**SIAMRAJ PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**NOTES TO INTERIM FINANCIAL STATEMENTS**

**FOR THE SIX-MONTH PERIODS ENDED JUNE 30, 2023**

**(UNAUDITED/REVIEWED ONLY)**

1. **General information**
   1. **Company Information**

Name : SIAMRAJ PUBLIC COMPANY LIMITED (“The Company”)

Registration : The Company was incorporated in Thailand on February 20, 1984 and

converted to be public company limited on February 2, 2015.

Head office address : 289/9 Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samutprakarn 10130.

Type of business : Procure, distribute and install industrial pumps, natural gas for vehicles and, construction of natural gas metering and pipeline transmission systems, field of flow measurement, carpark service, building area rental, producing and generating electricity from solar power plants.

The major shareholder : As at June 30, 2023. Mr. Kiat Vimolchalao has shareholding at 31.95%

of the issued and paid-up share capital.

1. **Basis for the preparation of interim financial statements**
   1. **Basis for the interim financial information preparation**

This interim financial information has been prepared and presented the condensed form in conformity with Thai According Standards TAS 34 "Interim Financial Reporting" including the interpretations and guidelines promulgated by the Federation of Accounting Professions, and applicable related rules and regulations of the Securities and Exchange Commission.

This financial information has been prepared for the purpose to provide the additional information from the financial statements for the year ended December 31, 2022. This interim financial information does not include all of financial information in accordance with the requirements of the annual financial statements. Accordingly, they focus on new activities, events and circumstance, so do not duplicate information previously reported. Therefore, this interim financial information should be read in conjunction with the financial statements for the year ended December 31, 2022.

* 1. **Financial reporting standards that became effective in the current period**

During the period, the Group has adopted the revised financial reporting standards which are effective for fiscal years beginning on or after 1 January 2023. The adoption of these financial reporting standards does not have any significant impact on the Group’s financial statements.

1. **Significant accounting policies**

The interim financial information is prepared by using the same accounting policies and methods of computation as were used for the financial statements for the year ended December 31, 2022

1. **Significant accounting judgements and estimates**

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

Interim financial information preparation that the management made critical judgements in applying accounting policies of the Group about significant areas of estimation uncertainty that have been estimated as the same of financial statements for the year ended December 31, 2022.

1. **Related parties transactions**
   1. Balances as at June 30, 2023 and December 31, 2022 with related person and parties were as follows:
2. **Outstanding balances arising from sales and purchases of goods and services**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **(Unit: Thousand Baht)** | | | |
|  | **Consolidated**  **financial statements** | | **Separate**  **financial statements** | |
|  | **June 30,** | **December 31,** | **June 30,** | **December 31,** |
|  | **2023** | **2022** | **2023** | **2022** |
| **Trade and other receivables** |  |  |  |  |
| **Trade receivables** |  |  |  |  |
| - Subsidiaries | - | - | 112 | 27 |
|  | **-** | **-** | **112** | **27** |
| **Other receivables** |  |  |  |  |
| - Subsidiaries | - | - | 2,363 | 1,627 |
| - Joint venture | 18 | 18 | 18 | 18 |
|  | **18** | **18** | **2,381** | **1,645** |
| **Trade and other payables** |  |  |  |  |
| **Trade payables** |  |  |  |  |
| - Subsidiaries | - | - | 390 | - |
| - Company held by major |  |  |  |  |
| shareholder | 11 | - | 11 | - |
|  | **11** | **-** | **401** | **-** |
| **Other payables** |  |  |  |  |
| - Company held by major |  |  |  |  |
| shareholder | 1,428 | 1,448 | 1,428 | 1,448 |
|  | **1,428** | **1,448** | **1,428** | **1,448** |

1. **Short-term loans to related parties**

The movements of short-term loans to related parties can be analysed as follows:

|  |  |  |
| --- | --- | --- |
|  | **(Unit: Thousand Baht)** | |
|  | **Consolidated financial statements** | **Separate**  **financial statements** |
| **For the six-month periods ended June 30, 2023** |  |  |
| Beginning balance | 1,200 | 34,300 |
| Additional during the period | 500 | 18,000 |
| Received during the period | (3,800) | (14,300) |
| Reclassified to discontinued operations (Note 8) | 3,600 | - |
| **Ending balance** | **1,500** | **38,000** |

The Company

As at June 30, 2023 and December 31, 2022, short-term loans to related party in the amount of Baht 1.50 million and Baht 1.20 million represented loans to a joint venture bearing interest at the rate of 4.75% and 3.50% per annum respectively. The loans do not have any collaterals and is due at call.

As at June 30, 2023 and December 31, 2022, short-term loans to related parties in the amount of Baht 36.50 million and Baht 33.10 million represented loans to two subsidiaries bearing interest at the rate of 4.75% and 3.50% per annum respectively. The loans do not have any collaterals and is due at call.

1. **Outstanding balances arising from lease liabilities**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **(Unit: Thousand Baht)** | | | |
|  | **Consolidated**  **financial statements** | | **Separate**  **financial statements** | |
|  | **June 30,** | **December 31,** | **June 30,** | **December 31,** |
|  | **2023** | **2022** | **2023** | **2022** |
| **Lease liabilities** |  |  |  |  |
| - Company held by major |  |  |  |  |
| shareholder | 15,096 | 16,071 | 15,096 | 16,071 |
|  | 15,096 | 16,071 | 15,096 | 16,071 |

* 1. Significant transactions and amounts in statement of comprehensive income with related persons or parties for the three-month and six-month periods ended June 30, 2023 and 2022 were as follows:

1. **Revenues from sales of goods and services/purchases of goods and services/ interest income and expenses**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **(Unit: Thousand Baht)** | | | |
|  | **Consolidated**  **financial statements** | | **Separate**  **financial statements** | |
| ***For the three-month periods ended June 30,*** | **2023** | **2022** | **2023** | **2022** |
| **Transactions with subsidiaries** |  |  |  |  |
| Purchases of goods | - | - | 364 | - |
| Sales of goods and services | - | - | 105 | - |
| Dividend income | - | - | 10,000 | 12,000 |
| Other income and interest income | - | - | 3,328 | 2,605 |
| **Transactions with joint venture** |  |  |  |  |
| Other income and interest income | 26 | 24 | 26 | 24 |
| **Transactions with companies** |  |  |  |  |
| **held by major shareholders** |  |  |  |  |
| Purchases of goods | 10 | - | 10 | - |
| Rental expenses | 678 | 855 | 678 | 855 |
| Service expenses | 1,367 | 1,486 | 1,367 | 1,486 |
|  | **(Unit: Thousand Baht)** | | | |
|  | **Consolidated**  **financial statements** | | **Separate**  **financial statements** | |
| ***For the six-month periods ended June 30,*** | **2023** | **2022** | **2023** | **2022** |
| **Transactions with subsidiaries** |  |  |  |  |
| Purchases of goods | - | - | 364 | - |
| Costs of construction project | - | - | - | 145 |
| Sales of goods and services | - | - | 146 | 50 |
| Dividend income | - | - | 10,000 | 12,000 |
| Other income and interest income | - | - | 6,602 | 5,317 |
| **Transactions with joint venture** |  |  |  |  |
| Other income and interest income | 49 | 46 | 49 | 46 |
|  |  |  |  |  |
|  | **(Unit: Thousand Baht)** | | | |
|  | **Consolidated**  **financial statements** | | **Separate**  **financial statements** | |
| ***For the six-month periods ended June 30,*** | **2023** | **2022** | **2023** | **2022** |
| **Transactions with companies** |  |  |  |  |
| **held by major shareholders** |  |  |  |  |
| Purchases of goods | 10 | - | 10 | - |
| Rental expenses | 1,357 | 1,712 | 1,357 | 1,712 |
| Service expenses | 2,734 | 2,936 | 2,734 | 2,936 |

