



**NOMURA**

# Annual Report **2021**

Capital Nomura Securities Public Company Limited



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Capital Nomura Securities Public Company Limited (“CNS” or “the Company”) is the broker member No.14 of the Stock Exchange of Thailand (“the SET”) and the member of Thailand Futures Exchange (“TFEX”).

CNS engages in the securities business, mainly in securities brokerage business, derivatives brokerage business, financial advisory business, underwriting business, fixed income trading business, securities borrowing and lending business and selling agent business.

## **CNS’s Vision and Mission**

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CNS has adopted Nomura Group Corporate Philosophy for the Company’s business.

### **Mission**

#### **Contributing to Society**

The Company helps to enrich society through its expertise in capital markets

### **Vision**

#### **Trusted Partner**

As a leading financial institution, the Company aims to be the most trusted partner for its clients

### **Values**

#### **Entrepreneurial Leadership**

With passion and courage, the Company continually innovates to meet the needs of its stakeholders

#### **Teamwork**

To build the Company’s values and ‘Deliver Together, the Company promotes diversity and collaboration across divisions and by Nomura Group’s regions

#### **Integrity**

Personal integrity is paramount to us. The Company acts honestly, fairly and openly.

## Business Profile

CNS conducts the securities business, a broker member No. 14 of the SET and the member of TFEX, having the following main businesses; securities brokerage business, derivatives brokerage business, financial advisory business, underwriting business, fixed income trading business, securities borrowing and lending business and selling agent business.

**CNS's income structures over the previous 3 fiscal years were as follows:**

Type of Income	Fiscal Year 2021 (Jan 1, 2021 - Dec 31, 2021)		Fiscal Year 2020 (Jan 1, 2020 - Dec 31, 2020)		Fiscal Year 2019 (Jan 1, 2019 - Dec 31, 2019)	
	million Baht	%	million Baht	%	million Baht	%
Brokerage fees	917.96	48.16	736.54	48.45	544.72	42.44
Fees and service income	576.55	30.25	490.54	32.27	368.68	28.72
Interest income <sup>1</sup>	385.61	20.23	274.16	18.03	342.88	26.72
Gain and return on financial instruments <sup>1</sup>	22.21	1.17	14.08	0.93	20.64	1.61
Other income <sup>1</sup>	3.69	0.19	4.85	0.32	6.55	0.51
<b>Total Income</b>	<b>1,906.02</b>	<b>100.00</b>	<b>1,520.17</b>	<b>100.00</b>	<b>1,283.47</b>	<b>100.00</b>

<sup>1</sup> The comparative figures of interest income, gain and return on financial instrument and other income were changed due to the reclassification for the disclosure in 2020 and 2021. However, the reclassification had no impact on total income and the net profit of the year.

## Business Profiles

CNS's business profiles are as follows:

### (1) Securities Brokerage Business

CNS provides securities brokerage services of the securities listed in the SET and the Market for Alternative Investment (mai) to retail clients, domestic and foreign institutional clients.

CNS provides securities brokerage services of the securities listed in the overseas stock exchanges and/or the securities that the SEC allows domestic investors to invest.

CNS provides high-quality services and research papers as well as experienced financial advisors ("FA"). Clients can place orders through FAs or by themselves through online trading applications and mobile applications.

CNS has 3 types of securities trading accounts as follows:

### ***(1.1) Securities Trading Account – Cash Account***

Securities trading account – cash account has a Two-day settlement cycle (T+2) which clients must settle within a due through an automatic fund transfer only. (The SET has moved from a three-day settlement and securities delivery cycle (T+3), starting from orders placed on March 2, 2018 to reduce risks across industry and operation costs and enhance the competitive edge.)

Clients can place orders through FAs or by themselves through online trading applications. Clients can trade up to the approved limit.

Clients can place cash with CNS prior to placing orders then they are not requested to settle order by order. Interest on client's cash balance will be calculated on daily basis and will be deposited to their cash balance every month. Such cash balance can be used as a tool of CNS's risk management. Clients whose financial status is not so strong are required to settle with cash balance. Clients are required to place cash with CNS prior to placing orders and the orders cannot exceed the clients' cash balance at CNS. Clients' assets are segregated from CNS's assets in accordance with the SEC's rule and regulations.

### ***(1.2) Margin Loan under Credit Balance Account***

Credit balance system is to finance the equity investment. Clients' investment status is considered as a portfolio regardless of the cost of each securities. Clients can place orders through FAs or by themselves through online trading applications.

CNS facilitates clients to use credit balance accounts as it will increase clients' purchasing power for investment which will affect the SET's liquidity. To place the first order, clients have to place either cash or securities at the amount not less than initial margin requirement of the purchased amount as determined in the Marginable Securities List.

The initial margin required for each security in the marginable securities list is designated from its liquidity, risk and fundamental factor. If the balance is cash balance, clients will get interest from CNS on cash balance every month and if the balance is credit balance, clients will be charged for interest on margin loans every month.

### ***(1.3) Trading Account in the Overseas stock exchanges***

CNS provides securities brokerage services of the listed securities in the overseas stock exchanges to expand investment opportunity to clients. The guideline and condition of the account opening is similar to the domestic investment.

CNS requires clients to place cash with CNS in full amount prior to place order as requested by the SEC.

Clients have to follow the rules, conditions and regulation of the exchanges where they invest.

## **(2) Derivatives Brokerage Business**

CNS started derivative business since April 28, 2006, the same date as the opening date of TFEX to offer another investment alternative to clients and to support clients to have an opportunity to get returns on investment at all market situations.

CNS provides all derivative products in TFEX which consist of SET50 Index Futures, SET50 Index Options, Gold Futures, Mini Gold Futures, Gold D Futures, Gold Online Futures, Single Stock Futures, Interest Rate Futures, Sector Index Futures, USD Futures and RSS3 Futures. CNS has highly experienced and highly potential team as well as an effective supporting system which can enhance CNS's competitive advantages in the long run.

Regarding the high-risk characteristic of derivative products, CNS considers appropriate credit limits to match clients' financial status and also allocates credit limits to each investment product to serve clients' needs and help clients manage their risks. Clients can place derivative orders through FAs or by themselves through online trading applications and mobile application.

On December 9, 2016, CNS got approval from the SEC to operate Block Trade Business - Single Stock Futures which were big lot transactions. CNS would do proprietary trading to serve Block Trade Business - Single Stock Futures as well as buy or short selling the borrowed underlying securities to hedge such positions.

CNS has assigned Risk Management Department to periodically review securities that clients can place in Block Trade Business - Single Stock Futures.



### **(3) Financial Advisory Business**

CNS has been granted an approval by the SEC to provide financial advisory services within the scope set by the SEC including the financial advisory in underwriting business, listing on the SET and the mai, tender offer, merger and acquisition (M&A) as well as the financial advisory services to shareholders entering into various transactions of the listed companies.

The financial advisory services provided by CNS are as follows:

- Fund raising through Debt Capital Markets
- Business Restructuring and Financial Restructuring Advisory Services
- Mediator Services to establish Joint Ventures
- Project Feasibility Study Services
- Business Valuation Services
- Other Advisory Services such as Information report regarding a capital market, a money market, overall economic and industry condition including rules and regulation of the SEC, the SET and other relevant regulators.

### **(4) Underwriting Business**

CNS provides underwriting and firm underwriting services to corporates who would like to issue both equities and fixed income securities such as common shares, debentures, warrants, unit trusts and etc. for sale to investors.

### **(5) Fixed Income Trading Business**

CNS provides over the counter (OTC) for Fixed Income trading services in both primary and secondary market to retail clients and domestic institutional clients. CNS have internal guidelines for account opening as well as set up the credit limit to each client based on requirement and potential volume of transactions. CNS shall hold some debt securities mostly in short term period (no longer than 7 days) and the period shall be reviewed from time to time.

The Board of Executive Directors sets up the investment policy, types of debt securities, debt holding period and internal controls for risk management of CNS's investment in debt securities. The investment policy shall get approval from the Board of Director. Risk Management Department and / or Finance Department monitors and controls the investment portfolio in accordance with the investment policy approval.

## **(6) Securities Borrowing and Lending Business**

Securities Borrowing and Lending Business (SBL) is an alternative investment tool or a risk management tool for investment in the SET. When the stock market is declining, investors (i.e. “borrowers”) can borrow shares from CNS for short selling, as well as buying the shares back when the price declines as expected. This will support price stability and liquidity in the SET.

CNS provides SBL service to all types of clients including retail clients and institutional clients. CNS acts as a principal to clients who are the “borrowers” or “lenders” in order to ensure them that all terms and conditions as stated in the SBL agreement will be followed accordingly. The details of services are as follows:

- CNS lends securities to borrowers to short selling securities through their credit balance accounts under CNS. Borrowers shall place collateral to CNS prior to borrow shares and maintain the collateral level according to CNS’s rules. In addition, CNS lends shares to institutional clients who have intention to re-lend the shares to their own clients or to manage the risk of their portfolios.
- CNS borrows securities from lenders who have securities in cash accounts under CNS or institution who may have securities deposited with Trustee or Custodian Banks then the settlement date will be up to the agreed date which doesn’t exceed 2 days. CNS shall place cash collateral to lenders and also maintain cash collateral to lenders at least 100% of market value of securities on daily basis.
- Borrowers are charged with the borrowing fees whereas the lenders earn lending fees.
- Lenders are still entitled to the benefits of lent securities.

Clients can place SBL orders through FAs or by themselves through online trading applications and mobile applications.

## **(7) Selling Agent Business**

CNS engages in selling agent services to majority of asset management companies (“the AMC”) in Thailand, providing both omnibus account service and selling agent service. The objectives of this business are to create more opportunities for clients for their investment and also to support CNS’s core business and to become a full-service provider which can help increase CNS’s income in the long run.

Clients can place mutual fund orders through FAs or by themselves through online trading applications. Mutual fund trading Service fees are free of additional charge.



CNS has developed the “Nomura iFund” on mobile application, a full-service through online trading applications, to facilitate clients in the mutual funds investment with the following functions;

- To buy, sell and switch mutual funds among major asset management companies in Thailand.
- Mutual Fund Weekly Research is a weekly summary of the investment situation and recommendation for each type of mutual funds with reference to Morningstar Rating.
- Performance Comparison is a service to facilitate client in choosing good performance fund fit to their suitability or interest.
- “Nomura Dollar Cost Average” Service; To provide another channel to facilitate clients who would like to do saving through the investment in mutual funds and for their retirement financial planning.
- “Nomura iFund Basket” Service; To facilitate clients to select their investment in mutual funds match their expected returns and risk appetite.
- “Consolidated Portfolio” Service; To monitor the investment portfolios of the invested mutual funds of all the AMCs in one account.
- “New Initial Public Offering (IPO)” Service; To search new IPO of the mutual funds on daily basis.
- Nomura IWealth is investment planning program. It will advise the saving plan, objective achievement plan and active portfolio planning.

## General Information

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<b>Company name:</b>	Capital Nomura Securities Public Company Limited
<b>Public Company Registration No.</b>	0107537000653
<b>Type of Business:</b>	Securities business which is the member No. 14 of the SET and the member of TFEX; mainly in securities brokerage business, derivatives brokerage business, financial advisory business, underwriting business, fixed income trading business, securities borrowing and lending business, selling agent business
<b>Head Office Location:</b>	25 Bangkok Insurance Building, 15 <sup>th</sup> -17 <sup>th</sup> Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120
<b>Registered Capital:</b>	Baht 2,150,469,000
<b>Paid-up Capital:</b>	Baht 2,150,469,000
<b>Type of Paid-up Shares:</b>	Ordinary shares
<b>Total Number of Paid-up Shares:</b>	2,150,469,000 shares
<b>Telephone:</b>	+66(0) 2638 5000      +66(0) 2081 2000
<b>Facsimile:</b>	+66(0) 2081 2001
<b>NOMURA DIRECT:</b>	+66(0) 2638 5500
<b>Website:</b>	<a href="https://www.nomuradirect.com">https://www.nomuradirect.com</a>

### CNS Convention Center

21/3 Thai Wah Tower, G Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120

Telephone: +66(0) 2638 5200      +66(0) 2081 2200

## **Branch**

### **Bangkok Region**

<b>Bangna Branch:</b>	589/111 Central City Tower 1 Office, 19 <sup>th</sup> Floor, Bangna-Trad Road, Bangna, Bangkok 10260 Telephone: +66(0) 2725 8600 Facsimile: +66(0) 2745 6220 +66(0) 2745 6221
<b>Phra-Pinklao Branch:</b>	7/129 Central Plaza Pinklao Office Building, 9 <sup>th</sup> Floor, Room 902, Borommaratchachonnani Road, Arun-Amarin, Bangkok Noi, Bangkok 10700 Telephone: +66(0) 2638 5950 +66(0) 2081 2950 Facsimile: +66(0) 2884 9064 +66(0) 2884 9067
<b>Vibhavadi-Rangsit Branch:</b>	123 Suntowers Building B, 23 <sup>rd</sup> Floor, Unit B-2304, Vibhavadi-Rangsit Road, Chomphon, Chatuchak, Bangkok 10900 Telephone: +66(0) 2638 5920 +66(0) 2081 2920 Facsimile: +66(0) 2617 7800

### **Northeastern Region**

<b>Nakhonratchasima Branch*:</b>	1184 Hip Park Community Mall, Room 26 Zone C, 2 <sup>nd</sup> Floor, Mittraphap Road, Nai Muang, Muang, Nakhonratchasima 30000 Telephone: +66(0) 4424 8526 +66(0) 4424 8527 Facsimile: +66(0) 4424 8528
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### **Northern Region**

