BEAUTY COMMUNITY PUBLIC COMPANY LIMITED

NOTES TO FINANCIAL STATEMENTS

FOR THE NINE -MONTH PERIODS ENDED SEPTEMBER 30, 2019

(UNAUDITED / REVIEWED ONLY)

1. GENERAL INFORMATION

Beauty Community Public Company Limited ("the Company"), the Company was registered as a listed company in the Stock Exchange of Thailand on December 12, 2012. The registered address is located at 10/915, Soi Nuanchan 34, Nuanchan, Bungkum, Bangkok.

The principle business of the Company is to retail of cosmetics.

Names of major shareholders as at August 28, 2019, the last closing date of share transferring suspension register are as follows:

Percentage of shareholding

(based on paid-up capital)

	(cases on pairs up capital)
Mr. Suwin Kraiphubet	15.10
Mrs. Tanyapon Kraibhubes	6.12
Thai NVDR Company Limited	4.73
Mr. Mongkhol Prakitchaiwattana	3.51

2. BASIS OF INTERIM FINANCIAL STATEMENTS PREPARATION

The interim financial statements are prepared on a condensed basis and in accordance with Thai Accounting Standard No. 34 (Revised 2018) Interim Financial Reporting, guidelines promulgated by the Federation of Accounting Professions; and applicable rules and regulations of the Securities and Exchange Commission.

The interim financial statements are prepared to provide an update on the financial statements for the year ended December 31, 2018. They do not include all of the financial information required for full annual financial statements but focus on new activities, events and circumstances to avoid repetition of information previously reported. Accordingly, these interim financial statements should be read in conjunction with the financial statements of the Company and subsidiaries for the year ended December 31, 2018.

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The financial statements have been prepared under the historical cost convention, except as transaction

disclosed in related accounting policy.

The interim financial statements in Thai language are the official statutory financial statements of the

Company. The interim financial statements in English language have been translated from the Thai

language financial statements.

3. NEW FINANCIAL REPORTING STANDARDS

3.1 Issued and revised financial reporting standards adoption during the period

During the period, the Company has adopted a number of revised financial reporting standards and

interpretations (revised 2018) which are effective for fiscal years beginning on or after January 1, 2019.

These financial reporting standards were aimed at alignment with the corresponding International

Financial Reporting Standards, with most of the changes and clarifications directed towards 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 Company's financial statements. However,

the new standard involves changes to key principles, which are summarized below:

TFRS 15 Revenue from Contracts with Customers

TFRS 15 supersedes the following accounting standards together with related interpretations.

Thai Accounting Standards:

TAS 11 (revised 2017) Construction Contracts

TAS 18 (revised 2017) Revenue

Thai Standing Interpretations Committee:

TSIC 31 (revised 2017) Revenue - Barter Transactions Involving Advertising Services

Thai Financial Reporting Interpretations Committee:

TFRIC 13 (revised 2017) Customer Loyalty Programmes

TFRIC 15 (revised 2017) Agreements for the Construction of Real Estate

TFRIC 18 (revised 2017) Transfers of Assets from Customers

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Entities are to apply this standard to all contracts with customers unless those contracts fall within the

scope of other standards. The standard establishes a five-step model to account for revenue arising from

contracts with customers, with revenue being recognized at an amount that reflects the consideration to

which an entity expects to be entitled in exchange for transferring goods or services to a customer. The

standard requires entities to exercise judgement, taking into consideration all of the relevant facts and

circumstances when applying each step of the model.

The Company adopted TFRS 15 that have no significantly impacts on the financial statements of the

Company.

3.2 Financial reporting standards that will become effective in the future

Financial reporting standards that will be effective for the financial statements that have accounting periods

beginning on or after January 1, 2020

The Federation of Accounting Professions issued a number of new financial reporting standards and

interpretations, which are effective for fiscal years beginning on or after January 1, 2020. These new

standards involve changes to key principles, which are summarized below.

