Thai Agro Energy Public Company Limited Review report and interim financial information For the three-month and six-month periods ended 30 June 2021 Independent Auditor's Report on Review of Interim Financial Information

To the Shareholders of Thai Agro Energy Public Company Limited

I have reviewed the accompanying statement of financial position of Thai Agro Energy Public Company Limited as at 30 June 2021, the related statements of comprehensive income for the three-month and six-month periods then ended, and the related statements of changes in shareholders' equity and cash flows for the six-month period then ended, as well as the condensed notes to the interim financial statements (collectively "interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34 Interim Financial Reporting. My responsibility is to express a conclusion on this interim financial information based on my review.

Scope of review

I conducted my review in accordance with Thai Standard on Review Engagements 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Thai Standards on Auditing and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.

Conclusion

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34 Interim Financial Reporting.

Patcharawan Koonarangsri Certified Public Accountant (Thailand) No. 6650

EY Office Limited

Bangkok: 9 August 2021

Statement of financial position

As at 30 June 2021

(Unit: Thousand Baht)

	Note	30 June 2021	31 December 2020
		(Unaudited	(Audited)
		but reviewed)	
Assets			
Current assets			
Cash and cash equivalents		28,572	26,502
Trade and other receivables	4	241,901	179,079
Inventories	5	343,412	124,556
Advance payments for purchase of goods		115,749	181,176
Current tax assets		5,153	5,153
Other current financial asset		1,067	1,065
Other current assets	-	2,890	9,482
Total current assets	-	738,744	527,013
Non-current assets			
Biological assets		9,554	6,459
Property, plant and equipment	6	2,762,531	2,784,448
Right-of-use-assets	7	29,319	33,306
Intangible assets		925	1,246
Deferred tax assets		5,021	4,734
Other non-current financial assets	-	796	769
Total non-current assets	-	2,808,146	2,830,962
Total assets	=	3,546,890	3,357,975

Thai Agro Energy Public Company Limited Statement of financial position (continued)

As at 30 June 2021

(Unit: Thousand Baht)

	<u>Note</u>	30 June 2021	31 December 2020	
		(Unaudited	(Audited)	
		but reviewed)		
Liabilities and shareholders' equity				
Current liabilities				
Short-term loans from financial institutions	8	1,222,305	915,330	
Trade and other payables	9	89,049	124,856	
Current portion of long-term loans	10	143,834	143,834	
Current portion of liabilities lease agreements		7,252	7,244	
Provision for short-term employee benefits		2,406	3,126	
Other current liabilities		19,318	15,156	
Total current liabilities		1,484,164	1,209,546	
Non-current liabilities				
Long-term loans - net of current portion	10	244,529	316,447	
Liabilities under agreements - net of current portion		22,772	26,214	
Provision for long-term employee benefits		7,639	7,076	
Total non-current liabilities	,	274,940	349,737	
Total liabilities		1,759,104	1,559,283	

Statement of financial position (continued)

As at 30 June 2021

(Unit: Thousand Baht)

	(Offic. Thousand Da		
	30 June 2021	31 December 2020	
	(Unaudited	(Audited)	
	but reviewed)		
Shareholders' equity			
Share capital			
Registered			
1,000,000,000 ordinary shares of Baht 1 each	1,000,000	1,000,000	
Issued and fully paid up			
1,000,000,000 ordinary shares of Baht 1 each	1,000,000	1,000,000	
Share premium	188,796	188,796	
Capital reserve for share-based payment transactions	556	556	
Retained earnings			
Appropriated - statutory reserve	100,000	100,000	
Appropriated - general reserve	192,000	192,000	
Unappropriated	306,434	317,340	
Total shareholders' equity	1,787,786	1,798,692	
Total liabilities and shareholders' equity	3,546,890	3,357,975	
		-	

Directors

Statement of comprehensive income

For the three-month and six-month periods ended 30 June 2021

(Unit: Thousand Baht except earnings (loss) per share expressed in Baht)

