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These notes form an integral part of the interim financial statements.

The interim financial statements issued for Thai regulatory reporting purposes are prepared in the   
Thai language. These English language financial statements have been prepared from the Thai language financial statements and were approved and authorised for issue by the Board of Directors on 4 August 2023.

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

The condensed interim financial statements are presented in the same format as the annual financial statements together with notes to the interim financial statements on a condensed basis (“interim financial statements”) in accordance with Thai Accounting Standard (TAS) No. 34 *Interim Financial Reporting*, guidelines promulgated by the Federation of Accounting Professions and applicable rules and regulations of the Thai Securities and Exchange Commission. The interim financial statements focus on new activities, events and circumstances to avoid repetition of information previously reported in annual financial statements. Accordingly, these interim financial statements should be read in conjunction with the financial statements of the Company and its subsidiaries for the year ended 31 December 2022.

In preparing these interim financial statements, judgements and estimates are made by management in applying the Group’s accounting policies. Actual results may differ from these estimates. The accounting policies, methods of computation and the key sources of estimation uncertainty were the same as those that described in the financial statements for the year ended 31 December 2022.

1. **Related parties**

| ***Significant transactions with***  ***related parties*** | Consolidated  financial statements | | |  | Separate  financial statements | | |
| --- | --- | --- | --- | --- | --- | --- | --- |
| ***Six-month period ended 30 June*** | 2023 |  | 2022 |  | 2023 |  | 2022 |
|  | *(in thousand Baht)* | | | | | | |
| **Ultimate parent company** |  |  |  |  |  |  |  |
| Other income | 2,130 |  | - |  | 2,130 |  | - |
| Cost of rent and service | - |  | 3,997 |  | - |  | 3,997 |
| Administrative expenses | 48,571 |  | 43,877 |  | 47,337 |  | 43,217 |
| Construction management expenses | 1,619 |  | 1,178 |  | 1,619 |  | 1,178 |
|  |  |  |  |  |  |  |  |
| **Parent company** |  |  |  |  |  |  |  |
| Finance costs | 29,470 |  | 13,133 |  | 29,470 |  | 13,133 |
|  |  |  |  |  |  |  |  |
| **Subsidiaries** |  |  |  |  |  |  |  |
| Revenue from rental and rendering service | - |  | - |  | 24,743 |  | 5,177 |
| Project management income | - |  | - |  | 46,224 |  | 30,422 |
| Interest income | - |  | - |  | 88,307 |  | 82,825 |
| Other income | - |  | - |  | 40,852 |  | 34,686 |
| Cost of rental and rendering service | - |  | - |  | 464 |  | - |
| Administrative expenses | - |  | - |  | 1,856 |  | 1,967 |
| Finance costs | - |  | - |  | 36,820 |  | 20,600 |
|  |  |  |  |  |  |  |  |
| **Associates** |  |  |  |  |  |  |  |
| Interest income | 44,031 |  | 40,222 |  | - |  | - |
| Administrative expenses | 3,852 |  | 3,000 |  | - |  | - |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  | *(in thousand Baht)* | | | | | | |
| **Other related parties** |  |  |  |  |  |  |  |
| Revenue from rental and rendering service | 146,943 |  | 143,987 |  | 78,271 |  | 74,906 |
| Project management income | 16,412 |  | 17,590 |  | 10,968 |  | 10,579 |
| Other income | 12 |  | - |  | - |  | - |
| Cost of rent and services | 1,872 |  | 2,190 |  | 14 |  | - |
| Administrative expenses | 129 |  | - |  | 67 |  | - |
|  |  |  |  |  |  |  |  |
| **Key management personnel** |  |  |  |  |  |  |  |
| Key management personnel compensation |  |  |  |  |  |  |  |
| Short-term employee benefit (including director’s renumeration) | 7,371 |  | 12,773 |  | 7,371 |  | 12,773 |