Financial reporting standards related to financial instruments

A set of TFRSs related to financial instruments consists of five accounting standards and interpretations, as

follows:

Thai Financial Reporting Standards:

TFRS 7 Financial Instruments: Disclosures

TFRS 9 Financial Instruments

Thai Accounting Standards:

TAS 32 Financial Instruments: Presentation

Thai Financial Reporting Interpretations Committee:

TFRIC 16 Hedges of a Net Investments in a Foreign Operation

TFRIC 19 Extinguishing Financial Liabilities with Equity Instruments

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These TFRSs related to financial instruments make stipulations relating to the classification of financial

instruments and their measurement at fair value or amortized cost taking into account the type of

instrument, the characteristics of the contractual cash flows and the Company's business model, calculation

of impairment using the expected credit loss method, and hedge accounting. These include stipulations

regarding the presentation and disclosure of financial instruments. When the TFRSs related to financial

instruments are effective, some accounting standards, interpretations and guidance which are currently

effective will be cancelled.

The management of the Company is currently evaluating the impact of these standards to the financial

statements.

Thai Financial Reporting Standards No. 16: Leases

TFRS 16 supersedes TAS 17 Leases together with related interpretations. The standard set out the

principals of the recognition, measurement, presentation and disclosure of leases, and requires a lessee to

recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying

asset is low value.

Accounting by lessors is substantially unchanged from TAS 17. Lessors will continue to classify leases as

either operating or finance leases using similar principles to those used under TAS 17.

TFRS 16 supersedes the following accounting standards together with related interpretations.

Thai Accounting Standards:

TAS 17 (Revised 2018)

Leases

Thai Standing Interpretations Committee:

TSIC 15 (Revised 2018)

Operating Leases - Incentives

TSIC 27 (Revised 2018)

Evaluating The Substance of Transactions Involving the Legal Form

of a Lease

Thai Financial Reporting Interpretations Committee:

TFRIC 4 (Revised 2018)

Determining whether an Arrangement contain a Lease

At present, the Management of the Company is being assessed the impacts of those financial reporting

standards which will be effective in the future on the financial statements.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

These interim financial statements have been prepared by using the accounting policy and estimates of the financial statements for the year ended December 31, 2018.

5. CASH AND CASH EQUIVALENTS

(Unit: Baht)

	September 30, 2019	December 31, 2018
Cash	3,356,384.75	4,724,667.50
Current accounts	10,953,929.59	42,210,447.24
Savings deposit	152,033,988.37	185,146,883.85
Unbilled credit card slip	759,916.86	742,371.09
Total	167,104,219.57	232,824,369.68

6. CURRENT INVESTMENTS

The Company has current investments consisted of: -

(Unit: Baht)

	At interest rate per annum			
	September 30, 2019	December 31, 2018	September 30, 2019	December 31, 2018
Fixed deposits	1.65 - 1.85	1.50 - 1.70	180,000,000.00	460,000,000.00

7. TRADE AND OTHER CURRENT RECEIVABLES

(Unit: Baht)

September 30, 2019		December 31, 2018
Trade accounts receivable		
Franchise receivable	242,801.96	442,110.54
Other parties receivable	27,229,797.71	23,545,105.47
Sale with consignment agreement receivables	33,940,275.07	38,147,191.49
Total trade accounts receivable	61,412,874.74	62,134,407.50
Less Allowance for doubtful accounts	(698,137.28)	(421,821.12)
Trade accounts receivable - net	60,714,737.46	61,712,586.38
Other current receivables		
Prepaid expenses	13,580,374.81	6,199,224.47
Accrued interest	234,316.18	1,345,501.34
Goods deposit	436,216.50	1,953,607.96
Advance payment	483,000.00	582,500.00
Non-refund input tax	3,165,155.80	4,392,874.51
Prepaid value added tax	2,466,207.37	5,071,039.11
Others	1,766,951.46	1,700,278.31
Total other current receivables	22,132,222.12	21,245,025.70
Total trade and other current receivables	82,846,959.58	82,957,612.08

The Company has outstanding trade accounts receivable classified by aging as follows:

(Unit: Baht)

	September 30, 2019	December 31, 2018
Trade accounts receivable due in term	53,270,653.42	58,293,347.43
Overdue trade accounts receivable		
- Less than 3 months	7,922,196.96	3,825,034.08
- Over 3 months but less than 1 year	204,932.01	933.64
- Over 1 year but less than 2 year	15,092.35	15,092.35
Total trade accounts receivable	61,412,874.74	62,134,407.50