1. **Directors and key management remunerations**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **(Unit: Thousand Baht)** | | | |
|  | **Consolidated**  **financial statements** | | **Separate**  **financial statements** | |
| ***For the three-month periods ended June 30,*** | **2023** | **2022** | **2023** | **2022** |
| Salaries and other short-term |  |  |  |  |
| employee benefits | 4,556 | 5,003 | 2,833 | 3,358 |
| Post-employment benefits | 246 | 195 | 92 | 45 |
| **Total** | **4,802** | **5,198** | **2,925** | **3,403** |
| ***For the six-month periods ended June 30,*** |  |  |  |  |
| Salaries and other short-term |  |  |  |  |
| employee benefits | 8,557 | 8,782 | 5,114 | 5,492 |
| Post-employment benefits | 478 | 397 | 169 | 98 |
| **Total** | **9,035** | **9,179** | **5,283** | **5,590** |

1. **Trade and other current receivables**

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | | |  | **(Unit: Thousand Baht)** | | | | |
|  | **Consolidated**  **financial statements** | | | |  | | **Separate**  **financial statements** | | |
|  | **June 30, 2023** |  | **December 31,**  **2022** | |  | **June 30, 2023** | |  | **December 31,**  **2022** |
| Trade accounts receivable - other parties | 120,978 |  | 176,448 | |  | 94,272 | |  | 141,255 |
| Trade accounts receivable - |  |  |  | |  |  | |  |  |
| related parties (Note 5) | - |  | - | |  | 112 | |  | 27 |
| Less Allowance for expected credit losses | (5,157) |  | (5,571) | |  | (492) | |  | (693) |
| **Total trade receivables, net** | **115,821** |  | **170,877** | |  | **93,892** | |  | **140,589** |
| Accrued income | 47,008 |  | 10,678 | |  | 44,760 | |  | 7,838 |
| Prepaid expenses | 30,890 |  | 15,260 | |  | 25,451 | |  | 12,064 |
| Value added tax | 78,664 |  | 93,463 | |  | 1,554 | |  | 16,315 |
| Receivable from debt restructuring | 12,454 |  | 15,454 | |  | - | |  | - |
| Other receivables - others parties | 39,312 |  | 27,084 | |  | 39,312 | |  | 27,083 |
| Other receivables - related parties (Note 5) | 18 |  | 18 | |  | 2,381 | |  | 1,645 |
| Less Allowance for expected credit losses | (12,454) |  | (15,454) | |  | - | |  | - |
| **Total other receivables, net** | **195,892** |  | **146,503** | |  | **113,458** | |  | **64,945** |
| **Total** | **311,713** |  | **317,380** | |  | **207,350** | |  | **205,534** |

|  |  | | |  | **(Unit: Thousand Baht)** | | |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial statements** | | |  | **Separate**  **financial statements** | | |
|  | **June 30, 2023** |  | **December 31,**  **2022** |  | **June 30, 2023** |  | **December 31, 2022** |
| **Trade accounts receivable – other parties** |  |  |  |  |  |  |  |
| Within credit terms | 91,908 |  | 120,998 |  | 80,265 |  | 114,542 |
| Overdue: |  |  |  |  |  |  |  |
| Less than 3 months | 16,574 |  | 31,567 |  | 10,777 |  | 23,305 |
| 3 - 6 months | 817 |  | 18,419 |  | 260 |  | 2,810 |
| 6 - 12 months | 7,385 |  | 187 |  | 2,527 |  | 93 |
| Over 12 months | 4,294 |  | 5,277 |  | 443 |  | 505 |
|  | **120,978** |  | **176,448** |  | **94,272** |  | **141,255** |
|  |  |  |  |  |  |  |  |
| **Trade accounts receivable - related parties** |  |  |  |  |  |  |  |
| Within credit terms | - |  | - |  | - |  | 27 |
| Overdue: |  |  |  |  |  |  |  |
| Less than 3 months | - |  | - |  | 112 |  | - |
|  | **-** |  | **-** |  | **112** |  | **27** |
|  |  |  |  |  |  |  |  |
| Less Allowance for expected credit losses | (5,157) |  | (5,571) |  | (492) |  | (693) |
| **Total trade receivables, net** | **115,821** |  | **170,877** |  | **93,892** |  | **140,589** |

1. **Inventories**

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | | |  | **(Unit: Thousand Baht)** | | |
|  | **Consolidated**  **financial statements** | | |  | **Separate**  **financial statements** | | |
|  | **June 30, 2023** |  | **December 31,**  **2022** |  | **June 30, 2023** |  | **December 31,**  **2022** |
| Finished goods | 42,339 |  | 44,491 |  | 29,436 |  | 29,546 |
| Work in process | 13,163 |  | 9,863 |  | 6,494 |  | 6,509 |
| Goods in transit | 3,990 |  | 2,858 |  | 2,347 |  | 2,641 |
| **Total** | **59,492** |  | **57,212** |  | **38,277** |  | **38,696** |
| Less Allowance for devaluation |  |  |  |  |  |  |  |
| of inventories | (5,333) |  | (5,616) |  | (4,887) |  | (5,172) |
| **Total inventories, net** | **54,159** |  | **51,596** |  | **33,390** |  | **33,524** |

1. **Non-current assets classified as held for sale and discontinued operations**

As at February 18, 2022 SR Power Holding Company Limited has signed in Share Sale and Purchase Agreement for sale common stock of C2C Solutions Company Limited and Soltech Solutions Company Limited (Generating electricity from solar power plant) of which the company held at 25.10 % to PSS Amarenco Hold Co 1 PTE. LTD, the Company reclassified related assets and liabilities of the project as assets and liabilities held-for-sale in the consolidated statement of financial position and measured them at the lower of carrying amount and fair value less costs to sell. The Company completely disposed all of its ordinary shares in SPH on June 30, 2023

On July 20, 2023, the Company passed the resolution to approve the dissolution of SPH which was registered with the Ministry of Commerce on July 26, 2023 and expected to be able to liquidate and recover capital to be completed by September 2023. Therefore, the financial statement as at June 30, 2023 excluded SPH's assets and liabilities as mentioned in notes 10 to the financial statements.

