UNITED POWER OF ASIA PUBLIC COMPANY LIMITED

INTERIM CONSOLIDATED AND SEPARATE FINANCIAL INFORMATION (UNAUDITED)

30 JUNE 2021

AUDITOR'S REPORT ON THE REVIEW OF THE INTERIM FINANCIAL INFORMATION

To the Shareholders and the Board of Directors of United Power of Asia Public Company Limited

I have reviewed the interim consolidated financial information of United Power of Asia Public Company Limited and its subsidiaries, and the interim separate financial information of United Power of Asia Public Company Limited. These comprise the consolidated and separate statements of financial position as at 30 June 2021, the consolidated and separate statements of comprehensive income for the three-month and six-month periods then ended, the related consolidated and separate statements of changes in equity, and cash flows for the six-month period then ended, and the condensed notes to the interim financial information. Management is responsible for the preparation and presentation of this interim consolidated and separate financial information in accordance with Thai Accounting Standard 34, "Interim Financial Reporting". My responsibility is to express a conclusion on this interim consolidated and separate financial information based on my review.

Scope of review

I conducted my review in accordance with the 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 consolidated and separate financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34, "Interim Financial Reporting".

PricewaterhouseCoopers ABAS Ltd.

Boonrueng Lerdwiseswit Certified Public Accountant (Thailand) No. 6552 Bangkok 13 August 2021

		Conso	lidated	Separate			
		financial i	nformation	financial i	nformation		
	-	Unaudited	Audited	Unaudited	Audited		
		30 June	31 December	30 June	31 December		
		2021	2020	2021	2020		
	Notes	Baht'000	Baht'000	Baht'000	Baht'000		
Assets							
Current assets							
Cash and cash equivalents		212,846	35,895	167,333	29,453		
Fixed deposits with maturity over 3 months		49,452	-	-	-		
Trade and other receivables, net	7	64,915	9,045	237,147	123,730		
Deposits for investments	8	300,310	579,830	300,310	579,830		
Short-term loans to related parties	16 iv)	-	-	1,221,170	1,060,015		
Current portion of long-term loans							
to related parties	16 v)	-	-	67,130	67,130		
Real estate development cost, net		519,919	519,919	461,483	461,483		
Other current assets		61,240	53,879	34,156	32,537		
Non-current assets classified as held-for-sale	9	109,435		109,435	-		
Total current assets	-	1,318,117	1,198,568	2,598,164	2,354,178		
Non-current assets							
Restricted bank deposits		6,298		-	-		
Financial assets measured at fair value							
through profit or loss	6	77,143	-	-	-		
Advance for investments		-	1,191,790	-	460,000		
Investments in subsidiaries, net	10	-	-	115,048	114,798		
Investment in associate and joint venture, net	11	529,521	80,645	539,230	79,230		
Long-term loans to related parties	16 v)	-	-	30,000	30,000		
Property, plant and equipment, net	9,12	1,595,030	537,343	158,793	255,533		
Right-of-use assets, net	12	22,903	11,703	9,018	11,703		
Intangible assets, net	12	690,515	97,224	55,237	56,427		
Other non-current assets	-	7,593		-			
Total non-current assets	_	2,929,003	1,918,705	907,326	1,007,691		
Total assets	=	4,247,120	3,117,273	3,505,490	3,361,869		

Director

Director _____

		Conso	lidated	Separate			
		financial ir	nformation	financial in	formation		
		Unaudited	Audited	Unaudited	Audited		
		30 June	31 December	30 June	31 December		
		2021	2020	2021	2020		
	Notes	Baht'000	Baht'000	Baht'000	Baht'000		
Liabilities and equity							
Current liabilities							
Bank overdrafts		5,558	5,558	5,558	5,558		
Current portion of long-term borrowings from							
financial institutions	13	73,111	-	-	-		
Advance received for investment	14	227,565	-	227,565	-		
Trade and other payables		86,391	24,796	31,826	31,981		
Share subscriptions payable		-	83,700	-	83,700		
Current portion of lease liabilities, net		2,196	4,441	1,873	4,441		
Other current liabilities		11,889	9,904	5,221	4,579		
Total current liabilities		406,710	128,399	272,043	130,259		
Non-current liabilities							
Long-term borrowings from financial institutions	13	728,486	-	-	-		
Lease liabilities, net		20,875	7,004	7,284	7,004		
Deferred tax liabilities		14,646	13,127	-	-		
Provision for minimum payments under rights							
to sell electricity agreement		34,754	-	-	-		
Employee benefit obligations		9,501	8,607	7,933	7,435		
Other non-current liabilities		420	420	420	420		
Total non-current liabilities		808,682	29,158	15,637	14,859		
Total liabilities		1,215,392	157,557	287,680	145,118		

Director _____

Director

The accompanying notes form part of this interim financial information.

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		Conso	lidated	Separate			
		financial ir	nformation	financial ir	formation		
		Unaudited	Audited	Unaudited	Audited		
		30 June	31 December	30 June	31 December		
		2021	2020	2021	2020		
	Note	Baht'000	Baht'000	Baht'000	Baht'000		
Liabilities and equity							
Equity							
Share capital							
Authorised share capital							
Ordinary shares, 10,130,342,925 shares							
of par Baht 0.5 each							
(2020 : 10,670,000,175 shares of par							
Baht 0.5 each)	15	5,065,171	5,335,000	5,065,171	5,335,000		
Issued and paid-up share capital							
Ordinary shares, 10,130,342,925 shares							
of fully-paid		5,065,171	5,065,171	5,065,171	5,065,171		
Discount on paid-up capital		(874,902)	(874,902)	(874,902)	(874,902)		
Retained earnings		(· · · /	(· · ·)	, , , , , , , , , , , , , , , , , , ,	(· · ·)		
Appropriated - legal reserve		767	767	767	767		
Deficits		(1,208,351)	(1,213,543)	(973,226)	(974,285)		
Other components of equity		(10,190)	(17,742)	-	-		
Equity attributable to the owners of the parent		2,972,495	2,959,751	3,217,810	3,216,751		
Non-controlling interests		59,233	(35)	-	-		
-		0.004 700	0.050.740	0.047.040	0.040.754		
Total equity		3,031,728	2,959,716	3,217,810	3,216,751		
Total liabilities and equity		4,247,120	3,117,273	3,505,490	3,361,869		