8. INVENTORIES

(Unit: Baht)

	September 30, 2019	December 31, 2018
Finished goods	319,695,409.37	466,450,236.34
Packaging	88,505,943.81	93,406,522.53
Work in process	15,628,363.47	33,517,231.54
Supplies	4,909,859.15	6,298,786.53
Total	428,739,575.80	599,672,776.94
Less Allowance for devaluation of inventories	(16,350,973.97)	(6,837,484.65)
Net	412,388,601.83	592,835,292.29

9. PROPERTY, PLANT AND EQUIPMENT

Movement for the nine-month periods ended September 30, 2019, are summarized as follows:

(Unit: Baht)

Net book value as at January 1, 2019	269,550,656.13
Acquisition during the period	10,976,087.21
Disposal	(60,211.47)
Write off/adjustment	(4,622,007.87)
Depreciation for the period	(37,882,376.62)
Net book value as at September 30, 2019	237,962,147.38

Part of buildings at net book value amount of Baht 90.42 million are constructed on land leased from director as stated in note 16.3.

Depreciation for the nine-month periods ended September 30, 2019 and 2018 amounted to Baht 37.88 million and Baht 43.50 million respectively.

As at September 30, 2019 and December 31, 2018, the Company has fixed assets at cost amount of Baht 138.91 million and Baht 131.92 million respectively which have been fully depreciated but are still in use.

10. LEASEHOLD RIGHTS

Movement for the nine-month periods ended September 30, 2019, are summarized as follows:

Net book value as at September 30, 2019	4,043,773.43
Amortization for the period	(887,218.56)
Net book value as at January 1, 2019	4,930,991.99
	(Unit: Baht)

Amortization of leasehold right for the nine-month periods ended September 30, 2019 and 2018 amounted to Baht 0.89 million and Baht 0.89 million respectively.

11. OTHER INTANGIBLE ASSETS

Movement for the nine-month periods ended September 30, 2019, are summarized as follows:

	(Onti. Bani)
Net book value as at January 1, 2019	22,166,490.62
Acquisition during the period	2,071,500.00
Amortization for the period	(2,204,143.08)
Net book value as at September 30, 2019	22,033,847.54

Amortization of other intangible assets for the nine-month periods ended September 30, 2019 and 2018 amounted to Baht 2.20 million and Baht 1.85 million respectively.

12. DEFERRED TAX ASSETS

(Unit:Baht)

(Unit: Raht)

	September 30, 2019	December 31, 2018
Deferred tax assets	12,286,858.04	11,414,910.23
Deferred tax liabilities		
Net	12,286,858.04	11,414,910.23

Movements of deferred tax assets and liabilities incurred during the period as follows:

				(Unit :Baht)
	As at	Credit (charged) to		As at
	January 1,	Profit or loss	Other	September 30,
	2019		Comprehensive	2019
			income	
Deferred tax assets				
Allowance for devaluation of goods	1,367,496.93	1,902,697.86	-	3,270,194.79
Allowance for devaluation of assets	985,026.00	-	-	985,026.00
Employee benefit obligations	3,285,688.50	691,185.35	-	3,976,873.85
Deferred income for reward points	5,676,113.06	(1,798,665.57)	-	3,877,447.49
Dismantling provisions	100,585.74	76,730.17		177,315.91
Total	11,414,910.23	871,947.81		12,286,858.04

Tax expense for the nine-month periods ended September 30, 2019 and 2018 can be summarized as follows:

(Unit:Baht) 2019 2018 Current tax: 42,852,877.90 210,074,403.86 Income tax for the periods Deferred tax: Deferred tax (income) derived from temporary differences and reversal of temporary differences presented in statement (871,947.81) (1,613,896.19)of comprehensive income 41,980,930.09 Tax expense in statements of comprehensive income 208,460,507.67 Tax (income) related to actuarial gains directly recorded (838,955.60) to other comprehensive income (838,955.60) Total

13. OTHER NON-CURRENT ASSETS

14.