		For the three-month periods		For the six-month periods	
		ended 30 June		ended 30) June
	<u>Note</u>	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Profit or loss:					
Revenues					
Sales		582,891	509,035	1,265,921	1,247,097
Other income		489	475	493	1,009
Total revenues		583,380	509,510	1,266,414	1,248,106
Expenses					
Cost of sales		601,187	453,396	1,190,946	1,074,797
Selling and distribution expenses		4,926	3,874	9,623	7,998
Administrative expenses		17,317	23,769	33,456	39,034
Total expenses		623,430	481,039	1,234,025	1,121,829
Operating profit (loss)		(40,050)	28,471	32,389	126,277
Finance income		14	12	24	32
Finance cost		(9,727)	(10,583)	(18,606)	(22,822)
Profit (loss) before income tax		(49,763)	17,900	13,807	103,487
Tax incomes (tax expenses)	11	6,906	(10,589)	287	(12,518)
Profit (loss) for the period		(42,857)	7,311	14,094	90,969
Other comprehensive income					
Other comprehensive income for the period			<u>-</u>	<u> </u>	<u>-</u>
Total comprehensive income for the period		(42,857)	7,311	14,094	90,969
			<u> </u>		<u> </u>
Earnings (loss) per share					
Basic earnings (loss) per share	12				
Profit (loss) (Baht)		(0.043)	0.007	0.014	0.091
Weighted average number of ordinary shares					
(Thousand shares)		1,000,000	1,000,000	1,000,000	1,000,000

Thai Agro Energy Public Company Limited Statement of changes in shareholders' equity For the six-month period ended 30 June 2021

(Unit: Thousand Baht)

			Capital reserve	R	etained earnii	ngs	
	Issued and		for share-based	Approp	riated	-	
	fully paid up	Share	payment	Statutory	General		
	share capital	premium	transactions	reserve	reserve	Unappropriated	Total
Balance as at 1 January 2020	1,000,000	188,796	556	100,000	192,000	454,475	1,935,827
Profit for the period	-	-	-	-	-	90,969	90,969
Other comprehensive income							
for the period		-			-		
Total comprehensive income							
for the period	-	-	-	-	-	90,969	90,969
Dividend paid (Note 13)		-			-	(150,000)	(150,000)
Balance as at 30 June 2020	1,000,000	188,796	556	100,000	192,000	395,444	1,876,796
Balance as at 1 January 2021	1,000,000	188,796	556	100,000	192,000	317,340	1,798,692
Profit for the period	-	-	-	-	-	14,094	14,094
Other comprehensive income							
for the period		-			-		
Total comprehensive income							
for the period	-	-	-	-	-	14,094	14,094
Dividend paid (Note 13)		-			-	(25,000)	(25,000)
Balance as at 30 June 2021	1,000,000	188,796	556	100,000	192,000	306,434	1,787,786

Statement of cash flows

For the six-month period ended 30 June 2021

(Unit: Thousand Baht)

	<u>2021</u>	<u>2020</u>
Cash flows from operating activities		
Profit before tax	13,807	103,487
Adjustments to reconcile profit before tax to net cash provided by		
(paid from) operating activities:		
Depreciation and amortisation	84,598	88,034
Reduction of inventory to net realisable value	6,260	-
Unrealised gain on change in value of other current financial assets	(2)	(6)
Provision for long-term employee benefits	563	871
Finance income	(24)	(31)
Finance cost	18,621	22,843
Profit from operating activities before changes in operating assets and liabilities	123,823	215,198
Operating assets (increase) decrease		
Trade and other receivables	(62,822)	9,816
Inventories	(225,116)	(266,483)
Advance payments for purchase of goods	65,427	522,362
Other current assets	6,592	42,913
Other non-current financial assets	(27)	-
Operating liabilities increase (decrease)		
Trade and other payables	(38,681)	(50,944)
Other current liabilities	1,612	(5,855)
Employee benefit paid	(720)	
Cash from (used in) operating activities	(129,912)	467,007
Cash received from interest income	24	34
Cash paid for interest expenses	(15,670)	(23,632)
Cash paid for income tax		(9,018)
Net cash from (used in) operating activities	(145,558)	434,391

Statement of cash flows (continued)

For the six-month period ended 30 June 2021

(Unit: Thousand Baht)

	<u>2021</u>	<u>2020</u>
Cash flows from investing activities		
Acquisitions of Mangium sprout and planting cost	(3,095)	(2,137)
Acquisitions of property, plant and equipment	(55,765)	(58,546)
Acquisitions of intangible assets	(24)	(57)
Net cash used in investing activities	(58,884)	(60,740)
Cash flows from financing activities		
Net increase (decrease) in short-term loans from financial institutions	306,975	(148,376)
Cash paid for long-term loans from financial institutions	(72,000)	(72,000)
Cash paid for principal portion of lease liabilities	(3,434)	(3,677)
Cash paid for interest expense of lease liabilities	(319)	(280)
Cash paid for dividend	(24,710)	(148,930)
Net cash from (used in) financing activities	206,512	(373,263)
Net increase in cash and cash equivalents	2,070	388
Cash and cash equivalents at beginning of period	26,502	25,441
Cash and cash equivalents at end of period	28,572	25,829
Supplementary cash flows information		
Non-cash related transactions from investing activities		
Account payables from purchases of plant and equipment and intangible assets	5,035	2,288
Acquisitions of right-of-use assets under lease agreements	-	6,350