Since such company was reclassified as discontinued operations, the Group presented the post-tax loss of discontinued operations separately from the continuing operations in the consolidated statement of income. In the consolidated statement of cash flow, the net cash flows of discontinued operations presented separately from continuing operations. The Group re-presented the results of discontinued operations for the six-month period ended June 30, 2022 for comparison purpose with the six-month period ended June 30, 2023.

The performance and cash flows from discontinued operations in consolidated financial statements for the six-month period ended 30 June 2023 and 2022 are as follows:

|  |  |  |
| --- | --- | --- |
|  | **(Unit: Thousand Baht)** | |
|  | **Consolidated financial statements** | |
| **statements for the six-month period ended June 30,** | **2023** | **2022** |
| Revenue from services | 2,567 | - |
| Cost of services | - | - |
| **Gross profit** | 2,567 | - |
| Other income | - | - |
| Administrative expenses | (742) | (53) |
| **Profit before finance costs and income tax**  **from discontinued operations** | 1,825 | (53) |
| Finance costs | (85) | (60) |
| **Profit before income tax expense from discontinued operations** | 1,740 | (113) |
| Income tax | (952) | - |
| **Net profit (loss) from discontinued operations** | 788 | (113) |
|  | **(Unit: Thousand Baht)** | |
|  | **Consolidated financial statements** | |
| **statements for the six-month period ended June 30**, | **2023** | **2022** |
| Cash flows used in operating activities | (27,428) | (113) |
| Cash flows used in investing activities | 27,426 | - |
| Cash flows used in financing activities | - | - |
| **Total cash flows** | (2) | (113) |

**Details of dissolution of subsidiary**

|  |  |
| --- | --- |
|  | **(Unit: Thousand Baht)** |
|  | **Consolidated / Separate**  **financial statements** |
| Accrued consideration received (other receivables) | 29,107 |
| Net assets value/ investment in subsidiary | 29,107 |
| **Gain on dissolution of subsidiary** | - |

**Carrying amount of assets and liabilities as at 30 June 2023 are as follows:**

|  |  |  |
| --- | --- | --- |
|  | **(Unit: Thousand Baht)** | |
| Cash and cash equivalents |  | 25,365 |
| Trade and other current receivables |  | 3,806 |
| **Total assets** |  | 29,171 |
|  |  |  |
| Trade and other current payables |  | 64 |
| **Total liabilities** |  | 64 |
|  |  |  |
| **Net assets** |  | 29,107 |

1. **Fixed deposits pledged as collateral**

As at June 30, 2023 and December 31, 2022, fixed deposits at financial institutions of the Group and the Company amounting to Baht 118.89 million and Baht 120.67 million (Separate : Baht 102.69 million and Baht 104.49 million), to use as collateral against short-term borrowings from financial institution and the issuance of letters of guarantee for business operation as stated in 14 and 23.1 respectively.

1. **Investment in subsidiaries**

As at June 30, 2023 and December 31, 2022, the Group has subsidiaries which included in consolidated financial statement. The subsidiaries have only ordinary shares in which the Group directly and indirectly holds those shares. The proportion of ownership interests held by the Group is equal to voting rights in subsidiaries held by the Group.

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  |  |  | |  |  | **Unit : Thousand Baht** | | |
|  |  |  | **Ownership interest** **held by parent** | | | **Ownership interest** **held by the Group** | |  | |
| **Name of** | **Country of** | **Nature of** | **(%)** | | | **(%)** | | **Cost method** | |
| **subsidiaries** | **incorporate** | **business** | **2023** | | **2022** | **2023** | **2022** | **2023** | **2022** |
|  |  |  |  | |  |  |  |  |  |
| SR Power Holding Company Limited | Thailand | Investment in solar |  | |  |  |  |  |  |
|  |  | electricity generating |  | |  |  |  |  |  |
|  |  | power plant | 100 | | 100 | 100 | 100 | - | 30,000 |
| Less allowance for impairment of investment | |  |  | |  |  |  | - | (2,631) |
|  |  |  |  | |  |  |  | - | 27,369 |
| SR Commercial Holding | Thailand | Investment in |  |  | |  |  |  |  |
| Company Limited |  | car park service | 100 | 100 | | 100 | 100 | 353,625 | 336,975 |
| Techtronic Co., Ltd. | Thailand | Field of flow  measurement |  |  | |  |  |  |  |
|  |  | business | 100 | 100 | | 100 | 100 | 272,684 | 272,684 |
|  |  | Total |  | |  |  |  | 626,309 | 637,028 |
| Subsidiary of SR Commercial Holding Limited: | |  |  | |  |  |  |  |  |
| TKS Venture Company Limited | Thailand | Car park service |  | |  |  |  |  |  |
|  |  | and building rental | - | | - | 90 | 90 | 155,500 | 155,500 |
| CAPS Company Limited | Thailand | Car park service | - | | - | 80 | 80 | 80,000 | 80,000 |
| BUPS Company Limited | Thailand | Car park service |  | |  |  |  |  |  |
|  |  | and building rental | - | | - | 94 | 94 | 131,600 | 112,800 |
|  |  | **Total** |  | |  |  |  | **367,100** | **348,300** |

Movements of investment in subsidiaries for six-month periods ended June 30, 2023 are as follows:

|  |  |  |  |
| --- | --- | --- | --- |
|  |  | | **(Unit: Thousand Baht)** |
|  |  |  | **Separate**  **financial statements** |
| As at January 1, 2023 |  |  | 637,028 |
| Called-up share capital of subsidiary, SR Commercial Holding Co., Ltd. (SCH) | | | 16,650 |
| Receivables from recovered capital (Note 8) | | | (29,107) |
| Reversed allowance for loss on investment devaluation | | | 1,738 |
| **As at June 30, 2023** |  |  | **626,309** |

As mentioned in notes to the financial statement No.8, on July 26, 2023, SR Power Holding Co., Ltd. (SPH), was registered the dissolution with Department of Business Development, the Ministry of Commerce which is pending the liquidation and refund the capital. Investment, therefore, had been reclassified to other receivables amounted to Baht 29.11 million.