Director _____

Director _____

	Consolidated		Separa	ate
	financial inf	ormation	financial info	ormation
	2021	2020	2021	2020
	Baht'000	Baht'000	Baht'000	Baht'000
Revenue from sales	78,113	12,802	8,085	7,993
Cost of sales	(27,709)	(5,862)	(4,292)	(4,252)
Gross profit	50,404	6,940	3,793	3,741
Other income	362	684	13,364	7,183
Administrative expenses	(31,911)	(18,042)	(19,510)	(11,638)
Gain (loss) on exchange rate, net	4,154	(9,822)	-	-
Gain from changes in fair value of financial assets	-	695	-	695
Finance costs	(18,295)	(333)	(260)	(333)
Share of profit (loss) of associate and joint venture	(719)	448	-	-
Profit (loss) before income tax	3,995	(19,430)	(2,613)	(352)
Income tax	109	2,359	(2,010)	3,391
	103	2,355		5,551
Net profit (loss) for the period	4,104	(17,071)	(2,613)	3,039
Other comprehensive income (expense)				
Items that will be reclassified subsequently to profit or loss:				
Currency translation differences	5,244	7,244	-	-
Total comprehensive income (expense) for the period	9,348	(9,827)	(2,613)	3,039
Profit (loss) attributable to :				
Owners of the parent	(14)	(17,040)	(2,613)	3,039
	4,118		(2,013)	5,055
Non-controlling interests	4,110	(31)		-
	4,104	(17,071)	(2,613)	3,039
Total comprehensive income (expense) attributable to :				
Owners of the parent	3,512	(9,796)	(2,613)	3,039
			(2,013)	3,039
Non-controlling interests	5,836	(31)	-	-
	9,348	(9,827)	(2,613)	3,039
Earnings per share				
Basic earnings (loss) per share (Baht)	(0.0000)	(0.0026)	(0.0003)	0.0005
Director	Director			

nation 2020 Baht'000 27,673 (12,455) 15,218 1,023 (38,011) 4,011 2,839 (692) 676 (14,936)	financial info 2021 Baht'000 16,735 (8,298) 8,437 24,921 (31,765) - (534) -	rmation 2020 Baht'000 17,523 (9,120) 8,403 14,617 (23,781) - 2,839 (692)
Baht'000 27,673 (12,455) 15,218 1,023 (38,011) 4,011 2,839 (692) 676	Baht'000 16,735 (8,298) 8,437 24,921 (31,765) -	Baht'000 17,523 (9,120) 8,403 14,617 (23,781) - 2,839
27,673 (12,455) 15,218 1,023 (38,011) 4,011 2,839 (692) 676	16,735 (8,298) 8,437 24,921 (31,765) -	17,523 (9,120) 8,403 14,617 (23,781) - 2,839
(12,455) 15,218 1,023 (38,011) 4,011 2,839 (692) 676	(8,298) 8,437 24,921 (31,765)	(9,120) 8,403 14,617 (23,781) - 2,839
(12,455) 15,218 1,023 (38,011) 4,011 2,839 (692) 676	(8,298) 8,437 24,921 (31,765)	(9,120) 8,403 14,617 (23,781) - 2,839
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4,011 2,839 (692) 676	-	- 2,839
2,839 (692) 676	- (534) -	
(692) 676	- (534) -	
676	(534)	(692)
	-	
(14,936)		-
(14,936)	1 050	1 296
902	1,059	1,386
902		2,962
(14,034)	1,059	4,348
(2,645)	-	-
(16,679)	1,059	4,348
(13,958)	1,059	4,348
(76)	-	-
(14,034)	1,059	4,348
(16,603)	1,059	4,348
	-	-,0+0
(70)		
(46.670)	1,059	4,348
(10,079)		
(10,0/9)		0.0007
	(76)	

Director _____

Director _____

United Power of Asia Public Company Limited Statements of Changes in Equity (Unaudited) For the six-month period ended 30 June 2021

			Consolidated financial information									Baht'000
					Attributa	ble to the own	ers of the paren	t				
							Other comp	onents of equity				
						Change in						
			Premium			parent's		Change in fair				
		Issued	(discount)	Retained e	arnings	ownership	Translation of	value of	Total other	Total	Non-	
		and paid-up	on paid-up	Appropriated-		interests in	financial	available-for-sale	components	owners of	controlling	
	Note	share capital	capital	legal reserve	Deficits	subsidiary	statements	investments	of equity	the parent	interests	Total equity
Opening balance at 1 January 2020		3,335,000	336,218	767	(1,149,567)	(22,830)	3,800	20,782	1,752	2,524,170	211	2,524,381
Impact of the first-time adoption of new												
financial reporting standards					20,782			(20,782)	(20,782)			
Opening balance at 1 January 2020 - restated		3,335,000	336,218	767	(1,128,785)	(22,830)	3,800	-	(19,030)	2,524,170	211	2,524,381
Changes in equity for the six-month period ended 30 June 2020												
Comprehensive expense for the period			-		(13,958)		(2,645)		(2,645)	(16,603)	(76)	(16,679)
Closing balance at 30 June 2020		3,335,000	336,218	767	(1,142,743)	(22,830)	1,155		(21,675)	2,507,567	135	2,507,702
Opening balance at 1 January 2021		5,065,171	(874,902)	767	(1,213,543)	(22,830)	5,088	-	(17,742)	2,959,751	(35)	2,959,716
Changes in equity for the six-month period ended 30 June 2021												
Acquisition of a subsidiary	19	-	-	-	-	-	-	-	-	-	48,188	48,188
Comprehensive income for the period		-	-	-	5,192	-	7,552	-	7,552	12,744	11,080	23,824
Closing balance at 30 June 2021		5,065,171	(874,902)	767	(1,208,351)	(22,830)	12,640	-	(10,190)	2,972,495	59,233	3,031,728

