

**SAAM Development Public Company Limited  
and its subsidiaries**

Condensed Interim financial statements  
for the three-month and six-month periods ended 30 June 2023

and

Independent Auditor's Report  
on review of interim financial information

## Independent Auditor's Report on Review of Interim Financial Information

### To the Shareholders and Board of Directors of SAAM Development Public Company Limited

I have reviewed the accompanying consolidated and separate statements of financial position as at 30 June 2023, the consolidated and separate statements of income and comprehensive income for the three-month and the six month periods ended 30 June 2023, the consolidated and separate statements of changes in equity and cash flows for the six-month period then ended, as well as the condensed notes to the interim financial information of SAAM Development Public Company Limited and its subsidiaries, and of SAAM Development Public Company Limited. 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 reviews.

#### 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".



(Pitinan Lilamethwat)  
Certified Public Accountant  
Registration No. 11133

PKF Audit (Thailand) Ltd.  
Bangkok  
11 August 2023

## SAAM Development Public Company Limited and its subsidiaries

### Statement of financial position

As at 30 June 2023

	Note	Consolidated financial statements		Separate financial statements	
		30 June 2023 (Unaudited but reviewed)	31 December 2022 (Audited)	30 June 2023 (Unaudited but reviewed)	31 December 2022 (Audited)
<i>(in thousand Baht)</i>					
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	5	143,356	126,622	51,956	45,125
Short-term investments	6	8,029	53,037	2,440	47,473
Trade and other current receivables	7	13,039	9,313	7,392	5,656
Projects in progress	8	5,823	4,893	5,570	4,809
Short-term loans to related parties	4	-	-	13,259	14,056
Short-term loan to associate	4	500	-	-	-
Short-term loan to unrelated party	9	884	-	-	-
Other current assets		2,055	6,101	298	1,892
<b>Total current assets</b>		<b>173,686</b>	<b>199,966</b>	<b>80,915</b>	<b>119,011</b>
<b>Non-current assets</b>					
Investments in subsidiaries	10	-	-	196,712	161,712
Investment in associate	11	29,374	30,408	-	-
Investment properties	12	82,494	82,494	-	-
Property, plant and equipment	13	103,033	105,865	2,330	2,541
Right-of-use assets	14	31,599	31,294	11,451	10,302
Intangible assets		33,206	33,203	52	49
Deposit for purchase of land and equipment	24.1	26,958	26,206	-	-
Deferred tax assets		1,078	903	525	463
Other non-current assets		2,306	1,558	1,033	257
<b>Total non-current assets</b>		<b>310,048</b>	<b>311,931</b>	<b>212,103</b>	<b>175,324</b>
<b>Total assets</b>		<b>483,734</b>	<b>511,897</b>	<b>293,018</b>	<b>294,335</b>

**SAAM Development Public Company Limited and its subsidiaries**

**Statement of financial position (continued)**

**As at 30 June 2023**

	Note	Consolidated financial statements		Separate financial statements	
		30 June 2023 (Unaudited but reviewed)	31 December 2022 (Audited)	30 June 2023 (Unaudited but reviewed)	31 December 2022 (Audited)
<i>(in thousand Baht)</i>					
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Trade and other current payables	15	2,403	38,150	2,262	1,091
Contract liability	16	26,010	26,010	26,010	26,010
Current portion of lease liabilities	17	3,197	2,852	1,692	1,382
Current portion of long-term loan from financial institution	18	7,967	7,976	-	-
Corporate income tax payable		1,338	1,657	-	-
Other current liabilities		591	1,845	141	1,429
<b>Total current liabilities</b>		<b>41,506</b>	<b>78,490</b>	<b>30,105</b>	<b>29,912</b>
<b>Non-current liabilities</b>					
Lease liabilities - net of current portion	17	20,138	20,173	8,627	7,893
Long-term loan from financial institution - net of current portion	18	37,829	42,035	-	-
Non-current provisions for employee benefits		2,802	2,599	2,516	2,333
<b>Total non-current liabilities</b>		<b>60,769</b>	<b>64,807</b>	<b>11,143</b>	<b>10,226</b>
<b>Total liabilities</b>		<b>102,275</b>	<b>143,297</b>	<b>41,248</b>	<b>40,138</b>