Thai Agro Energy Public Company Limited

Notes to interim financial statements

For the three-month and six-month periods ended 30 June 2021

1. General information

1.1 Corporate information

Thai Agro Energy Public Company Limited ("the Company") was incorporated as a limited company and domiciled in Thailand and was transformed to be a public limited company under Thai laws on 18 October 2007. Its parent company is Lanna Resources Public Co., Ltd., which is a public limited company incorporated in Thailand. The Company operates in Thailand and is principally engaged in production and distribution of ethanol for fuel. The registered office of the Company is at 888/114, Ploenchit Road, Lumpini, Pathumwan, Bangkok.

1.2 Coronavirus disease 2019 Pandemic

The Coronavirus disease 2019 pandemic is resulting in an economic slowdown and adversely impacting most businesses and industries. This situation may bring uncertainties and have an impact on the environment in which the group operates. The Company's management has continuously monitored ongoing developments and assessed the financial impact in respect of the valuation of assets, provisions and contingent liabilities, and has used estimates and judgement in respect of various issues as the situation has evolved.

1.3 Basis of preparation of interim financial statements

These interim financial statements are prepared in accordance with Thai Accounting Standard No. 34 Interim Financial Reporting, with the Company choosing to present condensed interim financial statements. However, the Company has presented the statements of financial position, comprehensive income, changes in shareholders' equity, and cash flows in the same format as that used for the annual financial statements.

These interim financial statements are intended to provide information additional to that included in the latest annual financial statements. Accordingly, they focus on new activities, events and circumstances so as not to duplicate information previously reported. These interim financial statements should therefore be read in conjunction with the latest annual financial statements.

These 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 interim financial statements.

1.4 New financial reporting standards

a) Financial reporting standards that became effective in the current period

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

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

b) Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2022

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

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

2. Significant accounting policies

The interim financial statements are prepared by using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2020.

3. Related party transactions

During the periods, the Company had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Company and those related parties.

(Unit: Thousand Baht)

	For the three-month periods ended 30 June		For the six-month periods ended 30 June		Pricing policy
	<u>2021</u>	2020	<u>2021</u>	2020	
Transactions with parent company					
Dividend paid	12,750	76,500	12,750	76,500	Declared rate
Transactions with related company					
Purchase of goods	-	5	1,204	5	Market price

The outstanding balances of the accounts as at 30 June 2021 and 31 December 2020 between the Company and related parties are as follows:

	(Unit: Thousand Baht		
	30 June	31 December	
	2021	2020	
Trade payables - related party (Note 9)			
Related company (Related by common share holder)		399	
Total trade payables - related party		399	

Directors and management's benefits

During the three-month and six-month periods ended 30 June 2021 and 2020, the Company had employee benefit expenses payable to its directors and management as below.

			(Unit: Tho	usand Baht)
	For the three-month		For the si	x-month
	periods end	ed 30 June	periods end	ed 30 June
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Short-term employee benefits	5,831	10,765	10,567	15,816
Post-employment benefits	143	614	286	684
Total	5,974	11,379	10,853	16,500

4. Trade and other receivables

	30 June	31 December
	2021	2020
Trade receivables	232,912	169,915
Other receivables	8,989	9,164
Total trade and other receivables	241,901	179,079

The outstanding balances of trade receivables as at 30 June 2021 amounting to Baht 232.9 million (31 December 2020: Baht 169.9 million) are undue trade receivables.

5. Reduction of inventories to net realisable value

Movements in reduction of inventories to net realisable value account during the six-month period ended 30 June 2021 are summarised below.

	(Unit: Thousand Baht)
Balance as at 31 December 2020	-
Add: Reduction of inventory value during the period	6,260
Balance as at 30 June 2021	6,260

6. Property, plant and equipment

Movements in the property, plant and equipment account during the six-month period ended 30 June 2021 are summarised below.

	(Unit: Thousand Baht)
Net book value as at 1 January 2021	2,784,448
Acquisitions during the period - at cost	58,328
Depreciation for the period	(80,245)
Net book value as at 30 June 2021	2,762,531

As at 30 June 2021, the Company had an outstanding balance of the construction of Wastewater Evaporation Plant amounting to Baht 385.1 million (31 December 2020: Baht 381.8 million). The construction has been financed with a loan from a financial institution. Borrowing costs amounting to Baht 2.3 million were capitalised during the six-month period ended 30 June 2021 (31 December 2020: Baht 7.3 million). The weighted average rate of 2.2 - 2.3 percent per annum eligible for capitalisation (31 December 2020: 2.3 - 3.1 percent per annum).