Director

Director

United Power of Asia Public Company Limited Statements of Changes in Equity (Unaudited) For the six-month period ended 30 June 2021

		Sep	Separate financial information						
	Issued	Premium (discount) Retained earning		arnings	Other components of equity Change in fair value				
	and paid-up	on paid-up	Appropriated-	<u> </u>	of available-for-sale				
	share capital	capital	legal reserve	Deficits	investments	Total equity			
Opening balance at 1 January 2020 Impact of the first-time adoption of new	3,335,000	336,218	767	(983,831)	20,782	2,708,936			
financial reporting standards	<u> </u>	-		20,782	(20,782)	-			
Opening balance at 1 January 2020 - restated	3,335,000	336,218	767	(963,049)	-	2,708,936			
Changes in equity for the six-month period period ended 30 June 2020									
Comprehensive income for the period		-		4,348	<u> </u>	4,348			
Closing balance at 30 June 2020	3,335,000	336,218	767	(958,701)		2,713,284			
Opening balance at 1 January 2021	5,065,171	(874,902)	767	(974,285)	-	3,216,751			
Changes in equity for the six-month period period ended 30 June 2021									
Comprehensive income for the period	-	-	-	1,059	-	1,059			
Closing balance at 30 June 2021	5,065,171	(874,902)	767	(973,226)		3,217,810			

Director _____ Director _____

		Consol	idated	Separ	ate
		financial in	formation	financial inf	ormation
	-	2021	2020	2021	2020
	Notes	Baht'000	Baht'000	Baht'000	Baht'000
Cash flows from operating activities					
Profit (loss) before income tax		11,867	(14,936)	1,059	1,386
Adjustments for :					
Depreciation and amortisation	12	39,012	13,221	8,200	9,074
Gain from disposals of financial assets measured					
at fair value through profit or loss		-	(2,839)	-	(2,839)
Employee benefits expense		894	821	498	606
Unrealised gain from exchange difference		(4,838)	(1,940)	-	-
Share of (profit) loss from associate and joint venture	11	1,124	(676)	-	-
Loss on write-off of equipment		36	-	-	-
Impairment loss on non-current assets classified					
as held-for-sale	9	7,216	-	7,216	-
Interest income		(493)	(254)	(20,941)	(8,660)
Interest expense		28,184	692	534	692
Change in operating assets and liabilities					
(Increase) decrease in operating assets :					
- Trade and other receivables, net		(3,218)	700	(92,576)	(13,588)
- Other current assets		(1,147)	1,498	(1,619)	588
- Other non-current assets		782	(1,971)	_	(1,976)
Increase (decrease) in operating liabilities :					
- Trade and other payables		(35,405)	(4,802)	1,200	354
- Provision for minimum payments					
under rights to sell electricity agreement		(266)	-	-	-
- Other current liabilities		535	792	642	461
Cash flows from operating activities		44,283	(9,694)	(95,787)	(13,902)
Interest received		493	254	100	247
Interest paid	_	(27,856)	(181)	(162)	(181)
Net cash generated from (used in) operating activities	-	16,920	(9,621)	(95,849)	(13,836)

Director _____

Director

		Consol	idated	Separ	rate
		financial in	formation	financial inf	formation
	-	2021	2020	2021	2020
	Notes	Baht'000	Baht'000	Baht'000	Baht'000
Cash flows from investing activities					
Increase in fixed deposits with maturity over 3 months		(24,900)	_	-	-
Cash receipt from refund of deposits for investments	8	239,520	_	239,520	-
Cash payment for deposits for investments	Ū	200,020	(410,000)	200,020	(410,000)
Cash receipt from advance received for investment	14	227,565	(410,000)	227,565	(410,000)
Cash payment for acquisition of subsidiaries,	14	221,505	-	227,505	-
		(65.077)			
net of cash acquired		(65,977)	-	-	-
Cash payment for purchases of plant and equipment		(26,646)	(92,894)	(25,841)	(85,619)
Cash payment for short-term loans to related parties		-	-	(121,155)	(1,600)
Cash receipt from disposals of financial assets measured					
at fair value through profit or loss		-	250,000	-	250,000
Cash payment for financial assets measured at fair value		/ · · · · ·			
through profit or loss	6	(77,143)	-	-	-
Repayment received from long-term loans to a related party		-	-	-	8,000
Cash payment for share subscriptions payable	-	(83,700)		(83,700)	
Net cash generated from (used in) investing activities		188,719	(252,894)	236,389	(239,219)
Cash flows from financing activities					
Cash payment for lease liabilities		(2,660)	(2,660)	(2,660)	(2,660)
Cash payment for long-term borrowing from financial institutions	13	(26,909)	(_,,	(_,,	(_,,
Profit distribution to non-controlling interest		(1,443)	-	-	-
Ŭ	-	(/ /			
Net cash used in financing activities	_	(31,012)	(2,660)	(2,660)	(2,660)
Net increase (decrease) in cash and cash equivalents		174,627	(265,175)	137,880	(255 715)
, , , , , , , , , , , , , , , , , , ,			· · · /		(255,715)
Cash and cash equivalents at the beginning of the period		30,337	322,299	23,895	300,793
Exchange gain on cash and cash equivalents	-	2,324	489	-	-
Cash and cash equivalents at the end of the period		207,288	57,613	161,775	45,078
	-	. ,	- ,	., -	- , - · -