**SAAM Development Public Company Limited and its subsidiaries**

**Statement of financial position (continued)**

**As at 30 June 2023**

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>		
	<i>Note</i>	30 June 2023	31 December 2022	30 June 2023	31 December 2022
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
<i>(in thousand Baht)</i>					
<b>Liabilities and shareholders' equity (continued)</b>					
<b>Shareholders' equity</b>					
Share capital	20				
Registered					
510,006,165 ordinary shares of Baht 0.50 each (2022: 360,000,000 ordinary shares of Baht 0.50 each)		255,003	180,000	255,003	180,000
Issued and fully paid up					
300,006,165 ordinary shares of Baht 0.50 each		150,003	150,003	150,003	150,003
Share premium		99,462	99,462	99,462	99,462
Deficit on business combination under common control		(577)	(577)	-	-
Deficit on acquisition of non-controlling interests		(453)	(453)	-	-
Retained earnings					
Appropriated - statutory reserve		4,736	4,736	4,736	4,736
Unappropriated		125,538	113,566	(2,469)	(42)
Other components of shareholders' equity		2,747	1,860	38	38
Equity attributable to owners of the Company		381,456	368,597	251,770	254,197
Non-controlling interests of the subsidiaries		3	3	-	-
<b>Total shareholders' equity</b>		<b>381,459</b>	<b>368,600</b>	<b>251,770</b>	<b>254,197</b>
<b>Total liabilities and shareholders' equity</b>		<b>483,734</b>	<b>511,897</b>	<b>293,018</b>	<b>294,335</b>

## SAAM Development Public Company Limited and its subsidiaries

### Statement of income

For the three-month period ended 30 June 2023 (Unaudited but reviewed)

	Note	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
<i>(in thousand Baht)</i>					
<b>Revenues</b>					
Revenue from sale of goods		4,628	4,395	-	-
Revenue from rendering of services and rental		13,435	13,513	2,015	2,136
Other income		322	196	3,038	3,144
<b>Total revenues</b>		<b>18,385</b>	<b>18,104</b>	<b>5,053</b>	<b>5,280</b>
<b>Expenses</b>					
Cost of sales of goods		1,541	1,538	-	-
Costs of rendering of services and rental		3,057	3,108	920	1,583
Selling and service expenses		42	72	42	41
Administrative expenses		6,034	5,412	4,951	4,185
Net loss on exchange rate		414	10	710	1,295
<b>Total expenses</b>		<b>11,088</b>	<b>10,140</b>	<b>6,623</b>	<b>7,104</b>
<b>Profit (loss) from operating activities</b>		<b>7,297</b>	<b>7,964</b>	<b>(1,570)</b>	<b>(1,824)</b>
Share of profit (loss) of associate from using equity method		(482)	759	-	-
Finance cost		(685)	(597)	(100)	(82)
<b>Profit (loss) before income tax</b>		<b>6,130</b>	<b>8,126</b>	<b>(1,670)</b>	<b>(1,906)</b>
Tax expenses (income)	19	1,029	944	(35)	(70)
<b>Profit (loss) for the period</b>		<b>5,101</b>	<b>7,182</b>	<b>(1,635)</b>	<b>(1,836)</b>
<b>Profit (loss) attributable to:</b>					
Equity holders of the Company		5,101	7,182	(1,635)	(1,836)
Non-controlling interests of the subsidiaries		-	-	-	-
		<b>5,101</b>	<b>7,182</b>		
<b>Earnings (loss) per share</b>					
21					
Basic earnings (loss) per share					
Profit (loss) attributable to equity holders of the Company		0.0170	0.0239	(0.0054)	(0.0061)
Diluted earning (loss) per share					
Profit (loss) attributable to equity holders of the Company		0.0170	0.0237	(0.0054)	(0.0061)

**SAAM Development Public Company Limited and its subsidiaries**

**Statement of comprehensive income**

**For the three-month period ended 30 June 2023 (Unaudited but reviewed)**

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
<i>Note</i>	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
	<i>(in thousand Baht)</i>			
<b>Profit (loss) for the period</b>	<b>5,101</b>	<b>7,182</b>	<b>(1,635)</b>	<b>(1,836)</b>
<b>Other comprehensive income</b>				
<b><i>Other comprehensive income to be reclassified to profit or loss in subsequent periods</i></b>				
Exchange differences on translation of financial statements in foreign currency	19	1,671	1,151	-
<b>Other comprehensive income for the period</b>	<b>1,671</b>	<b>1,151</b>	<b>-</b>	<b>-</b>
<b>Total comprehensive income for the period</b>	<b>6,772</b>	<b>8,333</b>	<b>(1,635)</b>	<b>(1,836)</b>
<b>Total comprehensive income (expense) attributable to:</b>				
Equity holders of the Company	6,772	8,333	(1,635)	(1,836)
Non-controlling interests of the subsidiaries	-	-	-	-
	<b>6,772</b>	<b>8,333</b>		

