of share in subsidiaries	-

Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd.

In June 2019, Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd., issued additional 8,800,000 ordinary shares, the Company made investment in the said 4.49 million shares at par value of Baht 5 per share and paid up Baht 1.8 per share, for a consideration of Baht 8.08 million which made its continuing interest in consolidated financial statements still remains 51%.

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	7.76
Less Carrying amount of non-controlling interest	(7.76)
Premium on sale of share in subsidiaries	-

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PS3 Holdings Mauritius Limited

In June 2019, the Company sold the investment in PS3 Holdings Mauritius Limited to Boutique International Holdings Ltd. at par value Baht 1 per share for 61,600 shares and to other investors at par value Baht 1 per share for 113,900 shares according to the Group's restructuring. The transaction made reducing its continuing interest in consolidated financial statements from 100% to 35%.

Summary effect from additional paid-up of PS3 Holdings Mauritius Limited to consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	0.11
Less Carrying amount of non-controlling interest	(0.11)
Premium on sale of share in subsidiaries	-

Boutique Overseas Holdings 6 Limited

In July 2019, the Group established a new indirect subsidiary, Boutique Overseas Holdings 6 Limited, which was incorporated in Republic of Seychelles, with registered ordinary share of 120,000 shares at par value of Baht 1 per share. Later, in September 2019, the said indirect subsidiary issued additional shares comprised of 132.52 million ordinary shares at par value of Baht 1 per share which Boutique International Holdings Limited made investment in the said 96.86 million ordinary shares amounting to Baht 96.86 million and Boutique Bangkok Sukhumvit 36 Holdings Ltd., direct subsidiary, made investment in the said 35.78 million ordinary shares amounting to Baht 35.78 million.

In December 2019, the Group sold 17.91 million ordinary shares of Boutique Overseas Holdings 6 Limited to non-controlling interest which account for 13.50% of investment in indirect subsidiary. The consideration received amount was Baht 32.77 million which paid directly to the subsidiary amounting to Baht 18.24 million and paid remaining amount of Baht 14.53 million to the Company. After the additional paid-up, the Group still has control over the said indirect subsidiary. Carrying amount of non-controlling interest after the additional paid-up amounting to Baht 14.58 million. The difference amount between the increase in the non-controlling interest and the consideration received had been recorded to premium on sale of share in subsidiary amounting to Baht 18.19 million in the consolidated financial statement. The remaining amount paid to the Company recognised gain on sale of investment in subsidiary amounting to Baht 14.53 million in the separate financial statement.

Summary effect from disposal of interests in Boutique Overseas Holdings 6 Limited to the consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	32.77
Less Carrying amount of non-controlling interest	(14.58)
Premium on sale of share in subsidiaries	18.19

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Boutique Offshore Holdings Limited

In September 2019, Boutique Offshore Holdings Limited issued 56.39 million additional shares at par value of Baht 1 per share, the direct subsidiary made investment in the said 35.53 million shares which made reducing its continuing interest in consolidated financial statements from 100% to 63%. The consideration paid was conversion of loan to and interest receivable from Boutique Nimman Holdings 1 Ltd., direct subsidiary, amounting to Baht 42.91 million. At the same time, non-controlling interest invested in the said indirect subsidiary's 20.86 million additional shares which account for 37% of the issued and paid up capital on the said indirect subsidiary. The consideration received amount was Baht 32.74 million which paid directly to the subsidiary amounting to Baht 23.57 million and paid remaining amount of Baht 9.17 million to the Company. After the additional paid-up, the Group still has control over the said indirect subsidiary. Carrying amount of non-controlling interest after the additional paid-up has measured amounting to Baht 11.44 million. The difference between the increase in the non-controlling interest and the consideration received had been recorded to premium on sale of share in subsidiary amounting to Baht 21.30 million in the consolidated financial statement. The remaining amount paid to the Company recognised gain on sale of investment in subsidiary amounting to Baht 9.17 million in the separate financial statement.

Summary effect from disposal of interests in Boutique Offshore Holdings Limited to the consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	32.74
Less Carrying amount of non-controlling interest	(11.44)
Premium on sale of share in subsidiaries	<u>21.30</u>

In December 2019, the said indirect subsidiary issued additional 50.00 million ordinary shares, the subsidiary made investment in the said 31.50 million shares at par value and paid up of Baht 1 per share, for a consideration of Baht 31.50 million which made its continuing interest in consolidated financial statements still remains 63%.

Summary effect from additional paid-up of Boutique Offshore Holdings Limited to the consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	18.50
Less Carrying amount of non-controlling interest	(18.50)
Premium on sale of share in subsidiaries	<u>-</u>

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Boutique Overseas Holdings 2 Limited

In December 2019, Boutique Overseas Holdings 2 Limited issued 65.73 million additional shares at par value of Baht 1 per share, Boutique International Holdings Limited, direct subsidiary, made investment in the said 43.54 million shares which made reducing its continuing interest in consolidated financial statements from 100% to 66.29%. The consideration paid was conversion of loan to and interest receivable from Boutique Kamala Holdings Ltd., direct subsidiary, amounting to Baht 44.82 million. At the same time, non-controlling interest invested in the said indirect subsidiary's 22.19 million additional shares which account for 33.71% of the issued and paid up capital on the said indirect subsidiary. The consideration received amount was Baht 35.60 million which paid directly to the subsidiary amounting to Baht 23.17 million and paid remaining amount of Baht 12.43 million to the Company. After the additional paid-up, the Group still has control over the said indirect subsidiary. Carrying amount of non-controlling interest after the additional paid-up amounting to Baht 15.51 million. The difference amount between the increase in the non-controlling interest and the consideration received had been recorded to premium on sale of share in subsidiary amounting to Baht 23.17 million in the consolidated financial statement. The remaining amount paid to the Company recognised gain on sale of investment in subsidiary amounting to Baht 12.43 million in the separate financial statement.

Summary effect from additional paid-up of Boutique Overseas Holdings 2 Limited to the consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	35.60
Less Carrying amount of non-controlling interest	(15.51)
Premium on sale of share in subsidiaries	<u>20.09</u>

Boutique Overseas Holdings 4 Limited

In December 2019, Boutique Overseas Holdings 4 Limited issued 66.03 million additional shares at par value of Baht 1 per share, Boutique International Holdings Limited, direct subsidiary, made investment in the said 43.73 million shares which made reducing its continuing interest in consolidated financial statements from 100% to 66.29%. The consideration paid was conversion of loan to and interest receivable from Boutique Kamala Holdings Ltd., direct subsidiary, amounting to Baht 45.03 million. At the same time, non-controlling interest invested in the said indirect subsidiary's 22.30 million additional shares which account for 33.71% of the issued and paid up capital on the said indirect subsidiary. The consideration received amount was Baht 35.76 million which paid directly to the subsidiary amounting to Baht 23.28 million and paid remaining amount of Baht 12.48 million to the Company. After the additional paid-up, the Group still has control over the said indirect subsidiary. Carrying amount of non-controlling interest after the additional paid-up amounting to Baht 14.68 million. The difference amount between the increase in the non-controlling interest and the consideration received had been recorded to premium on sale of share in subsidiary amounting to Baht 21.08 million in the consolidated financial statement. The remaining amount paid to the Company recognised gain on sale of investment in subsidiary amounting to Baht 12.48 million in the separate financial statement.

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Summary effect from additional paid-up of Boutique Overseas Holdings 4 Limited to the consolidated financial statements is as follow:

	<i>(in million Baht)</i>
Consideration received	35.76
<i>Less</i> Carrying amount of non-controlling interest	(14.68)
Premium on sale of share in subsidiaries	21.08

Boutique Kamala Holdings Ltd.

In addition, the said subsidiary has called and received the remaining share capital issued in July 2018 from the Company amounting to Baht 281,239 (74,997 ordinary shares at Baht 3.75 per share).

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Investments in subsidiaries as at 31 December 2020 and 2019 and dividend income from those investments for the years then ended were as follows:

Separate financial statements														
Company name	Type of business	Country of incorporation and operation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income for the year	
			2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
			(%)		(in thousand Baht)									
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	21.55	2,000	2,000	-	-	-	-	-	-	-	-
Boutique Phuket 3 Ltd.	Villa	Thailand	21.55	21.55	2,000	2,000	-	-	-	-	-	-	-	-
Direct subsidiaries														
Boutique Phuket Land Ltd.	Holding company	Thailand	100.00	100.00	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	-	702
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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Separate financial statements														
Company name	Type of business	Country of incorporation and operation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income for the year	
			2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
			(%)		(in thousand Baht)									
Indirect subsidiaries held through Square Root Phuket Investment Ltd.														
BT Phuket Holdings 3 Ltd.	Holding company	Republic of Seychelles	65.00	65.00	USD 100	USD 100	-	-	-	-	-	-	-	-
BT Phuket Holdings 2 Ltd.	Holding company	Republic of Seychelles	33.15	33.15	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	21.55	USD 100	USD 100	-	-	-	-	-	-	-	-
BT Phuket Ltd.	Holding company	Republic of Mauritius	21.55	21.55	USD 100	USD 100	-	-	-	-	-	-	-	-
- Pattaya Bay Resort Project														
Indirect subsidiary held through Boutique Eco Holdings 2 Ltd.														
Boutique Mid Tier 2 Ltd.	Hotel	Thailand	51.00	51.00	50,000	50,000	-	-	-	-	-	-	-	-
Direct subsidiary														
Boutique Eco Holdings 2 Ltd.	Holding company	Thailand	51.00	51.00	10	10	158	158	-	-	158	158	-	-
Indirect subsidiary held through Boutique Eco Holdings 2 Ltd.														
Boutique Eco Holdings Ltd.	Holding company	Thailand	51.00	51.00	10	10	-	-	-	-	-	-	-	-
- Boutique Patong Sai3 Project														
Indirect subsidiary held through Boutique PS3 Holdings Ltd.														
Boutique Patong Sai3 Ltd.	Hotel	Thailand	35.10	35.10	100,000	100,000	-	-	-	-	-	-	-	-