<b>Chiangmai Branch*:</b>	30 Punna Place, Room A5, 1 <sup>st</sup> Floor, Nimmanhaemin Road, Soi 6, Suthep, Muang, Chiangmai 50200 Telephone: +66(0) 5321 0834 +66(0) 5321 0835 Facsimile: +66(0) 5321 0841
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### **Central Region**

<b>Ayutthaya Branch*:</b>	126 Ayutthaya City Park, Room GC-11, Moo 3, Asia Road, Klong Suan Plu, Ayutthaya, Ayutthaya 13000 Telephone: +66(0) 3580 1920 +66(0) 3580 1921 Facsimile: +66(0) 3580 1922
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### **Eastern Region**

<b>Rayong Branch*:</b>	351-351/1 TSK Park, Sukhumvit Road, Noenpra, Muang, Rayong 21000 Telephone: +66(0) 3802 0030 +66(0) 3802 0031 Facsimile: +66(0) 3802 0032
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*Remark:*

*\* Nomura Learning Center*

**Share Registrar****Thailand Securities Depository Company Limited**

The Stock Exchange of Thailand Building,  
93 14<sup>th</sup> floor, Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400

Telephone:	+66(0) 2009 9000
Facsimile:	+66(0) 2009 9992
SET Call Center:	+66(0) 2009 9999
E-Mail:	SETContactCenter@set.or.th
Website:	www.set.or.th/tsd

**Auditors****EY Office Limited**

***By Miss Ratana Jala, Certified Public Accountant (Thailand) No. 3734***

33<sup>rd</sup> Floor, Lake Rajada Office Complex, 193/136-137 Ratchadaphisek Road, KlongToey,  
Bangkok 10110

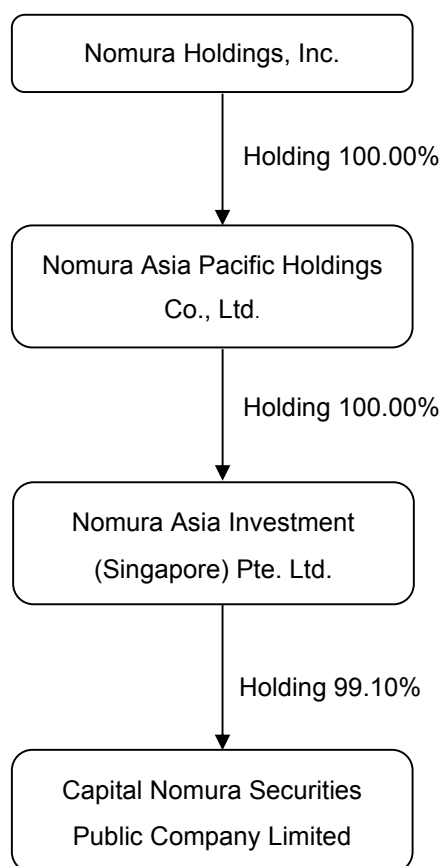
Telephone:	+66 (0) 2264 0777	+66 (0) 2264 9090
Facsimile:	+66 (0) 2264 0789	
E-Mail:	EY.Thailand@th.ey.com	
Website:	www.ey.com	

## Shareholder structure

As at December 31, 2021, CNS's registered capital was 2,150,469,000 ordinary shares at a par value of Baht 1, totaling Baht 2,150,469,000 which was fully paid up totaling Baht 2,150,469,000.

As at the latest Book Closing date on April 7, 2021, Nomura Group has been a major shareholder, under the shareholding by Nomura Asia Investment (Singapore) Pte. Ltd., the company in Nomura Group, holding 99.10% of CNS's registered and paid-up capital.

### ***Relationship with Nomura Group regarding the latest Book Closing date on April 7, 2021***



## Board of Directors

As at December 31, 2021, for the effectiveness of the Board of Directors' performance, CNS had 5 board members consisting of 2 Executive Directors, 1 Independent Director and 2 Non-Executive Directors, as follows;

Director Name	Position	Type of Director
1. Mr. Suthep Peetakanont	Chairman of the Board of Directors and Chairman of the Board of Executive Directors	Executive Director
2. Mr. Katsuya Imanishi	President	Executive Director
3. Associate Professor Dr. Danuja Kunpanitchakit	Chairperson of the Audit Committee and Independent Director	Independent Director
4. Mr. Naoyuki Oguri	Director and Audit Committee member	Non-Executive Director
5. Mr. Philip Wing Lun Chow	Director	Non-Executive Director

Miss Kridsana Kulpanyalert was the secretary of the Board of Directors.

## Management

As at December 31, 2021, CNS had 10 members of Management according to the SEC's notification as follows;

Director Name	Position	Type of Management
1. Mr. Suthep Peetakanont	Chairman of the Board of Directors and Chairman of the Board of Executive Directors	Executive Director
2. Mr. Katsuya Imanishi	President	Executive Director
3. Mrs. Chrisana Sae-Leiw	Head of Retail Business	Executive Officer
4. Mr. Somchai Thongchai	Managing Director – International Investment Banking Division	Executive Officer
5. Mr. Tarate Poshyananda	Managing Director - International Wealth Management Department	Executive Officer
6. Mr. Natthapon Lohachitpitak	Chief Information Officer	Executive Officer
7. Ms. Nubthong Wanawattanawong	Chief Legal Officer	Executive Officer
8. Ms. Rungthip Kittanaseree	Chief Compliance Officer	Executive Officer
9. Ms. Napalai Suntives	Chief Administration Officer and Co-Chief Risk Officer	Executive Officer
10. Miss Kridsana Kulpanyalert	Division Head of Finance Division	Executive Officer

## Directors' and Management's Remuneration

### 1. Monetary Remuneration

#### (A) Directors' Remuneration

The Board of Directors has a policy to propose the Shareholders' Meeting the appropriate and reasonable rate of directors' and Audit Committee's remuneration to align with the below factors.

1. Duties and responsibilities of each director
2. Director's and Audit Committee's remuneration rate paid by other companies in the same industry
3. Other related factors

CNS considers the director's annual remuneration following to the resolution of the Annual General Meeting of Shareholders as follows;

#### 1. Director's annual remuneration

Considered from directors' performance for the period of previous year, calculated proportionately to the term of annual remuneration which is to only the Chairman of the Board of Directors and Independent Directors. There was no director's annual remuneration to remaining Executive Director and Non-Executive Director.

#### 2. Meeting allowance for each Independent Director for the year

Paid to each Independent Director attending the board meetings.

#### 3. Audit Committee's annual remuneration

Considered from Audit Committee's performance for the current year, calculated proportionately to the term of annual remuneration. The annual remuneration for the Audit Committee is to be applied only with Chairperson or member who was an Independent Director.

Remark: CNS has no other benefits for Non-Executive Directors.

CNS has the directors' remunerations in 2021 according to the resolution of the Annual General Meeting of Shareholders No. 1/2564 held on April 28, 2021 totaling Baht 1,821,935 with the following details;

1. Director's annual remuneration considered from the director performing his/her duties in year 2020 which were calculated proportionately to the term in position based on annual remuneration as below.



1. Chairman of the Board of Directors 250,000 Baht annually
  2. Each Independent Director 260,000 Baht annually
2. Meeting allowance for each Independent Director attending the board meetings for the year ended December 31, 2021 were paid at the rate of Baht 20,000 per meeting.
3. Audit Committee's annual remuneration for the year ended December 31, 2021 were calculated proportionately to the term in position based on annual remuneration as below.
1. Chairperson of the Audit Committee 320,000 Baht annually
  2. Each other member of the Audit Committee 260,000 Baht annually

Table of Directors' remuneration for the year 2021

Director Name	Position	Directors' Remuneration (Baht)			
		Director's annual remuneration for performing in Y2020	Meeting Allowance Y2021	Audit Committee's annual remuneration for performance Y2021	Total
1. Mr. Suthep Peetakanont	Chairman of the Board of Directors and Chairman of the Board of Executive Directors	250,000	-	-	<b>250,000</b>
2. Mr. Katsuya Imanishi	President	-	-	-	-
3. Mr. Philip Wing Lun Chow	Director	-	-	-	-
4. Mr. Naoyuki Oguri <sup>1</sup>	Director and Audit Committee member	-	-	-	-
5. Associate Professor Dr. Danuja Kunpanitchakit	Chairperson of the Audit Committee and Independent Director	260,000	140,000	320,000	<b>720,000</b>
6. Col. Ruangsub Kovindha <sup>2</sup>	Audit Committee and Independent Director	260,000	40,000	84,055	<b>384,055</b>
7. Mr. Prasert Virasathienpornkul <sup>3</sup>	Audit Committee and Independent Director	260,000	40,000	84,055	<b>384,055</b>
8. Dr. Prasit Kanchanasakdichai <sup>4</sup>	Independent Director	83,825	-	-	<b>83,825</b>
<b>Total</b>		<b>1,113,825</b>	<b>220,000</b>	<b>488,110</b>	<b>1,821,935</b>

Remark: CNS had no other benefits for Non-Executive Directors.

<sup>1</sup> The Board of Directors' Meeting No. 2/2564 held on March 19, 2021 and the Annual General Meeting of Shareholders No. 1/2564 held on April 28, 2021 resolved to appoint Mr. Naoyuki Oguri as CNS's Director effective from April 28, 2021. CNS submitted the registration of the change in director with the Ministry of Commerce on April 28, 2021. Accordingly, Mr. Naoyuki Oguri has attended the Board of Directors' Meeting since No. 3/2564 held on April 28, 2021 on ward.

<sup>2</sup> Col. Ruangsub Kovindha resigned from the position of independent director with effect from April 28, 2021.

<sup>3</sup> Mr. Prasert Virasathienpornkul resigned from the position of independent director with effect from April 28, 2021.

<sup>4</sup> Dr. Prasit Kanchanasakdichai resigned from the position of independent director with effect from April 27, 2020.

## (B) Management's Remuneration

Management's remuneration are remuneration of salary, bonus and other benefits paid to Executive Directors and Executive Officers based on their duties and responsibilities, performance, and CNS's performance of the previous year, in comparison with their peers' remuneration rate paid by other companies in the same industry, as well as other employees' benefit such as provident fund contributions, group insurance (life, accidental and medical insurance), staff loan, social security fund contributions and annual medical checkup and etc.

In 2021, CNS had management's remuneration in total amount of Baht 114,347,753 with the following detail:

Management's remuneration (Baht)	Fiscal Year 2021 (Jan 1, 2021 – Dec 31, 2021)
Salary and Bonus	102,044,404
Provident fund contributions	3,757,416
Social security fund contributions and other benefits	8,545,933
<b>Grand Total</b>	<b>114,347,753</b>

Remark: The above remuneration was paid to 2 Executive Directors and 8 Executive Officers which inclusive of 1 resigned Executive officer and 1 newly appointed Executive officer during the year.

## 2. Other remuneration

### *Provident fund*

CNS and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E 2530. CNS's employees and Thai Executive Directors are able to voluntarily join this program. The Fund is currently managed by TISCO Asset Management Limited. The payment of fund contributions upon a member termination will be in accordance with the fund rules.

Such provident fund consists of;

- **Member contribution** – the member is eligible to contribute at the rate of 5% or 7% or 10% or 15% of basic salary. Any changes of the contribution rate will be in accordance with the condition and method defined by the employer committee of the fund.
- **Employer contribution** – The employer contributes in compliance with the condition of the fund article but not exceeding 10% of basic salary.

In 2021, CNS paid management's provident fund contributions in total amount of Baht 3.76 million.

## Related Party Transactions

During the year 2021, the Company had significant business transactions with the following related parties.

Related parties	Relationship
Nomura Holdings, Inc.	Ultimate parent company
Nomura Asia Investment (Singapore) Pte.Ltd.	Parent company
Nomura Singapore Limited	Having common major shareholders
Nomura Securities Co., Ltd.	Having common major shareholders
Nomura International (Hong Kong) Limited	Having common major shareholders
Nomura International Plc.	Having common major shareholders
Instinet Pacific Limited	Having common major shareholders
United Information Highway Co., Ltd.	Having common director in Y2020

Such transactions with its related companies were concluded on the commercial terms and based agree upon by the Company and those companies in the ordinary course of business. The significant transactions are summarised below.

(Unit: Baht)

	For the years ended		
	31 December		
	2021	2020	Pricing policies (for the year 2021)
<b><u>Transactions occurred during the years</u></b>			
Brokerage fees income			
- Common major shareholder	19,342,720	15,641,857	At normal rate charged to other clients
Fees income from business support services			
- Common major shareholder	31,306,205	13,510,995	At actual costs plus a margin of 10 percent
Fees income from international investment banking services			
- Common major shareholder	24,789,379	29,035,423	At actual costs plus a margin of 10 percent
Fees income from introducing broker			
- Common major shareholder	1,523,977	930,757	Based on actual executed transactions of our referred customers and at the rate as indicate in the agreement referred to similar business

	For the years ended		
	31 December		Pricing policies
	2021	2020	(for the year 2021)
<b><u>Transactions occurred during the years</u></b>			
<b>(continued)</b>			
Fees income from securities borrowing and lending			
- Common major shareholder	632,797	2,086,892	At normal rate charged to other clients
Fees income from other services			
- Parent company	-	5,000,000	At normal rate charged to other clients
- Common major shareholder	5,670,555	29,369,173	At the contract rate determined by extend and amount of work assigned
Fee income from sales and trading services and research			
- Common major shareholder	30,854,779	30,805,186	At actual costs plus a margin of 10 percent net with the brokerage commission received
Fee income from late delivery			
- Common major shareholder	52,631	261,889	At normal rate charged to other clients
Fees expense from other services			
- Common major shareholder	1,853,325	3,878,396	At the contract rate determined by extend and amount of work assigned
Fee expenses from Hi-speed circuit service			
- Common director in Y2020	-	717,665	At the same rate charged to other clients without dependent interest
Brokerage fees expense from foreign securities trading			
- Common major shareholder	33,519	31,504	Calculated based on trade volume and at the referential rate charged to other clients without dependent interest

Capital Nomura Securities Public Company Limited  
Report and financial statements  
31 December 2021

## Independent Auditor's Report

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### Independent Auditor's Report

To the Shareholders of Capital Nomura Securities Public Company Limited

### Opinion

I have audited the accompanying financial statements of Capital Nomura Securities Public Company Limited, which comprise the statement of financial position as at 31 December 2021, and the related statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Capital Nomura Securities Public Company Limited as at 31 December 2021, its financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

### Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Company in accordance with the Code of Ethics for Professional Accountants as issued by the Federation of Accounting Professions as relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

## **Other Information**

Management is responsible for the other information. The other information comprise the information included in annual report of the Company, but does not include the financial statements and my auditor's report thereon.