## SAAM Development Public Company Limited and its subsidiaries

### Statement of income

For the six-month period ended 30 June 2023 (Unaudited but reviewed)

	Note	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
<i>(in thousand Baht)</i>					
<b>Revenues</b>					
Revenue from sale of goods		9,268	9,078	-	-
Revenue from rendering of services and rental		26,871	30,053	4,073	8,735
Gain on sales of investment in indirect subsidiaries	10.2	-	51,327	-	-
Net gain on exchange rate		161	-	-	-
Other income		457	415	6,066	6,327
<b>Total revenues</b>		<b>36,757</b>	<b>90,873</b>	<b>10,139</b>	<b>15,062</b>
<b>Expenses</b>					
Cost of sales of goods		3,063	3,063	-	-
Costs of rendering of services and rental		6,311	7,211	2,341	3,549
Selling and service expenses		83	113	83	82
Administrative expenses		10,970	14,183	8,994	9,426
Net loss on exchange rate		-	1,062	1,029	3,642
<b>Total expenses</b>		<b>20,427</b>	<b>25,632</b>	<b>12,447</b>	<b>16,699</b>
<b>Profit (loss) from operating activities</b>		<b>16,330</b>	<b>65,241</b>	<b>(2,308)</b>	<b>(1,637)</b>
Share of profit (loss) of associate from using equity method	11	(1,034)	759	-	-
Finance cost		(1,338)	(1,247)	(181)	(164)
<b>Profit (loss) before income tax</b>		<b>13,958</b>	<b>64,753</b>	<b>(2,489)</b>	<b>(1,801)</b>
Tax expenses (income)	19	1,986	1,959	(62)	(52)
<b>Profit (loss) for the period</b>		<b>11,972</b>	<b>62,794</b>	<b>(2,427)</b>	<b>(1,749)</b>
<b>Profit (loss) attributable to:</b>					
Equity holders of the Company		11,972	62,793	(2,427)	(1,749)
Non-controlling interests of the subsidiaries		-	1	-	-
		<b>11,972</b>	<b>62,794</b>		
<b>Earnings (loss) per share</b>					
21					
Basic earnings (loss) per share					
Profit (loss) attributable to equity holders of the Company		0.0399	0.2093	(0.0081)	(0.0058)
Diluted earning (loss) per share					
Profit (loss) attributable to equity holders of the Company		0.0399	0.2076	(0.0081)	(0.0058)



## SAAM Development Public Company Limited and its subsidiaries

### Statement of comprehensive income

For the six-month period ended 30 June 2023 (Unaudited but reviewed)

	Note	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
		(in thousand Baht)			
<b>Profit (loss) for the period</b>		<b>11,972</b>	<b>62,794</b>	<b>(2,427)</b>	<b>(1,749)</b>
<b>Other comprehensive income</b>					
<b>Other comprehensive income to be reclassified to profit or loss in subsequent periods</b>					
Exchange differences on translation of financial statements in foreign currency	19	887	2,044	-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods		887	2,044	-	-
<b>Other comprehensive income not to be reclassified to profit or loss in subsequent periods</b>					
Loss on remeasurements of defined benefit plans		-	(283)	-	(304)
Income tax effect		-	58	-	61
Other comprehensive income not to be reclassified to profit or loss in subsequent periods	19	-	(225)	-	(243)
<b>Other comprehensive income for the period</b>		<b>887</b>	<b>1,819</b>	<b>-</b>	<b>(243)</b>
<b>Total comprehensive income for the period</b>		<b>12,859</b>	<b>64,613</b>	<b>(2,427)</b>	<b>(1,992)</b>
<b>Total comprehensive income (expense) attributable to:</b>					
Equity holders of the Company		12,859	64,612	(2,427)	(1,992)
Non-controlling interests of the subsidiaries		-	1		
		<b>12,859</b>	<b>64,613</b>		