In May, 2023, SR Commercial Holding Co., Ltd. (SCH) has called-up for the share capital total amount of Baht 16.65 million and the company has made the share capital payment in the same month by taking the called-up share capital to invest in BUPS Co., Ltd. (BUPS).

1. **Property, plant and equipment**

|  |  |  |  |
| --- | --- | --- | --- |
|  |  | **(Unit: Thousand Baht)** | |
|  | **Consolidated**  **financial statements** |  | **Separate**  **financial statements** |
| **For the six-month periods ended June 30, 2023** |  |  |  |
| Beginning book value-net | 93,912 |  | 46,943 |
| Additions | 7,527 |  | 243 |
| Reclassifications from right-of-use assets (Note 12) | 63 |  | 63 |
| Reclassifications to right-of-use assets (Note 12) | (35,588) |  | - |
| Disposal and written-off of assets | (631) |  | (631) |
| Reclassifications from Inventory | 124 |  | 124 |
| Depreciation | (3,936) |  | (2,488) |
| **Ending net book value** | **61,471** |  | **44,254** |

As at June 30, 2023 and December 31, 2022, the subsidiary used part of land with its construction at net book value of Baht 5.31 million and Baht 5.50 million respectively, to mortgage as collaterals with financial institution against overdrafts.

1. **Right-of-use assets**

|  |  |  |  |
| --- | --- | --- | --- |
|  |  | **(Unit: Thousand Baht)** | |
|  | **Consolidated**  **financial statements** |  | **Separate**  **financial statements** |
| **For the six-month periods ended June 30, 2023** |  |  |  |
| Beginning book value - net | 1,107,880 |  | 26,043 |
| Additions - at cost | 1,378 |  | 1,378 |
| Reclassifications from property, plant and |  |  |  |
| equipment (Note 11) | 35,588 |  | - |
| Reclassifications to property, plant and |  |  |  |
| equipment (Note 11) | (63) |  | (63) |
| Depreciation | (34,812) |  | (3,211) |
| **Ending net book value** | **1,109,971** |  | **24,147** |

As at June 30, 2023 and December 31, 2022, right-of-use assets, of land and building of a subsidiary of Baht 710.09 million and Baht 693.19 million respectively, were mortgaged as collaterals againt long-term borrowings from financial institution as stated in note 17.

1. **Income Tax**

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **(Unit: Thousand Baht)** | | | | | | | | |
|  | **Consolidated financial statements** | | | | | | | | |
|  | **January 1,2023** |  | **(Charged) / credited to** | | |  | **Reclassified to discontinued operations** |  | **As at June 30,**  **2023** |
|  |  | **Profit**  **or loss** |  | **Other comprehensive income** |  |  |
| ***Deferred tax*** |  |  |  |  |  |  |  |  |  |
| ***Deferred tax assets*** | |  |  |  |  |  |  |  |  |
| Allowance for expected |  |  |  |  |  |  |  |  |  |
| credit losses | 4,065 |  | (715) |  | - |  | - |  | 3,350 |
| Loss on devaluation |  |  |  |  |  |  |  |  |  |
| of goods | 1,123 |  | (57) |  | - |  | - |  | 1,066 |
| Loss on impairment |  |  |  |  |  |  |  |  |  |
| of assets | 18,528 |  | - |  | - |  | - |  | 18,528 |
| Provisions for employee |  |  |  |  |  |  |  |  |  |
| benefits | 2,714 |  | 150 |  | - |  | - |  | 2,864 |
| Change in value of available- |  |  |  |  |  |  |  |  |  |
| for-sale investments | 4,866 |  | - |  | 26 |  | - |  | 4,892 |
| Taxable loss carries |  |  |  |  |  |  |  |  |  |
| forward | 40,287 |  | (1,260) |  | - |  | - |  | 39,027 |
| Depreciation | (700) |  | (882) |  | - |  | - |  | (1,582) |
| Customers relationships | (5,694) |  | 413 |  | - |  | - |  | (5,281) |
| Others | (1,426) |  | 832 |  | - |  | (952) |  | (1,546) |
| **Total** | **63,763** |  | **(1,519)** |  | **26** |  | **(952)** |  | **61,318** |

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **(Unit: Thousand Baht)** | | | | | | |
|  | **Separate financial statements** | | | | | | |
|  | **As at  January 1,**  **2023** |  | **(Charged) / credited to** | | |  | **As at**  **June 30,**  **2023** |
| **Profit**  **or loss** |  | **Other comprehensive income** |
| ***Deferred tax*** |  |  |  |  |  |  |  |
| ***Deferred tax assets*** |  |  |  |  |  |  |  |
| Allowance for expected credit losses | 138 |  | (40) |  | - |  | 98 |
| Loss on devaluation of goods | 1,034 |  | (57) |  | - |  | 977 |
| Loss on impairment of assets | 18,528 |  | - |  | - |  | 18,528 |
| Provisions for employee benefits | 1,619 |  | 79 |  | - |  | 1,698 |
| Change in value of available-for-sale  investments | 4,866 |  | - |  | 26 |  | 4,892 |
| Taxable loss carries forward | 30,815 |  | (4,248) |  | - |  | 26,567 |
| Depreciation | - |  | (472) |  | - |  | (472) |
| Others | 2,087 |  | (1,296) |  | - |  | 791 |
| **Total** | **59,087** |  | **(6,034)** |  | **26** |  | **53,079** |

Tax expense for the three-month and six-month periods ended June 30, 2023 and 2022 are summarised as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | | |  | **(Unit: Thousand Baht)** | | |
| ***Income tax recognised in profit or loss*** | **Consolidated**  **financial statements** | | |  | **Separate**  **financial statements** | | |
| **For the three-month periods ended June 30,** | **2023** |  | **2022** |  | **2023** |  | **2022** |
| **Current tax expense** |  |  |  |  |  |  |  |
| Current for the period | 321 |  | 819 |  | - |  | - |
| **Deferred tax expense** |  |  |  |  |  |  |  |
| Changes in temporary differences | 1,977 |  | 2,178 |  | 3,784 |  | 1,136 |
| **Total income tax** | **2,298** |  | **2,997** |  | **3,784** |  | **1,136** |

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | | |  | **(Unit: Thousand Baht)** | | |
| ***Income tax recognised in profit or loss*** | **Consolidated**  **financial statements** | | |  | **Separate**  **financial statements** | | |
| **For the six-month periods ended June 30,** | **2023** |  | **2022** |  | **2023** |  | **2022** |
| **Current tax expense** |  |  |  |  |  |  |  |
| Current for the period | 1,208 |  | 1,543 |  | - |  | - |
| **Deferred tax expense** |  |  |  |  |  |  |  |
| Changes in temporary differences | 1,519 |  | 5,297 |  | 6,034 |  | 2,025 |
| **Total income tax** | **2,727** |  | **6,840** |  | **6,034** |  | **2,025** |

1. **Short-term borrowings from financial institutions**

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | | |  | **(Unit: Thousand Baht)** | | | |
|  | **Consolidated**  **financial statements** | | |  | **Separate**  **financial statements** | | | |
|  | **June 30,**  **2023** |  | **December 31,**  **2022** |  | **June 30,**  **2023** |  | **December 31,**  **2022** |
| Promissory notes | 185,500 |  | 265,000 |  | 185,500 |  | 265,000 |
| Trust receipt | 15,501 |  | 20,502 |  | 15,501 |  | 20,502 |
| **Total** | **201,001** |  | **285,502** |  | **201,001** |  | **285,502** |

As at June 30, 2023 and December 31, 2022, short-term borrowings from financial institution represented promissory notes which had maturity within 6 months amount of Baht 185.50 million and within 6 months amount of Baht 265 million respectively, denominated in Thai Baht.

