

SHANGRI-LA GROUP

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Shangri-La Asia Limited

(Incorporated in Bermuda with limited liability)

website: www.ir.shangri-la.com

(Stock code: 00069)

OVERSEAS REGULATORY ANNOUNCEMENT

Shangri-La Hotel Public Company Limited (“**SHPCL**”) is a company listed on the Stock Exchange of Thailand (“**SET**”) and a 73.61% owned subsidiary of Shangri-La Asia Limited. SHPCL released to SET an announcement (“**Announcement**”) today. The following is a reproduction of the Announcement as required by the Note to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Hong Kong, 23 February 2026

As at the date hereof, the directors of Shangri-La Asia Limited are:

Executive directors

*Ms KUOK Hui Kwong (Chairman & Group
Chief Executive Officer)*

*Mr CHUA Chee Wui (Group Chief Financial
Officer & Group Chief Investment Officer)*

Non-executive director

Mr LIM Beng Chee

Independent non-executive directors

Professor LI Kwok Cheung Arthur

Mr YAP Chee Keong

Mr LI Xiaodong Forrest

Mr ZHUANG Chenchao

Ms KHOO Shulamite N K

Shangri-La Hotel Public Company Limited
and its subsidiaries
Report and consolidated and separate financial statements
31 December 2025

Independent Auditor's Report

To the Shareholders of Shangri-La Hotel Public Company Limited

Opinion

I have audited the accompanying consolidated financial statements of Shangri-La Hotel Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2025, and the related consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information, and have also audited the separate financial statements of Shangri-La Hotel Public Company Limited for the same period (collectively "the financial statements").

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Shangri-La Hotel Public Company Limited and its subsidiaries and of Shangri-La Hotel Public Company Limited as at 31 December 2025, their 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 Group in accordance with the *Code of Ethics for Professional Accountants including Independence Standards* issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the financial statements of the current period. These matters were addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

I have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report, including in relation to these matters. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matters below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

Key audit matters and how audit procedures respond to the matter is described below.

Impairment of long-term loans to and interest receivables from related parties

As disclosed in Note 6 to financial statements, as of 31 December 2025 the Group had long-term loans to and interest receivables from related parties, specifically three associated companies, which are significant to the consolidated statements of financial position. I have paid particular attention to the determination of the recoverable amount of loans to and interest receivables from those associates, as these considerations required the exercise of significant management judgment regarding to projections of the future operating performance of the associates, as well as determining the discount rate and key assumptions.

I gained an understanding of and assessed management's valuation method and identification of the cash-generating units of the associated companies, the assumptions underlying the future cash flow projections of the associated companies provided by an independent appraiser and management to determine the recoverable amount of long-term loans to and interest receivables from associates, and the process of obtaining such figures. I compared these assumptions with external and internal sources of information, as well as previous cash flow projections with actual operating results, in order to assess management's judgement in preparing the cash flow projections of the associated companies. Additionally, I conducted a comparison between the long-term growth rate and economic and industry forecasts. I assessed the discount rate used by comparing it to available comparable industry data.

Other Information

Management is responsible for the other information. The other information comprise the information included in annual report of the Group, but does not include the financial statements and my auditor's report thereon. The annual report of the Group is expected to be made available to me after the date of this auditor's report.

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.

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

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 Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group'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 Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's 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 Group 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.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the consolidated financial statements. I am responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. I remain solely responsible for my audit opinion.

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

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

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

Kessirin Pinpuvadol
Certified Public Accountant (Thailand) No. 7325

EY Office Limited
Bangkok: 23 February 2026

Shangri-La Hotel Public Company Limited and its subsidiaries

Statement of financial position

As at 31 December 2025

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2025	2024	2025	2024
Assets					
Current assets					
Cash and cash equivalents	7	982,865,757	521,560,293	60,197,717	105,103,572
Short-term investments in financial assets					
- fixed deposits		3,579,990,680	3,556,503,285	2,664,000,000	2,615,000,000
Trade and other current receivables	6, 8	90,012,916	80,064,390	80,760,315	73,073,804
Inventories	9	27,882,812	28,732,256	27,882,812	28,732,256
Other current assets		34,019,198	36,075,881	34,001,357	34,867,301
Total current assets		4,714,771,363	4,222,936,105	2,866,842,201	2,856,776,933
Non-current assets					
Other non-current financial assets	10	202,171,120	243,715,835	-	-
Investments in subsidiaries	11	-	-	1,303,000,000	1,303,000,000
Investments in associates	12	-	-	-	-
Long-term loans to and interest receivables					
from related parties	6, 12	289,611,208	459,199,955	-	-
Property, plant and equipment	13	3,027,315,229	3,115,441,544	3,025,461,615	3,113,587,930
Intangible assets		1,105,376	1,312,295	1,105,376	1,312,295
Deferred tax assets	19	23,863,656	20,987,389	23,863,656	20,987,389
Other non-current assets		3,137,586	3,840,716	3,137,586	3,840,716
Total non-current assets		3,547,204,175	3,844,497,734	4,356,568,233	4,442,728,330
Total assets		8,261,975,538	8,067,433,839	7,223,410,434	7,299,505,263

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

Shangri-La Hotel Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2025

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2025	2024	2025	2024
Liabilities and shareholders' equity					
Current liabilities					
Trade and other current payables	6, 14	259,240,028	234,956,762	256,598,440	232,225,950
Short-term loans from related party	6	-	-	-	512,191,500
Income tax payable		54,191,645	88,417,573	54,016,013	88,227,953
Advance from customers		230,929,953	102,554,300	230,929,953	102,554,300
Other current liabilities		22,422,917	23,114,342	22,422,917	23,114,342
Total current liabilities		566,784,543	449,042,977	563,967,323	958,314,045
Non-current liabilities					
Non-current provision for employee benefits	15	115,200,552	102,501,784	115,200,552	102,501,784
Deferred tax liabilities	19	58,934,460	48,710,324	-	-
Other non-current liabilities		11,962,097	27,952,066	11,962,097	27,952,066
Total non-current liabilities		186,097,109	179,164,174	127,162,649	130,453,850
Total liabilities		752,881,652	628,207,151	691,129,972	1,088,767,895
Shareholders' equity					
Share capital					
Registered, issued and fully paid up					
130,000,000 ordinary shares of Baht 10 each		1,300,000,000	1,300,000,000	1,300,000,000	1,300,000,000
Share premium		1,590,400,000	1,590,400,000	1,590,400,000	1,590,400,000
Retained earnings					
Appropriated-statutory reserve	16	130,000,000	130,000,000	130,000,000	130,000,000
Unappropriated		3,801,414,345	3,695,978,178	3,511,880,462	3,190,337,368
Other components of shareholders' equity		684,290,531	719,850,902	-	-
Equity attributable to owners of the Company		7,506,104,876	7,436,229,080	6,532,280,462	6,210,737,368
Non-controlling interests of the subsidiary	11	2,989,010	2,997,608	-	-
Total shareholders' equity		7,509,093,886	7,439,226,688	6,532,280,462	6,210,737,368
Total liabilities and shareholders' equity		8,261,975,538	8,067,433,839	7,223,410,434	7,299,505,263
		-	-	-	-

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

Directors

Shangri-La Hotel Public Company Limited and its subsidiaries

Statement of comprehensive income

For the year ended 31 December 2025

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2025	2024	2025	2024
Profit or loss:					
Revenue					
Revenue from hotel operations		2,133,151,414	2,334,879,438	2,133,151,414	2,334,879,438
Exchange gains		-	65,890,177	24,391,500	3,622,500
Other income		20,237,417	29,396,187	13,591,667	19,893,993
Total revenue		<u>2,153,388,831</u>	<u>2,430,165,802</u>	<u>2,171,134,581</u>	<u>2,358,395,931</u>
Expenses					
Cost of hotel operations		695,217,498	734,166,315	695,217,498	734,166,315
Selling expenses		167,503,189	145,773,643	167,503,189	145,773,643
Administrative expenses		623,373,756	587,372,168	619,928,167	585,859,588
Depreciation and amortisation		168,578,351	168,782,024	168,578,351	168,782,024
Exchange losses		77,195,403	-	-	-
Impairment losses on financial assets	6, 12	117,399,442	300,648,922	-	-
Total expenses		<u>1,849,267,639</u>	<u>1,936,743,072</u>	<u>1,651,227,205</u>	<u>1,634,581,570</u>
Operating profit		304,121,192	493,422,730	519,907,376	723,814,361
Share of losses from investments in associates	6, 12	(30,813,722)	(48,307,969)	-	-
Finance income	17	92,654,726	109,416,632	50,342,077	46,710,493
Profit before income tax		365,962,196	554,531,393	570,249,453	770,524,854
Income tax expenses	19	(125,058,570)	(183,554,919)	(113,230,302)	(153,128,684)
Profit for the year		<u>240,903,626</u>	<u>370,976,474</u>	<u>457,019,151</u>	<u>617,396,170</u>

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

Shangri-La Hotel Public Company Limited and its subsidiaries

Statement of comprehensive income (continued)