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Separate financial statements														
Company name	Type of business	Country of incorporation and operation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income for the year	
			2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
(in thousand Baht)														
Direct subsidiaries														
Boutique PS3 Holdings Ltd.	Holding company	Thailand	54.00	54.00	10	10	5	5	-	-	5	5	-	-
Indirect subsidiaries held through Boutique International Holdings Ltd.														
PS3 Holdings Mauritius	Holding company	Republic of Mauritius	35.10	35.10	176	176	-	-	-	-	-	-	-	-
Patong Hotel Pte. Ltd.	Holding company	Republic of Singapore	35.10	35.10	SGD 3	SGD 3	-	-	-	-	-	-	-	-
Indirect subsidiaries held through Boutique PS3 Holdings Ltd.														
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	-	-	-	-	-	-	-	-
- Prakhanong 1 and Prakhanong 2 Project														
Direct subsidiaries														
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	5,539	28,885
Indirect subsidiaries held through Boutique International Holdings Ltd.														
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	-	-	-	-	-	-	-	-

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Separate financial statements														
Company name	Type of business	Country of incorporation and operation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income for the year	
			2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
			(%)		(in thousand Baht)									
Indirect subsidiaries held through BT PKN Holdings 3 Ltd.														
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	-	-	-	-	-	-	-	-
Indirect subsidiaries held through Boutique PKN 3 Ltd.														
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														
Indirect subsidiary held through Boutique PKNS 2 Ltd. and Boutique International Holdings Ltd.														
Boutique Prakhanong 3 Ltd.	Community mall and office building	Thailand	38.28	38.28	63,250	51,000	-	-	-	-	-	-	-	-
Direct subsidiary														
Boutique PKNS 2 Ltd.	Holding company	Thailand	66.00	66.00	100	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	100	-	-	-	-	-	-	-	-
Boutique PKNS Ltd.	Holding company	Thailand	38.28	38.28	100	100	-	-	-	-	-	-	-	-

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Separate financial statements														
Company name	Type of business	Country of incorporation and operation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income for the year	
			2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
			(%)		(in thousand Baht)									
Indirect subsidiaries held through Boutique International Holdings Ltd.														
BT PKNS 2 Holdings Limited	Holding company	Republic of Seychelles	66.00	100.00	THB 100	THB 100	-	-	-	-	-	-	-	-
BT PKNS 1 Holdings Limited	Holding company	Republic of Seychelles	38.28	100.00	THB 100	THB 100	-	-	-	-	-	-	-	-
BT PKNS Holdings Limited	Holding company	Republic of Seychelles	38.28	100.00	THB 100	THB 100	-	-	-	-	-	-	-	-
- Chiang Mai Nimman 1 Project														
Indirect subsidiary held through Chiang Mai Holdings Mauritius 1 Ltd.														
Boutique Chiang Mai Nimman 1 Ltd.	Hotel	Thailand	26.00	26.00	221,520	221,520	-	-	-	-	-	-	-	-
Direct subsidiaries														
Chiang Mai Holdings Mauritius 1 Ltd.	Holding company	Republic of Mauritius	26.00	26.00	267,000	267,000	70,529	70,529	-	-	70,529	70,529	-	-
Indirect subsidiary held through Chiang Mai Holdings Mauritius 1 Ltd.														
Chiang Mai Holdings Mauritius Ltd.	Holding company	Republic of Mauritius	26.00	26.00	265,500	265,500	-	-	-	-	-	-	-	-
- Chiang Mai Nimman 2														
Indirect subsidiary held through Boutique International Holdings Ltd.														
Boutique Chiang Mai Nimman 2 Ltd.	Hotel (under construction)	Thailand	63.00	63.00	98,425	98,425	-	-	-	-	-	-	-	-

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Separate financial statements														
Company name	Type of business	Country of incorporation and operation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income for the year	
			2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
			(%)		(in thousand Baht)									
<i>Indirect subsidiaries held through Boutique International Holdings Ltd.</i>														
Boutique Offshore Holdings Limited	Holding company	Republic of Seychelles	63.00	63.00	106,394	106,394	-	-	-	-	-	-	-	-
Nimman 2 Holdings Mauritius Ltd.	Holding company	Republic of Mauritius	63.00	63.00	105,894	105,894	-	-	-	-	-	-	-	-
- Chiang Mai Nimman 3														
<i>Indirect subsidiary held through Boutique Nimman Holdings 1 Ltd.</i>														
Boutique Chiang Mai Nimman 3 Ltd.	Hotel (under construction)	Thailand	99.99	99.99	67,550	60,900	-	-	-	-	-	-	-	-
<i>Direct subsidiaries</i>														
Boutique Nimman Holdings 1 Ltd.	Holding company	Thailand	99.99	99.99	400	400	400	400	-	-	400	400	-	-
Chiang Mai Holdings Mauritius 2 Ltd.	Holding company	Republic of Mauritius	100.00	100.00	270	270	270	270	-	-	270	270	-	-
<i>Indirect subsidiary held through Boutique Nimman Holdings 1 Ltd.</i>														
Boutique Nimman Holdings Ltd.	Holding company	Thailand	99.99	99.99	300	300	-	-	-	-	-	-	-	-
- Rainhill Project														
<i>Direct subsidiaries</i>														
Boutique Retail Holdings Ltd.	Holding company	Thailand	65.00	65.00	10	10	7	7	-	-	7	7	-	-
Kalarain Ltd.	Holding company	Republic of Seychelles	65.00	65.00	USD 100	USD 100	2	2	-	-	2	2	-	2,080

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Separate financial statements														
Company name	Type of business	Country of incorporation and operation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income for the year	
			2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
			(%)		(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	51.00	96,376	72,440	-	-	-	-	-	-	-	-
Direct subsidiary														
Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd.	Holding company	Thailand	51.00	51.00	98,456	74,440	52,326	37,964	-	-	52,326	37,964	-	-
Indirect subsidiary held through Boutique Bangkok Sukhumvit 16-2 Holdings 1 Ltd.														
Boutique Bangkok Sukhumvit 16-2 Holdings Ltd.	Holding company	Thailand	51.00	51.00	97,434	73,440	-	-	-	-	-	-	-	-
- Kamala Project														
Indirect subsidiaries held through Boutique International Holdings Ltd.														
Boutique Kamala 1 Ltd.	Hotel (under construction)	Thailand	49.96	66.30	105,889	87,800	-	-	-	-	-	-	-	-
Boutique Kamala 2 Ltd.	Hotel (under construction)	Thailand	49.72	66.30	88,200	88,200	-	-	-	-	-	-	-	-
Direct subsidiary														
Boutique Kamala Holdings Ltd.	Holding company	Thailand	75.00	75.00	500	500	375	375	-	-	375	375	-	-

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Separate financial statements														
Company name	Type of business	Country of incorporation and operation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income for the year	
			2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
			(%)		(in thousand Baht)									
<i>Indirect subsidiaries held through Boutique International Holdings Ltd.</i>														
Boutique Overseas Holdings 1 Limited	Holding company	Republic of Seychelles	49.96	66.30	105,800	87,800	-	-	-	-	-	-	-	-
Boutique Overseas Holdings 2 Limited	Holding company	Republic of Seychelles	49.96	66.30	107,800	65,850	-	-	-	-	-	-	-	-
Boutique Overseas Holdings 3 Limited	Holding company	Republic of Seychelles	49.72	66.30	88,200	88,200	-	-	-	-	-	-	-	-
Boutique Overseas Holdings 4 Limited	Holding company	Republic of Seychelles	49.72	66.30	88,200	66,150	-	-	-	-	-	-	-	-
- Bangkok Sukhumvit 36 Project														
<i>Indirect subsidiary held through Boutique International Holdings Ltd.</i>														
Boutique Bangkok Sukhumvit 36 Ltd.	Hotel (under construction)	Thailand	58.54	79.21	231,694	132,520	-	-	-	-	-	-	-	-
<i>Direct subsidiary</i>														
Boutique Bangkok Sukhumvit 36 Holdings Ltd.	Dormant	Thailand	73.00	73.00	135,000	135,000	98,550	98,550	(1,752)	-	96,798	98,550	-	-
<i>Indirect subsidiaries held through Boutique International Holdings Ltd.</i>														
Boutique Overseas Holdings 5 Limited	Holding company	Republic of Seychelles	58.54	79.21	177,970	132,570	-	-	-	-	-	-	-	-
Boutique Overseas Holdings 6 Limited	Holding company	Republic of Seychelles	58.54	79.21	178,390	132,640	-	-	-	-	-	-	-	-