Director _____

Director

Cash and cash equivalents for the purpose of the statement of cash flows comprise:

	Consol		Sepa		
	financial in	formation	financial information		
	2021	2020	2021	2020	
	Baht'000	Baht'000	Baht'000	Baht'000	
Cash and cash equivalents	212,846	63,171	167,333	50,636	
Bank overdrafts	(5,558)	(5,558)	(5,558)	(5,558)	
Cash and cash equivalents at end of the period	207,288	57,613	161,775	45,078	

Non-cash transactions

Significant non-cash transactions during the six-month period ended 30 June are as follows:

		Consolidated		Separate		
	_	financial in	formation	financial information		
	_	2021	2020	2021	2020	
	Notes	Baht'000	Baht'000	Baht'000	Baht'000	
Payables arising from purchases of equipment		-	1,273	-	-	
Payables arising from investment in a subsidiary	10	-	-	250	-	
Advance for investments transferred to investments						
in associate	11	450,000	-	460,000	-	
Advance for investments transferred to investments						
in a subsidiary of the Group		741,790	-	-	-	
Deposits for investments transferred to investment						
in a subsidiary of the Group	8	40,000	-	-	-	
Deposits for investments transferred to short-term loans to						
a related party	8	-	-	40,000	-	
Property, plant and equipment transferred to non-current						
assets classified as held-for-sale	12	116,651	-	116,651	-	

Director _____

Director

1 Basis of preparation

The interim consolidated and separated financial information has been prepared in accordance with Thai Accounting Standard (TAS) no. 34, Interim Financial Reporting and other financial reporting requirements issued under the Securities and Exchange Act.

The interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2020.

An English version of this interim consolidated and separated financial information has been prepared from the interim financial information that is in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language interim financial information shall prevail.

2 Accounting policies

The accounting policies used in the preparation of the interim financial information are consistent with those used in the annual financial statements for the year ended 31 December 2020, except for the following:

The Group has assessed that the new and amended Thai Financial Reporting Standards which are effective for the accounting periods beginning on or after 1 January 2021, do not have material impact to the Group.

New accounting policies

2.1 Business combination

The Group applies the acquisition method to account for business combinations with an exception on business combination under common control. The consideration transferred for the acquisition of a subsidiary comprises.

- fair value of the assets transferred,
- liabilities incurred to the former owners of the acquiree
- equity interests issued by the Group

Identifiable assets and liabilities acquired and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group initially recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

The excess of the consideration transferred, the amount of any non-controlling interest recognised and the acquisition-date fair value of any previous equity interest in the acquiree (for business combination achieved in stages) over the fair value of the identifiable net assets acquired is recorded as goodwill. In the case of a bargain purchase, the difference is recognised directly in profit or loss.

Acquisition-related cost

Acquisition-related cost are recognised as expenses in consolidated financial statements.

2.2 Non-current assets classified as held-for-sale

Non-current assets are classified as assets held-for-sale when their carrying amount will be recovered principally through a sale transaction and a sale is considered highly probable. They are measured at the lower of the carrying amount and fair value less costs to sell.

An impairment loss is recognised for write-down of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised.

Non-current assets are not depreciated or amortised.

Director ____

3 Accounting estimates

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

4 Segment and revenue information

The Board of Directors is the Group's Chief Operating Decision-Maker (CODM). Management has determined the operating segments based on the information reviewed by the Board of Directors for the purposes of allocating resources and assessing performance.

The Group classifies the operating segment by the type of businesses which are electricity generating property development and production and distribution of products from cannabis for medical purposes.

Sales between segments are carried out at arm's length. The revenue from external parties reported to CODM is measured in a manner consistent with that presented in the statement of comprehensive income.

The following tables present revenue and profit information by the operating segments of the Group for the six-month period ended 30 June 2021 and 2020.

Revenue

For the six-month period		Con	ncial informat	ation		
ended 30 June		2021	2020			
	Total segment revenue Baht'000	Inter segment revenue Baht'000	Revenue from external customers Baht'000	Total segment revenue Baht'000	Inter segment revenue Baht'000	Revenue from external customers Baht'000
Electricity generating	128,244	-	128,244	27,673	-	27,673
Total	128,244	-	128,244	27,673	-	27,673

During the six-month period ended 30 June 2020 and 2021, there was no revenue generated from property development and production and distribution of products from cannabis for medical purposes segment.

Earning Before Interest, Taxes, Depreciation and Amortisation (EBITDA)

A reconciliation of total EBITDA to net profit is provided as follows:

For the six-month period ended 30 June	2021 Baht'000	2020 Baht'000
EBITDA for reportable segments	78,570	(1,277)
Interest income	493	254
Depreciation and amortisation	(39,012)	(13,221)
Finance costs	(28,184)	(692)
Profit (loss) before income tax	11,867	(14,936)
Income tax	217	902
Net profit (loss)	12,084	(14,034)

Director ____

Timing of revenue recognition

For the six-month period ended 30 June 2021

	At a point in time Baht'000	Over time Baht'000	Total revenue Baht'000
Electricity generating	128,244	-	128,244
For the six-month period ended 30 June 2020			
	At a point in time Baht'000	Over time Baht'000	Total revenue Baht'000
Electricity generating	27,673	-	27,673

Fair value

The following table presents financial assets that are measured at fair value, excluding where its fair value is approximating the carrying amount.

		Consolidated financial information	
	Carrying amount	Fair value Level 3	
As at 30 June 2021		Baht'000	
Assets Financial assets measured at fair value through profit or loss Non-marketable securities	77,143	77,143	
Total assets	77,143	77,143	

The fair value of financial instruments at level 3 is measured based on unobservable market data. Management uses forecast discounted cash flows method.