The Company has mortgaged part of its land and construction thereon and machinery with net book value as at 30 June 2021 amounting to approximately Baht 1,364.6 million (31 December 2020: Baht 1,414.0 million) as collateral for short-term and long-term loans and credit facilities granted by a commercial bank as discussed in Note 8 and 10.

7. Right-of-use assets

Movements of right-of-use assets for the six-month period ended 30 June 2021 are summarised below.

	(Unit: Thousand Baht)
Net book value as at 1 January 2021	33,306
Depreciation for the period	(3,987)
Net book value as at 30 June 2021	29,319

8. Short-term loans from financial institutions

(Unit: Thousand Baht)

Interest rate				
	(percent	per annum)		
	30 June	31 December	30 June	31 December
	2021	2020	2021	2020
Promissory notes	2.63 - 2.75	2.67 - 2.75	785,861	588,405
Trust receipts	2.80	2.24 - 2.68	436,444	326,925
Total			1,222,305	915,330

Movements in short-term loans from financial institutions during the six-month period ended 30 June 2021 are summarised below.

	(Unit: Thousand Baht)
Balance as at 1 January 2021	915,330
Add: Increase during the period	1,633,355
Less: Repayment during the period	(1,326,380)
Balance as at 30 June 2021	1,222,305

Credit facilities from a financial institution are secured by the mortgage of part of the Company's land and construction thereon and machinery as discussed in Note 6.

As at 30 June 2021, the short-term credit facilities of the Company which have not yet been drawn down amounted to Baht 537.7 million (31 December 2020: Baht 1,144.7 million).

9. Trade and other payables

	30 June	31 December
	2021	2020
Trade payables - related party	-	399
Trade payables - unrelated parties	66,079	104,807
Other payables - unrelated parties	19,569	16,539
Dividend payables - unrelated parties	3,401	3,111
Total trade and other payables	89,049	124,856

10. Long-term loans

(Unit: Thousand Baht)

Credit	Interest rate			
facilities	(percent		30 June	31 December
No. (Million Baht)	per annum)	Repayment schedule	2021	2020
	3M THBFIX reference rate + 1.95 3M THBFIX reference rate + 1.95	The loan is repayable within 6 years and is repayable the first installment in the last day of the eighteenth month since the Company withdrew the loan (8 June 2018). The principal is payable in 10 semi-annually installments of Baht 42 million during the first to ninth installment, remaining balance is repayable in the tenth installment and interest is repayable every 3 months. The loan is repayable within 5 years and is repayable the first installment in the last day of the sixth month since the Company withdrew the loan (15 November 2018). The principal is repayable in 10 semi-annually installments of Baht 30 million each and interest is repayable	238,546	280,502
		every 3 months.	149,817	179,779
Total			388,363	460,281
Less: Current portion		_	(143,834)	(143,834)
Long-term loans, net of	f current portion	ı <u>.</u>	244,529	316,447

Movements in the long-term loans account during the six-month period ended 30 June 2021 are summarised below.

(Uı	nit: Thousand Baht)
Balance as at 1 January 2021	460,281
Add: Amortisation of transaction costs during the period	82
Less: Repayment during the period	(72,000)
Balance as at 30 June 2021	388,363

On 21 June 2021, the Company entered into another long-term loan agreement with the same bank, obtaining loan facilities of Baht 500 million. The loan carries interest at 3M BAYBIBOR reference rate plus 2.22 percent per annum and is repayable the first installment in the last day of the sixth month since the Company withdrew the loan. The loan is repayable within 5 years in 10 semi-annually installments of Baht 50 million each. As at 30 June 2021, the Company have not yet been drawn down from this loan agreement.

The loans are secured by the mortgage of a part of the Company's land and construction thereon and machinery as discussed in Note 6.

The loan agreements contain covenants that, among other things, require the Company to maintain certain financial ratios according to the agreement such as debt to equity and debt service coverage ratios at the rate prescribed in the agreements. As at 30 June 2021, the Company could maintain certain financial ratios as specified in the long-term loan agreements.

As at 30 June 2021, the long-term credit facilities of the Company which have not yet been drawn down amounted to Baht 511.2 million (31 December 2020: Baht 11.2 million).

11. Income tax

Interim corporate income tax is calculated on profit (loss) before income tax for the periods, using the estimated effective tax rate for the year.