**SAAM Development Public Company Limited and its subsidiaries**  
**Statement of changes in shareholders' equity**  
**For the six-month period ended 30 June 2023 (Unaudited but reviewed)**

	Consolidated financial statements											
	Equity attributable to owners of the Company										Equity attributable to non-controlling interests of the subsidiaries	
	Issued and paid up share capital	Share premium	Deficit on business combination under common control	Deficit on acquisition of non-controlling interests	Retained earnings - Appropriated - statutory reserve	Unappropriated earnings (in thousand Baht)	Other components of equity					Total equity attributable to owners of the Company
							Other comprehensive income					
Exchange on translation of financial statements in foreign currency							Gain (Loss) on re-measurements of defined benefit plans					
<b>Balance as at 1 January 2022</b>	<b>150,000</b>	<b>99,419</b>	<b>(689)</b>	<b>(453)</b>	<b>4,258</b>	<b>52,549</b>	<b>435</b>	<b>267</b>	<b>305,786</b>	<b>3</b>	<b>305,789</b>	
Profit for the period	-	-	-	-	-	62,793	-	-	62,793	1	62,794	
Other comprehensive income for the period	-	-	-	-	-	-	2,044	(225)	1,819	-	1,819	
Total comprehensive income for the period	-	-	-	-	-	62,793	2,044	(225)	64,612	1	64,613	
Exercised warrants	-	5	-	-	-	-	-	-	5	-	5	
Disposal of investments in indirect subsidiaries	-	-	112	-	-	-	(117)	-	(5)	-	(5)	
<b>Balance as at 30 June 2022</b>	<b>150,000</b>	<b>99,424</b>	<b>(577)</b>	<b>(453)</b>	<b>4,258</b>	<b>115,342</b>	<b>2,362</b>	<b>42</b>	<b>370,398</b>	<b>4</b>	<b>370,402</b>	
<b>Balance as at 1 January 2023</b>	<b>150,003</b>	<b>99,462</b>	<b>(577)</b>	<b>(453)</b>	<b>4,736</b>	<b>113,566</b>	<b>1,819</b>	<b>41</b>	<b>368,597</b>	<b>3</b>	<b>368,600</b>	
Profit for the period	-	-	-	-	-	11,972	-	-	11,972	-	11,972	
Other comprehensive income for the period	-	-	-	-	-	-	887	-	887	-	887	
Total comprehensive income for the period	-	-	-	-	-	11,972	887	-	12,859	-	12,859	
<b>Balance as at 30 June 2023</b>	<b>150,003</b>	<b>99,462</b>	<b>(577)</b>	<b>(453)</b>	<b>4,736</b>	<b>125,538</b>	<b>2,706</b>	<b>41</b>	<b>381,456</b>	<b>3</b>	<b>381,459</b>	

**SAAM Development Public Company Limited and its subsidiaries**

**Statement of changes in shareholders' equity (continued)**

**For the six-month period ended 30 June 2023 (Unaudited but reviewed)**

	Separate financial statements					Total equity
	Issued and paid up share capital	Share premium	Retained earnings		Gain (Loss) on remeasurements of defined benefit plans	
			Appropriated - statutory reserve	Unappropriated		
	<i>(in thousand Baht)</i>					
<b>Balance as at 1 January 2022</b>	<b>150,000</b>	<b>99,419</b>	<b>4,258</b>	<b>1,697</b>	<b>281</b>	<b>255,655</b>
Loss for the period	-	-	-	(1,749)	-	(1,749)
Other comprehensive income for the period	-	-	-	-	(243)	(243)
Total comprehensive income for the period	-	-	-	(1,749)	(243)	(1,992)
Exercised warrants	-	5	-	-	-	5
<b>Balance as at 30 June 2022</b>	<b>150,000</b>	<b>99,424</b>	<b>4,258</b>	<b>(52)</b>	<b>38</b>	<b>253,668</b>
<b>Balance as at 1 January 2023</b>	<b>150,003</b>	<b>99,462</b>	<b>4,736</b>	<b>(42)</b>	<b>38</b>	<b>254,197</b>
Loss for the period	-	-	-	(2,427)	-	(2,427)
Total comprehensive income for the period	-	-	-	(2,427)	-	(2,427)
<b>Balance as at 30 June 2023</b>	<b>150,003</b>	<b>99,462</b>	<b>4,736</b>	<b>(2,469)</b>	<b>38</b>	<b>251,770</b>