The Group did not have any transfers between levels during the period.

Changes in level 3 financial instruments for the six-month period ended 30 June 2021 is as follows:

	Consolidated financial information
	Non-marketable securities
	Baht'000
Opening balance Additions	- 77,143
Closing balance	77,143

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements and relationship of unobservable inputs to fair value for the six-month period ended 30 June 2021.

			Change in fair value	
	Input	Movement	Increase in assumption	Decrease in assumption
Non-marketable securities Risk-adjusted discount rate	14%	1.00%	Decrease by 6%	Increase by 7%

The Group's valuation processes for level 3 fair value

Management and valuation teams discuss valuation processes and results at least every quarter.

Significant unobservable input of fair value hierarchy level 3 is risk adjusted discount rate. It is estimated based on weighted average cost of capital of companies operating in similar business.

The following table shows financial assets and liabilities measured at amortised cost with the carrying amount approximates fair value.

Consolidated financial information	Separate financial information
 Financial assets Cash and cash equivalents Fixed deposits with maturity over 3 months Restricted bank deposits Trade and other receivables, net Deposits for investments 	 Financial assets Cash and cash equivalents Trade and other receivables, net Deposits for investments Short-term loans to related parties Long-term loans to related parties
 Financial liabilities Bank overdrafts Advance received for investment Trade and other payables Other current liabilities Long-term borrowings from financial institutions Lease liabilities, net Provision for minimum payments under rights to sell electricity agreement 	 Financial liabilities Bank overdrafts Advance received for investment Trade and other payables Other current liabilities Lease liabilities, net

Financial assets measured at fair value through profit or loss

Movements of financial assets measured at fair value through profit or loss for the six-month period ended 30 June 2021 are as follows:

	Consolidated financial information Baht'000
Opening net book value Addition of investment	- 77,143
Closing net book value	77,143

During the second quarter of 2021, Canna Care Company Limited, a subsidiary, acquired 352,193 shares or 4.33% of shareholding interests in Golden Triangle Group Company Limited for a consideration of Baht 77.14 million.

Golden Triangle Group Company Limited has operated the business of the production and distribution of cannabis for medical purposes.

Trade and other receivables, net

Trade accounts receivable included in trade and other receivables, net can be analysed by age of the outstanding balances as follows:

	Conso financial ir			Separate financial information	
	30 June 2021 Baht'000		30 June 2021 Baht'000	31 December 2020 Baht'000	
Trade accounts receivable Current Overdue to 12 months	28,357	3,263	2,744	1,901	
Over 12 months	- 21,999	21,999	- 21,999	21,999	
Total <u>Less</u> Allowance for expected credit loss	50,356 (21,999)	25,262 (21,999)	24,743 (21,999)	23,900 (21,999)	
Trade accounts receivable, net	28,357	3,263	2,744	1,901	

Deposits for investments

Consolidated and separate financial information			
Recipient entity	Remaining of deposit Million Baht	Purpose of deposits for investments	
An entity incorporated in Lao People's Democratic Republic (Laos)	267.39	In 2019, the Company paid deposit amounting to Baht 420 million for the Company's rights to conduct due diligence and feasibility study of water utility and alternative energy projects. The Company was to receive a refund of the deposit by April 2019 if the results of projects' feasibility study are unsatisfactory. The recipient entity gave a bank guarantee equal to the outstanding balance of the deposit to the Company as a security.	
		On 31 October 2019, the Company acquired interests for participating in Sandin Water Supply Project in Laos and settled the consideration by setting-off against such deposit amounting to Baht 79.23 million.	
		On 29 September 2020, the Company and the counterparty agreed to extend the scope of feasibility study to cover other projects of the counterparty and also extend the refund date of the remaining deposit to 29 September 2021.	
		During the year 2020, a subsidiary invested in solar power plant in Vietnam and partially settle the advance for investments by setting-off against the deposit amounting to Baht 73.38 million and the remaining was paid in cash. As at 31 December 2020, all advance was presented as advance for investments in the statements of financial position. Subsequently, the acquisition has been completed on 4 February 2021 (Note 19).	
An entity in Thailand	20	In 2019, the Company paid deposit amounting to Baht 20 million for the Company's rights to conduct feasibility study of Paddle Wheel Solar Cell project. The Company will receive the full amount of deposit refunded together with the agreed interest within 10 January 2022 if the Company decides not to invest in this project.	
An entity incorporated in Laos	12.92	In 2020, the Company paid deposit amounting to Baht 300 million for the Company's rights to conduct due diligence and feasibility study of coal-fired power plant in Laos. The Company will receive the full amount of deposit refund on 14 May 2021 if the result of the study is unsatisfactory. The recipient entity gave a bank guarantee amounting to Baht 300 million to the Company as a security.	
		On 30 November 2020, the Company decided not to invest and requested for a refund of the deposit. In 2020, the Company received a refund deposit amounting to Baht 47.56 million. On 4 February 2021, the Company received a refundable deposit amounting to Baht 239.52 million.	
		As at 30 June 2021, the Company was in the process to request for the refund of the remaining deposit and expect to receive within 2021.	
Total	300.31		

Deposits for investments amounting to Baht 300.31 million as at 30 June 2021 comprise:

The movements of deposits for investments during the six-month period ended 30 June 2021 are as follows:

	Consolidated and separate financial information
	Baht'000
Opening net book value Deposit for investment transferred to investment in a subsidiary (Note 19) Refund of deposits for investments	579,830 (40,000) (239,520)
Closing net book value	300,310

On 1 April 2021, Parabolic Solar Power Company Limited, a subsidiary of the Group acquired 100% of the share capital of BS Solar Energy Company Limited for a total consideration of Baht 146.82 million. The settlement has partially been made by setting-off against the Company's deposits for investments of Baht 40 million and the remaining was paid by cash.