(Unit: Baht)

279,225,733.90

	September 30, 2019	December 31, 2018
Rental and services deposit	89,710,966.97	96,911,004.79
Others	2,833,864.71	2,550,927.22
Total	92,544,831.68	99,461,932.01
TRADE AND OTHER CURRENT PAYABLES		
		(Unit: Baht)
	September 30, 2019	December 31, 2018
Trade accounts payable		
Other parties	57,598,571.91	137,669,406.83
Total trade accounts payable	57,598,571.91	137,669,406.83
Other current payables		
Accrued expenses	48,280,968.86	64,776,615.49
Revenue Department payable	17,667,461.43	20,232,872.55
Assets payables	4,662,171.20	7,251,382.51
Amount received advance for goods	3,685,251.35	14,604,851.28
Deferred income for reward points	19,387,237.45	28,380,565.30
Others	6,000,686.72	6,310,039.94
Total other current payables	99,683,777.01	141,556,327.07

15. NON-CURRENT PROVISIONS FOR EMPLOYEE BENEFIT

Total trade and other current payables

Movements for the nine-month periods ended September 30, 2019 as follows:

	(Unit: Baht)
Balance as at January 1, 2019	16,428,442.49
Current costs of services and interest	4,916,001.77
Employee benefit paid during the periods	(1,460,075.00)
Balance as at September 30, 2019	19,884,369.26

157,282,348.92

Long-term employee benefit expenses for the nine-month periods ended September 30, 2019 and 2018 recognized in comprehensive income are summarized below:

		(Unit: Baht)
	2019	2018
Distribution costs	1,512,335.24	663,876.49
Administrative expenses	3,403,666.53	1,511,716.50
Total	4,916,001.77	2,175,592.99

On April 5, 2019, new Labour Protection Act was published in the Royal Gazette which will become effective after 30 days from the date of its publication in the Royal Gazette onwards which determined the additional rate of severance pay in the case of termination of employment for a terminated employee who has worked for 20 consecutive years or more and shall be entitled to receive payment not less than the last rate of wages for 400 days. The Company has recorded the effects in additionally providing non-current provisions for employee benefits amount of Baht 2.27 million in accordance with new Labour Protection Act in the nine-month periods ended September 30, 2019.

16. TRANSACTION WITH RELATED PERSONS AND PARTIES

The Company had transaction with related persons and parties. These transactions are related in the normal course of business and on the basis of the Company and related persons or parties concerned.

Relationship of the Company and related persons and parties can be summarized as follows:

Related parties and persons name	<u>Relationship</u>	Related transactions
Persons consist of:-		
Mrs. Tanyapon Kraibhubes	Shareholder and director	Land with its construction rental, land
		rental, obligations under land lease
		agreement

Related transactions	Pricing policy	
Land with its construction rental	As indicated in agreement	
Land rental	As indicated in agreement	
Land lease agreement obligations	As indicated in agreement	

16.1 Transactions between the Company with related persons and parties can be summarized as follow:

(Unit: Baht)

For the nine-month periods ended

	September 30, 2019	September 30, 2018
Land with its construction rental		
Mrs. Tanyapon Kraibhubes	274,050.00	261,000.00
Land rental		
Mrs. Tanyapon Kraibhubes	957,219.75	957,219.75

16.2 The balance with its related persons and parties as at September 30, 2019 and December 31, 2018 are as follow:

(Unit: Baht)

September 30, 2019 December 31, 2018

Non-current assets-rental deposit		
Mrs. Tanyapon Kraibhubes	87,000.00	87,000.00
Accrued rental		
Mrs. Tanyapon Kraibhubes	3,595,269.75	3,465,465.00

- 16.3 Lease agreement obligations
- 16.3.1 The Company has commitment under land lease agreement dated June 11, 2013 for a period of 20 years. The rental is determined equal to the independent appraiser and according to the minutes of shareholders' general meeting for the year 2014 held on April 25, 2014, passed the resolution to amend agreement by making memorandum attached agreement by entending the lease period for another 10 years in the amount of Baht 16.44 million to total period of 30 years in the amount of Baht 38.28 million in accordance with agreement dated July 23, 2014. The lease agreement period is commenced on January 1, 2014 - December 31, 2043 (the counterparties agreed to collect rental since the completion of buildings and others constrction or since January 1, 2016 whichever is earlier until the maturity of lease period). However, the Company started to record rental since January 1, 2014 onwards. The construction structured on such lease land was not transferred the ownership to the lessor, the lessee should dismantled such construction when the Company ceased the lease.