## SAAM Development Public Company Limited and its subsidiaries

### Statement of cash flows

For the six-month period ended 30 June 2023 (Unaudited but reviewed)

	Consolidated financial statements		Separate financial statements		
	Note	2023	2022	2023	2022
		<i>(in thousand Baht)</i>			
<b>Cash flows from operating activities</b>					
Profit (loss) before tax		13,958	64,753	(2,489)	(1,801)
Adjustments to reconcile net profit before tax to net cash provided by (paid from) operating activities:					
Unrealised (gain) loss on exchange rate		(176)	1,704	1,013	2,173
Depreciation and amortisation		4,705	4,975	1,201	1,462
Loss on write-off assets		-	1,459	-	4
Gain on sales of investment in indirect subsidiaries	10.2	-	(51,327)	-	-
Share of (profit) loss of associate from using equity method	11	1,034	(759)	-	-
Increase in provision for long-term employee benefits		203	195	183	175
Interest income		(121)	(187)	(159)	(339)
Interest expenses		1,283	1,205	177	159
Profit (loss) from operating activities before changes in operating assets and liabilities		20,886	22,018	(74)	1,833
Operating assets (increase) decrease					
Trade and other current receivables		(3,748)	(833)	(454)	6,207
Projects in progress	8	(433)	(612)	(326)	(546)
Other current assets		4,338	1,301	350	16
Other non-current assets		(748)	28	(776)	-
Operating liabilities increase (decrease)					
Trade and other current payables		(36,270)	168	747	571
Contract liability		-	(2,883)	-	-
Other current liabilities		(1,254)	(308)	(1,288)	(362)
Profit generated from (paid) operating activities		(17,229)	18,879	(1,821)	7,719
Cash received from withholding tax refundable		26	-	-	-
Cash paid for income tax		(2,772)	(2,842)	(291)	(304)
<b>Net cash flows (paid) from operating activities</b>		<b>(19,975)</b>	<b>16,037</b>	<b>(2,112)</b>	<b>7,415</b>

**SAAM Development Public Company Limited and its subsidiaries**

**Statement of cash flows (continued)**

**For the six-month period ended 30 June 2023 (Unaudited but reviewed)**

	Note	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
<i>(in thousand Baht)</i>					
<b>Cash flows from investing activities</b>					
Cash paid for acquisition of equipment and software computer		(229)	(534)	(199)	(89)
Cash received from settlement of short-term loans					
to related parties	4	-	-	35,000	11,890
Cash paid to provide short-term loans to related party	4	-	-	(35,000)	(31,722)
Cash paid to provide short-term loan to associate	4	(500)	-	-	-
Cash paid to provide short-term loan to unrelated party	9	(884)	-	-	-
Short-term investment decrease	6	45,008	14,934	45,033	14,966
Cash received from interest income		229	136	177	534
Cash received from disposal of					
investment in indirect subsidiaries	10.2	-	61,636	-	-
Cash paid for acquisition of investment in subsidiary	10.1	-	-	(35,000)	(3,750)
Cash paid for acquisition of investment in associate	11	-	(30,000)	-	-
<b>Net cash flows (paid) from investing activities</b>		<b>43,624</b>	<b>46,172</b>	<b>10,011</b>	<b>(8,171)</b>
<b>Cash flows from financing activities</b>					
Cash paid for lease liabilities		(1,626)	(1,814)	(892)	(1,115)
Repayment of long-term loans from financial institution	18	(4,215)	(9,667)	-	-
Cash received from exercised warrants		-	5	-	5
Cash paid for interest expenses		(1,250)	(1,248)	(176)	(159)
<b>Net cash flows used in financing activities</b>		<b>(7,091)</b>	<b>(12,724)</b>	<b>(1,068)</b>	<b>(1,269)</b>
Effect of exchange rate changes on cash and cash equivalents		176	(767)	-	-
<b>Net increase (decrease) in cash and cash equivalents</b>		<b>16,734</b>	<b>48,718</b>	<b>6,831</b>	<b>(2,025)</b>
Cash and cash equivalents at beginning of period		126,622	82,306	45,125	48,852
<b>Cash and cash equivalents at end of period</b>		<b>143,356</b>	<b>131,024</b>	<b>51,956</b>	<b>46,827</b>
<b>Non-cash transaction</b>					
Investing in project in progress for which payment					
has not yet been made	8	471	-	435	-
Tools and equipment for which payment					
has not yet been made		16	-	6	-
Right-of-use assets increased from lease liabilities	14	1,936	-	1,936	-

# **SAAM Development Public Company Limited and its subsidiaries**

## **Notes to the condensed interim financial statements**

**For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)**

### **1. General information**

SAAM Development Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. Its registered office address is at Major Tower Thonglor, Room No. 2.2, 10th Floor, 141 Soi Sukhumvit 63 (Ekamai), Sukhumvit Road, Klongton Nua, Wattana, Bangkok.