Income tax expenses for the three-month and six-month periods ended 30 June 2021 and 2020 are made up as follows:

			(Unit: Tho	usand Baht)
	For the three-month		For the six-month	
	periods ended 30 June		periods ended 30 June	
	<u>2021</u>	2020	<u>2021</u>	<u>2020</u>
Current income tax:				
Interim corporate income tax charge	(5,444)	3,084	-	5,013
Adjustment in respect of income tax				
of previous year	-	7,248	-	7,248
Deferred tax:				
Relating to origination and reversal				
of temporary differences	(1,462)	257	(287)	257
Income tax reported in the profit				
or loss	(6,906)	10,589	(287)	12,518

12. Earnings (loss) per share

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

13. Dividend paid

		Total	Dividend	
Dividends	Approved by	Dividends	per share	Paid on
		(Thousand	(Baht)	
		Baht)		
<u>2021</u>				
Final dividends in respect of	Annual General Meeting of	25,000	0.025	21 May 2021
operation income from BOI	the shareholders on 22			
promoted operation for the	April 2021			
period from 1 July 2020 to				
31 December 2020				
Total		25,000	0.025	
2020				•
Interim dividends in respect of	Board of Directors' meeting	150,000	0.150	8 May 2020
operation income from BOI	on 9 April 2020			
promoted operation for the				
period from 1 July 2019 to				
31 December 2019				
Total		150,000	0.150	
				•

14. Segment information

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

The Company is organised into business units based on its products and recognised revenue at the point in time. The Company has two reportable segments, which consist of ethanol segment and soil conditioner segment. However, at present the operation of soil conditioner segment is insignificant.

15. Commitments and contingent liabilities

15.1 Capital commitments

As at 30 June 2021, the Company had capital commitments of approximately Baht 11.2 million relating to the construction of Vinasse Evaporation Plant and other projects (31 December 2020: Baht 13.7 million).

15.2 Lease and service commitments

a) The Company has entered into several leases of low-value assets, short-term lease agreements and other services. As at 30 June 2021 and 31 December 2020, the Company had future lease and other service payments as below.

		(Unit: Million Baht)
	30 June	31 December
	2021	2020
Payable:		
In up to 1 year	5.4	1.9
In over 1 year and up to 5 years	0.2	0.3

b) The Company entered into a power supply agreement with the Provincial Electricity Authority for a period of one year and being automatically renewed for every one-year period. The Company shall pay power supply at the rate as stipulated in the agreement.

15.3 Guarantees

As at 30 June 2021, there were outstanding bank guarantees of approximately Baht 5.0 million issued by the bank on behalf of the Company to guarantee contracted performance under the agreement for using of electric to the Provincial Electricity Authority (31 December 2020: Baht 5.0 million).

16. Litigation

On September 2011, a company sued the Company for its alleged non-compliance with the cassava chip purchase agreement, claiming a compensation for damage of Baht 186.9 million. The Company submitted the testimony and countersued that company, claiming a compensation for damage of Baht 82.4 million. Both parties defended in three courts. The case had been finished on 17 April 2019 by the Supreme Court affirmed the judgment of the Civil Court and the Appeal Court to order that company to make payments for purchases of cassava chip that the Company paid in advance of Baht 6.9 million which together with interest expense of 7.5 percent per annum, calculated from 8 November 2011 (the countersue date) until completion of payment. Now the execution of judgment is in process.

In addition, on 18 May 2018, the Company sued that company for bankruptcy case. The Bankruptcy court passed the judgment on 29 May 2019 that the case was thrown out as that company has the right to claim with a debtor which is a government agency then that company has not become insolvent yet. The Company has already made attachment of the claim.

On 13 August 2019, the Company received partial payment of Baht 0.2 million. However, the Company recorded allowance for impairment in advance paid to that company for a whole amount.

17. Financial Instrument

17.1 Fair value of financial instrument

Most of the Company's financial instruments are classified as short-term or have interest rates that are close to market rate. Therefore, the carrying amounts of these financial instruments is estimated to approximate their fair value.

17.2 Fair value hierarchy

As at 30 June 2021 and 31 December 2020, the Company had the financial asset that was measured at fair value using different levels of inputs as follows:

(Unit: Thousand Baht)

	As at 30 June 2021		As at 31 December 2020	
	Level 2	Total	Level 2	Total
Financial asset measured at fair value				
Investment in open-end fund	1,067	1,067	1,065	1,065

During the period, there was no transfers within the fair value hierarchy.

17. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's authorised directors on 9 August 2021.