As at September 30, 2019 the Company is liable on payment the remaining rental under land lease agreement as follows:

 (Unit:Baht)

 Payment
 1,006,020.00

 Over 1 year not exceed 5 years
 4,137,257.25

 Over 5 years (to 30 years)
 28,016,998.65

16.3.2 As at September 30, 2019, the Company is liable on payment the remaining rental as follows:

(Unit:Baht)

33,160,275.90

Payment

 within 1 year
 365,400.00

 Over 1 year not exceed 3 years
 456,750.00

 Total
 822,150.00

17. PAID-UP SHARE CAPITAL / SHARE PREMIUM

Total

Reconciliation

			Share premium	Register date
			on ordinary	with the Ministry
	Paid-up sha	re capital	shares	of Commerce
	Number of share	Paid-up share		
	(Share)	(Baht)	(Baht)	
As at January 1, 2019	3,006,214,955	300,621,495.50	588,958,813.50	
Increase share capital from				
exercise of warrants	653,580	65,358.00	3,752,401.54	January 24, 2019
As at September 30, 2019	3,006,868,535	300,686,853.50	592,711,215.04	

During the period, there is exercise of warrants to purchase ordinary shares ((ESOP Warrant-1) for the amount of Baht 65,358.00 (653,580 ordinary shares at par value of Baht 0.10 each) and resulting to the increase in premium on ordinary shares total amount of Baht 3,752,401.54 (included capital adjustment from share-based payment to premium, on ordinary shares amount of Baht 549,859.54).

18. WARRANTS TO PURCHASE ORDINARY SHARES

As at September 30, 2019, ESOP Warrant-1 remain equal to 15,741,465 units, the last exercise period is on July 17, 2021.

Reconciliation of warrants is as follows:

	Warrants	
	(Unit)	
As at January 1, 2019	16,395,045	
Decrease from exercise	(653,580)	
As at September 30, 2019	15,741,465	

The Company recorded expenses of the ESOP Warrant-1 for the nine-month periods ended September 30, 2019 amounting to Baht 2.41 million as employee expenses and recognized "Equity-Settled Share-Based Payment" in shareholders' equity by the same amount.

19. TREASURY SHARES / APPROPRIATED RETAINED EARNINGS FOR TREASURY SHARES

Changes of treasury shares in the period as follows:

	Treasury stock
	(Unit)
As at December 31, 2018	12,675,000
Increase - repurchased	-
Decrease – disposal	
As at September 30, 2019	12,675,000

On January 23, 2019, is the last date for determining of treasury shares, as a result, the number of repurchased shares and for offering will be equal to the above presented number.

The Company has already appropriated the required amount of retained earnings to a reserve for the treasury shares amounting to approximately Baht 99.69 million.

20. DIVIDEND

Dividend

According to the Annual General Meeting of shareholders for the year 2019 held on April 25, 2019, passed the resolution to pay dividend from the 2018 results of operations to the shareholders for 2,994 million shares at Baht 0.30 each, amounting to Baht 898 million. The Company has already paid interim dividend in 2018 at Baht 0.162 per share amounting to Baht 485 million, the remaining dividend to be paid of Baht 0.138 per share amounting to 413 million, The Company has already paid such dividend on May 21, 2019.

Interim dividend

According to the minutes of Board of directors No. 4/2019 held on August 13, 2019, passed the resolution to pay interim dividend from the results of operation for the six-month periods ended June 30, 2019 at Baht 0.035 per share amount of Baht 105 million to the shareholders who had the name in the list of shreholders as at August 28, 2019. The Company has already paid such dividend on September 9, 2019.

21. EARINGS PER SHARE

Basic earnings per share (excluded repurchase shares) and diluted earnings per share for the three-month and nine-month periods ended September 30, 2019 and 2018 are as follows:

(Unit: Baht) For the three-month periods ended September 30, 2019 2018 Profit (Loss) Weighted Profit (Loss) Weighted **Earnings Earnings** average number per share average per share of ordinary number of shares ordinary shares 50,848,498.54 2,994,136,077 0.02 328,986,724.71 2,997,086,043 0.11 Basic earnings per share Effects of dilutive potential ordinary shares 799,844 Diluted earnings per share 2,994,136,077 0.02 328,986,724.71 2,997,885,887 0.11 50,848,498.54

Diluted earnings per share for the three-month periods were not calculated since the average market price is lower than the exercise price.