As at June 30, 2023 and December 31, 2022, short-term borrowings from financial institution represented trust receipts which was repayable within 5 months amount of Baht 15.50 million denominated in Thai Baht and within 5 months amount of Baht 20.50 million respectively, denominated in Euro and US Dollar respectively.

As at June 30, 2023 and December 31, 2022, short-term borrowings from financial institutions were secured by the Company’s deposits at financial institution as stated in note 9.

1. **Trade and other current payables**

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **(Unit : Thousand Baht)** | | | | | | |
|  | **Consolidated**  **financial statements** | | |  | **Separate**  **financial statements** | | |
|  | **June 30,**  **2023** |  | **December 31,**  **2022** |  | **June 30,**  **2023** |  | **December 31,**  **2022** |
| **Trade payables** |  |  |  |  |  |  |  |
| Trade payables - others | 97,007 |  | 134,694 |  | 84,093 |  | 124,424 |
| Trade payables - related parties | 11 |  | - |  | 401 |  | - |
| **Total trade accounts payables** | **97,018** |  | **134,694** |  | **84,494** |  | **124,424** |
| **Other current payables** |  |  |  |  |  |  |  |
| Accrued expenses | 71,157 |  | 79,643 |  | 35,718 |  | 46,161 |
| Retention deposit | 16,599 |  | 30,988 |  | - |  | - |
| Advance received for goods and services. | 26,244 |  | 20,264 |  | 12,085 |  | 10,293 |
| Other payables - others | 5,660 |  | 29,941 |  | 325 |  | 916 |
| Other payables - related parties (Note 5) | 1,428 |  | 1,448 |  | 1,428 |  | 1,448 |
| **Total other current payables** | **121,088** |  | **162,284** |  | **49,556** |  | **58,818** |
| **Total trade and other current payables** | **218,106** |  | **296,978** |  | **134,050** |  | **183,242** |

1. **Contract liabilities**

Advance received under construction contracts are contract liabilities in relation to construction contract which had the details as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **(Unit : Thousand Baht)** | | | | | | |
|  | **Consolidated**  **financial statements** | | |  | **Separate**  **financial statements** | | |
|  | **June 30,**  **2023** |  | **December 31,**  **2022** |  | **June 30,**  **2023** |  | **December 31,**  **2022** |
| Contract liabilities in relation to construction |  |  |  |  |  |  |  |
| contracts | 17,624 |  | 27,586 |  | 17,624 |  | 27,586 |

***Revenue recognised in relation to contract liabilities***

Revenue recognised in the current year relates to brought forward contract liabilities realised in this year

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **(Unit : Thousand Baht)** | | | | | | |
|  | **Consolidated**  **financial statements** | | |  | **Separate**  **financial statements** | | |
|  | **June 30,**  **2023** |  | **June 30,**  **2022** |  | **June 30,**  **2023** |  | **June 30,**  **2022** |
| Revenue recognised from balance of contract |  |  |  |  |  |  |  |
| liabilities | 17,610 |  | 16,285 |  | 17,610 |  | 15,335 |

1. **Long-term borrowings**

As at June 30, 2023 and December 31, 2022, long-term borrowings consist of

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  |  |  |  | | **(Unit: Thousand Baht)** | |
|  |  |  | **Consolidated financial statement** | | **Separate financial statement** | |
| **No.** | **Interest rate (% per annum)** | **Repayment** | **2023** | **2022** | **2023** | **2022** |
| 1 | Fixed rate at 2% | Repay principal and interest every month for 12 installments, the first year commenced | - | 2,000 | - | 2,000 |
|  |  | in May 2022 |  |  |  |  |
| 2 | At the rate of 2% for 1st-24th month | Repay principal and interest every month for 60 installments, the first year commenced | 22,222 | 25,556 | 22,222 | 25,556 |
|  | At the rate of 7% for 25th month onwards | in May 2022 |  |  |  |  |
| 3 | MLR -1.00% | Pay interest on monthly basis, commenced in November 2020 and repay principal | 182,992 | 194,527 | - | - |
|  |  | every month for 120 installments, the first year commenced in June 2019 |  |  |  |  |
| 4 | At the rate of 2% for 1st-24th month | Repay principal and interest every month for 60 installments, the first year commenced | 8,061 | 9,164 | - | - |
|  | At the rate of 6% for 25th month onwards | in September 2022 |  |  |  |  |
| 5 | MLR | Repay principal and interest every month for 120 installments, 1st-17th installment is | 231,098 | 220,680 | - | - |
|  |  | granted for principal and the first installment commenced in July 2023 |  |  |  |  |
| 6 | MLR -2.50% for 1st-36th installment | Repay principal and interest every month for 120 installments, 1st-34th installment is | 320,332 | 316,801 | - | - |
|  | MLR -1.75% for 36th-72nd installment | granted for principal and the first installment commenced in October 2022 |  |  |  |  |
|  | MLR for 72nd installment onwards |  |  |  |  |  |
| 7 | MLR -2.50% not less than 3.00% for 1st-3rd year | Repay principal and interest every month for 120 installments, 1st-22nd installment is | 257,263 | 252,677 | - | - |
|  | MLR -1.75% for 4th-6th year, MLR per annum for 7th-10th year | granted for principal and the first installment commenced in April 2023 |  |  |  |  |
| 8 | MLR -1.50% not less than 3.00% for 1st-2nd year | Repay principal and interest every month for 72 installments, 1st-4th installment is | 9,800 | - | - | - |
|  | MLR -1.00% for 3rd-4th year, MLR per annum for 7th-10th year | granted for principal and the first installment commenced in July 2023 |  |  |  |  |
| Total | | | 1,031,768 | 1,021,405 | 22,222 | 27,556 |
| Deferred financial fee | | | (2,205) | (2,235) | - | - |
|  | | | 1,029,563 | 1,019,170 | 22,222 | 27,556 |
| Current portion | | | (102,953) | (98,564) | (6,834) | (8,336) |
| **Long-term borrowings – net of current portion** | | | **926,610** | **920,606** | **15,388** | **19,220** |