|  | Consolidated  financial statements | | |  | Separate  financial statements | | |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | 30 June |  | 31 December |  | 30 June |  | 31 December |
| ***Balances with related parties as at*** | 2023 |  | 2022 |  | 2023 |  | 2022 |
|  | *(in thousand Baht)* | | | | | | |
| ***Trade accounts receivable*** |  |  |  |  |  |  |  |
| Subsidiaries | - |  | - |  | 65,107 |  | 20,996 |
| Other related parties | 13,780 |  | 16,161 |  | 7,866 |  | 12,299 |
| **Total** | **13,780** |  | **16,161** |  | **72,973** |  | **33,295** |
|  |  |  |  |  |  |  |  |
| ***Other receivables*** |  |  |  |  |  |  |  |
| Ultimate parent company | 1,700 |  | 200 |  | 1,500 |  | - |
| Parent company | 152 |  | 457 |  | 152 |  | 457 |
| Subsidiaries | - |  | - |  | 35,255 |  | 55,919 |
| Other related parties | 7,201 |  | 2,860 |  | 4,763 |  | 1,869 |
| **Total** | **9,053** |  | **3,517** |  | **41,670** |  | **58,245** |
|  |  |  |  |  |  |  |  |
| ***Short-term loans*** |  |  |  |  |  |  |  |
| Subsidiaries | **-** |  | **-** |  | **1,648,498** |  | **1,636,452** |
|  |  |  |  |  |  |  |  |
| ***Investment properties*** |  |  |  |  |  |  |  |
| Other related parties | **234,740** |  | **234,338** |  | **-** |  | **-** |
|  |  |  |  |  |  |  |  |
| ***Property, plant and equipment*** |  |  |  |  |  |  |  |
| Subsidiaries | **-** |  | - |  | **12,512** |  | **710** |
|  |  |  |  |  |  |  |  |
| ***Long-term loans to*** |  |  |  |  |  |  |  |
| Subsidiaries | - |  | - |  | 5,991,170 |  | 5,630,584 |
| Associates | 5,149,757 |  | 4,825,008 |  | - |  | - |
| **Total** | **5,149,757** |  | **4,825,008** |  | **5,991,170** |  | **5,630,584** |

|  | Consolidated  financial statements | | |  | Separate  financial statements | | |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | 30 June |  | 31 December |  | 30 June |  | 31 December |
| ***Balances with related parties as at*** | 2023 |  | 2022 |  | 2023 |  | 2022 |
|  | *(in thousand Baht)* | | | | | | |
| ***Trade accounts payable*** |  |  |  |  |  |  |  |
| Ultimate parent company | 3,395 |  | 10,811 |  | 3,349 |  | 10,766 |
| Subsidiaries | - |  | - |  | 192 |  | 178 |
| Other related parties | 1,200 |  | 1,104 |  | 148 |  | 534 |
| **Total** | **4,595** |  | **11,915** |  | **3,689** |  | **11,478** |
|  |  |  |  |  |  |  |  |
| ***Other payables*** |  |  |  |  |  |  |  |
| Ultimate parent company | 33,891 |  | 1,881 |  | 33,238 |  | 1,906 |
| Subsidiaries | - |  | - |  | 1,042 |  | - |
| Other related parties | 745 |  | - |  | 24 |  | - |
| **Total** | **34,636** |  | **1,881** |  | **34,304** |  | **1,906** |
|  |  |  |  |  |  |  |  |
| ***Lease liabilities*** |  |  |  |  |  |  |  |
| Subsidiaries | - |  | - |  | 12,585 |  | 756 |
| Other related parties | 137,214 |  | 136,751 |  | - |  | - |
| **Total** | **137,214** |  | **136,751** |  | **12,585** |  | **756** |
|  |  |  |  |  |  |  |  |
| ***Short-term loans*** |  |  |  |  |  |  |  |
| Subsidiaries | **-** |  | **-** |  | **4,716,082** |  | **4,453,150** |
|  |  |  |  |  |  |  |  |
| ***Rental and service retention*** |  |  |  |  |  |  |  |
| Other related parties | **16,216** |  | **16,216** |  | **-** |  | **-** |
|  |  |  |  |  |  |  |  |
| ***Advance rental and service income*** |  |  |  |  |  |  |  |
| Subsidiaries | - |  | - |  | 19,350 |  | - |
| Other related parties | 4,436,789 |  | 4,549,524 |  | 3,541,671 |  | 3,615,414 |
| **Total** | **4,436,789** |  | **4,549,524** |  | **3,561,021** |  | **3,615,414** |
|  |  |  |  |  |  |  |  |
| ***Long-term loans*** |  |  |  |  |  |  |  |
| Parent company | **1,835,343** |  | **1,803,930** |  | **1,835,343** |  | **1,803,930** |

***Significant agreements with related parties***

On 10 November 2021, CPN Pattaya Co., Ltd., a major shareholder of the Company, extend the Loan Agreement with the Company in which the agreement length is not exceeding 2 years from the transaction date, the credit lines are Baht 2,500 million and the interest rate is not exceeding 4% per annum and not exceeding the interest rate given by the external funding under the same condition and amount which the Company receives from CPN Pattaya Co., Ltd.