Boutique Corporation Public Company Limited and its Subsidiaries
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Separate financial statements														
Company name	Type of business	Country of incorporation and operation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income for the year	
			2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
(in thousand Baht)														
- Bangkok Sukhumvit 5 Project														
Indirect subsidiary held through Boutique Bangkok Sukhumvit 5 Holdings Ltd.														
Boutique Bangkok Sukhumvit 5 Ltd.	Hotel (under construction)	Thailand	99.99	-	100	-	-	-	-	-	-	-	-	-
Direct subsidiary														
Boutique Bangkok Sukhumvit 5 Holdings Ltd.	Holding company	Thailand	99.99	-	200	-	200	-	-	-	200	-	-	-
- Samui Lamai Project														
Indirect subsidiary held through Boutique Samui Lamai Holdings Ltd.														
Boutique Samui Lamai Ltd.	Hotel (under construction)	Thailand	99.99	-	100	-	-	-	-	-	-	-	-	-
Direct subsidiary														
Boutique Samui Lamai Holdings Ltd.	Holding company	Thailand	99.99	-	200	-	200	-	-	-	200	-	-	-
- Charoenkrung Project														
Indirect subsidiary held through Boutique Charoenkrung Holdings Ltd.														
Boutique Charoenkrung Ltd.	Community mall (under construction)	Thailand	99.99	-	100	-	-	-	-	-	-	-	-	-
Direct subsidiary														
Boutique Charoenkrung Holdings Ltd.	Holding company	Thailand	99.99	-	200	-	200	-	-	-	200	-	-	-

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Separate financial statements														
Company name	Type of business	Country of incorporation and operation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income for the year	
			2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
			(%)		(in thousand Baht)									
- Wellness hospitality project														
Indirect subsidiary held through Boutique Synergies Ltd.														
Bespoke Life Science Ltd.	Holding Company	Thailand	99.99	-	300	-	-	-	-	-	-	-	-	-
Bespoke Labs Ltd.	Cultivation, research and development	Thailand	99.99	-	100	-	-	-	-	-	-	-	-	-
Bespoke Pharma Ltd.	Production of medical products	Thailand	99.99	-	100	-	-	-	-	-	-	-	-	-
Bespoke Wellness Ltd.	Medical clinic and wellness center	Thailand	99.99	-	100	-	-	-	-	-	-	-	-	-
Direct subsidiary														
Bespoke Synergies Ltd.	Holding Company	Thailand	99.97	-	25	-	25	-	-	-	25	-	-	-
- Citadines Project														
Direct subsidiary														
Boutique Group Ltd.	Holding company	Thailand	51.00	51.00	25,000	25,000	12,750	12,750	-	-	12,750	12,750	-	-
Total							376,769	361,782	(4,377)	(2,625)	372,392	359,157	5,539	31,667

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

Boutique Corporation Public Company Limited and its Subsidiaries
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12 Investments in joint ventures

	Consolidated financial statements	
	2020	2019
	<i>(in thousand Baht)</i>	
At 1 January	177,298	143,413
Share of net profit (loss) of joint ventures	(41,660)	6,499
Share of other comprehensive income from land revaluation	-	24,512
Share of other comprehensive income (expense) from remeasurements of defined benefit plan	(567)	(52)
Obligation in respect to losses of joint ventures	14,632	2,926
At 31 December	<u>149,703</u>	<u>177,298</u>

During the year ended 31 December 2020 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 2020 and 2019 were as follows:

Type of business		Consolidated financial statements							
		Ownership interest		Paid-up capital		Cost method		Equity method	
		2020	2019	2020	2019	2020	2019	2020	2019
		(%)				(in thousand Baht)			
Citadines Project									
Indirect investments in joint ventures									
Boutique Land Ltd.	Hotel and serviced apartment (Citadines 16)	26.01	26.01	45,000	45,000	22,950	22,950	3,500	9,583
Boutique Boulevard Ltd.	Hotel and serviced apartment (Citadines 8)	26.01	26.01	20,000	20,000	10,200	10,200	-	-
Boutique Realty Ltd.	Hotel and serviced apartment (Citadines 11)	26.01	26.01	85,000	85,000	43,348	43,348	69,782	81,668
Boutique Asset Ltd.	Hotel and serviced apartment (Citadines 23)	26.01	26.01	88,000	88,000	44,880	44,880	76,421	86,047
Total						121,378	121,378	149,703	177,298

All joint ventures were incorporated and mainly operated in Thailand.

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.	
	2020	2019	2020	2019	2020	2019	2020	2019
	<i>(in thousand Baht)</i>							
Revenue	21,075	80,030	14,603	46,767	25,300	43,014	17,230	78,689
Profit (loss) from continuing operations (a)	(18,580)	12,722	(28,489)	(10,947)	(11,555)	2,463	(23,064)	8,505
Other comprehensive income:								
Revaluation of land	-	12,840	-	5,240	-	13,072	-	16,912
Gain (loss) on remeasurements of defined benefit plan	(294)	(48)	(202)	(30)	(373)	92	(243)	(115)
Total comprehensive income (100%)	(18,874)	25,514	(28,691)	(5,737)	(11,928)	15,627	(23,307)	25,302
Group's share of total comprehensive income	(9,626)	13,012	(14,632)	(2,926)	(6,083)	7,970	(11,886)	12,903
Current assets (b)	5,866	22,573	9,300	4,086	7,806	7,396	6,549	10,975
Non-current assets	409,698	373,463	325,055	323,154	194,374	193,388	414,258	402,974
Current liabilities (c)	(45,397)	(37,969)	(92,376)	(45,971)	(34,244)	(26,773)	(38,499)	(37,035)
Non-current liabilities (d)	(220,320)	(189,344)	(289,238)	(299,838)	(161,074)	(155,222)	(245,479)	(216,778)
Net assets (100%)	149,847	168,723	(47,259)	(18,569)	6,862	18,789	136,829	160,136
Carrying amount of interest in joint venture	76,421	86,047	-	-	3,500	9,583	69,782	81,668
Group's interest in net assets of investee at 1 January	86,047	73,035	-	-	9,583	1,613	81,668	68,765
Total comprehensive income attributable to the Group	(9,626)	13,012	(14,632)	(2,926)	(6,083)	7,970	(11,886)	12,903
Group's interest in net assets of investee at end of year	76,421	86,047	(14,632)	(2,926)	3,500	9,583	69,782	81,668
Reversal of obligation in respect to losses of joint ventures	-	-	14,632	2,926	-	-	-	-
Carrying amount of interest in investee at 31 December	76,421	86,047	-	-	3,500	9,583	69,782	81,668

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	Boutique Asset Ltd.		Boutique Boulevard Ltd.		Boutique Land Ltd.		Boutique Realty Ltd.	
	2020	2019	2020	2019	2020	2019	2020	2019
	<i>(in thousand Baht)</i>							
Remark:								
a. Includes:								
- depreciation and amortisation	6,348	7,547	6,413	6,904	2,232	2,234	8,671	9,351
- finance cost	9,855	11,225	12,721	13,705	7,158	8,658	10,729	12,433
- income tax expense	758	205	1,087	514	607	849	690	386
b. Includes cash and cash equivalents	2,086	17,254	10,393	1,925	6,315	5,437	27,319	17,172
c. Includes current financial liabilities (excluding trade and other payables and provisions)	(38,089)	(30,256)	(17,289)	(31,630)	(16,750)	(23,361)	(26,958)	(28,103)
d. Includes non-current financial liabilities (excluding trade and other payables and provision)	(190,607)	(160,675)	(281,253)	(298,894)	(152,825)	(136,419)	(243,364)	(209,148)

Boutique Corporation Public Company Limited and its Subsidiaries
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13 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 2020										
	Boutique Group Ltd. and its joint ventures	Group of Boutique PS3 Holdings 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	Group of Boutique Bangkok Sukhumvit 16-2 Holdings Ltd. and their subsidiaries	Group of Boutique Overseas Holdings 6 Limited and their subsidiaries	Group of Boutique Overseas Holdings 2 Limited and their subsidiaries	Other individually immaterial subsidiaries	Total
	(in thousand Baht)									
Non-controlling interest percentage *	49.00	64.90	73.97	61.72	74.00	49.00	34.08	50.04		
Current assets	508	11,342	12,534	27,738	44,185	3,410	41,290	24,718		
Non-current assets	222,765	442,340	46,604	338,350	530,401	189,679	608,550	102,894		
Current liabilities	(27,196)	(34,174)	(175)	(16,143)	(54,905)	(15,317)	(87,665)	(18,013)		
Non-current liabilities	(379,748)	(566,434)	(15,639)	(416,601)	(377,387)	(127,401)	(302,523)	(34,100)		
Net assets	(183,671)	(146,926)	43,324	(66,656)	142,294	50,371	259,652	75,499		
Carrying amount of non-controlling interest **	(89,998)	(95,355)	32,046	(41,140)	105,298	24,682	88,478	37,780	26,578	88,369
Revenue	2,388	15,841	509	12,010	32,385	18	114	51		
Loss	(56,345)	(44,248)	(469)	(22,232)	(46,502)	(18,136)	(26,809)	(12,657)		
Other comprehensive income	(567)	241	-	-	-	-	-	-		
Total comprehensive income (loss)	(56,912)	(44,007)	(469)	(22,232)	(46,502)	(18,136)	(26,809)	(12,657)		

Boutique Corporation Public Company Limited and its Subsidiaries
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31 December 2020

	Boutique Group Ltd. and its joint ventures	Group of Boutique PS3 Holdings 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	Group of Boutique Bangkok Sukhumvit 16- 2 Holdings Ltd. and their subsidiaries	Group of Boutique Overseas Holdings 6 Limited and their subsidiaries	Group of Boutique Overseas Holdings 2 Limited and their subsidiaries	Other individually immaterial subsidiaries	Total
					(in thousand Baht)					
Loss allocated to non-controlling interest	<u>(27,609)</u>	<u>(28,717)</u>	<u>(347)</u>	<u>(13,722)</u>	<u>(34,411)</u>	<u>(8,887)</u>	<u>(11,102)</u>	<u>(6,334)</u>	<u>(26,902)</u>	<u>(158,031)</u>
Other comprehensive income allocated to non-controlling interest	<u>(278)</u>	<u>156</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>370</u>	<u>248</u>
Cash flows from operating activities	(125)	(894)	(22,011)	(9,406)	(11,130)	(7,009)	(9,692)	(11,745)		
Cash flows from investing activities	-	(625)	19,003	(143,896)	(7,420)	(47,293)	(95,878)	(34,664)		
Cash flows from financing activities	-	510	(21,643)	150,138	10,128	50,083	97,725	18,264		
Net decrease in cash and cash equivalents	<u>(125)</u>	<u>(1,009)</u>	<u>(24,651)</u>	<u>(3,164)</u>	<u>(8,422)</u>	<u>(4,219)</u>	<u>(7,845)</u>	<u>(28,145)</u>		
Dividend to non-controlling interests of the subsidiaries	-	-	15,751	-	-	-	-	-		