Details of long-term borrowings

As at June 30, 2023 the Company has signed long-term borrowings agreements with financial institutions in the announcement, with the following details:

1. On April 22, 2021, the Company signed borrowing agreement with a limit of Baht 6 million. The principal and interest are repayable on the maturity period of 13 months, the first installment commenced in May 2022. This borrowing does not have any collaterals.
2. On September 27, 2021, the Company signed borrowing agreement with a limit of Baht 30 million. The principal and interest are repayable on the maturity period of 7 months, the first installment commenced in May 2022, this borrowing is secured by the Industrial Credit Guarantee Corporation.
3. On April 20, 2018, "TKS", indirect subsidiary has signed borrowing agreement with a limit of Baht 280 million. The principal repayment is granted for 1st-12th installment and the first principal and interest are repayable in June 2019 ended in May 2028. This borrowing is secured by other companies holding shares in "TKS" and by mortgaging investment properties and right-of -use assets as stated in notes 12.

In 2020, "TKS" suspended the principal repayment of long-term borrowings from financial institutions in accordance with the measures to assist additional debtors during the COVID-19 pandemic for 6 months from June to November 2020, and will begin paying such principal from December 2020 without extending the agreement period, and suspend interest at the rate of 50% during the said 6-month period, the suspended interest will be paid in January to November 2021.

1. On August 20, 2021, "TKS", indirect subsidiary has signed borrowing agreement with a limit of Baht 10 million. The principal repayment is granted for 1st-12th installment and the first principal and interest are repayable in September 2022 ended in August 2024. This borrowing is secured by the Industrial Credit Guarantee Corporation and other companies holding shares in "TKS" and by mortgaging investment properties and right-of -use assets as stated in notes 12.
2. On March 8, 2022, "TKS", indirect subsidiary has signed borrowing agreement with a limit of Baht 230 million. The principal repayment is granted for 1st-17th installment and the first principal and interest are repayable in July 2023 ended in March 2032. This borrowing is secured by the Company and other companies holding shares in "TKS" and by mortgaging investment properties and right-of -use assets as stated in notes 12, as well as the right to claim on receiving the debt settlement as stated in note 6.
3. On December 9, 2019, "CAPS", indirect subsidiary has signed borrowing agreement with a limit of Baht 320 million. The principal repayment is granted for 1st-34th installment and the first principal and interest are repayable in October 2022 ended in November 2029. This borrowing is secured by other companies holding shares in "CAPS".

Later in 2020, an interest rate swap was entered into to hedge against the risk of interest rate fluctuations from January 31, 2020 to November 30, 2022, with a fixed interest rate of 3.50% and from November 30, 2022 to February 28, 2025, with a fixed interest rate of 4.25%.

On April 15, 2020, "CAPS" suspended the principal repayment of long-term borrowings from financial institutions in accordance with the measures to provide additional assistance to debtors during the COVID-19 pandemic for 9 months from December 2020 to August 2021, the principal repayment will be started from September 2021 onwards, without extending the agreement period.

1. On May 11, 2021, "BUPS", indirect subsidiary signed borrowing agreement with a limit of Baht 260 million. The principal repayment is granted for 1st -22nd installment and the first principal and interest are repayable in April 2023 ended in May 2031. This borrowing is secured by other companies holding shares in "BUPS" and by mortgaging investment properties and right-of -use assets as stated in notes 12.
2. On January 27, 2023, “BUPS”, indirect subsidiary signed borrowing agreement with a limit of Baht 24.90 million. The principal repayment is granted for 1st -4th in stallment and the first principal and interest are repayable in July 2023. This borrowing is secured by other companies holding shares in “BUPS”

The changes in long-term borrowings As at June 30, 2023 and December 31, 2022 are as follows

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **(Unit: Thousand Baht)** | | | |
|  | **Consolidated financial statements** | | **Separate financial**  **statements** | |
|  | **2023** | **2022** | **2023** | **2022** |
| Beginning balance | 1,019,170 | 743,788 | 27,556 | 36,000 |
| Proceeds during the period | 30,420 | 302,180 | - | - |
| Repayment during the period | (25,287) | (26,509) | (5,334) | (8,444) |
| Effective Interest Rate | 5,231 | - | - | - |
| Deferred borrowings fee | (127) | (575) | - | - |
| Amortised borrowings fee | 156 | 286 | - | - |
| **Ending balance** | **1,029,563** | **1,019,170** | **22,222** | **27,556** |

1. **Lease liabilities**

As at June 30, 2023, lease liabilities are as below:

|  |  |  |  |
| --- | --- | --- | --- |
|  |  | **(Unit: Thousand Baht)** | |
|  | **Consolidated financial statements** |  | **Separate**  **financial statements** |
| Lease liabilities | 203,777 |  | 42,582 |
| Less Deferred interest expense | (66,803) |  | (4,730) |
| Total | 136,974 |  | 37,852 |
| Less Current portion | (14,550) |  | (8,308) |
| **Lease liabilities - net of current portion** | **122,424** |  | **29,544** |

The minimum lease payments to be paid under the lease were as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | | |  | **(Unit: Thousand Baht)** | | |
|  | **Consolidated**  **financial statements** | | |  | **Separate**  **financial statements** | | |
|  | **June 30,**  **2023** |  | **December 31,**  **2022** |  | **June 30,**  **2023** |  | **December 31, 2022** |
| Within 1 year | 20,650 |  | 19,355 |  | 9,981 |  | 10,070 |
| Over 1 year but within 5 years | 75,508 |  | 70,196 |  | 29,887 |  | 29,791 |
| Over 5 years | 107,619 |  | 119,671 |  | 2,714 |  | 5,429 |
|  | 203,777 |  | 209,222 |  | 42,582 |  | 45,290 |
| Less Deferred interest expenses | (66,803) |  | (70,189) |  | (4,730) |  | (5,488) |
| Present value of future minimum  lease payments | 136,974 |  | 139,033 |  | 37,852 |  | 39,802 |
| Less Current portion | (14,550) |  | (13,021) |  | (8,308) |  | (8,307) |
| **Lease liabilities - net of current portion** | **122,424** |  | **126,012** |  | **29,544** |  | **31,495** |