1. **Real estate projects development for sale**

|  |  | **Consolidated** | | |  | **Separate** | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | **financial statements** | | |  | **financial statements** | | |
|  |  | 30 June |  | 31 December |  | 30 June |  | 31 December |
|  |  | 2023 |  | 2022 |  | 2023 |  | 2022 |
|  |  | *(in million Baht)* | | | | | | |
| Real estate under development |  | 380 |  | 401 |  | - |  | - |
| Land held for development |  | 488 |  | 488 |  | 623 |  | 623 |
| Real estate developed |  | 52 |  | 33 |  | **-** |  | - |
| **Total** |  | **920** |  | **922** |  | **623** |  | **623** |

1. **Investment properties**

|  | **Consolidated financial statements** | | |  | | **Separate financial statements** | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | 2023 |  | 2022 |  | | 2023 | |  | | 2022 | |
|  | *(in million baht)* | | | | | | | | | | |
| At 1 January | 22,507 |  | 22,251 | |  | | 10,300 | |  | | 10,207 |
| Additions | 41 |  | 105 | |  | | 19 | |  | | 72 |
| Disposal | (29) |  | (1) | |  | | (29) | |  | | (2) |
| Gain (loss) on change in fair value | (109) |  | 152 | |  | | (77) | |  | | 23 |
| **At 30 June/ 31 December** | **22,410** |  | **22,507** | |  | | **10,213** | |  | | **10,300** |

1. **Interest-bearing liabilities**

*Long-term loans from financial institutions*

In September 2010, the Group entered into a loan agreement within credit line not exceeding Baht 3,100 million with financial institution. Such agreement stipulated the Group to repay the remaining principal within 3 years from 17 July 2019. Subsequently, In July 2022, the Group entered into a memorandum of loan agreement with such financial institution to amend the repayment principal period within 17 July 2024 and amended interest rate as mutually agreed. As at 30 June 2023, the Group had utilised Baht 2,532 million *(31 December 2022: Baht 2,532 million).*

In September 2021, the Company entered into a loan agreement Baht 1,100 million with financial institution. Such agreement stipulated the Company to repay the principal within 2 years from loan utilised date. As at 30 June 2023, the Company had utilised Baht 1,100 million *(31 December 2022: Baht 1,100 million).*

In January 2023, the Company entered into a loan agreement of Baht 290 million with financial institution. Such agreement stipulated the Company to repay the principal within 2 years from loan utilised date. The repayment of the principal and interest of loan is scheduled every 3 months. As at 30 June 2023, the Company had utilised Baht 290 million.

The conditions regarding loan agreements and the rights and obligations of the borrower stipulate, certain covenants which, among other things, require the Group to maintain debt-to-equity ratio at the rate prescribed in the agreements.

Real estate development for sale, investment properties and fix deposit used as collateral for loans.

As at 30 June 2023, the Group had unutilised credit facilities totalling Baht 760 million *(31 December 2022: Baht 340 million).*

1. **Segment information and disaggregation of revenue**

The Group’s operations and main revenue streams are described in the last annual financial statements. The Group’s main revenue is derived from contracts with customers.

*Geographical segments*

The Group operates real estate for sale business and real estate for rental and service business principally in Thailand.

*Business segments*

The Company and its subsidiaries have two reportable segments, which are real estate for sale business, consisting of land and house development for sale projects and residential condominium projects, and real estate for rental and service business, consisting of office building and area for rent projects.

Each segment's 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. Inter-segment pricing is determined on an arm’s length basis.

In the following table, revenue is disaggregated by business segments and timing of revenue recognition.

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| ***For the six-month*** | Real estate  **for sale business** | | |  | **Real estate for rental and service business** | | |  | | **Total** | | | |
| ***period ended 30 June*** | 2023 |  | 2022 |  | 2023 |  | 2022 | |  | | 2023 |  | 2022 | |
|  | *(in million Baht)* | | | | | | | | | | | | |
| ***Information about reportable segments*** |  | | | | | | | | | | | | |
| External revenue | 145 |  | 133 |  | 617 |  | 606 | |  | | 762 |  | 739 | |
| Inter-segment revenue | - |  | - |  | 98 |  | 41 | |  | | 98 |  | 41 | |
| **Total revenue** | **145** |  | **133** |  | **715** |  | **647** | |  | | **860** |  | **780** | |
|  |  |  |  |  |  |  |  | |  | |  |  |  | |
| Segment profit  before income tax | 67 |  | 73 |  | 550 |  | 531 | |  | | 617 |  | 604 | |
|  |  |  |  |  |  |  |  | |  | |  |  |  | |
| **Timing of revenue**  **recognition** |  |  |  |  |  |  |  | |  | |  |  |  | |
| At a point in time | 145 |  | 133 |  | - |  | - | |  | | 145 |  | 133 | |
| Over time | - |  | - |  | 617 |  | 606 | |  | | 617 |  | 606 | |
| **Total revenue** | **145** |  | **133** |  | **617** |  | **606** | |  | | **762** |  | **739** | |