For the year ended 31 December 2025

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2025	2024	2025	2024
Other comprehensive income:					
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods:</i>					
Exchange differences on translation of financial statements in foreign currency		<u>(20,571,575)</u>	<u>(97,705,313)</u>	<u>-</u>	<u>-</u>
Other comprehensive income to be reclassified to profit or loss in subsequent periods		<u>(20,571,575)</u>	<u>(97,705,313)</u>	<u>-</u>	<u>-</u>
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods:</i>					
Remeasurement loss on defined benefit plans - net of income tax		(5,476,057)	(1,026,343)	(5,476,057)	(1,026,343)
Loss on changes in value of equity investments designated at fair value through other comprehensive income	10	<u>(14,988,796)</u>	<u>(1,296,355)</u>	<u>-</u>	<u>-</u>
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax		<u>(20,464,853)</u>	<u>(2,322,698)</u>	<u>(5,476,057)</u>	<u>(1,026,343)</u>
Total other comprehensive income for the year		<u>(41,036,428)</u>	<u>(100,028,011)</u>	<u>(5,476,057)</u>	<u>(1,026,343)</u>
Total comprehensive income for the year		<u>199,867,198</u>	<u>270,948,463</u>	<u>451,543,094</u>	<u>616,369,827</u>
Profit attributable to:					
Equity holders of the Company		240,912,224	370,956,076	<u>457,019,151</u>	<u>617,396,170</u>
Non-controlling interests of the subsidiary	11	<u>(8,598)</u>	<u>20,398</u>		
		<u>240,903,626</u>	<u>370,976,474</u>		
Total comprehensive income attributable to:					
Equity holders of the Company		199,875,796	270,928,065	<u>451,543,094</u>	<u>616,369,827</u>
Non-controlling interests of the subsidiary		<u>(8,598)</u>	<u>20,398</u>		
		<u>199,867,198</u>	<u>270,948,463</u>		
Earnings per share					
Basic earnings per share	20				
Profit attributable to equity holders of the Company		<u>1.85</u>	<u>2.85</u>	<u>3.52</u>	<u>4.75</u>

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

Shangri-La Hotel Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity

For the year ended 31 December 2025

(Unit: Baht)

Consolidated financial statements										
Equity attributable to owners of the Company										
				Other components of shareholders' equity						
				Other comprehensive income						
				Exchange differences on translation of financial statements in foreign currency		Fair value reserve - net of income tax				
Issued and fully paid-up share capital		Share premium		Retained earnings		Total other components of shareholders' equity		Total equity attributable to owners of the Company		
				Appropriated		Unappropriated		Equity attributable to non-controlling interests of the subsidiary		
								Total shareholders' equity		
Balance as at 1 January 2024	1,300,000,000	1,590,400,000	130,000,000	3,456,048,445	940,333,814	(121,481,244)	818,852,570	7,295,301,015	2,977,210	7,298,278,225
Profit for the year	-	-	-	370,956,076	-	-	-	370,956,076	20,398	370,976,474
Other comprehensive income for the year	-	-	-	(1,026,343)	(97,705,313)	(1,296,355)	(99,001,668)	(100,028,011)	-	(100,028,011)
Total comprehensive income for the year	-	-	-	369,929,733	(97,705,313)	(1,296,355)	(99,001,668)	270,928,065	20,398	270,948,463
Dividend paid (Note 23)	-	-	-	(130,000,000)	-	-	-	(130,000,000)	-	(130,000,000)
Balance as at 31 December 2024	<u>1,300,000,000</u>	<u>1,590,400,000</u>	<u>130,000,000</u>	<u>3,695,978,178</u>	<u>842,628,501</u>	<u>(122,777,599)</u>	<u>719,850,902</u>	<u>7,436,229,080</u>	<u>2,997,608</u>	<u>7,439,226,688</u>
										-
Balance as at 1 January 2025	1,300,000,000	1,590,400,000	130,000,000	3,695,978,178	842,628,501	(122,777,599)	719,850,902	7,436,229,080	2,997,608	7,439,226,688
Profit for the year	-	-	-	240,912,224	-	-	-	240,912,224	(8,598)	240,903,626
Other comprehensive income for the year	-	-	-	(5,476,057)	(20,571,575)	(14,988,796)	(35,560,371)	(41,036,428)	-	(41,036,428)
Total comprehensive income for the year	-	-	-	235,436,167	(20,571,575)	(14,988,796)	(35,560,371)	199,875,796	(8,598)	199,867,198
Dividend paid (Note 23)	-	-	-	(130,000,000)	-	-	-	(130,000,000)	-	(130,000,000)
Balance as at 31 December 2025	<u>1,300,000,000</u>	<u>1,590,400,000</u>	<u>130,000,000</u>	<u>3,801,414,345</u>	<u>822,056,926</u>	<u>(137,766,395)</u>	<u>684,290,531</u>	<u>7,506,104,876</u>	<u>2,989,010</u>	<u>7,509,093,886</u>

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

Shangri-La Hotel Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity (continued)

For the year ended 31 December 2025

(Unit: Baht)

Separate financial statements

	Issued and fully paid-up share capital	Share premium	Retained earnings		Total shareholders' equity
			Appropriated	Unappropriated	
Balance as at 1 January 2024	1,300,000,000	1,590,400,000	130,000,000	2,703,967,541	5,724,367,541
Profit for the year	-	-	-	617,396,170	617,396,170
Other comprehensive income for the year	-	-	-	(1,026,343)	(1,026,343)
Total comprehensive income for the year	-	-	-	616,369,827	616,369,827
Dividend paid (Note 23)	-	-	-	(130,000,000)	(130,000,000)
Balance as at 31 December 2024	<u>1,300,000,000</u>	<u>1,590,400,000</u>	<u>130,000,000</u>	<u>3,190,337,368</u>	<u>6,210,737,368</u>
					-
Balance as at 1 January 2025	1,300,000,000	1,590,400,000	130,000,000	3,190,337,368	6,210,737,368
Profit for the year	-	-	-	457,019,151	457,019,151
Other comprehensive income for the year	-	-	-	(5,476,057)	(5,476,057)
Total comprehensive income for the year	-	-	-	451,543,094	451,543,094
Dividend paid (Note 23)	-	-	-	(130,000,000)	(130,000,000)
Balance as at 31 December 2025	<u>1,300,000,000</u>	<u>1,590,400,000</u>	<u>130,000,000</u>	<u>3,511,880,462</u>	<u>6,532,280,462</u>
					-

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

Shangri-La Hotel Public Company Limited and its subsidiaries

Cash flow statement

For the year ended 31 December 2025

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2025	2024	2025	2024
Cash flows from operating activities					
Profit before tax		365,962,196	554,531,393	570,249,453	770,524,854
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:					
Depreciation and amortisation	18	168,578,351	168,782,024	168,578,351	168,782,024
Bad debts		53,330	427,175	53,330	427,175
Reversal allowance for expected credit loss of trade receivables		(25,554)	(616,691)	(25,554)	(616,691)
Reversal reduction of inventory to net realisable value		(5,402)	-	(5,402)	-
Impairment losses on financial assets		117,399,442	300,648,922	-	-
Share of losses from investments in associates		30,813,722	48,307,969	-	-
Loss on write-off of assets under construction		2,338,134	-	2,338,134	-
Loss (gain) on disposals of equipment		353,485	(198,330)	353,485	(198,330)
Employee benefits expense		11,385,596	11,548,312	11,385,596	11,548,312
Unrealised gain on exchange		-	-	-	(3,622,500)
Gain on exchange		-	-	(24,391,500)	-
Dividend income		(6,645,750)	(9,502,194)	-	-
Finance income		(92,654,726)	(109,416,632)	(50,342,077)	(46,710,493)
Profit from operating activities before changes in operating assets and liabilities		597,552,824	964,511,948	678,193,816	900,134,351
Operating assets (increase) decrease					
Trade and other current receivables		(13,025,848)	1,387,384	(13,026,268)	1,387,384
Inventories		854,848	2,307,405	854,848	2,307,405
Other current assets		(5,138,306)	(653,681)	(4,984,367)	(658,583)
Other non-current assets		703,130	2,819,922	703,130	2,819,922
Operating liabilities increase (decrease)					
Trade and other current payables		14,260,362	12,145,723	14,349,587	11,580,926
Advance from customers		128,375,653	(35,807,212)	128,375,653	(35,807,212)
Other current liabilities		(691,425)	2,133,994	(691,425)	2,148,353
Non-current provision for employee benefits		(5,531,900)	(3,151,664)	(5,531,900)	(3,151,664)
Other non-current liabilities		(15,989,969)	4,981,415	(15,989,969)	4,981,415
Cash flows from operating activities		701,369,369	950,675,234	782,253,105	885,742,297
Refund of corporate income tax		3,648,896	2,723,036	2,443,550	2,723,036
Paid for corporate income tax		(145,973,091)	(63,236,475)	(145,542,735)	(31,558,946)
Net cash flows from operating activities		559,045,174	890,161,795	639,153,920	856,906,387

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

Shangri-La Hotel Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the year ended 31 December 2025