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31 December 2019

	Boutique Group Ltd. and its joint ventures	Group of Boutique Retail Holdings 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	Group of Boutique Bangkok Sukhumvit 16-2 Holdings Ltd. and their subsidiaries	Group of Boutique Overseas Holdings Limited and their subsidiaries	Other individually immaterial subsidiaries	Total
	(in thousand Baht)										
Non-controlling interest percentage *	49.00	35.00	64.90	78.45	73.97	61.72	74.00	49.00	40.50		
Current assets	633	4,619	13,125	14,397	37,401	18,069	56,106	6,913	111,049		
Non-current assets	247,973	-	454,404	76,202	74,653	111,302	541,920	140,123	431,358		
Current liabilities	(19,839)	(35)	(50,582)	(1,251)	(22,263)	(23,818)	(45,189)	(5,275)	(26,685)		
Non-current liabilities	(355,526)	-	(519,866)	(54,091)	(24,709)	(149,845)	(364,275)	(97,271)	(275,010)		
Net assets	(126,759)	4,584	(102,919)	35,257	65,082	(44,292)	188,562	44,490	240,712		
Carrying amount of non-controlling interest **	(62,112)	1,604	(66,794)	27,659	48,141	(27,337)	139,536	21,800	97,488	(45,567)	134,418
Revenue	2,701	9,319	48,968	2,372	567,622	124	43,040	28	70		
Profit (loss)	(9,109)	(210)	(32,044)	(5,070)	447,661	(18,283)	(38,753)	(16,041)	(28,666)		
Other comprehensive income	24,460	-	194	840	-	(73)	2,611	-	11,960		
Total comprehensive income (loss)	15,351	(210)	(31,850)	(4,230)	447,661	(18,356)	(36,142)	(16,041)	(16,706)		
Profit (loss) allocated to non-controlling interest	(4,463)	(74)	(20,797)	(3,977)	331,133	(11,284)	(28,677)	(7,860)	(11,610)	(21,203)	221,188
Other comprehensive income allocated to non-controlling interest	11,986	-	126	659	-	(45)	1,932	-	4,844	2,110	21,612

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31 December 2019											
	Boutique Group Ltd. and its joint ventures	Group of Boutique Retail Holdings 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	Group of Boutique Bangkok Sukhumvit 16-2 Holdings Ltd. and their subsidiaries	Group of Boutique Overseas Holdings Limited and their subsidiaries	Other individually immaterial subsidiaries	Total
	(in thousand Baht)										
Cash flows from operating activities	(122)	1,690	14,293	670	(43,297)	(16,841)	(5,260)	(4,811)	(2,401)		
Cash flows from investing activities	-	-	(46,174)	(963)	834,100	(84,026)	(273,339)	(34,385)	(16,865)		
Cash flows from financing activities	-	(3,200)	(8,589)	(13,260)	(784,422)	112,085	288,961	34,016	29,282		
Net increase (decrease) in cash and cash equivalents	(122)	(1,510)	(40,470)	(13,553)	6,381	11,218	10,362	(5,180)	10,016		
Dividend to non-controlling interests of the subsidiaries	-	1,120	-	6,028	236,612	-	-	-	-		

*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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14 Investment properties

		Consolidated financial statements		
	Note	Right of use assets - land	Plant and equipment (in thousand Baht)	Total
Cost				
At 1 January 2019		-	-	-
At 31 December 2019		-	-	-
Recognition of right-of-use asset on initial application of TFRS 16	3	98,787	130,932	229,719
At 1 January 2020 - as adjusted		98,787	130,932	229,719
Additions		-	135,686	135,686
At 31 December 2020		98,787	266,618	365,405
Depreciation / amortisation				
At 1 January 2019		-	-	-
At 31 December 2019		-	-	-
Recognition of right-of-use asset on initial application of TFRS 16	3	-	(24,491)	(24,491)
At 1 January 2020 - as adjusted		-	(24,491)	(24,491)
Amortisation capitalised to investment properties		(1,942)	-	(1,942)
Depreciation charge for the year		(1,388)	(4,120)	(5,508)
At 31 December 2020		(3,330)	(28,611)	(31,941)
Net book value				
At 31 December 2019		-	-	-
At 31 December 2020		95,457	238,007	333,464

Information relating to leases are disclosed in note 16.

	Consolidated financial statements	
<i>Year ended 31 December</i>	2020	2019
	<i>(in thousand Baht)</i>	
<i>Amounts recognised in profit or loss</i>		
Rental income	9,554	-

The Group mortgaged construction and land leasehold rights to secure the credit facilities granted by banks as mentioned in Note 19.

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The fair value of investment properties as at 31 December 2020 of Baht 500 million was determined by independent professional valuers, at discounted cash flow using risk-adjusted discount rates basis. The fair value of investment property has been categorised as a Level 3

Valuation technique	Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
<i>Discounted cash flows;</i> The valuation model considers the present value of net cash flows to be generated from the property, taking into account expected rental growth rate, void periods, occupancy. The expected net cash flows are discounted using risk-adjusted discount rates.	<ul style="list-style-type: none"> • Expected market rental growth (0% - 4%). • Occupancy rate (53% - 92%). • Risk-adjusted discount rates (10%) 	<p>The estimated fair value increase (decrease) if:</p> <ul style="list-style-type: none"> • Expected market rental growth were higher (lower); • The occupancy rate were higher (lower); • The risk-adjusted discount rate were lower (higher).

15 Property, plant and equipment

Consolidated financial statements								
	Note	Land and land improvement	Building and building improvement	Vehicles	Equipment	Furniture fixture and operating equipment	Assets under construction	Total
(in thousand Baht)								
Cost / revaluation								
At 1 January 2019		1,552,349	755,823	15,245	14,009	97,096	255,146	2,689,668
Additions		-	794	7,065	231	10,439	325,896	344,425
Surplus on revaluation		41,376	-	-	-	-	-	41,376
Transfers		2,550	354,903	-	5,264	94,903	(457,620)	-
Disposals		-	-	(3,600)	(124)	(2,943)	-	(6,667)
At 31 December 2019		1,596,275	1,111,520	18,710	19,380	199,495	123,422	3,068,802
Recognition of right-of-use asset on initial application of TFRS 16	3	-	-	(12,505)	-	(5,026)	-	(17,531)
At 1 January 2020 – as adjusted		1,596,275	1,111,520	6,205	19,380	194,469	123,422	3,051,271
Additions		-	314	-	168	6,285	205,434	212,201
Transfers		-	-	-	-	635	(635)	-
Disposals		-	-	-	-	(868)	(6)	(874)
At 31 December 2020		1,596,275	1,111,834	6,205	19,548	200,521	328,215	3,262,598
Depreciation								
At 1 January 2019		-	(157,520)	(11,824)	(3,610)	(56,330)	-	(229,284)
Depreciation charge for the year		(114)	(18,212)	(1,206)	(2,040)	(12,800)	-	(34,372)
Disposals		-	-	3,600	74	2,937	-	6,611
At 31 December 2019		(114)	(175,732)	(9,430)	(5,576)	(66,193)	-	(257,045)
Recognition of right-of-use asset on initial application of TFRS 16	3	-	-	3,911	-	687	-	4,598
At 1 January 2020 – as adjusted		(114)	(175,732)	(5,519)	(5,576)	(65,506)	-	(252,447)
Depreciation charge for the year		(159)	(22,350)	(370)	(2,161)	(14,891)	-	(39,931)
Disposals		-	-	-	-	863	-	863
At 31 December 2020		(273)	(198,082)	(5,889)	(7,737)	(79,534)	-	(291,515)

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Consolidated financial statements							
	Land and land <i>Note</i> 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 31 December 2019							
Owned assets	1,596,161	935,788	804	13,804	128,823	123,422	2,798,802
Assets under finance leases	-	-	8,476	-	4,479	-	12,955
	1,596,161	935,788	9,280	13,804	133,302	123,422	2,811,757
At 31 December 2020							
	1,596,002	913,752	316	11,811	120,987	328,215	2,971,083

Security

At 31 December 2020, the Group's properties with a net book value of Baht 2,800 million (2019: Baht 2,629 million) were subject to secure bank loans (see note 19).

The gross amount of the Group's fully depreciated property, plant and equipment that was still in use as at 31 December 2020 amounted to Baht 44.89 million (2019: Baht 51.33 million).

Property, plant and equipment under construction

Capitalised borrowing costs relating to the acquisition of the land and the construction amounted to Baht 2.8 million (2019: Baht 5.4 million), with a capitalisation rate of MLR-1% to MLR- 2% (2019: MLR-1% to MLR- 2%).