|  | Consolidated | | |
| --- | --- | --- | --- |
| ***Reconciliations of reportable segment profit or loss*** | financial statements | | |
| ***For the six-month period ended 30 June*** | 2023 |  | 2022 |
|  | *(in million Baht)* | | |
| **Profit or loss** |  |  |  |
| Total profit before income tax for reportable segments | 617 |  | 604 |
| Other profit | 48 |  | 59 |
|  | 665 |  | 663 |
| Elimination of inter-segment profits | (54) |  | (38) |
| Unallocated amounts:  Loss on changes in fair value of investment properties | (109) |  | (10) |
| Other corporate expenses | (256) |  | (208) |
| Share of profit of investments in associates | 1 |  | - |
| Total | **247** |  | **407** |

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

| ***As at 30 June 2023*** | **Consolidated financial statements** |  | **Separate financial statements** |
| --- | --- | --- | --- |
|  | *(in million Baht)* | | |
|  |  |  |  |
| ***Capital commitments*** |  |  |  |
| Buildings and other utilities | 58 |  | 52 |
| Investment property agreements under development | 39 |  | - |
| **Total** | **97** |  | **52** |
|  |  |  |  |
| ***Other commitments*** |  |  |  |
| Service agreements | 122 |  | 27 |
| Bank guarantees | 19 |  | 8 |
| **Total** | **141** |  | **35** |

1. **Litigation**

In October 2021, a subsidiary was being sued in a civil by a juristic person (“Complainant”) requesting the payment from breach of lease contract of Baht 51 million. The court made an appointment to determine the guidelines for the trial and witness in March 2023. The civil court considered dismissing the case on 3 May 2023. Subsequently, on 27 July 2023, the Complainant appealed to the Court and the officers were in the process to submit a copy appeal to the subsidiary within 30 days. Based on opinion of the management and the legal department of the Group, they consider that the Group has no possibility of litigating payment, therefore the Group did not recognize the provision from the outstanding legal case.

1. **Reclassification of accounts**

Certain accounts in the statement of comprehensive income for the three-month and six-month periods ended 30 June 2022, which are included in the 2023 interim financial statements for comparative purposes, have been reclassified to conform to the presentation in the 2023 interim financial statements. Other significant reclassifications were as follows:

|  | **Consolidated financial statements** | | | | |
| --- | --- | --- | --- | --- | --- |
|  | 2022 | | | | |
|  | Before  reclassification |  | Reclassification |  | After  reclassification |
|  | *(in thousand Baht)* | | | | |
| ***Statement of comprehensive income*** |  |  |  |  |  |
| * + - ***Three-month period ended 30 June 2022*** |  |  |  |  |  |
| Cost of rent and services | 57,010 |  | (5,279) |  | 51,731 |
| Administrative expenses | 66,340 |  | 5,279 |  | 71,619 |
|  |  |  | **-** |  |  |

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| * + - ***Six-month period ended 30 June 2022*** |  |  |  |  |  |
| Cost of rent and services | 113,335 |  | (10,376) |  | 102,959 |
| Administrative expenses | 133,993 |  | 10,376 |  | 144,369 |
|  |  |  | **-** |  |  |

|  | **Separated financial statements** | | | | |
| --- | --- | --- | --- | --- | --- |
|  | 2022 | | | | |
|  | Before  reclassification |  | Reclassification |  | After  reclassification |
|  | *(in thousand Baht)* | | | | |
| ***Statement of comprehensive income*** |  |  |  |  |  |
| * + - ***Three-month period ended 30 June 2022*** |  |  |  |  |  |
| Cost of rent and services | 12,337 |  | (5,279) |  | 7,058 |
| Administrative expenses | 43,293 |  | 5,279 |  | 48,572 |
|  |  |  | - |  |  |
|  |  |  |  |  |  |
| * + - ***Six-month period ended 30 June 2022*** |  |  |  |  |  |
| Cost of rent and services | 25,379 |  | (10,376) |  | 15,003 |
| Administrative expenses | 90,387 |  | 10,376 |  | 100,763 |
|  |  |  | - |  |  |

The reclassifications have been made because, in the opinion of management, the new classification is more appropriate to the Group’s business.