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2025	2024	2025	2024
Cash flows from investing activities					
Increase in short-term investments in financial assets					
- fixed deposits		(23,487,395)	(1,598,903,285)	(49,000,000)	(785,000,000)
Cash received from interest income		90,226,413	91,815,125	55,654,058	40,473,302
Dividend income		6,645,330	9,502,194	-	-
Increase in long-term loans to related party		-	(48,919,439)	-	-
Acquisitions of property, plant and equipment		(72,735,686)	(74,951,677)	(72,735,686)	(74,287,037)
Increase in intangible assets		(544,502)	(599,626)	(544,502)	(1,264,266)
Proceeds from disposals of equipment		366,355	670,513	366,355	670,513
Net cash flows used in investing activities		470,515	(1,621,386,195)	(66,259,775)	(819,407,488)
Cash flows from financing activities					
Repayment of short-term loans from related party	6	-	-	(487,800,000)	-
Dividend paid of the Company	23	(130,000,000)	(130,000,000)	(130,000,000)	(130,000,000)
Net cash flows used in financing activities		(130,000,000)	(130,000,000)	(617,800,000)	(130,000,000)
Increase (decrease) in translation adjustments		65,544,302	(61,654,786)	-	-
Net increase (decrease) in cash and cash equivalents		495,059,991	(922,879,186)	(44,905,855)	(92,501,101)
Effects of exchange rate changes on cash and cash equivalents		(33,754,527)	(43,734,394)	-	-
Cash and cash equivalents at beginning of year		521,560,293	1,488,173,873	105,103,572	197,604,673
Cash and cash equivalents at end of year		982,865,757	521,560,293	60,197,717	105,103,572
		-	-	-	-
Supplemental cash flows information					
Non-cash item					
Payables on acquisition of equipment		10,022,902	-	10,022,902	-

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

Shangri-La Hotel Public Company Limited and its subsidiaries

Notes to financial statements

For the year ended 31 December 2025

1. General information

Shangri-La Hotel Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. Its parent company is Shangri-La Asia Limited, which was incorporated in Bermuda. The Company is principally engaged in hotel operations in Bangkok and Chiang Mai provinces. The registered office of the Company is at No. 89, Soi Wat Suan Plu, New Road, Bangrak, Bangkok, Bangkok.

2. Basis of preparation

2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and their presentation has been made in compliance with the stipulations of the Notification of the Department of Business Development, issued under the Accounting Act B.E. 2543.

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.

2.2 Basis of consolidation

a) The consolidated financial statements include the financial statements of Shangri-La Hotel Public Company Limited (“the Company”) and the following subsidiary companies (“the subsidiaries”) (collectively as “the Group”):

Company	Nature of business	Country of incorporation	Percentage of shareholding	
			2025 (Percent)	2024 (Percent)
<u>Subsidiary held directly by the Company</u>				
Town Development Company Limited	Holding investment	Thailand	100.00	100.00
<u>Subsidiaries held through its subsidiaries</u>				
Apizaco Limited	Holding investment	Hong Kong	100.00	100.00
Hasfield Holdings Pte Ltd	Holding investment	Singapore	100.00	100.00
Zukerman Limited	Holding investment	British Virgin	100.00	100.00
TRR-Kerry Development Company Limited (Under liquidation)	Holding investment	Thailand	57.33	57.33
Traders Hotel and Resort Limited	Dormant	Thailand	100.00	100.00

- b) The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
- c) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- e) The assets and liabilities in the financial statements of overseas subsidiary companies are translated to Baht using the exchange rate prevailing on the end of reporting period, and revenues and expenses translated using monthly average exchange rates. The resulting differences are shown under the caption of “Exchange differences on translation of financial statements in foreign currency” in the statements of changes in shareholders’ equity.
- f) Material balances and transactions between the Group have been eliminated from the consolidated financial statements.
- g) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

2.3 The separate financial statements present investments in subsidiaries under the cost method.

3. New financial reporting standards

3.1 Financial reporting standards that became effective in the current year

During the year, the Group has adopted the revised financial reporting standards which are effective for fiscal years beginning on or after 1 January 2025. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The adoption of these financial reporting standards does not have any significant impact on the Group’s financial statements.

3.2 Financial reporting standard that will become effective for fiscal years beginning on or after 1 January 2026

The Federation of Accounting Professions issued a revised financial reporting standard, which is effective for fiscal years beginning on or after 1 January 2026. These financial reporting standard was 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 Group believes that adoption of these amendments will not have any significant impact on the Group's financial statements.

4. Accounting policies

4.1 Revenue and expense recognition

Revenue from hotel operations

Revenue from hotel business, comprises room revenue is recognised over time during the period of stay for the hotel guests. Revenue from sales of food and beverages is recognised when a customer obtains control of the goods, generally on delivery of the goods to the customers and represent the invoiced value, excluding value added tax, of goods delivered and services rendered after deducting discounts and service charges.

Interest income

Interest income is calculated using the effective interest method and recognised on an accrual basis. The effective interest rate is applied to the gross carrying amount of a financial asset, unless the financial assets subsequently become credit-impaired when it is applied to the net carrying amount of the financial asset (net of the expected credit loss allowance).

Dividends

Dividends are recognised when the right to receive the dividends is established.

4.2 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and at banks, and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

4.3 Inventories

Inventories are valued at the lower of cost (under the weighted average method) and net realisable value.

4.4 Investments in associates

Investments in associates are accounted for in the consolidated financial statements using the equity method.

Interests in associates are the carrying amount of the investments in associates determined using the equity method together with any long-term interests that, in substance, form part of the entity's net investments in associates such as long-term loans to and interest receivables from associates for which the settlement is neither planned nor likely to occur in the foreseeable future.

When the Group's share of losses exceeds its interests in associates, the carrying amount of the interests, including long-term loans to and interest receivables from associates, is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation, whether legal or constructive, to make payments on behalf of those associates.

4.5 Investments in subsidiaries

Investments in subsidiaries are accounted for in the separate financial statements using the cost method.

4.6 Property, plant and equipment/Depreciation

Land is stated at cost. Buildings and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

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

Buildings	-	5 - 40 years
Machinery and building equipment	-	10 - 15 years
Furniture, fixtures and equipment	-	5 - 20 years
Computer	-	3 - 5 years
Motor vehicles	-	5 years

Depreciation is included in determining income.

No depreciation is provided on land and assets under construction.

An item of property, plant 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 is included in profit or loss when the asset is derecognised.

4.7 Intangible assets

Intangible assets are recognised at cost. Following the initial recognition, the intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses (if any).

Intangible assets with finite lives are amortised on the straight line basis over the economic useful life.

The useful lives of intangible asset, computer software are 3 and 5 years.

4.8 Related party transactions

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 associates and 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 authority in the planning and direction of operations of the Company.

4.9 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Company's functional currency. Items of each entity included in the consolidated financial statements are measured using the functional currency of that entity.

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 rate ruling at the end of reporting period.

Gains and losses on exchange are included in determining income.

4.10 Impairment of non-financial assets

At the end of each reporting period, the Group performs impairment reviews in respect of the non-financial 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.

In determining value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by a valuation model that, based on information available, reflects the amount that the Group could obtain from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal.

An impairment loss is recognised in profit or loss.

4.11 Employee benefits

Short-term employee benefits

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

Post-employment benefits and other long-term employee 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's contributions are recognised as expenses when incurred.

Defined benefit plans and other long-term employee benefits

The Group have obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Group treat these severance payment obligations as a defined benefit plan. In addition, the Group provide other long-term employee benefit plan, namely long service awards.

The obligation under the defined benefit plan and other long-term employee benefit plans is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from defined benefit plans benefits are recognised immediately in other comprehensive income.

Actuarial gains and losses arising from other long-term benefits are recognised immediately in profit and loss.

Past service costs are recognised in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the Group recognises restructuring-related costs.

4.12 Provisions

Provisions are recognised when the Group have 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.

4.13 Income tax

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

Current tax

Current income 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 legislation.

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 Group recognise deferred tax liabilities for all taxable temporary differences while they recognise deferred tax assets for all deductible temporary differences and tax losses carried forward to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences and tax losses carried forward can be utilised.

At each reporting date, the Group review and reduce 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.

4.14 Financial instruments

The Group initially measures financial assets at its fair value plus, in the case of financial assets that are not measured at fair value through profit or loss, transaction costs. However, trade 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

Financial assets are classified, at initial recognition, as to be subsequently measured at amortised cost, fair value through other comprehensive income (“FVOCI”), or fair value through profit or loss (“FVTPL”). The classification of financial assets at initial recognition is driven by the Group’s business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

Financial assets at amortised cost

The Group measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate (“EIR”) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Financial assets designated at FVOCI (equity instruments)

Upon initial recognition, the Group can elect to irrevocably classify its equity investments which are not held for trading as equity instruments designated at FVOCI. The classification is determined on an instrument-by-instrument basis.

Gains and losses recognised in other comprehensive income on these financial assets are never recycled to profit or loss.

Dividends are recognised as other income in profit or loss, except when the dividends clearly represent a recovery of part of the cost of the financial asset, in which case, the gains are recognised in other comprehensive income.

Equity instruments designated at FVOCI are not subject to impairment assessment.

Classification and measurement of financial liabilities

Except for derivative liabilities, at initial recognition the Group’s financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. In determining amortised cost, the Group takes into account any fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

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, i.e., the date on which the Group commits to purchase or sell the asset.

Derecognition of financial instruments

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or have been transferred and either the Group has transferred substantially all the risks and rewards of the asset, or the Group has transferred control of the asset.

A financial liability is derecognised 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.

Impairment of financial assets

The Group recognises an allowance for expected credit losses (“ECLs”) for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure (a lifetime ECL).

The Group considers a significant increase in credit risk to have occurred when contractual payments are more than 30 days past due and considers a financial asset as credit impaired or default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to have a significant increase in credit risk and to be in default using other internal or external information, such as credit rating of issuers.