Separate financial statements				
	Note	Office furniture	Vehicles <i>(in thousand Baht)</i>	Total
Cost				
At 1 January 2019		3,908	6,407	10,315
Additions		2,378	7,065	9,443
Disposals		(13)	-	(13)
At 31 December 2019		6,273	13,472	19,745
Recognition of right-of-use asset on initial application of TFRS 16	3	-	(10,215)	(10,215)
At 1 January 2020 – as adjusted		6,273	3,257	9,530
Additions		593	-	593
Disposals		(6)	-	(6)
At 31 December 2020		6,860	3,257	10,117
Depreciation				
At 1 January 2019		(2,983)	(2,598)	(5,581)
Depreciation charge for the year		(489)	(1,552)	(2,041)
Disposals		13	-	13
At 31 December 2019		(3,459)	(4,150)	(7,609)
Recognition of right-of-use asset on initial application of TFRS 16	3	-	2,174	2,174
At 1 January 2020 – as adjusted		(3,459)	(1,976)	(5,435)
Depreciation charge for the year		(860)	(651)	(1,511)
At 31 December 2020		(4,319)	(2,627)	(6,946)

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	Separate financial statements			
	<i>Note</i>	Office furniture	Vehicles (in thousand Baht)	Total
<i>Net book value</i>				
At 31 December 2019				
Owned assets		2,814	1,281	4,095
Assets under finance leases		-	8,041	8,041
		<u>2,814</u>	<u>9,322</u>	<u>12,136</u>
At 31 December 2020				
		2,541	630	3,171

The fair value of the Group's land as at 31 December 2020 of Baht 1,596 million (2019: Baht 1,596 million) was determined by independent professional valuers, at market comparison technique in December 2020. The Group's land has book value of Baht 1,089 million. The Group recognised revaluation surplus of land of Baht 505 million in other components shareholders' equity.

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 1 - 2 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.

Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
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).

16 Leases

As a lessee

	Consolidated financial statements	Separate financial statements
<i>At 31 December 2020</i>	<i>(in thousand Baht)</i>	
<i>Right-of-use assets</i>		
Buildings	12,021	12,021
Furniture and Equipment	5,767	2,361
Vehicles	9,726	9,630
Software	605	-
Total	28,119	24,012

In 2020, additions to the right-of-use assets of the Group and the Company was Baht 0.10 million.

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<i>For the year ended 31 December</i>	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
<i>Amounts recognised in profit or loss</i>				
Depreciation of right-of-use assets:				
- Buildings	4,024	-	4,024	-
- Furniture and equipment	1,570	-	638	-
- Vehicles	3,832	-	3,374	-
- Software	73	-	-	-
Interest on lease liabilities	4,419	-	1,686	-
Expenses relating to short-term leases	994	-	749	-
Expenses relating to leases of low-value assets	1,493	-	1,209	-
Lease expense	-	11,638	-	11,137

In 2020, total cash outflow for leases of the Company and the Group was Baht 17.37 million and Baht 10.48 million respectively.

As a lessor

The leases of investment properties comprise community mall and office building that are leased to third parties under operating leases. Each of the leases contains an initial non-cancellable period of 3 years. Subsequent renewals are negotiated with the lessee. For all investment property leases, the rental income is fixed under the contracts as stipulated in the agreement.

<i>Maturity of operating lease receivables</i>	Consolidated financial statements <i>(in thousand Baht)</i>
<i>At 31 December 2020</i>	
1 st year	22,617
2 nd year	22,709
3 rd year	16,599
Total	61,925

17 Intangible assets

	<i>Note</i>	Consolidated financial statements <i>(in thousand Baht)</i>	Separate financial statements
Software licences			
<i>Cost</i>			
At 1 January 2019		5,218	2,161
Additions		3,592	74
Disposals		(38)	-
At 31 December 2019		8,772	2,235
Recognition of right-of-use asset on initial application of TFRS 16	3	(732)	-
At 1 January 2020 – as adjusted		8,040	2,235
Additions		626	-
At 31 December 2020		8,666	2,235

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	<i>Note</i>	Consolidated financial statements <i>(in thousand Baht)</i>	Separate financial statements
<i>Amortisation</i>			
At 1 January 2019		(1,842)	(720)
Amortisation for the year		(645)	(218)
Disposals		38	-
At 31 December 2019		(2,449)	(938)
Recognition of right-of-use asset on initial application of TFRS 16	3	54	-
At 1 January 2020 – as adjusted		(2,395)	(938)
Amortisation for the year		(802)	(224)
At 31 December 2020		(3,197)	(1,162)
<i>Net book value</i>			
At 31 December 2019		6,323	1,297
At 31 December 2020		5,469	1,073

18 Prepaid rental expenses

	Consolidated financial statements <i>(in thousand Baht)</i>
<i>Cost</i>	
At 1 January 2019	
Additions	471,841
Disposal	116,601
At 31 December 2019	(457,510)
	130,932
<i>Amortisation</i>	
At 1 January 2019	
Amortisation for the year	(60,131)
Disposal	(20,705)
At 31 December 2019	56,345
	(24,491)
<i>Net book value</i>	
At 31 December 2019	106,441

As at 1 January 2020, prepaid rental expenses were recognised as right-of-use assets on initial application of TFRS 16 which are presented as investment properties (Note 3 and 14).

Boutique Prakhanong 1 Ltd., Boutique Prakhanong 2 Ltd. and Boutique Prakhanong 3 Ltd. (Prakhanong project : See note 34)

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19 Interest-bearing liabilities

		Consolidated financial statements		Separate financial statements	
	<i>Note</i>	2020	2019	2020	2019
		<i>(in thousand Baht)</i>			
<i>Current</i>					
Bank overdrafts					
- secured		54,082	14,527	20,740	-
Promissory notes					
- secured		65,000	-	20,000	-
Bank overdrafts and short-term loans from financial institutions		119,082	14,527	40,740	-
Short-term loans from related party					
- unsecured	7	-	-	45,000	-
Current portion of long-term loans from financial institutions					
- secured		56,038	196,042	-	-
Current portion of lease liabilities (2019: <i>Finance lease liabilities</i>)		9,694	3,736	6,279	1,354
Total current interest-bearing liabilities		184,814	214,305	92,019	1,354
<i>Non-current</i>					
Long-term loans from financial institutions					
- secured		1,806,420	1,584,562	-	-
Long-term loans from related parties					
- unsecured	7	-	-	194,446	158,185
Long-term loans from other parties					
- unsecured		417,689	395,762	-	-
Lease liabilities (2019: <i>Finance lease liabilities</i>)		115,567	9,197	18,542	6,303
Total non-current interest-bearing liabilities		2,339,676	1,989,521	212,988	164,488

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.

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

		Consolidated financial statements		Separate financial statements	
	<i>Note</i>	2020	2019	2020	2019
			<i>(in thousand Baht)</i>		
Deposit pledged as collateral		34,497	53,500	3,000	3,000
Property, plant and equipment	15	2,800,157	2,628,998	-	-
Investment properties	14	333,464	-	-	-
Prepaid rental expenses	18	-	106,441	-	-
Total		<u>3,168,118</u>	<u>2,788,939</u>	<u>3,000</u>	<u>3,000</u>

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 18.7 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 7.6 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 38.28 million shares (par value Baht 5 per share).

Boutique Prakhonong 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 10.2 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 2020, the Group obtained waiver letter of breaches the financial ratio from financial institution for some loan agreements.

As at 31 December 2020, the Company shall provide financial support to the borrower companies as stipulated in the loan agreements (See note 34).

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As at 31 December 2020, the Group and the Company had unutilised credit facilities totalling Baht 1,689 million (2019: Baht 1,960 million) and Baht 9 million (2019: Baht 10 million), respectively.

	Consolidated financial statements			Separate financial statements		
	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
Finance lease liabilities						
At 31 December 2019						
Within one year	4,661	(925)	3,736	1,993	(639)	1,354
After one year but within five years	9,334	(1,613)	7,721	6,301	(1,474)	4,827
After five years	1,545	(69)	1,476	1,545	(69)	1,476
Total	15,540	(2,607)	12,933	9,839	(2,182)	7,657

20 Other payable

	Note	Consolidated financial statements		Separate financial statements	
		2020	2019	2020	2019
		(in thousand Baht)			
Related parties	7	1,481	1,738	1,591	98,469
Other payables		75,884	103,430	13,103	17,058
Accrued expenses		37,850	31,196	20,377	14,720
Total		115,215	136,364	35,071	130,247

21 Non-current provisions for employee benefits

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	(in thousand Baht)			
Post-employment benefits	26,520	28,685	23,146	24,446
Total	26,520	28,685	23,146	24,446

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Defined benefit plan

The Group and the Company operate a defined benefit plan based on the requirement of Thai Labour Protection Act B.E 2541 (1998) to provide retirement benefits to employees based on pensionable remuneration and length of service. The defined benefit plans expose the Group and the Company to actuarial risks, such as longevity risk, interest rate risk and market (investment) risk.

Present value of the defined benefit obligations

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
At 1 January	28,685	16,794	24,446	13,478
Include in profit or loss:				
Current service cost	6,391	5,081	4,668	3,742
Past service cost	(3,553)	3,290	(3,553)	2,963
Interest on obligation	500	569	436	485
	3,338	8,940	1,551	7,190
Included in other comprehensive income				
Actuarial gain (loss)				
- Demographic assumptions	100	-	98	-
- Financial assumptions	2,860	4,448	2,772	4,164
- Experience adjustment	(8,208)	1,291	(5,772)	2,048
	(5,248)	5,739	(2,852)	6,212
Benefit paid	(255)	(2,434)	-	(2,434)
Defined benefit obligations in subsidiaries sold	-	(354)	-	-
At 31 December	26,520	28,685	23,145	24,446

Principal actuarial assumptions

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(%)</i>			
Discount rate	1.36 - 2.02	1.91	2.02	1.91
Future salary growth	4 - 6.5	4 - 6.5	6.5	6.5
Turnover rate	0 - 35	19.3	0 - 35	19.3

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

At 31 December 2020, the weighted-average duration of the defined benefit obligation was 13 years (2019: 15.3 years).