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

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact. I have nothing to report in this regard.

## **Responsibilities of Management and Those Charged with Governance for the Financial Statements**

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

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

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



### **Auditor's Responsibilities for the Audit of the Financial Statements**

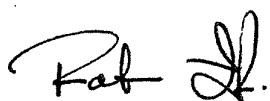
My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the 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 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 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 am responsible for the audit resulting in this independent auditor's report



Ratana Jala  
Certified Public Accountant (Thailand) No. 3734

EY Office Limited  
Bangkok: 23 March 2022

**Capital Nomura Securities Public Company Limited**

**Statement of financial position**

**As at 31 December 2021**

		(Unit: Baht)	
	Note	2021	2020
<b>Assets</b>			
Cash and cash equivalents	6	614,128,121	592,023,846
Receivables from Clearing House and broker-dealers	7	550,135,905	43,114,211
Securities and derivatives business receivables	8	11,270,804,043	7,019,242,940
Non-collateralised investments	10	270,688,105	90,091,595
Premises and equipment	12	86,654,543	64,016,550
Right-of-use assets	13.1	178,820,115	133,789,827
Intangible assets	14	51,808,810	47,196,464
Deferred tax assets	15	85,896,812	79,012,611
Other assets	16	302,916,927	296,323,996
<b>Total assets</b>		<b>13,411,853,381</b>	<b>8,364,812,040</b>

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

**Capital Nomura Securities Public Company Limited**
**Statement of financial position (Continued)**
**As at 31 December 2021**

		(Unit: Baht)	
	Note	2021	2020
<b>Liabilities and equity</b>			
<b>Liabilities</b>			
Borrowings from financial institutions	17	4,350,000,000	450,000,000
Payables to Clearing House and broker-dealers	18	15,242,193	154,312,947
Securities and derivatives business payables	19	2,718,852,669	1,680,680,852
Corporate income tax payables		53,402,397	34,911,771
Provisions	20	153,920,866	160,407,956
Lease liabilities	13.2	185,971,014	137,758,215
Other liabilities	22	316,521,794	250,449,697
<b>Total liabilities</b>		<b>7,793,910,933</b>	<b>2,868,521,438</b>
<b>Equity</b>			
Share capital - Registered, issued and paid-up			
2,150,469,000 ordinary shares of Baht 1 each		2,150,469,000	2,150,469,000
Premium on share capital and treasury stock		2,133,320,850	2,133,320,850
Retained earnings			
Appropriated - statutory reserve	23	215,046,900	211,900,000
- general reserve		215,000,000	215,000,000
Unappropriated		905,361,442	786,532,776
Other components of equity - gain (loss) on			
equity investments measured at FVOCI		(1,255,744)	(932,024)
<b>Total equity</b>		<b>5,617,942,448</b>	<b>5,496,290,602</b>
<b>Total liabilities and equity</b>		<b>13,411,853,381</b>	<b>8,364,812,040</b>
		-	-

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

Capital Nomura Securities Public Company Limited

**Statement of comprehensive income**

For the year ended 31 December 2021

		(Unit: Baht)	
	Note	2021	2020
<b>Profit or loss:</b>			
<b>Revenue</b>			
Brokerage fee income	25	917,964,566	736,538,295
Fees and service income	26,32	576,546,347	490,541,503
Interest income	27	385,606,757	274,155,974
Gain and return on financial instruments	28	22,212,350	14,080,945
Other income		3,689,504	4,848,835
<b>Total revenue</b>		<b>1,906,019,524</b>	<b>1,520,165,552</b>
<b>Expenses</b>			
Personnel expenses		767,010,219	677,671,969
Fees and services expenses		258,195,025	218,510,002
Financial costs		51,389,432	30,651,751
Expected credit losses (reversal)		384,542	(106,011,466)
Other expenses		264,636,804	261,238,174
<b>Total expenses</b>		<b>1,341,616,022</b>	<b>1,082,060,430</b>
<b>Profit before income tax</b>		<b>564,403,502</b>	<b>438,105,122</b>
Income tax	15	(112,678,682)	(84,682,394)
<b>Profit for the year</b>		<b>451,724,820</b>	<b>353,422,728</b>

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

**Capital Nomura Securities Public Company Limited**
**Statement of comprehensive income (Continued)**
**For the year ended 31 December 2021**

(Unit: Baht)

	Note	2021	2020
<b>Other comprehensive income:</b>			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Gain (loss) on change in value of investments measured at FVOCI		(404,650)	3,451,890
Income tax relating to gain (loss) on change in value of investments measured at FVOCI	15	80,930	(690,378)
Gain (loss) on change in value of investments measured at FVOCI-net		(323,720)	2,761,512
Actuarial Gain		17,907,233	-
Income tax relating to actuarial gain	15	(3,581,447)	-
Actuarial Gain - net		14,325,786	-
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax		14,002,066	2,761,512
<b>Other comprehensive income for the year</b>		<b>14,002,066</b>	<b>2,761,512</b>
<b>Total comprehensive income for the year</b>		<b>465,726,886</b>	<b>356,184,240</b>
<b>Basic earnings per share</b>			
Profit for the year	30	0.21	0.16

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

**Capital Nomura Securities Public Company Limited**

**Statement of changes in equity**

For the year ended 31 December 2021

(Unit: Baht)

	Retained earnings					Other components of equity -	
	Issued and paid-up share capital	Premium on share capital and treasury stock	Appropriated		Unappropriated	gain (loss) on equity investments measured at FVOCI	Total
			Statutory reserve	General reserve			
<b>Balance - as at 1 January 2020</b>	2,150,469,000	2,133,320,850	194,200,000	215,000,000	567,542,776	-	5,280,532,626
Profit for the year	-	-	-	-	353,422,728	-	353,422,728
Other comprehensive income for the year	-	-	-	-	-	2,761,512	2,761,512
Total comprehensive income for the year	-	-	-	-	353,422,728	2,761,512	356,184,240
Transfer other components of equity to retained earnings	-	-	-	-	3,693,536	(3,693,536)	-
Dividend paid (Note 31)	-	-	-	-	(120,426,264)	-	(120,426,264)
Statutory reserve (Note 23)	-	-	17,700,000	-	(17,700,000)	-	-
<b>Balance - as at 31 December 2020</b>	2,150,469,000	2,133,320,850	211,900,000	215,000,000	786,532,776	(932,024)	5,496,290,602
<b>Balance - as at 1 January 2021</b>	2,150,469,000	2,133,320,850	211,900,000	215,000,000	786,532,776	(932,024)	5,496,290,602
Profit for the year	-	-	-	-	451,724,820	-	451,724,820
Other comprehensive income (loss) for the year	-	-	-	-	14,325,786	(323,720)	14,002,066
Total comprehensive income for the year	-	-	-	-	466,050,606	(323,720)	465,726,886
Dividend paid (Note 31)	-	-	-	-	(344,075,040)	-	(344,075,040)
Statutory reserve (Note 23)	-	-	3,146,900	-	(3,146,900)	-	-
<b>Balance - as at 31 December 2021</b>	2,150,469,000	2,133,320,850	215,046,900	215,000,000	905,361,442	(1,255,744)	5,617,942,448

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



**Capital Nomura Securities Public Company Limited**
**Statement of cash flows**
**For the year ended 31 December 2021**

	(Unit: Baht)	
	2021	2020
<b>Cash flows from operating activities</b>		
Profit before income tax	564,403,502	438,105,122
Adjustments to reconcile profit before income tax		
to net cash provided by (paid from) operating activities		
Depreciation and amortisation	94,720,512	98,715,872
Expected credit losses (reversal)	384,542	(106,011,466)
(Gain) loss on revaluation of investments	15,681,152	(2,028,550)
Gain on disposal investment	-	(4,616,920)
Transfer other components of equity to retained earnings	-	3,693,536
Loss on disposal, written-off equipment	885,152	2,332,792
(Gain) loss on revaluation of derivatives	(15,199,070)	5,095,960
Financial costs	51,389,432	30,651,751
Interest income	(385,606,757)	(274,155,974)
Dividend income	(2,978,870)	(1,563,440)
Long-term employee benefits	11,364,464	11,204,582
Income from operating activities before changes		
in operating assets and liabilities	335,044,059	201,423,265
Operating assets (increase) decrease		
Receivables from Clearing House and broker-dealers	(491,822,624)	(13,152,923)
Securities and derivatives business receivables	(4,236,900,157)	(155,792,697)
Trading securities	(179,083,057)	(7,403,300)
Other assets	(7,266,399)	(23,636,805)
Operating liabilities increase (decrease)		
Borrowings from financial institutions	3,900,000,000	(400,000,000)
Payables to Clearing House and broker-dealers	(139,070,754)	(127,686,472)
Securities and derivatives business payables	1,020,553,590	534,563,762
Provision for long-term employee benefits	(242,267)	(12,610,667)
Other liabilities	41,945,627	(3,493,872)
Cash received (paid) from operating activities	243,158,018	(7,789,709)

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

**Capital Nomura Securities Public Company Limited**  
**Statement of cash flows (Continued)**  
For the year ended 31 December 2021

	(Unit: Baht)	
	2021	2020
Cash received from dividend	2,628,118	1,266,800
Cash paid for interest expenses	(30,632,433)	(32,384,064)
Cash received from interest	359,246,800	253,767,679
Cash paid for income tax	(104,653,704)	(57,422,387)
<b>Net cash from operating activities</b>	<b>469,746,799</b>	<b>157,438,319</b>
<b>Cash flows from investing activities</b>		
Net cash received from investments measured at amortised cost	-	85,679,473
Cash received from sales investments measured at fair value through other comprehensive income	-	7,686,788
Cash received from sales of equipment	4,673	220,561
Cash paid for acquisition of equipment	(56,039,918)	(22,328,626)
Cash paid for acquisition of intangible assets	(13,101,701)	(21,026,336)
Cash received from interest	10,718,897	31,498,381
Cash received from dividend	350,752	296,640
<b>Net cash from (use in) investing activities</b>	<b>(58,067,297)</b>	<b>82,026,881</b>
<b>Cash flows from financing activities</b>		
Cash paid for lease liability	(45,552,836)	(53,105,204)
Dividends paid	(344,075,040)	(120,426,264)
<b>Net cash used in financing activities</b>	<b>(389,627,876)</b>	<b>(173,531,468)</b>
<b>Net increase in cash and cash equivalents</b>	<b>22,051,626</b>	<b>65,933,732</b>
<b>Expected credit losses decrease (increase)</b>	<b>52,649</b>	<b>(217,973)</b>
Cash and cash equivalents at the beginning of the year	592,023,846	526,308,087
<b>Cash and cash equivalents at the end of the year</b>	<b>614,128,121</b>	<b>592,023,846</b>

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

**Capital Nomura Securities Public Company Limited****Notes to financial statements****For the year ended 31 December 2021****1. General information**

Capital Nomura Securities Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. Its parent company is Nomura Asia Investment (Singapore) Pte. Ltd., which was incorporated in Singapore. The ultimate parent company of the Group is Nomura Holdings, Inc. The Company is principally engaged in the securities and derivatives with business of securities brokerage, derivatives brokerage, selling agent, securities dealing, securities borrowing and lending services, investment and financial advisory and securities underwriting.

The registered office of the Company is at 25 Bangkok Insurance Building, 15th - 17th Floor, South Sathorn Road, Thungmahamak, Sathorn, Bangkok. As at 31 December 2021, the Company has 9 branches (a headquarter and 8 branches in Bangkok and up country).

**2. Basis of the preparation of the financial statements**

These financial statements for the year ended 31 December 2021 have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and they are presented in compliance with requirement of the Notification of the Office of the Securities and Exchange Commission relating to the format of the financial statements of securities companies (version 3), No. Sor. Thor. 6/2562 dated 8 January 2019.

The financial statements in Thai language are the official statutory financial statements of the Company. The financial statements in English language have been translated from the Thai language financial statements.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

### **3. New financial reporting standards**

#### **3.1 Financial reporting standards that became effective in the current year**

During the years, the Company has adopted the revised reporting standards and interpretations which are effective for fiscal year beginning on or after 1 January 2021. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The adoption of these financial reporting standard does not have any significant impact on the Company's financial statements.

#### **3.2 Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2022**

The Federation of Accounting Professions issued a number of revised financial reporting standards and interpretations, which are effective for fiscal years beginning on or after 1 January 2022. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

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

### **4. Significant accounting policies**

#### **4.1 Revenue recognition**

##### **a) Brokerage fees**

Brokerage fees on securities and derivatives business are recognised as income on the transaction dates.