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

ECLs are calculated based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

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.

4.15 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 Group apply 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 Group measure 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 categorised within the fair value hierarchy into three levels based on categorise 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 Group determine 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 estimates. Significant judgements and estimates are as follows:

Impairment of long-term loans to and interest receivables from related parties

The Group had paid particular attention to the determination of the impairment of loans to and interest receivables from those associates, since these considerations required the exercise of significant management judgement with respect to projections of the future operating performance of the associates, and the determination of an appropriate discount rate and key assumptions.

Property, plant and equipment/Depreciation

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

In addition, the management is required to review property, plant 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.

Deferred tax assets

Deferred tax assets are recognised for deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the temporary differences and losses 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.

Post-employment benefits under defined benefit plans and other long-term employee benefits

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

6. Related party transactions

During the years, the Group had significant business transactions with related parties. Such transactions, which are summarised below, were concluded on terms and bases agreed upon between the Company and those related parties.

(Unit: Million Baht)

	Consolidated		Separate		Transfer Pricing Policy
	financial statements		financial statements		
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	
<u>Transactions with associated companies</u>					
Interest income	5	12	-	-	0.92 to 5.50 percent per annum
<u>Transactions with related companies</u>					
Revenue from hotel operations	26	45	26	45	Contract price and normal business price
Management fees	103	75	103	75	Contract price
Marketing and promotion fees	21	5	21	5	Contract price
Advertising and reservation fees	31	18	31	18	Contract price
Training fees	3	3	3	3	Contract price

The balances of the accounts between the Company and these related companies as at 31 December 2025 and 2024 are as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
<u>Trade receivables - related parties (Note 8)</u>				
Directors				
Directors	55	110	55	110
Related companies				
Others	250	875	250	875
Total trade receivables - related parties	305	985	305	985
<u>Other current receivables - related parties (Note 8)</u>				
Related companies				
Shangri-La International Hotel Management Pte. Ltd.	4,608	4,995	4,608	4,995
Others	115	724	115	724
Total other current receivables - related parties	4,723	5,719	4,723	5,719

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
<u>Long-term loans to and interest receivables</u>				
<u>from related parties</u>				
Associated companies				
Non-interest bearing				
Traders Square Company Limited	42,810	46,071	-	-
	<u>42,810</u>	<u>46,071</u>	<u>-</u>	<u>-</u>
Interest bearing				
Traders Yangon Company Limited	624,707	672,284	-	-
Shangri-La Yangon Company Limited	787,344	841,646	-	-
Traders Square Company Limited	804,251	865,502	-	-
	<u>2,216,302</u>	<u>2,379,432</u>	<u>-</u>	<u>-</u>
Total	2,259,112	2,425,503	-	-
Less: Allowance for impairment losses on financial assets (Note 12)	<u>(1,511,606)</u>	<u>(1,505,384)</u>	<u>-</u>	<u>-</u>
Total	747,506	920,119	-	-
Less: Share of losses from investments in associates (Note 12)	<u>(457,895)</u>	<u>(460,919)</u>	<u>-</u>	<u>-</u>
Total long-term loans to and interest receivables from related parties - net	<u>289,611</u>	<u>459,200</u>	<u>-</u>	<u>-</u>

The interest-bearing portions of the loans carry interest at rates of 0.92 to 5.50 percent per annum. The loans are unsecured and repayable on demand. The Group deemed these long-term loans that, in substance, form part of the interests in associates as described in Note 12.

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
<u>Other current payables (Note 14)</u>				
Related companies				
Shangri-La International Hotel Management Pte. Ltd.	62,949	34,009	62,159	33,502
Others	3,365	1,386	2,619	362
Total other current payables - related parties	<u>66,314</u>	<u>35,395</u>	<u>64,778</u>	<u>33,864</u>

Short-term loans from related party**Subsidiary**

Hasfield Holdings Pte Ltd	-	-	-	512,192
Total short-term loans from related party	<u>-</u>	<u>-</u>	<u>-</u>	<u>512,192</u>

The above loans are repayable on demand and no interest bearing.

During the current year, movements of loans to and interest receivables from related parties and loans from related party were as follows:

(Unit: Thousand Baht)

	Consolidated financial statements				Balance as at 31 December 2025
	Balance	Increase	Decrease	Translation adjustment	
	as at 1 January 2025	during the year	during the year		
<u>Long-term loans to and interest receivables</u>					
<u>from related parties</u>					
Associated companies					
Non-interest bearing					
Traders Square Company Limited	46,071	-	-	(3,261)	42,810
Interest bearing					
Traders Yangon Company Limited	672,284	-	-	(47,577)	624,707
Shangri-La Yangon Company Limited	841,646	5,478	-	(59,780)	787,344
Traders Square Company Limited	865,502	-	-	(61,251)	804,251
Total	<u>2,425,503</u>	<u>5,478</u>	<u>-</u>	<u>(171,869)</u>	<u>2,259,112</u>
Less: Allowance for impairment losses on financial assets (Note 12)	<u>(1,505,384)</u>	<u>(117,399)</u>	<u>-</u>	<u>111,177</u>	<u>(1,511,606)</u>
Total	<u>920,119</u>	<u>(111,921)</u>	<u>-</u>	<u>(60,692)</u>	<u>747,506</u>
Less: Share of losses from investments in associates (Note 12)	<u>(460,919)</u>	<u>(30,814)</u>	<u>-</u>	<u>33,838</u>	<u>(457,895)</u>
Total long-term loans to and interest receivables from related parties - net	<u>459,200</u>	<u>(142,735)</u>	<u>-</u>	<u>(26,854)</u>	<u>289,611</u>

The significant increase of Baht 117.4 million (2024: Baht 300.6 million) in the allowance for impairment losses on loans to and interest receivable from related parties in 2025 was mainly due to impacts of the political uncertainty in Myanmar, which significantly affected the businesses, operating results and financial position of the associates and resulted in a reduction in the associates' ability to repay debts.

(Unit: Thousand Baht)

	Separate financial statements				Balance as at 31 December 2025
	Balance	Increase during the year	Decrease during the year	Gains on exchange	
	as at 1 January 2025				
<u>Short-term loans from related party</u>					
Subsidiary					
Hasfield Holdings Pte Ltd	512,192	-	(487,800)	(24,392)	-
Total short-term loans from related party	512,192	-	(487,800)	(24,392)	-

Directors and management's benefits

During the years ended 31 December 2025 and 2024, the Group had employee benefit expenses to their directors and management as detailed below.

(Unit: Thousand Baht)

	Consolidated financial statements/ Separate financial statements	
	<u>2025</u>	<u>2024</u>
	Short-term employee benefits	60,405
Post-employment benefits	2,160	2,786
Total	62,565	77,934

7. Cash and cash equivalents

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
	Cash	1,614	1,697	1,551
Bank deposits	981,252	519,863	58,647	103,413
Total	982,866	521,560	60,198	105,104

As at 31 December 2025, the Group has bank deposits in saving accounts and fixed deposits carried interests between 0.00 and 4.20 percent per annum (2024: between 0.00 and 4.92 percent per annum) (the Company only: between 0.20 and 0.25 percent per annum, 2024: between 0.40 and 1.35 percent per annum).

8. Trade and other current receivables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
<u>Trade receivables - related parties</u> (Note 6)				
Age on the basis of invoice date				
Less than 120 days	305	985	305	985
Total trade receivables - related parties	305	985	305	985
<u>Trade receivables - unrelated parties</u>				
Age on the basis of invoice date				
Less than 120 days	64,898	53,083	64,898	53,083
120 - 180 days	4	291	4	291
Over 180 days	262	306	262	306
Total	65,164	53,680	65,164	53,680
Less: Allowance for expected credit losses	(251)	(277)	(251)	(277)
Total trade receivables - unrelated parties, net	64,913	53,403	64,913	53,403
Total trade receivables - net	65,218	54,388	65,218	54,388
<u>Other current receivables</u>				
Other current receivables - related parties (Note 6)	4,723	5,719	4,723	5,719
Other current receivables - unrelated parties	3,374	210	3,374	210
Interest receivables	16,698	19,747	7,445	12,757
Total other current receivables	24,795	25,676	15,542	18,686
Total trade and other current receivables - net	90,013	80,064	80,760	73,074

The normal credit term is 30 days to 180 days.

During the year 2025, the Company write-off trade receivables of Baht 0.05 million (2024: 0.4 million).

9. Inventories

(Unit: Thousand Baht)

	Consolidated financial statements/Separate financial statements					
	Cost		Reduce cost to net realisable value		Inventories - net	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Food and beverages	14,512	15,059	-	-	14,512	15,059
General supplies	9,172	9,468	-	-	9,172	9,468
Engineering tools, spare parts and supplies	5,054	5,065	(855)	(860)	4,199	4,205
Total	28,738	29,592	(855)	(860)	27,883	28,732

10. Other non-current financial assets

(Unit: Thousand Baht)

	Consolidated financial statements	
	<u>2025</u>	<u>2024</u>
<u>Equity instruments designated at FVOCI</u>		
Listed equity instruments		
Shangri-La Asia Limited - related party	202,171	243,716
Total equity instruments designated at FVOCI	202,171	243,716

Equity instruments designated at FVOCI of listed equity instruments which the Group considers these instruments to be strategic in nature.