Parabolic Solar Power Company Limited has agreed to repay deposit of Baht 40 million and interest by issuing a promissory note to the Company.

9 Non-current assets classified as held-for-sale

The following assets were reclassified as held-for-sale as at 30 June 2021.

	Consolidated and separate financial information Baht'000
Land and assets under construction <u>Less</u> Allowance for impairment	116,651 (7,216)
Total non-current assets held-for-sale, net	109,435

Land and assets under construction classified as held-for-sale during the reporting period was measured at the lower of its carrying amount and fair value less costs to sell at the time of the reclassification, resulting in the recognition of the Group's impairment loss amounting to Baht 5.65 million from selling price lower than cost and Baht 1.57 million from selling expenses, totaling Baht 7.22 million as administrative expenses in the statements of comprehensive income.

10 Investments in subsidiaries, net

As at 30 June 2021, investments in subsidiaries that were significantly changed from 31 December 2020 are as follows:

Movements of investments in subsidiaries are as follows.

	Separate financial information Baht'000
Opening net book amount Addition	114,798 250
Closing net book value amount	115,048

Subsidiary directly held by the Company

Canna Care Company Limited

On 31 March 2021, the Board of Directors meeting had a resolution to approve the establishment of Canna Care Company Limited with share capital of Baht 1,000,000. The Company has initially paid up at 25% in the amount of Baht 250,000. The purpose of investment is to develop and invest in new economic crops of Thailand, including hemp and cannabis for medical purpose. Canna Care Company Limited has been registered with the Ministry of Commerce on 21 April 2021. The Company owns 100% interest in Canna Care Company Limited.

Subsidiary indirectly held by the Company

AIDC Solar Power Number 1 Pte. Ltd.

On 4 February 2021, Parabolic Solar Power Company Limited, a subsidiary of the Group, acquired 83.33% shares of AIDC Solar Power Number 1 Pte. Ltd. from Asia Investment, Development and Construction Sole Co., Ltd., for a consideration of USD 23.92 million (approximate Baht 741.79 million) (Note 19).

BS Solar Energy Company Limited

On 1 April 2021, Parabolic Solar Power Company Limited, a subsidiary of the Group acquired 100% of the share capital of BS Solar Energy Company Limited for a total consideration of Baht 146.82 million for the acquisition of ground-mounting solar power plant with the production capacity of 5 MW (Note 19).

11 Investments in associate and joint venture, net

11.1 Investment details

As at 30 June 2021, investments in associate and joint venture that were significantly changed from 31 December 2020 are as follows:

Associate directly held by the Company

On 13 January 2021, the Company acquired 33.84% shares of One Central Tower Company Limited which incorporated in the Kingdom of Cambodia from the existing shareholder, for a consideration of Baht 450 million with the acquisition-related costs of Baht 10 million. The purpose of the investment is to develop real estate project in the Kingdom of Cambodia.

11.2 Movements of investments

Investments in associate and joint venture

Movements of investments in associate and joint venture for the six-month period ended 30 June 2021 are as follows:

	Consolidated financial information	Separate financial information
	Equity method	Cost method
	Baht'000	Baht'000
Opening net book value	80,645	79,230
Addition of investments in associate and joint venture Share of net loss of associate and joint venture	450,000 (1,124)	460,000
Closing net book value	529,521	539,230

12 Property, plant and equipment, right-of-use assets and intangible assets, net

The movements of property, plant and equipment, right-of-use assets and intangible assets during the six-month period ended 30 June 2021 are as follows:

	Consolidated financial information			Separate financial information		
	Property, plant and equipment Baht'000	Right-of-use assets Baht'000	Intangible assets Baht'000	Property, plant and equipment Baht'000	Right-of-use assets Baht'000	Intangible assets Baht'000
Opening net book value Additions Additions from business	537,343 24,316	11,703 -	97,224 -	255,533 24,236	11,703 -	56,427 -
combination (Note 19) Disposals and write-off, net	1,117,312 (36)	14,039 -	595,818 -	-	-	:
Classify to non-current assets held-for-sale (Note 9) Depreciation and amortisation	(116,651)	-	-	(116,651)	-	
charged Exchange differences	(33,231) 65,977	(2,839)	(2,942) 415	(4,325)	(2,685)	(1,190) -
Closing net book value	1,595,030	22,903	690,515	158,793	9,018	55,237

13 Long-term borrowings from financial institutions, net

Movements of borrowings for the six-month period ended 30 June 2021 are as follows:

	Consolidated financial information
	Baht'000
Opening net book value, net Additions from business combination (Note 19) Repayments during the period Amortisation of deferred financing fee Exchange differences	- 781,123 (26,909) 1,192 46,191
Closing net book value, net	801,597

Director ____

The following table presents repayment periods of long-term borrowings from financial institutions for the period ended 30 June 2021:

	Consolidated financial information Baht'000
Not later than 1 year Later than 1 year	73,111 728,486
Total long-term borrowings from financial institutions	801,597

The partial of long-term borrowings from financial institutions are secured by pledge of the power plant and the assignment of rights under the project agreement of a subsidiary, including pledged of shares of that subsidiary as collateral for credit facilities.

The loan agreement contains covenants imposed on a subsidiary, as specified in the agreement such as maintenance debt to equity and debt services coverage ratios.

The fair values of long-term borrowings from financial institutions are based on discounted cash flows using a discount rate based upon the market borrowing rate at the Group' statements of financial position date between 5.90% - 8.80% per annum and are within level 2 of the fair value hierarchy. The carrying amounts approximate their fair values as the effect of discounted cash flows is insignificant.