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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	
	(in thousand Baht)			
	Increase	Decrease	Increase	Decrease
At 31 December 2020				
Discount rate (1% movement)	(4,745)	5,843	(4,220)	5,240
Future salary growth (1% movement)	5,524	(5,031)	5,174	(4,250)
Turnover rate (10% of base assumptions movement)	(2,042)	2,233	(1,732)	1,881
At 31 December 2019				
Discount rate (1% movement)	(3,881)	4,630	(3,334)	4,007
Future salary growth (1% movement)	4,376	(3,766)	3,781	(3,231)
Turnover rate (20% of base assumptions movement)	(3,922)	4,749	(3,315)	3,985

22 Share capital

	Par value per share (in Baht)	2020		2019	
		Number	Baht	Number	Baht
		<i>(thousand shares /in thousand Baht)</i>			
Authorised					
At 1 January					
- ordinary shares	1	<u>507,000</u>	<u>507,000</u>	<u>507,000</u>	<u>507,000</u>
At 31 December					
- ordinary shares	1	<u>507,000</u>	<u>507,000</u>	<u>507,000</u>	<u>507,000</u>
Issued and paid-up					
At 1 January					
- ordinary shares	1	507,000	507,000	340,000	340,000
Issue of new shares	1	<u>-</u>	<u>-</u>	<u>167,000</u>	<u>167,000</u>
At 31 December					
- ordinary shares	1	<u>507,000</u>	<u>507,000</u>	<u>507,000</u>	<u>507,000</u>

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Initial Public Offering

In November 2019, the Company offered 167.00 million ordinary shares to the initial public offering from issuance of new ordinary shares. The new shares were sold at a price of Baht 2.86 per share (par value at Baht 1 and premium on ordinary share at Baht 1.86). The Company received cash from selling of new ordinary shares of Baht 477.62 million. The Company registered the increase of paid-up share capital with the Ministry of Commerce on 11 November 2019 and the shares of the Company began trading in the Stock Exchange of Thailand on 14 November 2019. Expenses directly attributable to the IPO of Baht 16.00 million (net of income tax) was deducted from the IPO's share premium, which was received from shares offering to investor, resulted in net share premium of Baht 294.62 million.

Share premium

Section 51 of the Public Companies Act B.E. 2535 requires companies to set aside share subscription monies received in excess of the par value of the shares issued to a reserve account ("share premium"). Share premium is not available for dividend distribution.

23 Reserves and premium

Reserves and premium 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

Revaluation reserve

Revaluation reserve 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.

Revaluation reserve can neither be offset against deficit nor used for dividend payment.

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24 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.

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Information about reportable segments and timing of revenue recognition

<i>Year ended 31 December</i>	Consolidated financial statements							
	Segment 1		Segment 2		Segment 3		Total	
	2020	2019	2020	2019	2020	2019	2020	2019
	<i>(in thousand Baht)</i>							
External revenue	113,433	184,694	12,184	579,605	22,472	30,624	148,089	794,923
Inter-segment revenue	6,026	22,532	332	(11,847)	127,277	250,850	133,635	261,535
Total segment revenue	119,459	207,226	12,516	567,758	149,749	281,474	281,724	1,056,458
Timing of external revenue recognition								
At a point in time	109,703	180,276	2,433	523,421	989	11,460	113,125	715,157
Over time	3,730	4,418	9,751	56,184	21,483	19,164	34,964	79,766
Total external revenue	113,433	184,694	12,184	579,605	22,472	30,624	148,089	794,923
Interest income	2,555	3,107	197	386	35	224	2,787	3,717
Interest expense	(94,058)	(103,553)	(8,759)	(16,411)	(3,233)	(11,724)	(106,050)	(131,688)
Depreciation and amortisation	(41,548)	(32,758)	(5,507)	(20,705)	(9,771)	(2,260)	(56,826)	(55,723)
Segment profit (loss) before income tax	(267,934)	(221,213)	(23,654)	471,010	(33,233)	19,695	(324,821)	269,492
Segment assets as at 31 December	3,060,250	2,981,121	359,345	160,325	31,044	269,147	3,450,639	3,410,593
Segment liabilities as at 31 December	2,215,640	2,176,735	360,694	113,329	65,562	-	2,641,896	2,290,064

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<i>Year ended 31 December</i>	Separate financial statements	
	2020	2019
	<i>(in thousand Baht)</i>	
Timing of revenue recognition		
At a point in time	6,820	104,200
Over time	143,221	170,906
Total revenue	150,041	275,106

Reconciliations of reportable segment profit or loss, assets and liabilities

	Business segments	
	2020	2019
	<i>(in thousand Baht)</i>	
Profit or loss		
Total profit before income tax for reportable segments	(324,821)	269,492
Elimination of inter-segment	(3,787)	(72,140)
Consolidated profit (loss) before income tax	(328,608)	197,352
Assets		
Total assets for reportable segments	3,450,639	3,410,593
Other unallocated amounts:		
- Deferred tax assets	23,434	19,943
- Other assets	461,981	414,469
Consolidated total assets	3,936,054	3,845,005
Liabilities		
Total liabilities for reportable segments	2,641,896	2,290,064
Other unallocated amounts		
- Deferred tax liabilities	115,323	114,084
- Other liabilities	296,967	342,909
Consolidated total liabilities	3,054,186	2,747,057

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 in 2019, there is net gain from the sales of investments in indirect subsidiary amounting to Baht 523 million as discussed in note 6.

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25 Administrative expenses

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Personnel expenses	116,458	171,818	-	-
Professional fee	36,281	52,991	16,748	25,109
Utilities	5,719	10,889	4,323	7,358
Rental expenses	3,173	8,699	2,676	7,694
Office supplies	2,622	5,336	1,681	2,616
Other services	1,887	4,184	1,086	2,881
Repair and maintenance	1,736	1,558	443	574
Written off withholding tax	-	3,426	-	3,127
Others	20,527	25,620	7,878	8,106
Total	188,403	284,521	34,835	57,465

26 Employee benefit expenses

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
<i>Management</i>				
Salaries and wages	36,431	55,117	36,431	55,117
Defined benefit plans	(780)	6,093	(780)	6,093
Contribution to provident fund	501	1,101	501	1,101
Other benefit	7,497	23,803	7,497	23,803
	<u>43,649</u>	<u>86,114</u>	<u>43,649</u>	<u>86,114</u>
<i>Other employees</i>				
Salaries and wages	78,372	101,287	51,566	58,028
Defined benefit plans	4,302	2,847	2,331	1,097
Contribution to provident fund	1,938	1,707	1,938	1,707
Other benefit	20,970	30,899	14,060	19,578
	<u>105,582</u>	<u>136,740</u>	<u>69,895</u>	<u>80,410</u>
Total	149,231	222,854	113,544	166,524

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.

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27 Expenses by nature

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Employee benefit expenses	149,231	222,854	113,544	166,524
Depreciation and amortisation	55,739	55,724	9,771	2,260
Professional fee	36,281	52,991	16,748	25,109
Utility expenses	12,362	16,137	4,323	6,276
Advertising and sales promotion expenses	10,872	18,141	209	896
Others	64,084	106,536	20,655	32,980
Total expenses	328,569	472,383	165,250	234,045

28 Income tax

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Income tax recognised in profit or loss				
Current tax expense				
Current year	89	48,816	-	-
	89	48,816	-	-
Deferred tax expense				
Movements in temporary differences	(3,303)	(1,057)	(17,334)	1,001
Total income tax	(3,214)	47,759	(17,334)	1,001

Consolidated financial statements						
	2020			2019		
Income tax recognised in other comprehensive income	Before tax	Tax (expense) benefit	Net of tax	Before tax	Tax (expense) benefit	Net of tax
Revaluation of property, plant and equipment	-	-	-	41,376	(8,275)	33,101
Defined benefit plan actuarial gain (loss)	5,249	(1,050)	4,199	(5,739)	1,148	(4,591)
Total	5,249	(1,050)	4,199	35,637	(7,127)	28,510

Separate financial statements						
	2020			2019		
Income tax recognised in other comprehensive income	Before tax	Tax (expense) benefit	Net of tax	Before tax	Tax (expense) benefit	Net of tax
Defined benefit plan actuarial gain (loss)	2,852	(570)	2,282	(6,211)	1,242	(4,969)
Total	2,852	(570)	2,282	(6,211)	1,242	(4,969)

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Reconciliation of effective tax rate

	Rate (%)	Consolidated financial statements		Rate (%)	(in thousand Baht)
		2020	2019		
Profit (loss) before income tax expense		(328,608)	197,352		
Income tax using the Thai corporation tax rate	20	(65,722)	39,470	20	
Effect of different tax rates in foreign jurisdictions		641	(26,935)		
Income not subject to tax		(283)	(17,207)		
Expenses not deductible for tax purposes and others		22,679	24,097		
Recognition of previously unrecognised tax losses		-	(1,763)		
Current year losses for which no deferred tax asset was recognised		39,471	30,097		
Total	1	(3,214)	24		47,759

Reconciliation of effective tax rate

	Rate (%)	Separate financial statements		Rate (%)	(in thousand Baht)
		2020	2019		
Profit (loss) before income tax expense		(90,695)	14,722		
Income tax using the Thai corporation tax rate	20	(18,139)	2,944	20	
Income not subject to tax		(1,108)	(5,777)		
Expenses not deductible for tax purposes and others		1,913	3,834		
Total	19	(17,334)	7		1,001