Movements of the equity instruments designated at FVOCI for the years ended 31 December 2025 and 2024 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated financial statements	
	Shangri-La Asia Limited	
	<u>2025</u>	<u>2024</u>
Fair value as at 1 January	243,716	245,263
Loss recognised into other comprehensive income	(14,989)	(1,296)
Translation adjustment	(26,556)	(251)
Fair value as at 31 December	202,171	243,716

During the year 2025, the subsidiary received dividend income amounting to Baht 6.6 million from Shangri-La Asia Limited.

Equity instruments were measured at fair value with hierarchy level 1 and there were no transfers within the fair value hierarchy during the current year.

11. Investments in subsidiaries

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

(Unit: Thousand Baht)

Company's name	Paid-up capital		Shareholding		Cost		
			percentage		2025	2024	
	2025	2024	2025	2024	2025	2024	
				(Percent)	(Percent)		
Town Development Company Limited	Baht 1,303 million	Baht 1,303 million	100	100	1,303,000	1,303,000	
Total investments in subsidiary					<u>1,303,000</u>	<u>1,303,000</u>	

For the years 2025 and 2024, the Company has not received dividends from investments in subsidiaries.

The Company's subsidiaries held through its subsidiaries are summarised below.

Company's name	Nature of business	Country of incorporation	Paid-up capital		Percentage of shareholding	
			2025	2024	2025	2024
					(Percent)	(Percent)
<u>Subsidiaries held through Town Development Company Limited</u>						
TRR-Kerry Development Company Limited (Under liquidation)	Holding investment	Thailand	Baht 3.6 million	Baht 3.6 million	57.33	57.33
Apizaco Limited	Holding investment	Hong Kong	HKD 206 million	HKD 206 million	100.00	100.00
Hasfield Holdings Pte Ltd	Holding investment	Singapore	SGD 34 million	SGD 34 million	100.00	100.00
Traders Hotel and Resort Limited	Dormant	Thailand	Baht 0.2 million	Baht 0.2 million	100.00	100.00
<u>Subsidiary held through Apizaco Limited</u>						
Zukerman Limited	Holding investment	British Virgin	USD 1	USD 1	100.00	100.00

11.2 Dissolution of the subsidiary

On 15 September 2025, TRR-Kerry Development Co., Ltd., an indirect subsidiary of the company registered the dissolution process with the Ministry of Commerce. Currently, it is under the liquidation process.

11.3 Details of investments in subsidiaries that have material non-controlling interests

(Unit: Thousand Baht)

Company's name	Proportion of equity interest held by non-controlling interests		Accumulated balance of non-controlling interests		Profit/loss allocated to non-controlling interests during the year	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
	(Percent)	(Percent)				
TRR-Kerry Development Company Limited (Under liquidation)	42.67	42.67	2,989	2,998	(9)	20

11.4 Summarised financial information that based on amounts before inter-company elimination about subsidiary (TRR-Kerry Development Company Limited) that have material non-controlling interests;

Summarised information about financial position

(Unit: Thousand Baht)

	<u>2025</u>	<u>2024</u>
Current assets	7,081	7,095
Current liabilities	76	70

Summarised information about comprehensive income

(Unit: Thousand Baht)

	For the year ended 31 December	
	<u>2025</u>	<u>2024</u>
Revenue	73	127
Profit (loss)	(20)	48
Total comprehensive income	(20)	48

Summarised information about cash flow

(Unit: Thousand Baht)

	For the year ended 31 December	
	<u>2025</u>	<u>2024</u>
Cash flow used in operating activities	1,119	(983)
Cash flow from investing activities	79	135
Cash flow used in financing activities	-	-
Net increase (decrease) in cash and cash equivalents	<u>1,198</u>	<u>(848)</u>

12. Investments in associates

12.1 Details of associates:

(Unit: Thousand Baht)

Company's name	Nature of business	Country of incorporation	Paid-up capital		Shareholding		Consolidated financial statements			
			as at 31 December		percentage		Cost		Carrying amounts based on equity method	
			<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
					(Percent)	(Percent)				
<u>Associated companies (owned by Zukerman Limited)</u>										
Traders Yangon Company Limited	Hotel	Myanmar	USD 3.6 million	USD 3.6 million	23.53	23.53	28,237	30,388	-	-
Shangri-La Yangon Company Limited	Serviced apartments	Myanmar	USD 2.0 million	USD 2.0 million	22.22	22.22	16,698	17,970	-	-
Traders Square Company Limited	Commercial complex and office for rent	Myanmar	USD 0.1 million	USD 0.1 million	23.56	23.56	666	716	-	-
Total							<u>45,601</u>	<u>49,074</u>	<u>-</u>	<u>-</u>

12.2 Summarised financial information of associates

The financial information of these associated companies for the years ended 31 December 2025 and 2024, which was included in the consolidated financial statements, was prepared by the associates' management. However, the Company's management believes that there would have been no significant difference to financial information if those financial information had been audited by auditors.

Financial information of the associated companies is summarised below.

(Unit: Thousand Baht)

	As at 31 December					
	Traders Yangon Company Limited		Shangri-La Yangon Company Limited		Traders Square Company Limited	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Total assets	913,960	1,025,908	3,029,208	3,242,481	2,568,514	2,810,041
Total liabilities	(4,186,459)	(4,305,038)	(3,739,761)	(3,973,061)	(3,915,604)	(4,156,689)
Net (liabilities)/assets	<u>(3,272,499)</u>	<u>(3,279,130)</u>	<u>(710,553)</u>	<u>(730,580)</u>	<u>(1,347,090)</u>	<u>(1,346,648)</u>

(Unit: Thousand Baht)

	For the years ended 31 December					
	Traders Yangon Company Limited		Shangri-La Yangon Company Limited		Traders Square Company Limited	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Total revenue	7,489	12,228	193,052	216,295	226,770	230,122
Loss	<u>(234,711)</u>	<u>(256,638)</u>	<u>(32,979)</u>	<u>(30,240)</u>	<u>(99,685)</u>	<u>(176,523)</u>

12.3 The reconciliation of interests in associates

Since 2020, the Group's management decided to change the objective of the long-term loans to these three associated companies. Given the situation with the Coronavirus disease 2019 pandemic, no plans have been set for collection of these long-term loans for the foreseeable future, and the long-term loans were, therefore, deemed in substance to form part of the interests in associates.

(Unit: Thousand Baht)

	Consolidated financial statements			
	As at 31 December 2025			
	Traders Yangon Company Limited	Shangri-La Yangon Company Limited	Traders Square Company Limited	Total
<u>Interests in associates</u>				
Net assets/ (liabilities) of associates	(3,272,499)	(710,553)	(1,347,090)	(5,330,142)
Shareholding percentage (Percent)	23.53%	22.22%	23.56%	
The Group's interests in associates	(770,019)	(157,885)	(317,374)	(1,245,278)
<u>Investments in associates</u>				
Ordinary shares, at cost	28,237	16,698	666	45,601
Less: Cumulative share of losses from investments in associates	(28,237)	(16,698)	(666)	(45,601)
Total	-	-	-	-
<u>Long-term loans to and interest receivables from related parties (Note 6)</u>				
Long-term loans to and interest receivables from related parties	624,707	787,344	847,061	2,259,112
Less: Impairment losses on financial assets	(624,707)	(356,546)	(530,353)	(1,511,606)
Total - net	-	430,798	316,708	747,506
Less: Cumulative share of losses from investments in associates	-	(141,187)	(316,708)	(457,895)
Total long-term loans to and interest receivables from related parties - net	-	289,611	-	289,611
Unrecognised cumulative share of losses from investments in associates	(741,782)	-	(36,245)	(778,027)

(Unit: Thousand Baht)

Consolidated financial statements				
As at 31 December 2024				
	Traders Yangon Company Limited	Shangri-La Yangon Company Limited	Traders Square Company Limited	Total
<u>Interests in associates</u>				
Net assets/ (liabilities) of associates	(3,279,130)	(730,580)	(1,346,648)	(5,356,358)
Shareholding percentage (Percent)	23.53%	22.22%	23.56%	
The Group's interests in associates	(771,579)	(162,335)	(317,270)	(1,251,184)
<u>Investments in associates</u>				
Ordinary shares, at cost	30,388	17,970	716	49,074
Less: Cumulative share of losses from investments in associates	(30,388)	(17,970)	(716)	(49,074)
Total	-	-	-	-
<u>Long-term loans to and interest receivables from related parties (Note 6)</u>				
Long-term loans to and interest receivables from related parties	672,284	841,646	911,573	2,425,503
Less: Impairment losses on financial assets	(672,284)	(367,053)	(466,047)	(1,505,384)
Total - net	-	474,593	445,526	920,119
Less: Cumulative share of losses from investments in associates	-	(144,365)	(316,554)	(460,919)
Total long-term loans to and interest receivables from related parties - net	-	330,228	128,972	459,200
Unrecognised cumulative share of losses from investments in associates	(741,191)	-	-	(741,191)

13. Property, plant and equipment

(Unit: Thousand Baht)