The expenses for the three-month and six-month periods ended June 30, 2023, relating to leases are recognized in the following items in profit or loss:

|  |  |  |  |
| --- | --- | --- | --- |
|  |  | **(Unit: Thousand Baht)** | |
|  | **Consolidated**  **financial statements** |  | **Separate**  **financial statements** |
| **For the three-month periods ended June 30, 2023** |  |  |  |
| Interest expense on lease liabilities | 1,775 |  | 463 |
| Expense relating to short-term lease | 28 |  | - |
| Expense relating to leases of low-value assets | 195 |  | - |
| **Total** | **1,998** |  | **463** |
|  |  |  |  |

**For the six-month periods ended June 30, 2022**

|  |  |  |  |
| --- | --- | --- | --- |
| Interest expense on lease liabilities | 3,566 |  | 938 |
| Expense relating to short-term lease | 47 |  | - |
| Expense relating to leases of low-value assets | 370 |  | - |
| Expense relating to variable lease payments | 175 |  | 175 |
| **Total** | **4,158** |  | **1,113** |

1. **Dividend payment**

According to the minutes of the Annual General Meeting of shareholders for the year 2023 of Techtronic Co., Ltd., held on April 12, 2023, passed the resolution to approve the dividend payment to the shareholders from the results of operation for the year ended December 31, 2022 at Baht 50 per share, total amount of Baht 10 million. The dividend payment is made on May 8, 2023.

According to the minutes of the Annual General Meeting of shareholders for the year 2022 of Techtronic Co., Ltd., held on April 1, 2022, passed the resolution to approve the dividend payment to the shareholders from the results of operation for the year ended December 31, 2021 at Baht 60 per share, total amount of Baht 12 million. The dividend payment is made on April 28, 2022.

1. **Supplemental disclosure of cash flows information**

Reconciliation of liabilities arising from financing activities

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | | |  | **(Unit: Thousand Baht)** | | |
| **Lease liabilities** | **Consolidated**  **financial statements** | | |  | **Separate**  **financial statements** | | |
| **For the six-month periods ended June 30,** | **2023** |  | **2022** |  | **2023** |  | **2022** |
| As at January 1 | 139,033 |  | 154,814 |  | 39,802 |  | 56,492 |
| Movements in cash flows | (6,866) |  | (6,402) |  | (3,327) |  | (5,238) |
| **Non-cash changes:** |  |  |  |  |  |  |  |
| Finance costs | 3,429 |  | 2,444 |  | - |  | - |
| Rental reduction | - |  | (75) |  | - |  | (75) |
| Additions | 1,378 |  | 1,454 |  | 1,377 |  | 766 |
| **As at June 30** | **136,974** |  | **152,235** |  | **37,852** |  | **51,945** |

1. **Operating segments**

The Group has 5 reportable segments, as described below, which are the Group’s strategic divisions. The strategic divisions offer different services and are managed separately. For each of the strategic divisions, the chief operating decision maker (CODM) reviews internal management reports on at least a quarterly basis. The following summary describes the operations in each of the Group’s reportable segments.

* Segment 1 Industrial pumps
* Segment 2 Natural gas metering and transmission systems
* Segment 3 Alternative energy
* Segment 4 Field of flow measurement business
* Segment 5 Other business - car park service consists of the management of parking building and

commercial property for rental and services.

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

**(Unit: Thousand Baht)**

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | | **Consolidated financial statements** | | | | | |
|  | | **For the six-month periods ended June 30, 2023** | | | | | |
|  | **Industrial**  **pumps** | | **Natural gas**  **metering and**  **transmission**  **systems** | **Alternative energy** | **Field of flow**  **measurement**  **business** | **Others business - car park service** | **Total** |
|  |  | |  |  |  |  |  |
| Revenues by segment | 123,439 | | 273,492 | 20,747 | 62,055 | 48,661 | 528,394 |
|  |  | |  |  |  |  |  |
| Profit (loss) by segment | 41,670 | | 22,680 | 2,041 | 25,458 | (11,691) | 80,158 |
| Distribution costs | (18,099) | | (3,381) | (4,122) | (8,448) | (269) | (34,319) |
| Unallocated income (expenses) |  | |  |  |  |  |  |
| Other income |  | |  |  |  |  | 2,750 |
| Administrative expense |  | |  |  |  |  | (35,234) |
| Other gains (losses) |  | |  |  |  |  | 3,113 |
| Finance costs |  | |  |  |  |  | (34,344) |
| Share of profits from investment in |  | |  |  |  |  |  |
| associates and joint venture |  | |  |  |  |  | (117) |
| Profit (loss) before income tax expense |  | |  |  |  |  | (17,993) |
| Tax expense |  | |  |  |  |  | (2,727) |
| Profit (loss) for the period |  | |  |  |  |  |  |
| from continuing operations |  | |  |  |  |  | (20,720) |
| Profit (loss) for the period |  | |  |  |  |  |  |
| from discontinued operations |  | |  |  |  |  | 788 |
| Profit (loss) for the period |  | |  |  |  |  | (19,932) |
| Other comprehensive income (expense) for |  | |  |  |  |  |  |
| the period, net of tax |  | |  |  |  |  | (104) |
| **Total comprehensive income (expense) for**  **the period** |  | |  |  |  |  | **(20,036)** |

**(Unit: Thousand Baht)**

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | | **Consolidated financial statements** | | | | | |
|  | | **For the six-month periods ended June 30, 2022** | | | | | |
|  | **Industrial Pumps** | | **Natural gas**  **metering and**  **transmission systems** | **Alternative energy** | **Field of flow**  **Measurement business** | **Others business - car park service** | **Total** |
|  |  | |  |  |  |  |  |
| Revenues by segment | 135,323 | | 276,278 | 35,613 | 75,641 | 36,654 | 559,509 |
|  |  | |  |  |  |  |  |
| Profit (loss) by segment | 44,124 | | 8,802 | 1,674 | 22,268 | (3,282) | 73,586 |
| Distribution costs | (19,165) | | (1,300) | (10,146) | (9,103) | (42) | (39,756) |
| Unallocated income (expenses) |  | |  |  |  |  |  |
| Other income |  | |  |  |  |  | 4,982 |
| Administrative expense |  | |  |  |  |  | (40,253) |
| Other gains (losses) |  | |  |  |  |  | 3,206 |
| Finance costs |  | |  |  |  |  | (4,990) |
| Share of profits from investment in |  | |  |  |  |  |  |
| associates and joint venture |  | |  |  |  |  | (118) |
| Profit (loss) before income tax expense |  | |  |  |  |  | (3,343) |
| Tax expense |  | |  |  |  |  | (6,840) |
| Profit (loss) for the period |  | |  |  |  |  |  |
| from continuing operations |  | |  |  |  |  | (10,183) |
| Profit (loss) for the period |  | |  |  |  |  |  |
| from discontinued operations |  | |  |  |  |  | (113) |
| Profit (loss) for the period |  | |  |  |  |  | (10,296) |
| Other comprehensive income (expense) for |  | |  |  |  |  |  |
| the period, net of tax |  | |  |  |  |  | (427) |
| **Total comprehensive income (expense) for**  **the period** |  | |  |  |  |  | **(10,723)** |

Industrial pumps, natual gas metering and transmission systems, alternative energy and filed of flow measurement business are recognised when the performance obligations are satisfied at a point in time and over time.