Deferred tax assets and liabilities
At 31 December

	2020	Consolidated financial statements		2020	2019
		Assets	Liabilities		
		2020	2019	2020	2019
			(in thousand Baht)		
Total	25,859	20,737	(117,748)	(114,879)	
Set off of tax	(2,425)	(795)	2,425	795	
Net deferred tax assets (liabilities)	23,434	19,942	(115,323)	(114,084)	

Deferred tax assets and liabilities
At 31 December

	2020	Separate financial statements		2020	2019
		Assets	Liabilities		
		2020	2019	2020	2019
			(in thousand Baht)		
Total	32,369	15,628	-	(23)	
Set off of tax	-	(23)	-	23	
Net deferred tax assets	32,369	15,605	-	-	

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Movement of deferred tax assets and liabilities during the year were as follow:

	Consolidated financial statements								
	At 1 January 2019	(Charged) / Credited to			At 31 December 2019	(Charged) / Credited to		At 31 December 2020	
		Profit or loss	Other comprehensive income	Equity <i>(in thousand Baht)</i>	Disposal of subsidiaries <i>(Note 6)</i>		Profit or loss	Other comprehensive income	
<i>Deferred tax assets</i>									
Post-employment benefits	3,052	1,359	1,148	-	(71)	5,488	663	(1,050)	5,101
Loss carry forward	1,028	5,900	-	4,000	(3,175)	7,753	5,096	-	12,849
Unearned revenue	8,242	(5,681)	-	-	-	2,561	-	-	2,561
Deposit	600	544	-	-	(969)	175	49	-	224
Prepaid rental expenses	8,169	1,771	-	-	(5,808)	4,132	(164)	-	3,968
Property, plant and equipment									
- Depreciation	-	-	-	-	-	-	27	-	27
Right-of-use assets	-	-	-	-	-	-	151	-	151
Provision for loan to and receivable from related party	103	-	-	-	-	103	-	-	103
Impairment for investment in subsidiary	525	-	-	-	-	525	350	-	875
Doubtful debt	-	159	-	-	(159)	-	-	-	-
Total	21,719	4,052	1,148	4,000	(10,182)	20,737	6,172	(1,050)	25,859
<i>Deferred tax liabilities</i>									
Property, plant and equipment									
- Revaluation of land	(92,644)	-	(8,275)	-	-	(100,919)	-	-	(100,919)
Property, plant and equipment									
- Depreciation	(10,939)	(2,923)	-	-	-	(13,862)	(2,935)	-	(16,797)
Loan front-end fee	-	(56)	-	-	-	(56)	24	-	(32)
Finance leases	(26)	(16)	-	-	-	(42)	(42)	-	-
Total	(103,609)	(2,995)	(8,275)	-	-	(114,879)	(2,869)	-	(117,748)
Net	(81,890)	1,057	(7,127)	4,000	(10,182)	(94,142)	3,303	(1,050)	(91,889)

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	Separate financial statements							
	At 1 January 2019	(Charged) / Credited to Profit or loss	Other comprehensive income	Equity	At 31 December 2019	(Charged) / Credited to Profit or loss	Other comprehensive income	At 31 December 2020
				(in thousand Baht)				
Deferred tax assets								
Right-of-use assets	-	-	-	-	-	189	-	189
Property, plant and equipment	-	-	-	-	-	27	-	27
Post-employment benefits	2,493	951	1,242	-	4,686	311	(570)	4,427
Unearned revenue	8,242	(5,682)	-	-	2,560	-	-	2,560
Trade accounts receivables	-	-	-	-	-	1,054	-	1,054
Provision for loan to and interest receivable from related party	104	-	-	-	104	12,287	-	12,391
Loss carry forward	-	3,753	-	4,000	7,753	3,093	-	10,846
Impairment for investments in subsidiary	525	-	-	-	525	350	-	875
Total	11,364	(978)	1,242	4,000	15,628	17,311	(570)	32,369
Deferred tax liabilities								
Finance leases	-	(23)	-	-	(23)	23	-	-
Total	-	(23)	-	-	(23)	23	-	-
Net	11,364	(1,001)	1,242	4,000	15,605	17,334	(570)	32,369

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As at 31 December 2020, the Group has loss carry forward of Baht 574.23 million (2019: Baht 392.54 million) which will not expire under current tax legislation. The tax losses expire in 2025. The Group has not recognised these items as deferred tax assets because it is not probable that the Group will have sufficient future taxable profit to utilise the benefits therefrom.

29 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 2020, 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
Boutique Bangkok Sukhumvit 36 Ltd.	13 September 2019	Hotel in Bangkok, 199 rooms
Boutique Chiang Mai Nimman 3 Ltd.	12 June 2020	Hotel in Chiang Mai, 150 rooms
Boutique Kamala 1 Ltd.	5 February 2020	Hotel in Phuket, 230 rooms
Boutique Kamala 2 Ltd.	5 February 2020	Hotel in Phuket, 200 rooms

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

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30 Earnings (loss) per share

Basic earnings (loss) per share

The calculations of basic earnings (loss) per share for the year ended 31 December 2020 and 2019 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	
	2020	2019	2020	2019
	<i>(in thousand Baht / thousand shares)</i>			
Profit (loss) attributable to ordinary shareholders of the Company (basic)	<u>(167,363)</u>	<u>(71,595)</u>	<u>(73,361)</u>	<u>13,722</u>
<i>Ordinary shares outstanding</i>				
Number of ordinary shares outstanding at 1 January	507,000	340,000	507,000	340,000
Effect of shares issued on 8 November	<u>-</u>	<u>24,707</u>	<u>-</u>	<u>24,707</u>
Weighted average number of ordinary shares outstanding (basic) at 31 December	<u>507,000</u>	<u>364,707</u>	<u>507,000</u>	<u>364,707</u>
Earnings (loss) per share (basic) (in Baht)	<u>(0.33)</u>	<u>(0.20)</u>	<u>(0.14)</u>	<u>0.04</u>

31 Dividends

At the meeting of the board of directors of the Company held on 16 December 2019, the board of directors approved the appropriation of interim dividend of Baht 0.11 per share, amounting to Baht 55.77 million. The dividend was paid to shareholders in January 2020.

32 Financial instruments

(a) Carrying amounts and fair values

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

- 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.
- 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.

(b) Financial risk management policies

Risk management framework

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The board of directors has established the risk management committee, which is responsible for developing and monitoring the Group's risk management policies. The committee reports regularly to the board of directors on its activities.

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The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Group audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Group audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

(b.1) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investments in debt securities.

(b.1.1) Trade accounts receivable

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate.

The following table provides information about the exposure to credit risk and ECLs for trade accounts receivable to other party.

	Consolidated financial statements		Separate financial statements	
	Trade accounts receivable to related parties	Allowance for expected credit loss	Trade accounts receivable to other party	Allowance for expected credit loss
At 31 December 2020		(in thousand Baht)		
Within credit terms	-	-	86	(1)
Overdue:				
Less than 3 months	-	-	3,698	(365)
3 - 6 months	-	-	13,515	(527)
6 - 12 months	-	-	13,759	(1,379)
More than 12 months	-	-	40,561	(2,995)
Total	-	-	71,619	(5,267)
Less allowance for expected credit loss	-		(5,267)	
Net	-		66,352	

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	Consolidated financial statements		Separate financial statements	
	Trade accounts receivable to other party	Allowance for expected credit loss (in thousand Baht)	Trade accounts receivable to other party	Allowance for expected credit loss
At 31 December 2020				
Within credit terms	5,130	-	55	-
Overdue:				
Less than 3 months	896	-	55	-
3 - 6 months	289	-	-	-
6 - 12 months	3,971	(418)	-	-
Total	10,286	(418)	110	-
Less allowance for expected credit loss	(418)		-	
Net	9,868		110	

Loss rates are based on actual credit loss experience over the past 3 years. These rates are multiplied by scalar factors to reflect differences between economic conditions during the period over which the historical data has been collected, current conditions and the Group's view of economic conditions over the expected lives of the receivables.

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

Movement of allowance for expected credit loss of trade accounts receivable	Consolidated financial statements (in thousand Baht)	Separate financial statements
At 1 January 2020 – restated	-	-
Addition	418	5,267
At 31 December 2020	418	5,267

(b.1.2) Loan and interest receivables to related parties

The Group monitors changes in credit risk by tracking published external credit ratings. To determine whether published ratings remain up to date and to assess whether there has been a significant increase in credit risk at the reporting date that has not been reflected in published ratings

12-month and lifetime probabilities of default are based on historical data. Estimate of loss is based on the instrument's current market price and original effective interest rate.

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The following table presents the exposure to credit risk for investment in debt securities at amortised cost. It indicates whether assets measured at amortised cost was subject to a 12-month ECL or lifetime ECL allowance and, in the latter case, whether they were credit-impaired.

<i>Movement of allowance for expected credit loss</i>	12-months ECL	Separate financial statements		Total
		Lifetime ECL – not credit- impaired <i>(in thousand Baht)</i>	Lifetime ECL – credit- impaired	
<i>Loans to related parties</i>				
At 1 January 2020	-	-	-	-
Net remeasurement of loss allowance	-	-	44,019	44,019
At 31 December 2020	-	-	44,019	44,019
<i>Interest receivables from related parties</i>				
At 1 January 2020	-	-	-	-
Recognised additional impairment loss from adoption of TFRS 9 <i>(see note 3)</i>	3	-	670	673
Net remeasurement of loss allowance	2	-	10,859	10,861
New financial assets acquired	5	-	5,877	5,882
At 31 December 2020	10	-	17,406	17,416

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(b.2) 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.

The following table are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted and include contractual interest payments and exclude the impact of netting agreements.