	Consolidated financial statements							Total
	Land	Buildings and building improvement	Machinery and building equipment	Furniture, fixtures, equipment and computer	Operating equipment	Motor vehicles	Assets under construction	
Cost:								
1 January 2024	2,528,775	3,406,547	1,304,362	3,909,336	98,695	6,233	56,029	11,309,977
Additions	-	2,227	12,689	57,047	-	45	2,944	74,952
Disposals/write-off	-	(2,387)	(3,891)	(37,356)	-	(1,185)	-	(44,819)
Transfer to Intangible assets	-	-	-	-	-	-	(665)	(665)
Transfer in (out)	-	3,945	-	4,406	-	-	(8,351)	-
31 December 2024	2,528,775	3,410,332	1,313,160	3,933,433	98,695	5,093	49,957	11,339,445
Additions	-	5,996	3,155	25,931	-	-	47,677	82,759
Disposals/write-off	-	(46,729)	(38,091)	(638,546)	-	(86)	(2,338)	(725,790)
Transfer in (out)	-	185	-	14,884	-	-	(15,069)	-
31 December 2025	2,528,775	3,369,784	1,278,224	3,335,702	98,695	5,007	80,227	10,696,414
Accumulated depreciation:								
1 January 2024	-	2,977,448	1,206,691	3,811,246	98,686	6,199	-	8,100,270
Depreciation for the year	-	107,784	21,150	39,110	-	36	-	168,080
Depreciation on disposals/write-off	-	(1,996)	(3,828)	(37,338)	-	(1,185)	-	(44,347)
31 December 2024	-	3,083,236	1,224,013	3,813,018	98,686	5,050	-	8,224,003
Depreciation for the year	-	106,982	21,037	39,799	-	9	-	167,827
Depreciation on disposals/write-off	-	(46,322)	(38,086)	(638,237)	-	(86)	-	(722,731)
31 December 2025	-	3,143,896	1,206,964	3,214,580	98,686	4,973	-	7,669,099
Net book value:								
31 December 2024	2,528,775	327,096	89,147	120,415	9	43	49,957	3,115,442
31 December 2025	2,528,775	225,888	71,260	121,122	9	34	80,227	3,027,315

(Unit: Thousand Baht)

	Separate financial statements							Total
	Land	Buildings and building improvement	Machinery and building equipment	Furniture, fixtures, equipment and computer	Operating equipment	Motor vehicles	Assets under construction	
Cost:								
1 January 2024	2,526,921	3,406,547	1,304,362	3,909,336	98,695	6,233	56,029	11,308,123
Additions	-	2,227	12,689	57,047	-	45	2,944	74,952
Disposals/write-off	-	(2,387)	(3,891)	(37,356)	-	(1,185)	-	(44,819)
Transfer to Intangible assets	-	-	-	-	-	-	(665)	(665)
Transfer in (out)	-	3,945	-	4,406	-	-	(8,351)	-
31 December 2024	2,526,921	3,410,332	1,313,160	3,933,433	98,695	5,093	49,957	11,337,591
Additions	-	5,996	3,155	25,931	-	-	47,677	82,759
Disposals/write-off	-	(46,729)	(38,091)	(638,546)	-	(86)	(2,338)	(725,790)
Transfer in (out)	-	185	-	14,884	-	-	(15,069)	-
31 December 2025	2,526,921	3,369,784	1,278,224	3,335,702	98,695	5,007	80,227	10,694,560
Accumulated depreciation:								
1 January 2024	-	2,977,448	1,206,691	3,811,246	98,686	6,199	-	8,100,270
Depreciation for the year	-	107,784	21,150	39,110	-	36	-	168,080
Depreciation on disposals/write-off	-	(1,996)	(3,828)	(37,338)	-	(1,185)	-	(44,347)
31 December 2024	-	3,083,236	1,224,013	3,813,018	98,686	5,050	-	8,224,003
Depreciation for the year	-	106,982	21,037	39,799	-	9	-	167,827
Depreciation on disposals/write-off	-	(46,322)	(38,086)	(638,237)	-	(86)	-	(722,731)
31 December 2025	-	3,143,896	1,206,964	3,214,580	98,686	4,973	-	7,669,099
Net book value:								
31 December 2024	2,526,921	327,096	89,147	120,415	9	43	49,957	3,113,588
31 December 2025	2,526,921	225,888	71,260	121,122	9	34	80,227	3,025,461

As at 31 December 2025, certain items of plant, equipment and vehicles were fully depreciated but are still in use. The gross carrying amount before deducting accumulated of those assets amounted to approximately Baht 5,159 million (2024: Baht 5,798 million).

14. Trade and other current payables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Trade payables - unrelated parties	58,869	63,574	58,869	63,574
Other current payables - related parties (Note 6)	66,314	35,395	64,778	33,864
Other current payables - unrelated parties	24,088	18,096	24,088	18,003
Payables for purchase of assets	25,837	15,814	25,837	15,814
Retention payables	3,887	4,720	3,887	4,720
Accrued expenses	80,245	97,358	79,139	96,251
Total trade and other current payables	259,240	234,957	256,598	232,226

15. Non-current provision for employee benefits

Provision for employee benefits as at 31 December 2025 and 2024, which is compensations on employees' retirement and other long-term employee benefits, were as follows:

(Unit: Thousand Baht)

	Consolidated financial statements/Separate financial statements					
	Post-employment		Other long-term		Total	
	benefits from		employee benefits plan			
	employee's retirement		employee benefits plan		Total	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Provision for employee benefits at beginning of year	97,384	87,848	5,118	4,974	102,502	92,822
<i>Included in profit or loss:</i>						
Current service cost	8,398	8,589	519	485	8,917	9,074
Interest cost	2,001	2,157	111	126	2,112	2,283
Past service costs and gains or losses on settlement	-	-	357	191	357	191
<i>Included in other comprehensive income:</i>						
Remeasurement (gain) loss arising from						
Financial assumptions changes	4,028	2,436	-	-	4,028	2,436
Experience adjustments	2,817	(1,153)	-	-	2,817	(1,153)
<i>Benefits paid during the year</i>	<u>(4,895)</u>	<u>(2,493)</u>	<u>(637)</u>	<u>(658)</u>	<u>(5,532)</u>	<u>(3,151)</u>
Provision for employee benefits at end of year	109,733	97,384	5,468	5,118	115,201	102,502

The Company expects to pay Baht 22.9 million of long-term employee benefits during the next year (2024: Baht 22.2 million).

As at 31 December 2025, the weighted average duration of the liabilities for long-term employee benefit is 12 and 13 years (2024: 12 and 14 years).

Key actuarial assumptions used for the valuation are as follows:

	Consolidated financial statements/ Separate financial statements	
	<u>2025</u>	<u>2024</u>
	(% per annum)	(% per annum)
Discount rate	1.94, 2.02	2.45, 2.55
Future salary increase rate	5.00	5.00
Turnover rate	2.39 - 34.38	2.39 - 34.38

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2025 and 2024 are summarised below:

(Unit: Million Baht)

	Consolidated financial statements/Separate financial statements			
	As at 31 December 2025		As at 31 December 2024	
	<u>Increase 0.5%</u>	<u>Decrease 0.5%</u>	<u>Increase 0.5%</u>	<u>Decrease 0.5%</u>
Discount rate	(4)	4	(3)	4
	<u>Increase 1%</u>	<u>Decrease 1%</u>	<u>Increase 1%</u>	<u>Decrease 1%</u>
Salary increase rate	9	(8)	7	(7)
	<u>Increase 20%</u>	<u>Decrease 20%</u>	<u>Increase 20%</u>	<u>Decrease 20%</u>
Turnover rate	(6)	7	(5)	6

16. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside 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. At present, the statutory reserve has fully been set aside.

17. Finance income

Finance income for the years ended 31 December 2025 and 2024 are summarised below:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Finance income				
Interest income	92,655	109,417	50,342	46,710
Total	92,655	109,417	50,342	46,710

18. Expenses by nature

Significant expenses classified by nature are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements/ Separate financial statements	
	<u>2025</u>	<u>2024</u>
Salaries and wages and other employee benefits	504,670	522,299
Depreciation and amortisation	168,578	168,782
Direct cost of food and beverage	206,688	232,997
Other direct cost of hotel operations	244,810	243,371
Utilities expenses	142,259	150,272
Management fees	102,805	75,451
Advertising and promotion expenses	94,419	73,180
Maintenance expenses	56,655	56,142

19. Income tax

Income tax expenses for the years ended 31 December 2025 and 2024 are made up as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Current income tax:				
Current corporate income tax charge	115,363	116,856	114,954	116,379
Adjustment in respect of income tax of previous year	(207)	-	(216)	-
Deferred tax:				
Relating to origination and reversal of temporary differences	9,903	66,699	(1,508)	36,750
Income tax expenses reported in profit or loss	125,059	183,555	113,230	153,129

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2025 and 2024 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Deferred tax on actuarial losses	(1,369)	(257)	(1,369)	(257)
Total	(1,369)	(257)	(1,369)	(257)

The reconciliation between accounting profit and income tax expenses is shown below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Accounting profit before tax	365,962	554,531	570,249	770,525
Applicable tax rate	0, 17, 20%	0, 17, 20%	20%	20%
Accounting profit before tax multiplied by income tax rate	65,802	109,298	114,050	154,105
Adjustment in respect of income tax of previous year	(207)	-	(216)	-
Unrecognised deferred tax assets on temporary differences	51,906	67,695	-	-
Effects of:				
Exemption of income	(1,508)	(8,033)	(1,508)	-
Non-deductible expenses	9,866	281	1,433	281
Additional expense deductions allowed	(342)	(1,682)	(342)	(1,682)
Share of losses from investments in associates	6,163	9,662	-	-
Others	(6,621)	6,334	(187)	425
Total	7,558	(6,562)	(604)	(976)
Income tax expenses reported in profit or loss	125,059	183,555	113,230	153,129

The tax rate enacted at the end of the reporting period of the subsidiaries in overseas countries are 0 percent to 17 percent.