##### **b) Fees and service income**

Fees and service income are recognised as income when services have been rendered taking into account the stage of completion.

c) Interest income

The Company recognises interest income using the effective interest rate method and recognised on an accrual basis.

The Company calculates interest income by applying the effective interest rate to the gross book value of financial assets. When financial assets are impaired, the company calculates interest income using the effective interest rate with the net book value (gross book value less expected credit losses) of financial assets. If that financial assets are not credit impaired, the Company will calculate interest income on the original gross book value.

d) Gain and return on financial instruments

*Gain (loss) on trading in securities and derivatives*

Gain (loss) on trading in securities and derivatives are recognised as income/expenses on the transaction dates.

*Dividend income*

Dividend is recognised when the right to receive the dividends is established.

## 4.2 Expense recognition

a) Expenses

Expenses are recognised on an accrual basis.

b) Interest expense

Interest expense from financial liabilities at amortised cost is calculated using the effective interest method and recognised on an accrual basis.

## 4.3 Cash and cash equivalents

Cash and cash equivalents include cash on hand, all bank deposit accounts maturing within 3 months or less from the date of acquisition, and including call notes receivable and term notes receivable issued by financial institutions with an ordinary maturing within 3 months or less and not subject to withdrawal restrictions.

## 4.4 Recognition and derecognition of customers' assets

Assets which customers have placed with the Company for securities trading, both through cash accounts and credit balance accounts, including amounts which customers have placed as security for derivatives trading, are recorded as assets and liabilities of the Company for internal control purposes. As at the end of the reporting date, the Company excludes the amounts which are unsecured from both assets and liabilities and presents only those assets which belong to the Company.

#### **4.5 Receivables from/payables to Clearing House and broker-dealers**

Receivables from/payables to Clearing House and broker-dealers comprise the net balance receivables from/payables to Thailand Clearing House in respect of securities trades settled and derivative trading, and also include amounts pledged with Thailand Clearing House as security for derivatives trading and the net balance of receivables from/payables to overseas securities companies in respect of overseas securities trades settle through those companies.

#### **4.6 Securities and derivatives business receivables**

Securities and derivatives business receivables comprise the net securities and derivatives business receivables, and including related accrued interest receivables after deducting allowance for expected credit loss. In addition, securities business receivables comprise the net receivable balances of cash accounts, credit balance receivables for which the securities purchased are used as collateral, securities borrowing and lending receivables, guaranteed deposit receivables (which comprise cash placed as guarantee from borrowers of securities) and other receivables such as overdue cash customer accounts and receivables which are subject to legal proceedings, are undergoing restructuring or are settling in installments, etc.

#### **4.7 Borrowing and lending of securities**

The Company is engaged in securities borrowing and lending, whereby the Company acts as a principal or an agent of the borrowers and lenders of securities who are the Company's customers. The Company records its obligations to return borrowed securities which it has lent as "Payable under securities borrowing and lending business" presented under securities and derivatives business payable in the statement of financial position and securities lent to customers are recorded as "Receivables under securities borrowing and lending business" presented under securities and derivatives business receivables in the statement of financial position base on the close price quoted on the Stock Exchange of Thailand of the last working day of the year.

The Company adjust the balance of securities borrowing payables based on the latest offer price quoted on the Stock Exchange of Thailand on the last working day of the year. The change in value are recorded in profit or loss.

In addition, the Company records cash paid as collateral for securities borrowing as "Guaranteed deposit receivables" and cash received as collateral for securities lending as "Guarantee deposit payables".

Fees for borrowing and lending are recognised on an accrual basis over the term of the lending period.

## 4.8 Financial Instruments

The Company initially measures financial assets at its fair value plus transaction costs, in the case of financial assets that are not measured at fair value through profit or loss. However, fees and service income receivables, that do not contain a significant financing component are measured at the transaction price as disclosed in the accounting policy relating to revenue recognition.

### **Classification and measurement of financial assets and financial liabilities**

#### Financial asset - debt instruments

The Company classifies its financial assets - debt instruments as subsequently measured at amortised cost or fair value in accordance with the Company's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets as follows:

- A financial asset measured at amortised cost only if both following conditions are met: the financial assets are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These financial assets are initially recognised at fair value on trade date and subsequently measured at amortised cost and presented net of allowance for expected credit losses (if any). Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.
- A financial asset measured at fair value through other comprehensive income only if both following conditions are met: the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets as well as and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These financial assets are subsequently measured at fair value. The unrealised gains or losses from changes in their fair value are reported as a component of shareholders' equity through other comprehensive income until realised, after which such gains or losses on disposal of the instruments will be recognised as gain or losses in income statement. The gains or losses on foreign exchange, expected credit losses, and interest income which calculated using the effective interest rate method are recognised in profit or loss.



- A financial asset measured at fair value through profit or loss unless the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows or the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These financial assets are initially recognised at fair value and are subsequently measured at fair value. Unrealised gains and losses from change in fair value, and gains and losses on disposal of instruments are recognised as gains (losses) on financial instruments measured at fair value through profit or loss.

#### Financial asset - equity instruments

The Company has classified investment in equity securities that held for trading as the financial asset measured at fair value through profit or loss with net changes in fair value recognised in profit or loss. Dividends on these investments are recognized in profit and loss and has classified investment in equity securities that not held for trading but held for strategic purposes as the financial asset measured at fair value through other comprehensive income, where an irrevocable election has been made by the management. Such classification is determined on an instrument-by-instrument basis. Gains and losses arising from changes in fair value is recognised in other comprehensive income and not subsequently transferred to profit or loss when disposal, instead, it is transferred to retained earnings. Dividends on these investments are recognised in profit or loss, unless the dividends clearly represent a recovery of part of the cost of the investment, in which case the gains are recognised in other comprehensive income.

#### Financial liabilities

The Company classifies financial liabilities as measured at amortised cost. Financial liabilities are initially recognised at fair value and subsequently measured at amortised cost except for payables under securities borrowing and lending business, derivatives (loss) that measured at fair value through profit or loss.

#### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### **Regular way purchases and sales of financial assets**

Regular way purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace are recognised on the trade

date, the date on which the company commits to purchase or sell the asset, the date on which an asset is delivered.

### **Derecognition of financial instruments**

The Company derecognises a financial asset when the contractual cash flows from the asset expire or it transfers its rights to receive contractual cash flows on the financial asset in a transaction in which all or substantially all the risks and rewards of ownership are transferred. Any interest from transferred financial assets, which is created or retained by the Company, is still recognised as financial assets.

The Company derecognises a financial liability when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

### **Write-off**

Debts that are determined to be irrecoverable are written off in the year in which the decision is taken. This is generally the case when the Company determines that the counterparties does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off are still subject to enforcement activities in order to comply with the Company's procedures for recovery of amount due.

## **4.9 Derivatives**

### **Futures**

The Company initially recognises the fair value of future. Gains or losses from changes in the fair value of future is included in profit or loss. The fair value of marketable futures is calculated with reference to the settlement prices quoted on Thailand Futures Exchange Public Company Limited on the last working day.

## **4.10 Allowance for expected credit losses on financial assets**

The Company recognises expected credit losses using the General Approach of financial asset - debt instruments which are cash equivalents, receivables from clearing house and broker-dealers, cash accounts, credit balance accounts, guarantee deposit receivables, derivatives business receivables, other receivables, investments in debt securities, loans to employees and partial other assets, which are measured at amortised cost or fair value

through other comprehensive income. The Company recognises allowance for expected credit losses at the amount equal to the lifetime expected credit losses when there has been a significant increase in credit risk since initial recognition but that are not credit impaired, or credit impaired. However, when there has not been a significant increase in credit risk since initial recognition, the Company recognises allowance for expected credit losses at the amount equal to the expected credit losses in the next 12 months.

At every reporting date, the amount of allowance for expected credit losses will be reassessed to reflect changes in credit risk of financial assets since initial recognition of related financial instruments.

Measurement of expected credit loss is calculated from probability of default, possible loss given default and exposure at default, assessment of probability of default and loss given default by reference to their historical loss experience, adjusts this for current observable data and plus on the reasonable and supportable forecasts of future economic conditions. Exposure at default is presented at gross amount of assets at reporting date. The Company has established the process to review and monitor methodologies, assumptions and forward-looking macroeconomics scenarios on a regular basis.

The allowance for expected credit losses on credit balance accounts is based on historical loss experience, adjusts this for specific factor and plus on forecasts of future economic conditions. In determining whether credit risk has increased significantly since initial recognition, the Company takes into account the status of outstanding receivables and maintenance of required collateral values in the contract.

At every reporting date, the Company will determine whether credit risk of other debt instruments and cash equivalents has increased significantly since initial recognition, by comparison of risk on lifetime expected probability of default at reporting date and credit risk at date of initial recognition, by mainly taking into account internal and external credit rating of the counterparties as well as overdue status.

The Company assesses whether the credit risk has increased significantly from the date of initial recognition on an individual or collective basis. In order to perform collective evaluation of impairment, the Company classifies financial assets on the basis of shared credit risk characteristics, such as the type of instrument, internal credit rating, overdue status, and other relevant factors.

Financial assets are assessed to be credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the counterparties have occurred, there are indications that the borrower is experiencing significant financial difficulties, or there is a breach of contract, as well as delinquency.

For fee and service income receivables, the Company considers using a simplified approach to determine expected credit losses over the expected life.

Increase (decrease) in an allowance for expected credit losses is recognised as expenses during the year in profit or loss. In the case that the Company receives payment from their written-off receivables, the Company reduces expected credit losses in profit or loss.

#### **4.11 Premises and equipment/Depreciation**

Premises and equipment are stated at cost less accumulated depreciation and allowance for impairment of assets (if any).

Depreciation of premises and equipment is calculated by reference to their cost on the straight-line basis over the following estimated useful lives:

Condominium units	20 years
Leasehold improvements	12 years
Office equipment	3, 5, 6 years
Furniture and fixtures	5, 6 years
Motor vehicles	5 years

No depreciation is provided on construction in progress.

Depreciation is included in determining income.

An item of premises and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in profit or loss when the asset is derecognised.

#### **4.12 Leases**

At inception of contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. At the commencement date of the lease (i.e. the date the underlying asset is available for use), the Company recognises right-of-use assets representing the right to use underlying assets and lease liabilities based on lease payments.

##### ***Right-of-use assets***

Right-of-use assets are measured at cost, less any accumulated depreciation, any accumulated impairment losses, and adjusted for any remeasurement of lease liabilities. The

cost of right-of-use assets includes the amount of lease liabilities initially recognised, initial direct costs incurred, and lease payments made at or before the commencement date of the lease, and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located less any lease incentives received.

Depreciation of right-of-use assets is calculated by reference to their costs, on the straight-line basis over the shorter of the lease term and the estimated useful lives as follows:

Building	2 - 6 years
Office equipment	2 - 4 years
Motor vehicles	4 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost of such asset reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

### ***Lease liabilities***

Lease liabilities are measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be payable under residual value guarantees. Moreover, the lease payments include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising an option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the year in which the event or condition that triggers the payment occurs.

The Company discounted the present value of the lease payments by the interest rate implicit in the lease or the Company's incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

### ***Short-term leases and leases of low-value assets***

A leases that has a lease term less than or equal to 12 months from commencement date or a leases of low-value assets is recognised as expenses on a straight-line basis over the lease term.

#### **4.13 Intangible assets and amortisation**

Intangible assets are initially recognised at cost. Following the initial recognition, the intangible assets are stated at cost less accumulated amortisation and allowance for loss on impairment of assets (if any).

Intangible assets with finite lives are amortised on the straight-line basis over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation year and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

Intangible assets with finite useful lives is amortised for a period of 5 years.

#### **4.14 Income tax**

Income tax expense represents the sum of corporate income tax currently payable and deferred tax.

##### **Current tax**

Current tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legalisation.

##### **Deferred tax**

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Company recognises deferred tax liabilities for all taxable temporary differences while it recognises deferred tax assets for all deductible temporary differences, to the extent it is probable that future taxable profit will be available against which such deductible temporary differences can be utilised.

At each reporting date, the Company reviews and reduces the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

The Company records deferred tax directly to equity if the tax relates to items that are recorded directly to equity.

#### **4.15 Property foreclosed**

Property foreclosed is stated at the lower of cost or net realisable value with reference to the latest appraisal value less estimated selling expenses.

#### **4.16 Impairment of non-financial assets**

At each end of reporting period, the Company performs impairment reviews in respect of the equipment, intangible assets or right-of-use assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount.

An impairment loss is recognised in profit or loss.

#### **4.17 Borrowings from financial institution**

Borrowings from financial institution is recognised initially at the fair value of the proceeds received. borrowings from financial institution is subsequently stated at amortised cost, using the effective interest method. Any difference between proceeds and the redemption value is recognised in the statements of comprehensive income over the period of the borrowings.

#### **4.18 Securities and derivatives business payables**

Securities and derivatives business payables are the obligations of the Company in respect of its securities and derivatives business with outside parties, such as the net payable balances of cash accounts, securities delivery obligations as a result of short sales or securities borrowing, and obligations to return assets held by the Company as collateral for securities lending.

#### **4.19 Debt issued**

Debt issued is recognised initially at the fair value of the proceeds received. Debt issued is subsequently stated at amortised cost, using the effective interest method. Any difference between proceeds and the redemption value is recognised in the statements of comprehensive income over the period of the borrowings.

#### **4.20 Related parties transaction**

Related parties comprise enterprises and individuals that control, or are controlled by, the Company, whether directly or indirectly, or which are under common control with the Company.

They also include individuals which directly or indirectly own a voting interest in the Company that gives them significant influence over the Company, key management personnel, directors and officers with direct or indirect authority in the planning and direction of the Company's operations.