14 Advance received for investment

On 10 February 2021, the Company entered into the Memorandum of Understanding with an investor in which an investor paid a deposit for investment amounting to Baht 228 million for the right to conduct due diligence on Andaman Power and Utility Company Limited (APU), a subsidiary, for a period of one-year. The main objective is to enter into a share purchase agreement to acquire 49% of total shares of APU, held by the Company if the result of due diligence is satisfactory. However, the Company has an obligation to return the fully deposit if the investor decides not to invest in APU.

15 Share capital

On 23 April 2021, the Annual General Meeting of Shareholders had a resolution to approve a decrease in the Company's authorised share capital from Baht 5,335,000,087.50 to Baht 5,065,171,462.50. The Company registered a decrease in authorised share capital with the Ministry of Commerce on 3 May 2021.

16 Related party transactions

The Company's shares are held by UOB Kay Hian Private Limited at the proportion of 13.71% (31 December 2020: at the proportion of 23.92%). The remaining shares are widely held.

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The list of name and nature of relationship in related parties is summarised as follows:

Related parties	Nature of relationship
Domeland Estate Company Limited Andaman Power and Utility Company Limited Parabolic Solar Power Company Limited Myanmar UPA Company Limited Canna Care Company Limited BS Solar Energy Company Limited Parabolic System Intertech Company Limited BS Industry Service Company Limited Mr. Tran The Thanh	A subsidiary A subsidiary A subsidiary A subsidiary (held by Andaman Power and Utility Company Limited) A subsidiary A subsidiary A subsidiary Mutual director with a subsidiary Mutual director with a subsidiary Subsidiary's shareholder

The following material transactions were carried out with related parties:

i) Sales of goods and services

		lidated nformation	Separate financial information	
For the six-month period ended 30 June	2021 Baht'000	2020 Baht'000	2021 Baht'000	2020 Baht'000
Other income: Subsidiaries Related party	-	- 180	3,945 -	5,700 180
	_	180	3,945	5,880
Interest income: Subsidiaries	_	_	20,841	8,413

ii) Purchases of goods and services

	Consolidated			arate
	financial inf	ormation	financial i	nformation
For the six-month period	2021	2020	2021	2020
ended 30 June	Baht'000	Baht'000	Baht'000	Baht'000
Cost of sales:				
Subsidiary	-	-	1,050	1,350
Related party	625	-	-	-
	625	-	1,050	1,350
Administrative expenses:				
Related party	2,150	2,150	_	

iii) Outstanding balances arising from sales/purchases of goods and services

	Consolidated financial information			arate nformation
	30 June 2021 Baht'000	31 December 2020 Baht'000	30 June 2021 Baht'000	31 December 2020 Baht'000
Other receivables, net:	Bant 000	Bailt 000	Bailt 000	Bant 000
Subsidiaries <u>Less</u> Allowance for expected credit loss	-	-	243,171 (16,122)	133,644 (16,122)
	-	-	227,049	117,522
Related parties	2,786	103	-	103
	2,786	103	227,049	117,625
Prepaid expenses Subsidiary	-		1,575	150
Accrued income Subsidiary	-		375	-
Other payables: Subsidiaries Related parties	- 606	- 383	14,207	13,957
	606	383	14,207	13,957

iv) Short-term loans to related parties

-	Sepa financial in	
	30 June 2021 Baht'000	31 December 2020 Baht'000
Subsidiaries	1,221,170	1,060,015

Short-term loans to subsidiaries are unsecured and bear interest at the rates ranging from 3.25% to 4.28% per annum. The loans are repayable during 2021 and 2022.

v) Long-term loans to related parties

	Sepa financial ir	
	30 June 2021 Baht'000	31 December 2020 Baht'000
Subsidiaries Current portion of long-term loans Long-term loans	67,130 30,000	67,130 30,000
	97,130	97,130

Long-term loans to subsidiaries are unsecured and bear interest at the rates ranging from 4.27% to 4.28% per annum. The loans are repayable in 2021 and 2022.

vi) Key management compensation

	Consolidated financial information		Separate financial information	
For the six-month period	2021	2020	2021	2020
ended 30 June	Baht'000	Baht'000	Baht'000	Baht'000
Short-term employee benefits	10,501	10,530	8,653	8,680
Post-employment benefits	704	621	339	460
Directors remuneration	745	505	745	505
	11,950	11,656	9,737	9,645

17 Significant contracts

For the six-month period ended 30 June 2021, there were changes in significant contracts from those disclosed in the annual financial statements for the year ended 31 December 2020, as follows:

Power Purchase Agreements (PPA) of subsidiaries

The subsidiaries entered into the PPA for 46.8 MW with Vietnam Electricity and 5 MW with Provincial Electricity Authority (PEA). The agreements shall be effective for 20 and 25 years respectively from Commercial Operation Date (COD) (Note 19).

18 Commitments and contingencies

Capital expenditure commitments

As at 30 June 2021, the Company had outstanding capital expenditure commitments but not recognised in the financial information of Baht 18.62 million (31 December 2020: 43.99 million) in respect of construction of office building.

19 Business combination

AIDC Solar Power Number 1 Pte. Ltd

On 4 February 2021, Parabolic Solar Power Company Limited (PSP), a subsidiary of the Group acquired 83.33% of the share capital of AIDC Solar Power Number 1 Pte. Ltd. (AIDCSP1) from Asia Investment, Development and Construction Sole Co., Ltd., (AIDC) for a total consideration of Baht 741.79 million to invest in Binh Thuan Solar Power Investment Joint Stock Company (B-Solar), which generates and distributes electricity in Vietnam (Song Luy 1 project) with a generating capacity of 46.8 MW, for a 20-year concession. PSP partially paid the consideration amounting to USD 2.36 million (approximate Baht 73.38 million) by setting-off against the Company's deposit with AIDC and the remaining was paid in cash in 2020 (Note 8).