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

(Unit: Thousand Baht)

	Statements of financial position			
	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Deferred tax assets				
Allowance for expected credit losses				
of trade receivables	51	55	51	55
Allowance for diminution in value of inventory	171	172	171	172
Provision for employee benefits	23,040	20,500	23,040	20,500
Provisions and other accruals	602	260	602	260
Total	<u>23,864</u>	<u>20,987</u>	<u>23,864</u>	<u>20,987</u>
Deferred tax liabilities				
Undued tax remitted	58,934	48,710	-	-
Total	<u>58,934</u>	<u>48,710</u>	<u>-</u>	<u>-</u>
Net balance	<u>(35,070)</u>	<u>(27,723)</u>	<u>23,864</u>	<u>20,987</u>
Presented as				
Deferred tax assets	23,864	20,987	23,864	20,987
Deferred tax liabilities	58,934	48,710	-	-
Total	<u>(35,070)</u>	<u>(27,723)</u>	<u>23,864</u>	<u>20,987</u>

As at 31 December 2025, the Group has deductible temporary differences totalling Baht 1,886 million (2024: Baht 1,738 million), on which deferred tax assets have not been recognised as the Group believes future taxable profits may not be sufficient to allow utilisation of the temporary differences.

Effect from international tax reform - Pillar Two model rules

The Group is within the scope of the Pillar Two model rules published by the Organisation for Economic Co-operation and Development (OECD). The Group operates in several countries where Pillar Two legislation has been enacted and is effective for fiscal years beginning on or after 1 January 2025. Based on management's assessment, the Group expects to benefit from the "Transitional CbCR Safe Harbour" in most of these jurisdictions. Therefore, the Group has not recognised an additional provision for liabilities related to the top-up tax in the financial statements for the years end 31 December 2025 and 2024.

20. Earnings per share

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

The following table sets forth the computation of basic earnings per share.

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Profit for the year (Thousand Baht)	240,912	370,956	457,019	617,396
Weighted average number of ordinary shares (Thousand shares)	130,000	130,000	130,000	130,000
Profit per share (Baht per share)	1.85	2.85	3.52	4.75

21. Segment information

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 Group are organised into business units based on its services and have 2 reportable segments as follows:

- (1) Hotel business
- (2) Holding investment

No operating segments have been aggregated to form the above reportable operating segments.

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 and on a basis consistent with that used to measure operating profit or loss and total assets in the financial statements.

The basis of accounting for any transactions between reportable segments is consistent with that for third party transactions.

The following tables present revenue, profit and total assets information regarding the Group's operating segments for the years ended 31 December 2025 and 2024.

(Unit: Million Baht)

	Hotel business				Holding Investment		Total segments		Adjustments and eliminations		Consolidated	
	Hotel in Bangkok	Hotel in Chiangmai										
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Revenue												
Revenue from external customers	1,697	1,896	436	439	-	-	2,133	2,335	-	-	2,133	2,335
Total revenue	<u>1,697</u>	<u>1,896</u>	<u>436</u>	<u>439</u>	<u>-</u>	<u>-</u>	<u>2,133</u>	<u>2,335</u>	<u>-</u>	<u>-</u>	<u>2,133</u>	<u>2,335</u>
Operating results												
Segment gross profit	1,136	1,298	302	303	-	-	1,438	1,601	-	-	1,438	1,601
Other income	9	17	4	3	7	9	20	29	-	-	20	29
Depreciation and amortisation	(92)	(94)	(77)	(75)	-	-	(169)	(169)	-	-	(169)	(169)
Exchange gains (losses)	24	4	-	-	(101)	62	(77)	66	-	-	(77)	66
Impairment losses on financial assets	-	-	-	-	(117)	(301)	(117)	(301)	-	-	(117)	(301)
Share of losses from investments in associates	-	-	-	-	(31)	(48)	(31)	(48)	-	-	(31)	(48)
Finance income	50	47	-	-	43	63	93	110	-	-	93	110
Unallocated expenses											(791)	(733)
Income tax expenses											(125)	(184)
Profit for the year											<u>241</u>	<u>371</u>
Segment total assets	6,951	6,977	272	323	1,039	767	8,262	8,067	-	-	8,262	8,067

Major customers

For the years 2025 and 2024, the Group have no major customer with revenue of 10 percent or more of an entity's revenue.

22. Provident fund

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the Company contribute to the fund monthly at the rate of 5 percent of basic salaries. The fund, which is managed by Principal Asset Management Limited, will be paid to employees upon termination in accordance with the fund rules. During the year 2025, the Company contributed Baht 13 million (2024: Baht 13 million) to the fund.

23. Dividends

Dividends declared for the years 2025 and 2024 consisted of the follows:

Dividends	Approved by	Total dividends (Million Baht)	Dividend per share (Baht)
Final dividends for 2023	Annual General Meeting of the shareholders on 26 April 2024	130.00	1.00
Total for the year 2024		130.00	1.00
Final dividends for 2024	Annual General Meeting of the shareholders on 29 April 2025	130.00	1.00
Total for the year 2025		130.00	1.00

24. Commitments and contingent liabilities

24.1 Capital commitments

As at 31 December 2025, the Company had capital commitments of approximately Baht 79 million (2024: Baht 62 million), relating to the construction and renovation of the hotel building and acquisition of equipment.

24.2 Long-term service commitments

The Company has entered a long-term service contract. Under the terms of the contract, the Company is required to pay a monthly service fee. The fee for the year 2025 amounting to approximately Baht 11 million were recognised as expenses (2024: 8 million).

24.3 Guarantees

As at 31 December 2025, there were outstanding bank guarantee of approximately Baht 10 million (2024: Baht 11 million) issued by a bank on behalf of the Company in respected of electricity usage.

25. Financial instruments

25.1 Financial risk management objectives and policies

The Group's financial instruments principally comprise cash and cash equivalents, short-term investments in financial assets - fixed deposits, trade and other current receivables, long-term loans to and interest receivables from related parties, other financial assets, trade and other current payables and short term loans from related party. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Group is exposed to credit risk primarily with respect to trade and other current receivables, long-term loans to and interest receivables from related parties and Short-term investments in financial assets - fixed deposits. The maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position.

Trade and other current receivables

The Group manages the risk by adopting appropriate credit control policies and procedures and regularly monitoring outstanding trade receivables. As a result, the Group does not expect to incur material financial losses.

An impairment analysis is performed at each reporting date to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar credit risks. The calculation reflects the reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, trade receivables and other current receivables are written-off in accordance with the Group's policy, by appropriate consideration.

Cash deposits

Credit risk from balances with banks and financial institutions is managed in accordance with the Group's policy by making investments only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate risk through a counterparty's potential failure to make payments.

Long-term loans to and interest receivables from related parties

The Group manages the credit risk from balances of long-term loans to and interest receivables from related parties in accordance with the Parent's policy and performed an impairment analysis at each reporting date to measure expected credit losses.

Market risk

There are two types of market risk comprising foreign currency risk and interest rate risk.

Foreign currency risk

The Group's exposure to the foreign currency risk relates primarily to its borrowing and lendings that are denominated in foreign currencies. The balances of financial assets and liabilities denominated in foreign currencies are summarised below.

Foreign currency	Consolidated financial statements					
	Financial assets as at 31 December		Financial liabilities as at 31 December		Average exchange rate as at 31 December	
	<u>2025</u> (Million)	<u>2024</u> (Million)	<u>2025</u> (Million)	<u>2024</u> (Million)	<u>2025</u> (Baht per 1 foreign currency unit)	<u>2024</u> (Baht per 1 foreign currency unit)
US dollar	27	17	-	-	31.5826	33.9879

Foreign currency	Separate financial statements					
	Financial assets as at 31 December		Financial liabilities as at 31 December		Average exchange rate as at 31 December	
	<u>2025</u> (Million)	<u>2024</u> (Million)	<u>2025</u> (Million)	<u>2024</u> (Million)	<u>2025</u> (Baht per 1 foreign currency unit)	<u>2024</u> (Baht per 1 foreign currency unit)
US dollar	-	-	-	15	31.5826	33.9879

Foreign currency sensitivity

The following tables demonstrate the sensitivity of the Group's profit before tax to a reasonably possible change in US dollar exchange rate, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities as at 31 December 2025 and 2024.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Impact to profit before tax				
THB against USD				
- Increase 5 %	42,988	29,459	-	(25,610)
- Decrease 5 %	(42,988)	(29,459)	-	25,610

This information is not a forecast or prediction of future market conditions and should be used with care.