#### **4.21 Foreign currencies**

The financial statements are presented in Baht, which is also the Company's functional currency.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rates ruling at the end of reporting date.

Gains and losses on exchange are included in determining income.

#### **4.22 Employee benefits**

a) Short-term employee benefits

Salaries, wages, bonuses, contribution to the social security fund and annual leave are recognised as expenses when incurred.

b) Post-employment benefits (Defined contribution plans)

The Company and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company. The fund's assets are held in a separate trust fund and the Company contributions are recognised as expenses when incurred.

c) Post-employment benefits (Defined benefit plans)

The Company has obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Company treats these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally qualified independent actuary, based on actuarial techniques, using the Projected Unit Credit Method.

Actuarial gains and losses arising from post-employment benefits are recognised immediately in other comprehensive income.

#### **4.23 Provisions**

Provisions are recognised when the Company has a present obligation as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.



#### **4.24 Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Company applies a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Company measures fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy into three levels based on categories of input to be used in fair value measurement as follows:

- Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities
- Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly
- Level 3 - Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Company determines whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

### **5. Significant accounting judgements and estimates**

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosures, and actual results could differ from these estimation. The significant judgements and accounting estimates are as follows:

#### **5.1 Recognition and derecognition of assets and liabilities**

In considering whether to recognise or to derecognise assets or liabilities, the management is required to make judgement on whether significant risk and rewards of those assets or liabilities have been transferred, based on their best knowledge of the current events and arrangements.

## **5.2 Allowances for expected credit losses of financial assets**

The management is required to use judgement in estimating allowance for expected credit losses for financial assets. The Company's calculation of allowance for expected credit losses depends on the criteria used for assessment of a significant increase in credit risk, the development of a model, the risk that collateral value cannot be realised, collective and individual analyses of the status of receivables, the probability of debt collection and the selection of the forecasted macroeconomic data inputs used in the model. The use of different estimates and assumptions could affect the amount of the allowance for credit losses and, therefore, the allowance may need to be adjusted in the future.

## **5.3 Fair value of financial instruments**

In determining the fair value of financial instruments that are not actively traded and for which quoted market prices are not readily available, the management exercise judgement, using a variety of valuation techniques and models. The input to these models is taken from observable markets, and includes consideration of credit risk, liquidity, correlation and longer-term volatility of financial instruments. Change in assumptions about these factors could affect the fair value and discloses of fair value hierarchy.

## **5.4 Premises and equipment/Depreciation**

In determining depreciation of premises and equipment, the management is required to make estimates of the useful lives and residual values of the premises and equipment, and to review estimate useful lives and residual values when there are any changes.

In addition, the management is required to review premises and equipment for impairment on a periodical basis and record impairment losses when it is determined that their recoverable amount is lower than the carrying amount. This requires judgements regarding forecast of future revenues and expenses relating to the assets subject to the review.

## **5.5 Deferred tax assets**

Deferred tax assets are recognised in respect of temporary differences only to the extent that it is highly probable that taxable profit will be available against which these differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of estimate future taxable profits.

## **5.6 Intangible assets**

The initial recognition and measurement of intangible assets and subsequent impairment testing require management to make estimates of cash flows to be generated by the asset or the cash generating units and to choose a suitable discount rate in order to calculate the present value of those cash flows.

## **5.7 Post-employment benefits under defined benefit plans**

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, staff turnover rate, and mortality rate.

## **5.8 Leases**

### ***Determining the lease term of contracts with renewal and termination options***

In determining the lease term, the management is required to use judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease considering all relevant facts and circumstances that create an economic incentive for it to exercise either the renewal or termination.

### ***Estimating the incremental borrowing rate***

The Company cannot readily determine the interest rate implicit in the lease, therefore, the management is required to exercise judgement in estimating its incremental borrowing rate (IBR) to discount lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

## **5.9 Allowance for impairment of non-financial assets**

In determining allowance for impairment of non-financial asset, the management is required to exercise judgements regarding determination of the recoverable amount of the asset, which is the higher of its forecast fair value less cost of disposal and its forecast value in use.

## **5.10 Litigation**

The Company has contingent liabilities as a result of litigation. The Company's management has used judgement to assess of the results of the litigation and believes that no loss will result. Therefore, no contingent liabilities are recorded as at the end of reporting period.

## 6. Cash and cash equivalents

	(Unit: Baht)	
	2021	2020
Cash	47,000	53,000
Current deposits and saving deposits	1,739,818,381	1,743,299,865
Promissory notes at call	498,000,000	262,000,000
Total cash and cash equivalents	2,237,865,381	2,005,352,865
Less: Deposits for customers' account	(1,623,571,936)	(1,413,111,046)
	614,293,445	592,241,819
Less: Allowance for expected credit losses	(165,324)	(217,973)
Net cash and cash equivalents	614,128,121	592,023,846

	(Unit: Baht)	
	For the year ended 31 December	
	2021	2020
<u>Supplemental cash flows information</u>		
Non-cash transactions		
Accounts payable for purchase of fixed assets and intangible assets	19,213,009	10,773,356

## 7. Receivables from Clearing House and broker-dealers

	(Unit: Baht)	
	2021	2020
Receivables from Clearing House		
Equity and debt securities	500,586,086	1,102,288
Derivatives	106,866,923	76,713,685
Receivables from foreign broker-dealers	9,800,865	11,422,264
Total receivables from Clearing House and broker-dealers	617,253,874	89,238,237
Less: Receivables from Clearing House for customers' accounts	(67,117,969)	(46,124,026)
Net receivables from Clearing House and broker-dealers	550,135,905	43,114,211

## 8. Securities and derivatives business receivables

	(Unit: Baht)	
	2021	2020
<u>Securities business receivables</u>		
Cash accounts	976,963,334	1,003,817,167
Credit balances receivables	9,034,343,188	4,948,890,268
Guaranteed deposit receivables	765,084,161	555,566,482
Receivables under securities borrowing and lending business	460,271,531	490,559,121
Other receivables	6,012,981	6,100,024
Total securities business receivables	11,242,675,195	7,004,933,062
Add: Accrued interest receivables	33,817,724	19,210,734
Less: Allowance for expected credit losses	(6,012,981)	(6,066,936)
Net securities business receivables	11,270,479,938	7,018,076,860
<u>Derivatives business receivables</u>		
Derivatives business receivables	324,105	1,166,080
Total derivatives business receivables	324,105	1,166,080
Net securities and derivatives business receivables	11,270,804,043	7,019,242,940

### 8.1 Classification of securities and derivatives receivables

As at 31 December 2021 and 2020, classification are as follows:

	(Unit: Thousand Baht)		
	2021		
	Securities and derivatives business receivables and accrued interest	Exposure at Default	Allowance for expected credit losses
<u>Securities business receivables</u>			
Performing loans	11,270,480	11,270,480	-
Credit impaired loans	6,013	6,013	(6,013)
Total securities business receivables	11,276,493	11,276,493	(6,013)
<u>Derivatives business receivables</u>			
Performing loans	324	324	-
Total derivatives business receivables	324	324	-
Total securities and derivatives business receivables	11,276,817	11,276,817	(6,013)

(Unit: Thousand Baht)

	2020		
	Securities and derivatives business receivables and accrued interest	Exposure at Default	Allowance for expected credit losses
<u>Securities business receivables</u>			
Performing loans	7,014,919	7,014,919	-
Under-performing loans	3,125	3,125	-
Credit impaired loans	6,100	6,100	(6,067)
Total securities business receivables	7,024,144	7,024,144	(6,067)
<u>Derivatives business receivables</u>			
Performing loans	1,166	1,166	-
Total derivatives business receivables	1,166	1,166	-
Total securities and derivatives business receivables	7,025,310	7,025,310	(6,067)

**8.2** With reference to the case that the Company has filed a civil lawsuit to claim for the whole receivable amount from a client, while this client answered and counter-claimed that the Company was not entitled to file the claim and asked for compensation, where the management, by the Company's external legal counsel's opinion, considered that the counter-claim is defensible and the possibility for additional loss is remote. During the year ended 31 December 2020, the Company completely received the debt settlement and filed the petition to the court for case withdrawal. On 8 October 2020, the Court has considered the Company's petition for case withdrawal together with the client's objection and granted the Company permission to withdraw the case and disposed of the Company's case from the case-list. However, after the Company has withdrawn the case, the counterclaim filed by the client still remain and shall be considered by the court. Currently, the case is pending for scheduling the trial date.

**8.3** As at 31 December 2021, guaranteed deposit receivables of approximately Baht 765 million represent cash paid to secure the borrowing of securities for securities borrowing and lending transactions, and the fair value of the securities borrowed is approximately Baht 742 million (2020: Baht 556 million and Baht 491 million, respectively).

## 9. Derivative assets/ Derivative liabilities

### 9.1 Derivative assets and liabilities

(Unit: Baht)

	2021			
	Assets		Liabilities	
	Fair value	Notional amount	Fair value	Notional amount
<b>Type of risk</b>				
Equity price				
- Futures <sup>(1)</sup>	-	451,223,450	-	84,082,000
<b>Total</b>	-	451,223,450	-	84,082,000

<sup>(1)</sup> Futures contracts are cash settlement. Real exposure is difference between cost of futures contracts and underlying assets level, fair value of outstanding futures contracts as at the end of year included in "Receivables from Clearing House and broker-dealers". As at 31 December 2021, the fair value of derivative assets and liabilities for futures contracts are Baht 19.2 million and Baht 1.7 million, respectively.

(Unit: Baht)

	2020			
	Assets		Liabilities	
	Fair value	Notional amount	Fair value	Notional amount
<b>Type of risk</b>				
Equity price				
- Futures <sup>(1)</sup>	-	64,626,200	-	24,975,500
<b>Total</b>	-	64,626,200	-	24,975,500

<sup>(1)</sup> Futures contracts are cash settlement. Real exposure is difference between cost of futures contracts and underlying assets level, fair value of outstanding futures contracts as at the end of year included in "Receivables from Clearing House and broker-dealers". As at 31 December 2020, the fair value of derivative assets and liabilities for futures contracts are Baht 2.9 million and Baht 0.6 million, respectively.

### 9.2 Proportion of the notional derivative transactions classified by type of contractual parties

Type of parties	2021		2020	
	Proportion based on contract amount		Proportion based on contract amount	
	Assets	Liabilities	Assets	Liabilities
	(percent)	(percent)	(percent)	(percent)
Clearing House	100	100	100	100
<b>Total</b>	100	100	100	100

## 10. Non-collateralised investments

### 10.1 Cost and fair value

	(Unit: Baht)	
	2021	2020
	Fair value / Amortised cost	Fair value / Amortised cost
<b><u>Fair value</u></b>		
<b>Investments measured at fair value through profit or loss</b>		
Marketable equity instruments in domestic market	267,509,750	87,578,350
Total	267,509,750	87,578,350
<b>Investments measured at fair value through other comprehensive income</b>		
Non-marketable equity instruments in domestic market	1,000,000	1,404,650
Total	1,000,000	1,404,650
<b><u>Amortised cost</u></b>		
<b>Investments measured at amortised cost</b>		
Treasury bill	3,376,265,684	2,112,369,319
Less: Investments for customer's accounts	(3,374,087,329)	(2,111,260,724)
Total	2,178,355	1,108,595
Investments	270,688,105	90,091,595

### 10.2 Investments in deposits at financial institutions and investments in debt securities classified by remaining periods of contracts

	(Unit: Baht)			
	2021			
	Due within			Total
	Within 1 year	1 - 5 years	Over 5 years	
Treasury bill	3,376,265,684	-	-	3,376,265,684
Less: Investments for customer's accounts	(3,374,087,329)	-	-	(3,374,087,329)
Total	2,178,355	-	-	2,178,355
	(Unit: Baht)			
	2020			
	Due within			Total
	Within 1 year	1 - 5 years	Over 5 years	
Treasury bill	2,112,369,319	-	-	2,112,369,319
Less: Investments for customer's accounts	(2,111,260,724)	-	-	(2,111,260,724)
Total	1,108,595	-	-	1,108,595



### 10.3 Investment in equity instruments measured at fair value through other comprehensive income

(Unit: Thousand Baht)

2021					
Investment	Reason for using option in presentations as mentioned	Fair value	Dividend received	Retained earnings or retained losses transferred in owner's equity	Reason to transfer
TRIS Corporation Limited	Intend to hold for long-term	1,000	340	-	-
Tawana Hotel Co., Ltd.	Intend to hold for long-term	-	-	-	-
TSFC Securities Public Company Limited	Intend to hold for long-term	-	11	-	-
ASCO Business Promotion Co., Ltd.	Intend to hold for long-term	-	-	-	-
Total		1,000	351	-	

(Unit: Thousand Baht)

2020					
Investment	Reason for using option in presentations as mentioned	Fair value	Dividend received	Retained earnings or retained losses transferred in owner's equity	Reason to transfer
TRIS Corporation Limited	Intend to hold for long-term	1,000	281	-	-
Tawana Hotel Co., Ltd.	Intend to hold for long-term	405	-	-	-
TSFC Securities Public Company Limited	Intend to hold for long-term	-	16	-	-
ASCO Business Promotion Co., Ltd.	Intend to hold for long-term	-	-	-	-
Total		1,405	297	-	

## 11. Allowance for expected credit losses

	(Unit: Thousand Baht)	
	2021	2020
Cash and cash equivalents	165	218
Securities and derivatives business receivables	6,013	6,067
Total	6,178	6,285

As at 31 December 2021 and 2020, allowance for expected credit losses of securities and derivatives business receivables are as follows:

	(Unit: Thousand Baht)			
	12-month ECL	Lifetime ECL - not credit impaired	Lifetime ECL - credit impaired	Total
Balance as of 1 January 2020	-	-	113,079	113,079
Write-off	-	-	(706)	(706)
Recoveries	-	-	(106,306)	(106,306)
Balance as of 31 December 2020	-	-	6,067	6,067
Recoveries	-	-	(54)	(54)
Balance as of 31 December 2021	-	-	6,013	6,013

## 12. Premises and equipment

(Unit: Baht)

	For the year ended 31 December 2021					
	Condominium units	Office equipment	Furniture and fixtures	Motor vehicles	Work in progress	Total
<b>Cost</b>						
1 January 2021	22,704,701	328,937,370	154,867,873	24,448,946	-	530,958,890
Additions	-	63,305,814	347,410	-	-	63,653,224
Disposals/write-off	-	(857,318)	(3,778,036)	-	-	(4,635,354)
31 December 2021	22,704,701	391,385,866	151,437,247	24,448,946	-	589,976,760
<b>Accumulated depreciation</b>						
1 January 2021	18,441,571	288,119,229	146,794,082	13,587,458	-	466,942,340
Depreciation for the year	-	34,693,546	4,758,878	483,400	-	39,935,824
Depreciation on disposals /write-off	-	(857,237)	(2,698,710)	-	-	(3,555,947)
31 December 2021	18,441,571	321,955,538	148,854,250	14,070,858	-	503,322,217
<b>Net book value</b>						
31 December 2021	4,263,130	69,430,328	2,582,997	10,378,088	-	86,654,543
Depreciation for the year ended 31 December 2021						39,935,824

(Unit: Baht)

	For the year ended 31 December 2020					
	Condominium units	Office equipment	Furniture and fixtures	Motor vehicles	Work in progress	Total
<b>Cost</b>						
1 January 2020	22,704,701	342,739,123	168,059,481	24,448,946	-	557,952,251
Additions	-	24,600,159	324,014	-	1,092,865	26,017,038
Transfer in / out	-	-	1,092,865	-	(1,092,865)	-
Disposals/write-off	-	(38,401,912)	(14,608,487)	-	-	(53,010,399)
31 December 2020	22,704,701	328,937,370	154,867,873	24,448,946	-	530,958,890
<b>Accumulated depreciation</b>						
1 January 2020	18,441,571	299,580,811	152,858,100	10,707,805	-	481,588,287
Depreciation for the year	-	26,882,222	8,450,527	2,879,653	-	38,212,402
Depreciation on disposals /write-off	-	(38,343,804)	(14,514,545)	-	-	(52,858,349)
31 December 2020	18,441,571	288,119,229	146,794,082	13,587,458	-	466,942,340
<b>Net book value</b>						
31 December 2020	4,263,130	40,818,141	8,073,791	10,861,488	-	64,016,550
Depreciation for the year ended 31 December 2020						38,212,402

As at 31 December 2021, the Company office equipment have been fully depreciated but are still in use. The original cost, before deducting accumulated depreciation, of those assets amounted to Baht 440 million (2020: Baht 394 million).

### 13. Lease

The Company has lease contracts used in their operation. Leases generally have lease terms between 1 - 4 years.

#### 13.1 Right-of-use assets

(Unit: Baht)

	For the year ended 31 December 2021			
	Buildings	Office equipment	Motor Vehicles	Total
<b>Cost</b>				
1 January 2021	162,362,470	5,301,998	9,711,795	177,376,263
Additions	87,283,741	2,260,672	558,018	90,102,431
Disposals	(27,064,986)	(4,925,829)	(9,864,058)	(41,854,873)
31 December 2021	222,581,225	2,636,841	405,755	225,623,821
<b>Accumulated depreciation</b>				
1 January 2021	37,187,269	3,103,075	3,296,092	43,586,436
Depreciation for the year	35,150,341	2,817,587	6,872,282	44,840,210
Depreciation on write-off	(26,833,053)	(4,925,829)	(9,864,058)	(41,622,940)
31 December 2021	45,504,557	994,833	304,316	46,803,706
<b>Net book value</b>				
31 December 2021	177,076,668	1,642,008	101,439	178,820,115

(Unit: Baht)

	For the year ended 31 December 2020			
	Buildings	Office equipment	Motor Vehicles	Total
<b>Cost</b>				
1 January 2020	173,652,744	5,646,941	8,956,303	188,255,988
Additions	12,858,426	-	8,088,259	20,946,685
Disposals	(24,148,700)	(344,943)	(7,332,767)	(31,826,410)
31 December 2020	162,362,470	5,301,998	9,711,795	177,376,263
<b>Accumulated depreciation</b>				
1 January 2020	-	-	-	-
Depreciation for the year	40,160,907	3,448,018	10,628,859	54,237,784
Depreciation on write-off	(2,973,638)	(344,943)	(7,332,767)	(10,651,348)
31 December 2020	37,187,269	3,103,075	3,296,092	43,586,436
<b>Net book value</b>				
31 December 2020	125,175,201	2,198,923	6,415,703	133,789,827

### 13.2 Lease liabilities

	(Unit: Baht)	
	2021	2020
Lease Liabilities	197,971,207	143,635,866
Less: Deferred interest expenses	(12,000,193)	(5,877,651)
Total	185,971,014	137,758,215

The maturity analysis of lease payments is disclosed in Note 35 under the liquidity risk.

### 13.3 Expenses related to lease agreements which was recognised in statement of income

	(Unit: Thousand Baht)	
	For the year ended 31 December	
	2021	2020
Depreciation expense of right-of-use assets	44,840	54,238
Interest expense on lease liabilities	3,892	3,410
Total	48,732	57,648

The Company has total cash outflows for leases for the year ended 31 December 2021 of Baht 46 million (2020 : Baht 53 million).

## 14. Intangible assets

		(Unit: Baht)				
		For the the year ended 31 December 2021				
	Remaining amortisation year	Balance beginning of the year	Increase/ transfer in	Amortised	Disposals/ transfer out	Balance end of the year
Computer software	0 – 4.84 Years	56,995,545	30,775,074	-	-	87,770,619
Software in progress		20,833,354	12,211,513	-	(29,058,539)	3,986,328
Total intangible assets		77,828,899	42,986,587	-	(29,058,539)	91,756,947
Less: Accumulated amortisation		(30,632,435)	-	(9,315,702)	-	(39,948,137)
Net intangible assets		47,196,464	42,986,587	(9,315,702)	(29,058,539)	51,808,810
Amortisation expenses for the year ended 31 December 2021						9,315,702

(Unit: Baht)

For the year ended 31 December 2020						
	Remaining amortisation year	Balance beginning of the year	Increase/ transfer in	Amortised	Disposals/ transfer out	Balance end of the year
Computer software	0 - 4.88 years	39,927,655	17,067,890	-	-	56,995,545
Software in progress		17,929,410	2,903,944	-	-	20,833,354
Total intangible assets		57,857,065	19,971,834	-	-	77,828,899
Less: Accumulated amortisation		(25,171,459)	-	(5,460,976)	-	(30,632,435)
Net intangible assets		32,685,606	19,971,834	(5,460,976)	-	47,196,464
Amortisation expenses for the year ended 31 December 2020						5,460,976

## 15. Deferred tax assets/liabilities and income tax

Income tax expenses for the year ended 31 December 2021 and 2020 are made up as follows:

(Unit: Baht)

	2021	2020
<b>Current income tax:</b>		
Current income tax charge	123,063,399	78,094,484
Adjustment in respect of current income tax of previous year	-	18
<b>Deferred tax:</b>		
Relating to origination and reversal of temporary differences	(10,384,717)	6,587,892
<b>Income tax expense reported in the statement of comprehensive income</b>	<b>112,678,682</b>	<b>84,682,394</b>

The amounts of income tax relating to each component of other comprehensive income for the year ended 31 December 2021 and 2020 are as follows:

(Unit: Baht)

	2021	2020
Income tax relating to gain (loss) on change in value of investments measured at fair value through other comprehensive income	(80,930)	690,378
Income tax relating to actuarial gain	3,581,447	-
	<b>3,500,517</b>	<b>690,378</b>

Reconciliation between accounting profit and income tax expense is as follows:

	(Unit: Baht)	
	2021	2020
Accounting profit before income tax	564,403,502	438,105,122
Applicable tax rate	20 percent	20 percent
Accounting profit before tax multiplied by applicable tax rate	112,880,700	87,621,025
Adjustment in respect of income tax of prior year	-	18
Effects of:		
Non-deductible expense	441,572	763,274
Non-taxable income	(86,892)	(272,976)
Additional expense deductions allowed	(556,698)	(3,428,947)
Total	(202,018)	(2,938,649)
Income tax expenses reported in the statement of comprehensive income	112,678,682	84,682,394

The components of deferred tax assets and deferred tax liabilities are as follows:

	(Unit: Baht)	
	2021	2020
<b>Deferred tax assets</b>		
Allowance for impairment of property foreclosed	5,570,240	5,570,240
Allowance for expected credit losses of account receivables and other receivables	1,160,873	1,171,664
Provisions for long-term employee benefits	27,377,556	28,734,563
Accrued employee expenses	37,479,039	29,145,819
Others	14,493,535	14,471,835
Total deferred tax assets	86,081,243	79,094,121
<b>Deferred tax liabilities</b>		
Others	(184,431)	(81,510)
Total deferred tax liabilities	(184,431)	(81,510)
Net deferred tax assets	85,896,812	79,012,611

## 16. Other assets

	(Unit: Baht)	
	2021	2020
Loans to employees	49,214,888	56,216,424
Deposit and contribution to the clearing fund and securities deposits	112,940,492	102,461,743
Prepaid expenses	48,991,938	33,307,512
Deposits	17,519,952	17,325,835
Property foreclosed (net of allowance for impairment of Baht 28 million)	15,000,000	15,000,000
Accrued interest receivables	1,012,729	1,048,420
Deposit for derivative business	4,993,862	5,000,000
Fees and service income receivables	45,246,175	54,010,776
Others	7,996,891	11,953,286
<b>Total other assets</b>	<b>302,916,927</b>	<b>296,323,996</b>

### 16.1 Loans to employees

	(Unit: Thousand Baht)	
	2021	2020
<b>Loan that the credit risk has not increased significantly</b>		
Not over 1 year	31	697
Over 1 year	49,184	55,519
<b>Total</b>	<b>49,215</b>	<b>56,216</b>

## 17. Borrowings from financial institutions

As at 31 December 2021 and 2020, borrowings from financial institutions comprising only domestic borrowings and are classified as follows:

	(Unit: Thousand Baht)				
	2021				
Interest rate	Remaining period to maturity				
per annum	Less than				
(percent)	At call	1 year	1 - 5 years	Total	
Borrowings					
Borrowings from financial institutions	0.93 – 1.31	-	4,350,000	-	4,350,000
<b>Total borrowings from financial institutions</b>		-	4,350,000	-	4,350,000



(Unit: Thousand Baht)

2020				
Interest rate per annum (percent)	Remaining period to maturity			
	Less than			Total
	At call	1 year	1 - 5 years	
Borrowings				
Borrowings from financial institutions	0.70	450,000	-	450,000
<b>Total borrowings from financial institutions</b>		<b>450,000</b>	<b>-</b>	<b>450,000</b>

## 18. Payables to Clearing House and broker - dealers

(Unit: Baht)

	2021	2020
Payables to Clearing House		
Equity and debt securities	906,048	130,824,870
Derivatives	1,644,282	1,082,336
Payables from foreign companies	12,691,863	22,405,741
<b>Total payables to Clearing House and broker-dealers</b>	<b>15,242,193</b>	<b>154,312,947</b>

## 19. Securities and derivatives business payables

(Unit: Baht)

	2021	2020
<u>Securities business payables</u>		
Cash accounts	1,547,847,448	734,362,131
Guarantee deposit payables	425,107,889	454,162,480
Payable under securities borrowing and lending business	742,475,531	490,579,121
<b>Total securities business payables</b>	<b>2,715,430,868</b>	<b>1,679,103,732</b>
Accrued interest payables	2,628,603	1,458,940
<b>Total securities business payables</b>	<b>2,718,059,471</b>	<b>1,680,562,672</b>
<u>Derivatives business payables</u>		
Derivatives business payables	793,198	118,180
<b>Total derivatives business payables</b>	<b>793,198</b>	<b>118,180</b>
<b>Net securities and derivatives business payables</b>	<b>2,718,852,669</b>	<b>1,680,680,852</b>

## 20. Provisions

(Unit: Thousand Baht)

	Provisions for long-term employee benefits	Decommissioning Cost	Allowance for expected credit losses	Total
Balance as at 1 January 2020	145,079	16,139	490	161,708
Increase (decrease) during the year	(1,406)	(164)	270	(1,300)
Balance as at 31 December 2020	143,673	15,975	760	160,408
Increase (decrease) during the year	(6,785)	(193)	491	(6,487)
Balance as at 31 December 2021	136,888	15,782	1,251	153,921

## 21. Provisions for long-term employee benefits

Provision for long - term employee benefits, which are compensations on employees' retirement, are as follows:

(Unit: Baht)

	2021	2020
<b>Provisions for long-term employee benefits at beginning of year</b>	143,672,816	145,078,901
Included in profit or loss:		
Current service cost	8,007,129	8,026,433
Interest cost	3,357,335	3,178,149
Included in other comprehensive income:		
Actuarial gain arising from		
Demographic assumptions changes	(2,207,770)	-
Financial assumptions changes	(6,253,679)	-
Experience adjustments	(9,445,785)	-
Benefits paid during the year	(242,266)	(12,610,667)
<b>Provisions for long-term employee benefits at end of year</b>	136,887,780	143,672,816

The Company has obligation relating to long-term employee benefits expected to be paid to its employees in the next one year amount of Baht 23.34 million.