The following table summarises the consideration paid for AIDCSP1, and the estimated fair value of the assets acquired and liabilities assumed recognised on 4 February 2021, as follows:

	Baht'000
Cash	741,790
Total consideration transferred	741,790

Director

Director

Acquisition-related costs included in administrative expenses in the consolidated statement of comprehensive income for the six-month period ended 30 June 2021 is Baht 0.74 million.

Recognised estimated fair value of identifiable assets acquired and liabilities assumed are as follows:

	Baht'000
Cook and each aquivalante	37.851
Cash and cash equivalents Fixed deposits with maturity over 3 months	22.168
Trade and other receivables	39.789
Other current assets	464
Property, plant and equipment	927,023
Intangible assets	6,297
Other non-current assets	7,838
Trade and other payables	(74,672)
Long-term borrowing from financial institution	(677,689)
Estimated fair value of identifiable net assets acquired	289,069
Less Non-controlling interest	(48,188)
Total estimated fair value of identifiable net assets acquired	240,881
Rights in power purchase agreement (presented in intangible assets)	500,909
Purchase consideration	741,790
	·

a) Revenue and profit contribution

The revenue and profits included in the consolidated statement of comprehensive income from 4 February 2021 to 30 June 2021 contributed by AIDCSP1 were Baht 92.54 million and Baht 34.17 million, respectively.

Had AIDCSP1 been consolidated from 1 January 2021, the consolidated statement of comprehensive income for the six-month period ended 30 June 2021 would have shown revenue and profit of Baht 147.23 million and Baht 25.31 million, respectively.

As at 30 June 2021, the Group is in the process of determining fair value of the net identified assets at the acquisition date and the consideration transferred. Therefore, these transactions might be changed. The Group expected to finalise these transactions within 12 months from the date which the Group has a control.

BS Solar Energy Company Limited

On 1 April 2021, Parabolic Solar Power Company Limited, a subsidiary of the Group acquired 100% of the share capital of BS Solar Energy Company Limited (BS Solar) for a total consideration of Baht 146.82 million for the acquisition of ground-mounting solar power plant with the production capacity of 5 MW. Parabolic paid certain consideration by setting-off against the Company's deposits for investment amounting to Baht 40 million (Note 8).

Step of share transfer

- 49% ownership of shares has completed on 1 April 2021.
- Another 51% ownership of shares is committed to be transferred on 13 December 2021 in order to comply with the restricted conditions of the PPA regarding change of the project owner.

The following table summarises the consideration paid for BS Solar Energy Company Limited, and the estimated fair value of the assets acquired and liabilities assumed recognised on 1 April 2021, as follows:

	Baht'000
Cash	146,822
Total consideration transferred	146,822

Director

Director

Recognised estimated fair value of identifiable assets acquired and liabilities assumed are as follows:

	Baht'000
Cash and cash equivalents	2,994
Trade and other receivables	7,627
Other current assets	6,201
Restricted bank deposits	6,298
Property, plant and equipment	190,289
Right-of-use assets	14,039
Intangible assets	37,554
Other non-current assets	30
Trade and other payables	(7,590)
Short-term borrowings from a related party	(6,000)
Other current liabilities	(261)
Deferred tax liabilities	(1,736)
Long-term borrowings from financial institutions	(103,434)
Provision for minimum payments under rights to sell electricity agreement	(36,208)
Lease liabilities	(14,039)
	· · ·
Total estimated fair value of identifiable net assets acquired	95,764
Rights in power purchase agreement (presented in intangible assets)	51,058
Purchase consideration	146,822

The Group has considered not to allocate estimated fair value of identifiable assets acquired and liabilities assumed to non-controlling interest because the risk and rewards of the ownership of the 100% interest in BS Solar were transferred to the Group since 1 April 2021, the completion date. Although, the share purchase agreement contains the condition specified that the remaining 51% of shares will be transferred to Parabolic on 13 December 2021 in order to comply with the restricted conditions of the PPA regarding the change of the project owner.

a) Revenue and profit contribution

The revenue and profits included in the consolidated statement of comprehensive income from 1 April 2021 to 30 June 2021 contributed by BS Solar Energy Company Limited were Baht 9.22 million and Baht 3.20 million, respectively.

Had BS Solar Energy Company Limited been consolidated from 1 January 2021, the consolidated statement of comprehensive income for the six-month period ended 30 June 2021 would have shown revenue and profit of Baht 137.55 million and Baht 22.91 million, respectively.

As at 30 June 2021, the Group is in the process of determining fair value of the net identified assets at the acquisition date and the consideration transferred. Therefore, these transactions might be changed. The Group expected to finalise these transactions within 12 months from the date which the Group has a control.

20 Events occurring after the reporting date

Increase in the Company's authorised share capital

On 16 July 2021, the Board of Directors meeting has a resolution to approve an increase of the Company's authorised share capital from Baht 5,065,171,462.50 to Baht 13,470,544,918 by issuing new 16,810,746,911 ordinary shares at a par value of Baht 0.50 each to the private placement and existing shareholders at their current shareholding proportion (right offering) of Baht 0.33 each.

Acquisition of an investment

On 16 July 2021, the Board of Director meeting approved the Company to acquire 9,684,987 issued ordinary shares at a par value at Baht 10 each or 96.49% of paid-up ordinary shares of Golden Triangle Group Company Limited (GTG) for a consideration of Baht 2,788.41 million from four limited companies, the existing shareholders, in accordance with the conditions of an Entire Business Transfer process.

The Company has agreed to settle the consideration by allocating the Company's 8,449,719,031 newly issued ordinary shares at a par of Baht 0.50 each to the four limited companies, equivalent to 872.46 shares of the Company : 1 share of GTG. The acquisition will be purposed to the Extraordinary Meeting of Shareholders for the approval within November 2021.

21 Authorisation of financial information

This interim consolidated and separate financial information was authorised for issue by the Board of Directors on 13 August 2021.