Consolidated financial statements					
		Contractual cash flows			
	Carrying		1 – 5	More	
At 31 December 2020	amount	1 year or	years	than 5	Total
		less		years	
(in thousand Baht)					
Non-derivative financial liabilities					
Bank overdrafts and short-term loans from financial institutions	119,082	119,082	-	-	119,082
Trade accounts payable	5,462	5,462	-	-	5,462
Construction payables	58,690	58,690	-	-	58,690
Loans from financial institutions	1,862,458	56,038	1,278,416	528,004	1,862,458
Loans from other parties	417,689	-	417,689	-	417,689
Interest payable to financial institutions	33,178	-	33,178	-	33,178
Interest payable to other parties	117,405	-	117,405	-	117,405
Lease liabilities	125,261	9,694	25,483	90,084	125,261
	<u>2,739,225</u>	<u>248,966</u>	<u>1,872,171</u>	<u>618,088</u>	<u>2,739,225</u>
Separate financial statements					
		Contractual cash flows			
	Carrying		1 – 5	More	
At 31 December 2020	amount	1 year or	years	than 5	Total
		less		years	
(in thousand Baht)					
Non-derivative financial liabilities					
Bank overdrafts and short-term loans from financial institutions	40,740	40,740	-	-	40,740
Loans from related parties	239,446	45,000	194,446	-	239,446
Interest payable to related parties	4,542	824	3,718	-	4,542
Lease liabilities	24,822	6,280	18,542	-	24,822
	<u>309,550</u>	<u>92,844</u>	<u>216,706</u>	<u>-</u>	<u>309,550</u>

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		Consolidated financial statements			
		Maturity period			
	Effective interest rate (% per annum)	Within 1 year	After 1 year but within 5 years (in thousand Baht)	After 5 years	Total
At 31 December 2019					
Financial Assets					
Cash at banks	0.20 - 0.38	491,891	-	-	491,891
Long-term loans to related parties	5.03	-	53,703	-	53,703
Total		491,891	53,703	-	545,594
Financial Liabilities					
Bank overdrafts and short-term loans from financial institutions	6.75 - 6.87	14,527	-	-	14,527
Long-term loans from financial institutions	4.00 - 5.50	196,042	860,045	724,517	1,780,604
Long-term loans from other parties	4.75 - 5.03	-	395,762	-	395,762
Finance lease liabilities	5.48 - 9.52	3,736	7,721	1,476	12,933
Total		214,305	1,263,528	725,993	2,203,826
		Separate financial statements			
		Maturity period			
	Effective interest rate (% per annum)	Within 1 year	After 1 year but within 5 years (in thousand Baht)	After 5 years	Total
At 31 December 2019					
Financial Assets					
Cash at banks	0.20 - 0.38	241,490	-	-	241,490
Long-term loans to related parties	4.50 - 5.03	-	322,372	-	322,372
Total		241,490	322,372	-	563,862
Financial Liabilities					
Long-term loans from related parties	5.03	-	158,185	-	158,185
Finance lease liabilities	5.55 - 9.52	1,354	4,827	1,476	7,657
Total		1,354	163,012	1,476	165,842

(b.3) Market risk

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 derivatives for speculative or trading purposes.

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(b.3.1) Foreign currency risk

The Group 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	
	2020	2019
	<i>(in thousand Baht)</i>	
United States Dollars		
Cash and cash equivalents	14,394	1,339
Gross balance sheet exposure	14,394	1,339

(b.3.2) 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.

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

	Consolidated financial statements			Separate financial statements		
	Fixed interest rates	Floating interest rates	Total	Fixed interest rates	Floating interest rates	Total
	<i>(in thousand Baht)</i>					
2020						
Assets						
Cash at banks	-	118,565	118,565	-	3,197	3,197
Long-term loans to related parties	-	53,703	53,703	-	456,322	456,322
Total	-	172,268	172,268	-	459,519	459,519
Liabilities						
Bank overdrafts and short-term loans from financial institutions	-	119,082	119,082	-	40,740	40,740
Long-term loans from financial institutions	-	1,862,458	1,862,458	-	-	-
Long-term loans from related parties	-	-	-	-	239,446	239,446
Long-term loans from other parties	-	417,689	417,689	-	-	-
Lease liabilities	125,261	-	125,261	24,822	-	24,822
Total	125,261	2,399,229	2,524,490	24,822	280,186	305,008

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	Consolidated financial statements			Separate financial statements		
	Fixed interest rates	Floating interest rates	Total <i>(in thousand Baht)</i>	Fixed interest rates	Floating interest rates	Total
2019						
Assets						
Cash at banks	-	491,891	491,891	-	241,490	241,490
Long-term loans to related parties	-	53,703	53,703	-	322,372	322,372
Total	-	545,594	545,594	-	563,862	563,862
Liabilities						
Bank overdrafts and short-term loans from financial institutions	-	14,527	14,527	-	-	-
Long-term loans from financial institutions	-	1,780,604	1,780,604	-	-	-
Long-term loans from related parties	-	-	-	-	158,185	158,185
Long-term loans from other parties	-	395,762	395,762	-	-	-
Finance lease liabilities	12,933	-	12,933	7,657	-	7,657
Total	12,933	2,190,893	2,203,826	7,657	158,185	165,842

33 Commitments with non-related parties

	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
	<i>(in thousand Baht)</i>			
Capital commitments				
<i>Contracted but not provided for:</i>				
Land	377,865	67,500	377,865	67,500
Buildings and other constructions	593,949	242,134	-	-
Total	971,814	309,634	377,865	67,500
Other commitment				
Bank guarantees	500	500	-	-

In December 2019, the Company entered into sale and purchase agreement to buy a land in Suratthani for a consideration of Baht 75 million. As at 31 December 2020, the Company paid deposit of Baht 7.5 million. The remaining portion of the purchase price of Baht 67.5 million will be paid in 2021.

In January 2020, the Company entered into sale and purchase agreement to buy a land in Sukhumvit 5 for a consideration of Baht 344.85 million. As at 31 December 2020, the Company paid deposit of Baht 34.48 million. The remaining portion of purchase price of Baht 310.37 million will be paid in 2021.

In January 2021, the Company paid additional deposit of Baht 5 million and postponed the land ownership transfer date by compensating from postpone of total payment of Baht 0.76 million per month until the land ownership has transferred and the remaining portion of purchase price of Baht 305.37 million will be paid within January 2022.

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a) 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.

On 27 June 2019, the Group sold all ordinary shares of Boutique Prakhanong 1 Ltd. and Boutique Prakhanong 2 Ltd. as described in note 6. As at 31 December 2020, the Group only had a land lease agreement of Boutique Prakhanong 3 Ltd.

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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.

Boutique Patong Sai3 Ltd.

In October 2018, the Company entered into a management agreement with Oakwood Management Services (Thailand) Company Limited, whereby this company will provide assistance in managing the subsidiary's hotel and 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. The Company is to pay various fees at a percentage of gross revenues of the project, as stated in the agreement.

In February 2019, the Company and a subsidiary entered into an addendum to agreement with Oakwood Management Services (Thailand) Company Limited to obtain assistance in managing the subsidiary's hotel and permitting them to use "Oakwood" brand and logo under conditions stated in the main agreement.

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Boutique Mid Tier 2 Ltd.

In October 2018, the Company entered into a management agreement with Oakwood Management Services (Thailand) Company Limited, whereby this company will provide assistance in managing the subsidiary's hotel and 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. The Company is to pay various fees at a percentage of gross revenues of the project, as stated in the agreement.

In February 2019, the Company and a subsidiary entered into an addendum to agreement with Oakwood Management Services (Thailand) Company Limited to obtain assistance in managing the subsidiary's hotel and permitting them to use "Oakwood" brand and logo under conditions stated in the main agreement.

34 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.

As at 31 December 2020 and 2019, detail of financial supporter, borrower and outstanding loan are presented below.

Financial supporter	Borrower	Relationship with the Company	2020	2019
<i>(in thousand Baht)</i>				
The Company and Boutique Group Ltd.	Boutique Asset Ltd., Boutique Boulevard Ltd., Boutique Land Ltd. and Boutique Realty Ltd.	Joint ventures	631,163	522,072
Boutique Patong Sai3 Holdings Ltd.	Boutique Patong Sai3 Ltd.	Subsidiary	321,873	324,323
Boutique PKNS Ltd.	Boutique Prakhanong 3 Ltd.	Subsidiary	188,474	64,400
Boutique Bangkok Sukhumvit 16-2 Holdings Ltd.	Boutique Bangkok Sukhumvit 16-2 Ltd.	Subsidiary	124,060	94,835
Boutique Kamala Holdings Ltd.	Boutique Kamala 1 Ltd.	Subsidiary	44,300	44,300
Total contingent liabilities arising from financial support			<u>1,309,870</u>	<u>1,049,930</u>

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Agreement to sell investments in subsidiaries

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 2020, the sellers (the Company’s subsidiaries) had not received written notice of any claim from the purchasers.

Prakhanong project

Boutique PKN Ltd. and BT PKN Holdings Limited, (“Sellers”) 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.

On 4 July 2019, Boutique PKN Ltd. and BT PKN Holdings Limited have obtained bank guarantee from a commercial bank and given to the buyer totalling Baht 47.85 million, which will be terminated in 2022.

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 2020, the sellers (the Company’s subsidiaries) had not received written notice of any claim from the purchasers.

35 Thai Financial Reporting Standards (TFRS) not yet adopted

The amendment to TFRS 16 provides an option for lessees not to assess whether COVID-19-related rent concessions are lease modifications, but to directly decrease the lease liability. The impact from the application of the option shall be adjusted to retained earnings on 1 January 2021 and no adjustments are to be made on comparative financial statements. Management is currently considering whether or not to elect to apply the option.