As at 31 December 2021, the weighted average duration of the liabilities for long-term employee benefit was 12.27 years.

Significant actuarial assumptions are summarised below:

	2021	2020
Discount rate	1.53 percent per annum	1.6 percent per annum
Salary increase rate	5 - 6 percent per annum	5 - 6 percent per annum
Average turnover rate	3 - 26 percent per annum based on employee's year of services	3 - 32 percent per annum based on employee's year of services

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2021 and 2020 are summarised below:

(Unit: Million Baht)

	2021		2020	
	Increase 0.5%	Decrease 0.5%	Increase 0.5%	Decrease 0.5%
Discount rate	(5.5)	5.9	(5.3)	5.7
Salary increase rate	5.4	(5.0)	6.4	(6.0)

(Unit: Million Baht)

	2021		2020	
	Increase 10%	Decrease 10%	Increase 10%	Decrease 10%
Average turnover rate	(4.2)	4.6	(5.0)	5.4

## 22. Other liabilities

(Unit: Baht)

	2021	2020
Accrued employee expenses	188,585,303	147,317,496
Accrued interest expenses	15,704,078	17,260
Accrued expenses	95,240,326	79,930,948
Others	16,992,087	23,183,993
Total other liabilities	316,521,794	250,449,697

## 23. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution.

## 24. Capital Management

The primary objectives of the Company's capital management are to maintain the Company's ability to continue as a going concern and to maintain net liquid capital in accordance with the rules laid down by the Office of the Securities and Exchange Commission. The Company specifies the scope of transaction. Thus the Risk Management Department is assigned to be responsible for closely monitoring NCR figures. During the year, the Company can maintain net capital ratio in accordance with the rules.

## 25. Brokerage fee income

	(Unit: Baht)	
	2021	2020
Brokerage fee from securities business	864,414,728	669,005,933
Brokerage fee from derivatives business	53,549,838	64,671,507
Other brokerage fee	-	2,860,855
Total brokerage fee income	917,964,566	736,538,295

## 26. Fees and service income

	(Unit: Baht)	
	2021	2020
Underwriting fee	28,336,429	33,326,541
Financial advisory	7,113,354	17,467,470
Selling agent	420,791,083	312,133,749
Securities borrowing and lending	21,615,611	23,600,344
Business support	92,620,919	100,851,618
Others	6,068,951	3,161,781
Total fees and service income	576,546,347	490,541,503

## 27. Interest income

	(Unit: Baht)	
	2021	2020
Interest on margin loans	367,879,384	211,047,442
Interest from deposits in financial institutions	4,759,737	8,186,344
Interest from investment	11,788,657	25,426,236
Others	1,178,979	29,495,952
Total interest income	385,606,757	274,155,974

## 28. Gain and return on financial instruments

		(Unit: Baht)
	2021	2020
Gain (loss) on securities	54,707,371	(3,712,696)
Gain (loss) on derivatives	(35,473,891)	16,230,201
Dividend	2,978,870	1,563,440
Total gain and return on financial instruments	22,212,350	14,080,945

## 29. Provident fund

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E 2530. The employees contribute to the fund monthly at the rate of 5 - 15 percent of basic salary and the Company contribute to the fund monthly at the rate of 5 - 10 percent of basic salary. The Fund is managed by TISCO Asset Management Limited and will be paid to the employees upon termination in accordance with the fund rules.

During the year ended 31 December 2021, the Company contributed Baht 28.2 million to the fund (2020: Baht 27.0 million).

In addition to the contributory registered provident fund, the Company has established a provision for an additional plan for employees who work with the Company for over 5 years and over 10 years. The plan is unfunded and is provided only for employees who joined the Company prior to 15 July 1986. Liabilities under this plan have been presented as part of "Other liabilities".

## 30. Earnings per share

Basic earnings per share is calculated by dividing profit for the year (excluding other comprehensive income) by the weighted average number of ordinary shares outstanding during the year.

### 31. Dividends

During the years, the Company declared the following dividends for payment to shareholders:

	Approved by	Total dividend declaration (Million Baht)	Dividend declaration per share (Baht)
Dividends from the operating results for the year ended 31 December 2020	The annual ordinary meeting of the Company's shareholders No. 1/2564 on 28 April 2021	344	0.16 (from 2,150,469,000 ordinary shares at par value of Baht 1 each)
Dividends from the operating results for the year ended 31 December 2019	The annual ordinary meeting of the Company's shareholders No. 1/2563 on 22 May 2020	120	0.056 (from 2,150,469,000 ordinary shares at par value of Baht 1 each)

### 32. Related party transactions

During the years, the Company had significant business transactions with the following related parties.

Related parties	Relationship
Nomura Holdings, Inc.	Ultimate parent company
Nomura Asia Investment (Singapore) Pte.Ltd.	Parent company
Nomura Singapore Limited	Having common major shareholders
Nomura Securities Co., Ltd.	Having common major shareholders
Nomura International (Hong Kong) Limited	Having common major shareholders
Nomura International Plc.	Having common major shareholders
Instinet Pacific Limited	Having common major shareholders
United Information Highway Co., Ltd.	Having common director

Such transactions with its related companies were concluded on the commercial terms and based agree upon by the Company and those companies in the ordinary course of business. The significant transactions are summarised below.

(Unit: Baht)

	For the years ended		
	31 December		Pricing policies
	2021	2020	(for the year 2021)
<b><u>Transactions occurred during the years</u></b>			
Brokerage fees income			
- Common major shareholder	19,342,720	15,641,857	At normal rate charged to other clients
Fees income from business support services			
- Common major shareholder	31,306,205	13,510,995	At actual costs plus a margin of 10 percent
Fees income from international investment banking services			
- Common major shareholder	24,789,379	29,035,423	At actual costs plus a margin of 10 percent
Fees income from introducing broker			
- Common major shareholder	1,523,977	930,757	Based on actual executed transactions of our referred customers and at the rate as indicate in the agreement referred to similar business
Fees income from securities borrowing and lending			
- Common major shareholder	632,797	2,086,892	At normal rate charged to other clients
Fees income from other services			
- Parent company	-	5,000,000	At normal rate charged to other clients
- Common major shareholder	5,670,555	29,369,173	At the contract rate determined by extend and amount of work assigned
Fee income from sales and trading services and research			
- Common major shareholder	30,854,779	30,805,186	At actual costs plus a margin of 10 percent net with the brokerage commission received
Fee income from late delivery			
- Common major shareholder	52,631	261,889	At normal rate charged to other clients
Fees expense from other services			
- Common major shareholder	1,853,325	3,878,396	At the contract rate determined by extend and amount of work assigned
Fee expenses from Hi-speed circuit service			
- Common director	-	717,665	At the same rate charged to other clients without dependent interest

(Unit: Baht)

	For the years ended		
	31 December		Pricing policies
	2021	2020	(for the year 2021)
<b><u>Transactions occurred during the years</u></b>			
<b>(continued)</b>			
Brokerage fees expense from foreign securities trading			
- Common major shareholder	33,519	31,504	Calculated based on trade volume and at the referential rate charged to other clients without dependent interest

As at 31 December 2021 and 2020, the outstanding balances of the related party transactions are as follows:

	(Unit: Baht)	
	2021	2020
Securities business receivables		
- Common major shareholder	78,347,529	303,038,874
Other assets - accrued income receivables		
- Common major shareholder	17,923,967	26,990,984
Other assets - Securities borrowing and Lending receivables		
- Common major shareholder	2,000	299,749
Other assets - others		
- Common major shareholder	7,450	7,248
Securities business payables		
- Common major shareholder	63,205,843	136,302,877
Other liabilities - others		
- Common major shareholder	1,253,795	-



## Management's remuneration

During the years ended 31 December 2021 and 2020, the Company had employee benefit expenses payable to their directors and management as below.

(Unit: Baht)

	For the years ended 31 December	
	2021	2020
Short-term employee benefits	109,378,007	101,612,696
Post-employment benefits	4,969,745	5,233,405
Total	114,347,752	106,846,101

## 33. Operating information by segment

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

For management purposes, the Company is organised into business units based on its products and services and have four reportable segments as follows:

- Securities business segment, which provide service according to brokering, derivative brokering and securities borrowing and lending.
- Investment banking segment, which provide service according to underwriting, investment advisory and financial advisory.
- Fixed Income segment, which provide service according to trading debt securities.
- Other segments, which provide support services and operating management.

The chief operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and total assets on a basis consistent with that used to measure operating profit or loss and total assets in the financial statements.

The following tables present the Company operating segments information as at 31 December 2021 and 2020, and for the years ended 31 December 2021 and 2020 of the Company by segment.

(Unit: Million Baht)

	Securities business segment		Investments banking segment		Fixed income segment		Other segments		Total	
	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020
Total revenue	1,392	1,104	41	84	22	23	45	23	1,500	1,234
Segment operating profit	477	306	(10)	25	5	5	16	9	482	345
Unallocated income and expenses										
Interest income									386	274
Gain and return on financial instruments									18	8
Other income									4	5
Financial costs									(50)	(29)
Personnel expenses and other expenses									(281)	(271)
Reversal expected credit losses									-	106
Income tax									(113)	(85)
Profit for the year									452	353

(Unit: Million Baht)

As at

	Securities business segment		Investments banking segment		Fixed income segment		Other segments		Total	
	31 December 2021	31 December 2020	31 December 2021	31 December 2020	31 December 2021	31 December 2020	31 December 2021	31 December 2020	31 December 2021	31 December 2020
Premises and equipment									87	64
Unallocated assets									13,325	8,301
Total assets									13,412	8,365

## Geographic information

The Company is operated in Thailand only. As a result, all of the revenues and assets as reflected in these financial statements pertain to the aforementioned geographical reportable.

## Major customers

For the years ended 31 December 2021 and 2020, the Company has no major customer with revenue of 10 percent or more of an entity's revenues.

## 34. Commitments and contingent liabilities

As at 31 December 2021 and 2020, the Company has the following outstanding commitments and contingent liabilities.

- 34.1** The Company has commitments to pay the fees related to its securities business to the Stock Exchange of Thailand, Thailand Clearing House Company Limited and Thailand Securities Depository Company Limited. These comprise a monthly fixed amount, a percentage of trading volume each month and/or a percentage of net settlements each month.

- 34.2** The Company has commitment to pay the fees related to its derivatives business to Thailand Futures Exchange Public Company Limited and Thailand Clearing House Company Limited. These comprise a monthly fixed amount and/or at the specific rate for each purchase or sale of a futures contract transacted.
- 34.3** The Company has commitments to pay a fee to the Office of the Securities and Exchange Commission in relation to securities business licenses. The fee is calculated accordance with the Notification of the Office of the Securities and Exchange Commission. The minimum total fee is Baht 25,000 per annum and the maximum total fee is Baht 10,000,000 per annum.
- 34.4** The Company has commitments to pay a fee to the Office of the Securities and Exchange Commission in relation to derivatives business licenses at the rate of Baht 0.10 per contract and Baht 0.01 per contract for single stock futures with underlying price not over Baht 100. The minimum total fee is Baht 25,000 per annum and the maximum total fee is Baht 1,000,000 per annum.
- 34.5** As at 31 December 2021, the Company had capital commitments of approximately Baht 2 million, relating to the purchases of office equipment and software. (2020: Baht 12 million)

## **35. Risk management policy**

### **Financial risk management objectives and policies**

The significant financial instruments of the Company principally comprise cash and cash equivalents, receivables from Clearing House and broker-dealers, securities and derivatives business receivables, Non-collateralised investments, loans to employees, deposits, fees and service income receivables, borrowings from financial institutions, payables to Clearing House and broker-dealers, securities and derivatives business payables. The financial risks associated with these financial instruments of the Company and how they are managed is described below.

### **35.1 Credit risk**

Credit risk is the risk that the counterparty will be unable to meet its contractual obligations or have a significant increase in credit risk and unable to pay principal and interest.

The Company is exposed to credit risk primarily with respect to securities and derivatives business receivables, loans, deposits with banks and financial institutions, receivables from Clearing House and broker-dealers and other financial instruments. The maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position.

In relation to impairment of financial assets, TFRS 9 requires the Company to prepare an expected credit loss model. The Company has established and maintain an appropriate credit loss model. The Company periodically reviews the parameters and the data used in the credit loss model.

#### ***Securities and derivatives business receivables***

The Company manages the credit risk for securities and derivatives business receivables by establishing a credit quality review process and trading credit limit, placing collateral and approval and reviewing credit limit at both of committee and individual level subject to credit level. In addition, the Company assigns Risk Management Department to control and monitor the credit risk on a regular basis.

#### ***Deposits with banks and financial institutions and other financial instruments***

The credit risk on deposits with banks and financial institutions and investment in debt instruments is limited because the Company had deposit with banks and financial institutions with high credit-ratings assigned by credit-rating agencies. For investment in debt instruments, the Company invests in Government bond with low credit risk.

#### ***Loans to employees***

The credit risk on loans is limited because this account represents loans to employees under welfare program, with full collateral. In case of default, the Company has a right to proceed legal actions to foreclose the collateral to repay the loans.

### **35.2 Market risk**

Market risk is the risk that the future cash flows or fair value of financial instruments will fluctuate due to changes in market variables related primarily to interest rate, foreign currency and equity instruments price. The Company manages their risk exposure as follows.