	For the nine-month periods periods ended September 30,					
	2019			2018		
	Profit (Loss)	Weighted	Earnings	Profit (Loss)	Weighted	Earnings
		average	per share		average	per share
		number of			number of	
		common share			common share	
Basic earnings per share	167,166,245.19	2,994,136,077	0.06	867,752,054.15	3,002,040,286	0.29
Effects of dilutive potential						
ordinary shares	-	214,114	-	-	1,107,542	-
Diluted earnings per share	167,166,245,19	2,994,350,191	0.06	867.752.054.15	3.003.147.828	0.29

22. FINANCIAL INFORMATION BY SEGMENT

22.1 The core operating segment information is to distribute cosmetic by retail and non-retail channel. This operating segment information is reported corresponding with the internal reports of the Company that are regularly reviewed by the chief operating decision maker in order to make decision about the allocation of resources to the segment and assess its performance. The chief operating decision makes of the Company has been identified as the President of executive management.

Revenues from sale separated by nature of distribution channel for the three-month periods ended September 30, 2019 and 2018 are as follows:

		(Unit: Baht)
	2019	2018
Retail	210,097,767.36	684,047,042.08
Non-retail	244,330,395.65	393,868,990.63
Total	454,428,163.01	1,077,916,032.71

Revenues from sale separated by nature of distribution channel for the nine-month periods ended September 30, 2019 and 2018 are as follows:

		(Unit: Baht)
	2019	2018
Retail	829,054,722.35	1,832,809,852.79
Non-retail	697,550,521.94	980,497,029.92
Total	1,526,605,244.29	2,813,306,882.71

22.2 For the purpose of management, the Company restructured the organization as domestic and overseas geographical segment by separating into retail and non-retail distribution. Besides, the Company has overseas income, and selling to franchise and business centre lower than 10 % of total sale volumn, so therefore, the Company did not present financial information by segment.

23. COMMITMENT AND CONTINGENT LIABILITIES

23.1 The Company has obligations under lease of space and services agreements of the Company's branches for the periods from 1 year to 3 years. The Company is liable on payment rental and service under agreement as at September 30, 2019 as follows:

(Unit:Baht)

Payment

 within 1 year
 144,066,840.46

 Over 1 year but less than 3 years
 51,944,616.60

 Total
 196,011,457.06

- 23.2 The Company is liable on payment under capital expenditures agreement as at September 30, 2019, amount of Baht 3.27 million.
- 23.3 The Company is liable on payment under lease of vehicle as at September 30, 2019, amount of Baht 3.56 million.
- 23.4 Obligations under lease agreement with related person
- 23.4.1 Obligations under lease land agreement for warehouse building construction.

(Unit:Baht)

Payment

within 1 year	1,006,020.00
Over 1 year not exceed 5 years	4,137,257.25
Over 5 year (to 30 years)	28,016,998.65
Total	33,160,275.90

23.4.2 Commitment under lease land and with its construction.

	(Unit:Baht)
Payment	
Within 1 year	365,400.00
Over 1 year not exceed 3 years	456,750.00
Total	822,150.00

23.5 The Company has forward contract lines from two financial institutions for the amount of Baht 50 million and Baht 90 million. As at September 30, 2019, the Company entered into forward contract which maturity date is less then six months, the remaining is as follows:

Call Options

		Purchase	Exchange rate under
Currency		amount	call options
	USD	185,505.19	30.87 - 31.18
Put Options			
		Selling	Exchange rate under
Currency		amount	put options
	USD	100,000.00	30.63 - 30.83

24. CAPITAL MANAGEMENT

The objective of capital management of the Company is to appropriate properly financial structure and to preserve the ability to continue its operation as a going concern.

As at September 30, 2019, the Company has debt to equity ratio equal to 0.20 fold.

25. INTERIM FINANCIAL STATEMENTS APPROVAL

These interim financial statements were approved and authorized for issue by the Company's Board of directors on November 12, 2019.