Other business - car park service is recognised when the performance obligations are satisfied at a point in time and over time.

1. **Fair value of financial instruments**

The following table presents financial assets and liabilities that are measured at fair value, excluding its fair value closed to carrying amount.

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  |  | |  | | **(Unit: Thousand Baht)** | |
|  | **Consolidated financial statements** | | | | | |
|  | **Level 1** | | **Level 2** | | **Total** | |
|  | **June 30,**  **2023** | **December 31,**  **2022** | **June 30,**  **2023** | **December 31,**  **2022** | **June 30,**  **2023** | **December 31,**  **2022** |
| **Assets** |  |  |  |  |  |  |
| Financial assets measured at |  |  |  |  |  |  |
| fair value through profit or loss | 2,955 | 1,108 | - | - | 2,955 | 1,108 |
| Financial assets measured at |  |  |  |  |  |  |
| fair value through other |  |  |  |  |  |  |
| comprehensive income | 1,069 | 1,200 | - | - | 1,069 | 1,200 |
| Derivative financial assets |  |  |  |  |  |  |
| Foreign currency forward contracts | - | - | 3,476 | - | 3,476 | - |
| **Total** | **4,024** | **2,308** | **3,476** | **-** | **7,500** | **2,308** |
| **Liabilities** |  |  |  |  |  |  |
| Derivative financial liabilities |  |  |  |  |  |  |
| Foreign currency forward contracts | - | - | 4 | 968 | 4 | 968 |
| **Total** | **-** | **-** | **4** | **968** | **4** | **968** |

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  |  | |  | | **(Unit: Thousand Baht)** | |
|  | **Separate financial statements** | | | | | |
|  | **Level 1** | | **Level 2** | | **Total** | |
|  | **June 30,**  **2023** | **December 31,**  **2022** | **June 30,**  **2023** | **December 31,**  **2022** | **June 30,**  **2023** | **December 31,**  **2022** |
| **Assets** |  |  |  |  |  |  |
| Financial assets measured at |  |  |  |  |  |  |
| fair value through profit or loss | 1,840 | 2 | - | - | 1,840 | 2 |
| Financial assets measured at |  |  |  |  |  |  |
| fair value through other |  |  |  |  |  |  |
| comprehensive income | 1,069 | 1,200 | - | - | 1,069 | 1,200 |
| Derivative financial assets |  |  |  |  |  |  |
| Foreign currency forward contracts | - | - | 3,476 | - | 3,476 | - |
| **Total** | **2,909** | **1,202** | **3,476** | **-** | **6,385** | **1,202** |
| **Liabilities** |  |  |  |  |  |  |
| Derivative financial liabilities |  |  |  |  |  |  |
| Foreign currency forward contracts | - | - | 4 | 1,037 | 4 | 1,037 |
| **Total** | **-** | **-** | **4** | **1,037** | **4** | **1,037** |

1. **Commitments with non-related parties**
   1. **Guarantees**

|  |  |  | **(Unit: Thousand Baht)** |
| --- | --- | --- | --- |
|  | **Consolidated financial statements** |  | **Separate**  **financial statements** |
| **As at June 30,2023** |  |  |  |
| Letters of guarantee issued by banks for  electricity usage | 2,504 |  | 504 |
| Letters of guarantee issued by a bank to secure to  guarantee rental space for building construction  and to manage car park buildings | 43,140 |  | - |
| Letters of guarantee were issued for certain services  and construction contracts | 385,516 |  | 385,516 |
| Letters of guarantee issued by banks to secure  sales of good and rendering of services | 11,081 |  | - |
|  |  |  |  |

The Group and the company have commiments under letters of guarantee issued by local financial institutions which were guaranteed by fixed deposits at financial institutions as stated in note 9.

* 1. **Capital expenditures commitment**

Commitment relating to capital expenditures are obligated as at the statement of financial position date but not recognised as liabilities as follows:

|  |  |  | **(Unit: Thousand Baht)** |
| --- | --- | --- | --- |
|  | **Consolidated financial statements** |  | **Separate**  **financial statements** |
| **As at June 30, 2023** |  |  |  |
| Property, plant and equipment | 627 |  | 627 |

* 1. **Litigation**

During the year 2012, the Company received 42 notices of import duty assessment from the Customs Department. The notices claimed that the Company should have paid the underpayments of import duty, value added tax, related tax penalty and other fees in total approximate Baht 65.89 million which was already recorded as a liability under “Provision for import duty and value added tax”. The Company has appealed and disputed to the Appeal Borad against such assessment and claims.

On August 30, 2019, the Appeal Board has dismissed this appeal. On October 24, 2019, the Company filed a complaint with the Central Tax Court against the Customs Department and the Appeal Board.

On September 28, 2020, the Central Tax Court dismissed this case and ordered the Company to pay Baht 65.89 million. At present, the Company is in the process to appeal this case to the Court of Appeal for Specialised Cases.

On November 1, 2021, the Court of Appeal for Specialized Cases, Tax Case Division, read the verdict dated August 11, 2021 by ordering the 1st defendant (Customs Department) to charge additional import taxes from the plaintiff not exceeding the import duties payable or additional payable unless the amendment in accordance with the decision of the Central Tax Court. On December 17, 2021, the Company filed the appeal to the Supreme Court, and the case is still pending the Supreme Court’s trial. The outcome of case has not been known.

On January 11, 2022, the 1st defendant (Customs Department) filed the requesting a permission to the Supreme Court including objected the decision of the Appeal Court of Specialized Cases in accordance with the Dika appeal dated December 27, 2021, with the appeal for legal issues regarding the import tax and duties surcharge was carried out during the Customs Act B.E. 2469 and is still effective, with the surcharge at the rate of 1% per month or a fraction of the month from the principal import tax due to the shortage payment of all 42 import declaration, calculated from the date of discharge until payment is completed. There is no limit that not exceed than import duties.

On April 24, 2022, the Company has filed an objection against the 1st defendant's dika appeal (Customs Department).

1. **Events after the reporting period**

According to the resolution of the Board of directors’ meeting No.4/2023 held on July 20, 2023, passed to approve the dissolution of SR Power Holding Co., Ltd (“SPH”), subsidiary of which the Company held 99% of paid-up shares and already sold in whole.

1. **Interim financial statements approval**

These interim financial statements were approved and authorized for issue by the Company's Board of directors on August 10, 2023.