#### **35.2.1 Interest rate risk**

The Company's exposures to interest rate risk relates primarily to their cash and cash equivalents, receivable from Clearing House and broker-dealers, securities and derivatives business receivables, investments measured at amortised cost, loans to employees, borrowings from financial institutions, payables to Clearing House and broker-dealers, and securities and derivatives business payables. However, the Company's financial assets and liabilities are mostly bear floating interest rates or fixed interest rates which are closed to the market rate due to the short-term in nature. Therefore the interest rate risk of the Company is limited.

As at 31 December 2021 and 2020, financial assets and liabilities that carry the significant interest rate risk are classified by type of interest rates. Those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

2021							
Outstanding balances of financial instruments							
	Floating interest rate	Fixed interest rate which the remaining period before maturity date or end of contract date		Without interest	Total	Interest rate	
		Within 1 year	1 - 5 years			Floating	Fixed
						interest rate	interest rate
						% p.a.	% p.a.
<b><u>Financial assets</u></b>							
Cash and cash equivalents	274	-	-	340	614	0.05 - 0.45	-
Receivable from Clearing							
House and broker-dealers	-	-	-	550	550	-	-
Securities and derivatives							
business receivables	9,034	460	-	1,749	11,243	4.31 - 6.06	3.50
Investments measured at							
amortised cost	-	2	-	-	2	-	0.40 - 0.49
Loans to employees	49	-	-	-	49	0.50	-
<b><u>Financial liabilities</u></b>							
Borrowings from financial							
institutions	-	4,350	-	-	4,350	-	0.93 - 1.31
Payables to Clearing House							
and broker-dealers	-	-	-	15	15	-	-
Securities and derivatives							
business payables	-	742	-	1,974	2,716	-	2.50

(Unit: Million Baht)

2020							
Outstanding balances of financial instruments							
	Floating interest rate	Fixed interest rate which the remaining period before maturity date or end of contract date		Without interest	Total	Interest rate	
		Within 1 year	1 - 5 years			Floating	Fixed
						interest rate	interest rate
						% p.a.	% p.a.
<b>Financial assets</b>							
Cash and cash equivalents	535	-	-	57	592	0.05 - 0.45	-
Receivable from Clearing House and broker-dealers	-	-	-	43	43	-	-
Securities and derivatives business receivables	4,949	491	-	1,566	7,006	4.31 - 7.56	3.50
Investments measured at amortised cost	-	1	-	-	1	-	0.19 - 0.30
Loans to employees	56	-	-	-	56	0.50	-
<b>Financial liabilities</b>							
Borrowings from financial institutions	450	-	-	-	450	0.70	-
Payables to Clearing House and broker-dealers	-	-	-	154	154	-	-
Securities and derivatives business payables	-	491	-	1,188	1,679	-	2.50

### Interest rate sensitivity

The following table demonstrates the sensitivity of the Company's profit before tax to a reasonably possible change in interest rates on that portion of floating rate of credit balance account receivables affected as at 31 December 2021, with all other variables held constant.

	Increase/(decrease)	Effect on profit before tax
	(%)	(Million Baht)
Credit balance account receivables	0.25	21
	(0.25)	(21)

*The impact analysis is not a prediction or forecast of future market conditions. Actual events or results may differ from the analysis.*

### 35.2.2 Foreign exchange risk

The Company's exposure to foreign currency risk arises from brokerage service for securities listed in stock exchange in overseas, and revenue and expense transactions that are denominated in foreign currencies. However, net foreign exchange risk is not significant to the Company.

The significant balances of financial assets and liabilities denominated in foreign currencies as at 31 December 2021 and 2020 are summarised below:

Foreign currency	Financial assets		Financial liabilities		Average exchange rates	
	2021	2020	2021	2020	2021	2020
	(Unit: Thousand unit)					
	(Baht per 1 foreign currency unit)					
Japanese yen	1,007	603	-	-	0.2906	0.2907
Hong Kong dollar	272	4,260	-	3,733	4.2886	3.8753
Singapore dollar	8	33	-	-	24.7357	22.6632
United States dollar	758	854	623	626	33.4199	30.0371
Australia dollar	2	1	-	-	24.2627	22.9188
United Kingdom pound	4	14	-	8	45.0984	40.6403
Euro Zone	3	3	-	-	37.8948	36.8764
Canada dollar	50	5	45	-	26.1428	23.4506
Laos kip	926,968	926,840	-	-	0.0030	0.0032
Yuan China	-	14	-	14	5.2507	4.6187
Peso Philippines	655	-	655	-	0.6550	0.6261

### 35.3 Liquidity risk

Liquidity risk is the risk that the Company will be unable to liquidate financial assets and/or procure sufficient funds to discharge obligations in a timely manner, resulting in a financial loss.

The Company manages liquidity risk through monitoring and planning of their cash flows, including the arrangement of credit facilities, in order to ensure that they will have sufficient funds for their operations.

As at 31 December 2021 and 2020, remaining years to maturity of financial instrument, counted from the end of the reporting year, are follows:

(Unit: Million Baht)

	2021					
	Outstanding balances of financial instruments					
	At call	Within 1 year	1 - 5 years	Over 5 years	Unspecified	Total
<b><u>Financial assets</u></b>						
Cash and cash equivalents	614	-	-	-	-	614
Receivable from Clearing House and broker-dealers	-	550	-	-	-	550
Securities and derivatives business receivables	1,225	1,012	-	-	9,034	11,271
Non-collateralised investments	268	2	-	-	1	271
Loans to employees	-	1	12	36	-	49
<b><u>Financial liabilities</u></b>						
Borrowings from financial institutions	-	4,350	-	-	-	4,350
Payables to Clearing House and broker-dealers	-	15	-	-	-	15
Securities and derivatives business payables	1,168	1,551	-	-	-	2,719
Lease liabilities	-	34	139	13	-	186

(Unit: Million Baht)

	2020					
	Outstanding balances of financial instruments					
	At call	Within 1 year	1 - 5 years	Over 5 years	Unspecified	Total
<b><u>Financial assets</u></b>						
Cash and cash equivalents	592	-	-	-	-	592
Receivable from Clearing House and broker-dealers	-	43	-	-	-	43
Securities and derivatives business receivables	1,046	1,024	-	-	4,949	7,019
Non-collateralised investments	88	1	-	-	1	90
Loans to employees	-	1	8	47	-	56
<b><u>Financial liabilities</u></b>						
Borrowings from financial institutions	450	-	-	-	-	450
Payables to Clearing House and broker-dealers	-	154	-	-	-	154
Securities and derivatives business payables	945	736	-	-	-	1,681
Lease liabilities	-	42	94	2	-	138



### 36. Fair value

The Company applies the market approach in measuring the fair value of assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in the case where there is no active market or a quoted price in active market is not available, the Company is to measure the fair value using assumptions e.g. net book value, the cost method or income approach to measure the assets and liabilities.

#### 36.1 Fair value of financial instruments

Major of financial assets and financial liabilities of the Company is classified as short term or bear floating interest rates or fixed interest rates which are close to the market rate. Therefore, the Company estimated the fair value approximate to their carrying amounts in the statement of financial position.

As of 31 December 2021 and 2020, the Company had the following financial assets and financial liabilities that were measured at fair value using different levels of inputs as follows:

(Unit: Thousand Baht)

	2021				
	Book	Fair Value			
	value	Level 1	Level 2	Level 3	Total
<b>Financial assets measured at fair value</b>					
Securities and derivatives business receivables					
Receivables under securities borrowing					
and lending business	460,272	460,272	-	-	460,272
Investments					
Marketable equity instruments in domestic market	267,510	267,510	-	-	267,510
Non-marketable equity instruments					
in domestic market	1,000	-	-	1,000	1,000
Derivatives assets <sup>(1)</sup>	-	-	-	-	-
<b>Financial liabilities measured at fair value</b>					
Securities and derivatives business payables					
Payables under securities borrowing					
and lending business	742,476	742,476	-	-	742,476
Derivatives liabilities <sup>(1)</sup>	-	-	-	-	-

<sup>(1)</sup> Fair value of derivatives assets/liabilities - futures as at 31 December 2021 amounting to Baht 19.2 million and Baht 1.7 million, respectively, included in "Receivables from Clearing House and broker-dealers", were measured at fair value by using Level 1 of input.

(Unit: Thousand Baht)

	2020				
	Book	Fair Value			
	value	Level 1	Level 2	Level 3	Total
<b>Financial assets measured at fair value</b>					
Securities and derivatives business receivables					
Receivables under securities borrowing					
and lending business	490,559	490,559	-	-	490,559
Investments					
Marketable equity instruments in domestic market	87,578	87,578	-	-	87,578
Non-marketable equity instruments					
in domestic market	1,405	-	-	1,405	1,405
Derivatives assets <sup>(1)</sup>	-	-	-	-	-
<b>Financial liabilities measured at fair value</b>					
Securities and derivatives business payables					
Payables under securities borrowing					
and lending business	490,579	490,579	-	-	490,579
Derivatives liabilities <sup>(1)</sup>	-	-	-	-	-

<sup>(2)</sup> Fair value of derivatives assets/liabilities - futures as at 31 December 2020 amounting to Baht 2.9 million and Baht 0.6 million, respectively, included in "Receivables from Clearing House and broker-dealers", were measured at fair value by using Level 1 of input.

#### Valuation techniques and inputs used for fair value measurement

- a) For financial assets and liabilities which have short-term maturity, including cash and cash equivalents, Receivable from Clearing House and broker-dealers, Securities and derivatives business receivables, Payables to Clearing House and broker-dealers, Securities and derivatives business payables and investments measured at amortised cost, their carrying amounts in the statement of financial position approximate their fair value.
- b) Fair value of marketable-equity instruments in the domestic market is determined using the latest bid price of the last working day. Fair value of non-marketable-equity instruments in the domestic market is determined using current book value of investee. For debt securities, their fair values are generally derived from quoted market prices, or determined by using the yield curve as announced by the Thai Bond Market Association or by other relevant bodies.

- c) Fair value of receivables and payables under securities borrowing and lending business and derivative warrants in the domestic market is determined using the close price or latest offer price of the last working day.
- d) The fair value of marketable futures is calculated with reference to the settlement prices quoted on Thailand Futures Exchange Public Company Limited on the last working day.
- e) For Borrowings from financial institutions carrying interest approximate to the market rate, their carrying amounts in the statement of financial position approximates their fair value.
- f) Lease liabilities carrying interest approximate to the market rate, their carrying amounts in the statement of financial position approximates their fair value.

During the current year, there were no transfers within the fair value hierarchy.

### **37. Approval of financial statements**

These financial statements were authorised for issue by the Company's board of directors on 23 March 2022.

**Investors can further study the information of  
Capital Nomura Securities Public Company Limited  
posted in [www.nomuradirect.com](http://www.nomuradirect.com)**

## Branch

### Bangkok Region

<b>Bangna Branch:</b>	589/111 Central City Tower 1 Office, 19 <sup>th</sup> Floor, Bangna-Trad Road, Bangna, Bangkok 10260 Telephone: +66(0) 2725 8600 Facsimile: +66(0) 2745 6220 +66(0) 2745 6221
<b>Phra-Pinklao Branch:</b>	7/129 Central Plaza Pinklao Office Building, 9 <sup>th</sup> Floor, Room 902, Borommaratchachonnani Road, Arun-Amarin, Bangkok Noi, Bangkok 10700 Telephone: +66(0) 2638 5950 +66(0) 2081 2950 Facsimile: +66(0) 2884 9064 +66(0) 2884 9067
<b>Vibhavadi-Rangsit Branch:</b>	123 Suntowers Building B, 23 <sup>rd</sup> Floor, Unit B-2304, Vibhavadi-Rangsit Road, Chomphon, Chatuchak, Bangkok 10900 Telephone: +66(0) 2638 5920 +66(0) 2081 2920 Facsimile: +66(0) 2617 7800
<b>CNS Convention Center</b>	21/3 Thai Wah Tower, G Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120 Telephone: +66(0) 2638 5200 +66(0) 2081 2200

### Northeastern Region

<b>Nakhonratchasima Branch:</b>	1184 Hip Park Community Mall, Room 26 Zone C, 2 <sup>nd</sup> Floor, Mittraphap Road, Nai Muang, Muang, Nakhonratchasima 30000 Telephone: +66(0) 4424 8526 +66(0) 4424 8527 Facsimile: +66(0) 4424 8528
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### Northern Region

<b>Chiangmai Branch:</b>	30 Punna Place, Room A5, 1 <sup>st</sup> Floor, Nimmanhaemin Road, Soi 6, Suthep, Muang, Chiangmai 50200 Telephone: +66(0) 5321 0834 +66(0) 5321 0835 Facsimile: +66(0) 5321 0841
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### Central Region

<b>Ayutthaya Branch:</b>	126 Ayutthaya City Park, Room GC-11, Moo 3, Asia Road, Klong Suan Plu, Ayutthaya, Ayutthaya 13000 Telephone: +66(0) 3580 1920 +66(0) 3580 1921 Facsimile: +66(0) 3580 1922
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### Eastern Region

<b>Rayong Branch:</b>	351-351/1 TSK Park, Sukhumvit Road, Noenpra, Muang, Rayong 21000 Telephone: +66(0) 3802 0030 +66(0) 3802 0031 Facsimile: +66(0) 3802 0032
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www.nomuradirect.com



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**Capital Nomura Securities Public Company Limited**

25 Bangkok Insurance Building, 15<sup>th</sup>- 17<sup>th</sup> Floor, South Sathorn Road,  
Thungmahamek, Sathorn, Bangkok 10120

Telephone : +66 (0) 2638 5000, +66 (0) 2081 2000, Fax : +66 (0) 2081 2001

NOMURA DIRECT : +66 (0) 2638 5500

Public Company Registration No. 0107537000653

[www.nomuradirect.com](http://www.nomuradirect.com)