Interest rate risk

The Group's exposure to interest rate risk relates primarily to its long-term loans to related parties. Most of the Group's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

As at 31 December 2025 and 2024, significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with 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)

Consolidated financial statements							
As at 31 December 2025							
Fixed interest rates			Floating	Non-	Total	Effective	interest rate
Within	Over		interest	interest			
1 year	1-5 years	5 years	rate	bearing			(% per annum)
Financial assets							
Cash and cash equivalents	884	-	-	38	61	983	0.00 - 4.20
Short-term investments in							
financial assets - fixed deposits	3,580	-	-	-	-	3,580	1.70 - 4.79
Trade and other current receivables	-	-	-	-	90	90	-
Long-term loans to and							
interest receivables from							
related parties	-	-	56	-	234	290	0.92 - 5.50
	4,464	-	56	38	385	4,943	
Financial liabilities							
Trade and other current payables	-	-	-	-	259	259	-
	-	-	-	-	259	259	

(Unit: Million Baht)

Consolidated financial statements

As at 31 December 2024

	Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
	Within	Over					
	1 year	1-5 years	5 years				
Financial assets							
Cash and cash equivalents	420	-	-	51	51	522	0.00 - 4.92
Short-term investments in							
financial assets - fixed deposits	3,557	-	-	-	-	3,557	1.70 - 4.79
Trade and other current receivables	-	-	-	-	80	80	-
Long-term loans to and							
interest receivables from							
related parties	-	-	212	-	247	459	0.92 - 5.50
	<u>3,977</u>	<u>-</u>	<u>212</u>	<u>51</u>	<u>378</u>	<u>4,618</u>	
Financial liabilities							
Trade and other current payables	-	-	-	-	235	235	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>235</u>	<u>235</u>	

(Unit: Million Baht)

Separate financial statements

As at 31 December 2025

	Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
	Within	Over					
	1 year	1-5 years	5 years				
Financial assets							
Cash and cash equivalents	-	-	-	37	23	60	0.20 - 0.25
Short-term investments in							
financial assets - fixed deposits	2,664	-	-	-	-	2,664	1.10 - 2.20
Trade and other current receivables	-	-	-	-	81	81	-
	<u>2,664</u>	<u>-</u>	<u>-</u>	<u>37</u>	<u>104</u>	<u>2,805</u>	
Financial liabilities							
Trade and other current payables	-	-	-	-	257	257	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>257</u>	<u>257</u>	

(Unit: Million Baht)

Separate financial statements							
As at 31 December 2024							
	Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
	Within	Over					
	1 year	1-5 years	5 years				
<u>Financial assets</u>							
Cash and cash equivalents	32	-	-	50	23	105	0.40 - 1.35
Short-term investments in							
financial assets - fixed deposits	2,615	-	-	-	-	2,615	1.70 - 2.45
Trade and other current receivables	-	-	-	-	73	73	-
	<u>2,647</u>	<u>-</u>	<u>-</u>	<u>50</u>	<u>96</u>	<u>2,793</u>	
<u>Financial liabilities</u>							
Trade and other current payables	-	-	-	-	232	232	-
Short-term loan from related party	-	-	-	-	512	512	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>744</u>	<u>744</u>	

Interest rate sensitivity

The Group considers that there is no significant impact on the Group's profit before tax arising from the possible change in interest rates on financial assets which bear floating interest rates.

Liquidity risk

The Group monitors its liquidity requirements to ensure it has sufficient cash to meet operational needs. However, the Group has assessed and concluded the risk is low, since the majority of the Group's financial liabilities are short-term loans from related party, which has maturity within 12 months can be rolled over with the lender.

The table below summarises the maturity profile of the Group's non-derivative financial liabilities as at 31 December 2025 and 2024 based on contractual undiscounted cash flows:

(Unit: Million Baht)

	Consolidated financial statements				
	As at 31 December 2025				
	On demand	Less than 1 year	1-5 years	Over 5 years	Total
Non-derivatives					
Trade and other current payables	-	259	-	-	259
Total non-derivatives	-	259	-	-	259

(Unit: Million Baht)

	Separate financial statements				
	As at 31 December 2025				
	On demand	Less than 1 year	1-5 years	Over 5 years	Total
Non-derivatives					
Trade and other current payables	-	257	-	-	257
Total non-derivatives	-	257	-	-	257

(Unit: Million Baht)

	Consolidated financial statements				
	As at 31 December 2024				
	On demand	Less than 1 year	1-5 years	Over 5 years	Total
Non-derivatives					
Trade and other current payables	-	235	-	-	235
Total non-derivatives	-	235	-	-	235

(Unit: Million Baht)

	Separate financial statements				
	As at 31 December 2024				
	On demand	Less than 1 year	1-5 years	Over 5 years	Total
Non-derivatives					
Trade and other current payables	-	232	-	-	232
Short-term loans from related party	512	-	-	-	512
Total non-derivatives	512	232	-	-	744

25.2 Fair values of financial instruments

Since the majority of the Group's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

26. Capital management

The primary objective of the Group's capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholder value. As at 31 December 2025, the Group's debt-to-equity ratio was 0.10:1 (2024: 0.08:1) and the Company's was 0.11:1 (2024: 0.18:1).

27. Events after the reporting period

On 23 February 2026, the Board of Director's meeting of the Company passed a resolution approved to propose to the Annual General Meeting of Shareholders to consider and approve the dividend payment for the year 2025 at the rate of Baht 0.50 per share, totaling of Baht 65 million.

28. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 23 February 2026.

To : Managing Director
The Stock Exchange of Thailand

Date : February 23, 2026

Re : Management Discussion and Analysis for the year ended December 31, 2025

The Board of Directors is pleased to announce the Company's results of operation for the year ended December 31, 2025 as follows: -

Net profit after corporate income tax for the year ended December 31, 2025 and 2024:

(Baht in million)	<u>2025</u>	<u>2024</u>	<u>Change</u>
The Company	457.02	617.40	(25.98%)
Consolidated	240.91	370.96	(35.06%)

The Company:

The Company's profit before corporate income tax for the year ended December 31, 2025 decreased by Baht 200.27 million compared to the previous year. This decline was primarily attributable to the reduction in revenue from hotel operations at Shangri-La Bangkok ("SLBK") and Shangri-La Chiang Mai ("SLCM"), resulting from market downturns following the earthquake and the border dispute.

Consequently, profit before income tax at SLBK decreased by Baht 188.53 million, while profit before income tax at SLCM declined by Baht 11.74 million.

Revenues from hotel operations of SLBK decreased by Baht 198.46 million, from Baht 1,895.55 million to Baht 1,697.09 million. This decline was mainly attributable to reductions across all revenue streams, including room revenue, food and beverage revenue, and other income, as a result of lower occupancy rates and weakened demand from the MICE group segment. Gross profit before expenses decreased by Baht 161.68 million. Selling expenses increased by Baht 16.93 million, primarily due to the absence of credits for unutilized sales and marketing funds from the Group. In addition, administrative expenses increased by Baht 28.64 million, mainly as a result of higher management fees. Depreciation expenses decreased by Baht 1.82 million against last year. Exchange gains increased by Baht 20.77 million mainly due to the increase in unrealized exchange gain from US Dollar loan. As a result, the profit before corporate income tax decreased by Baht 188.53 million from Baht 722.60 million to Baht 534.07 million.

Profit before corporate income tax of SLCM decreased by Baht 11.74 million as compared to 2024, mainly attributed to lower hotel operations revenues by Baht 3.26 million from Baht 439.33 million to Baht 436.07 million as a result of lower food & beverages and other revenues. Gross profit before expenses decreased by Baht 1.10 million. Selling and administrative expenses increased by Baht 4.80 million and Baht 5.43 million, respectively. Depreciation expenses increased by Baht 1.62 million against last year. As a result, the profit before corporate income tax decreased by Baht 11.74 million from Baht 47.92 million to Baht 36.18 million.

Consequently, the total profit of SLBK and SLCM before corporate income tax decreased by Baht 200.27 million from Baht 770.52 million to Baht 570.25 million. The Company recorded a net profit after tax of Baht 457.02 million for the year ended December 31, 2025 compared to Baht 617.40 million last year (decreased by 25.98%).

Consolidated:

The consolidated profit before corporate income tax for the year ended December 31, 2025 decreased by Baht 188.57 million against last year. The decrease in consolidated profit before corporate income tax was mainly due to decrease in the Company's profit before corporate income tax of Baht 200.27 million while loss from subsidiaries decreased by Baht 11.70 million. The decrease in loss from subsidiaries was mainly due to the decrease in the impairment losses on loan to the associated company, offset by an increase in exchange loss from loan to a related company. As a result, the corporate income tax expenses decreased by Baht 58.50 million. Overall, the consolidated net profit after tax attributable to the equity holders of the Company for the year ended December 31, 2025 decreased by Baht 130.05 million against last year (decreased by 35.06%).

Yours faithfully,

(Mrs. Pavinee Meensuk)
Director

Headline: Financial Performance Yearly (F45) (Audited)
Security Symbol: SHANG

Announcement Details

Summary of operating result form (F45)

Company name	SHANGRI-LA HOTEL PUBLIC COMPANY LIMITED	
Quarter	Yearly	
(In thousands)		
Financial Statement	Yearly	
Status	Audited	
Ending	31 December	
Year	2025	2024
Profit (loss) attributable to equity holders of the Company *	240,912	370,956
EPS (baht)	1.85	2.85
Type of report	Unqualified opinion	

*For consolidated financial statements

Please review financial statement (Full Version) before making investment decision

"The company hereby certifies that the information above is correct and complete. In addition, the company has already reported and disseminated its financial statements in full via the SET Electronic Listed Company Information Disclosure (SET Portal)."

Signature _____
(Mrs. Pavinee Meensuk)
Director
Authorized Persons to Disclose Information

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