The principal activities of the Group are producing and distributing electricity from solar energy, developing renewable energy power plant projects for sale including procuring project land and providing related services and investing in renewable energy power plants and non-energy businesses.

### **2. Basis of preparation of interim financial statements**

These interim financial statements are prepared in accordance with Thai Accounting Standard (TAS) 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, statements of income, comprehensive income, changes in shareholders' equity, and cash flows in the same format as that used for the annual financial statements.

The interim financial statements are prepared to provide information additional to that included in the latest annual financial statements. Accordingly, they focus on new activities, events and circumstances to avoid repetition of information previously reported. These interim financial statements should therefore be read in conjunction with the latest annual financial statements.

The interim financial statements in Thai language are the official statutory financial statements of the Company. The English language interim financial statements have been translated from the Thai language financial statements.

#### **2.1 Basis of consolidation**

The interim consolidated financial statements include the financial statements of SAAM Development Public Company Limited (“the Company”) and its subsidiaries (“the subsidiaries”) (together referred to as “the Group”) and have been prepared on the same basis as that applied for the consolidated financial statements for the year ended 31 December 2022.

### **3. Significant accounting policies**

The interim financial statements are prepared using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2022.

# SAAM Development Public Company Limited and its subsidiaries

## Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

### 4. Related party transactions

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control or jointly control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Relationships with subsidiaries and associates are described in Notes 10 and 11. Relationships with key management and other related parties were as follows:

Name of entities	Nationality	Nature of relationships
Key management personnel	Thailand	Persons having authority and responsibility for planning, directing, and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of the Group.

During the periods, the Group had significant business transactions with related parties, principally in respect of the provision of services and loans. The pricing policies for these related party transactions are summarised as follows:

1. Management fees and operation fees are charged at the amount stated in the agreements.
2. Interest on loans are charged at 1.25 and 6 percent per annum (2022: 1.25 percent per annum).
3. Service fees are charged at the agreed price.

For the three-month period ended 30 June			
Consolidated		Separate	
financial statements		financial statements	
2023	2022	2023	2022
<i>(in thousand Baht)</i>			

#### Transactions with subsidiary companies

(Eliminated from the consolidated financial statements)

Service income	-	-	-	144
Management income	-	-	2,880	2,880
Interest income	-	-	42	84
Service Fee	-	-	292	-

#### Transaction with indirect subsidiary companies

Service income	-	-	99	-
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## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

	For the three-month period ended 30 June			
	Consolidated		Separate	
	financial statements		financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
<u>Transaction with associate company</u>				
Service fee	490	-	-	-
	For the six-month period ended 30 June			
	Consolidated		Separate	
	financial statements		financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
<u>Transactions with subsidiary companies</u> (Eliminated from the consolidated financial statements)				
Service income	-	-	143	4,605
Management income	-	-	5,760	5,760
Interest income	-	-	125	176
Service fee	-	-	292	-
<u>Transaction with indirect subsidiary companies</u>				
Service income	-	-	99	-
<u>Transaction with associate company</u>				
Service fee	490	-	-	-



## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

#### For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

As at 30 June 2023 and 31 December 2022, the balances of the accounts between the Company and those related companies are as follows:

	Consolidated		Separate	
	financial statements		financial statements	
	30 June 2023	31 December 2022	30 June 2023	31 December 2022
	<i>(in thousand Baht)</i>			
<b><u>Trade and other accounts receivable</u></b>				
<b><u>- related parties (Note 7)</u></b>				
Subsidiaries	-	-	4,040	4,047
Indirect subsidiaries	-	-	100	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>4,140</b>	<b>4,047</b>
<b><u>Projects in progress</u></b>				
Subsidiary	-	-	1,776	1,448
<b>Total</b>	<b>-</b>	<b>-</b>	<b>1,776</b>	<b>1,448</b>
<b><u>Trade and other accounts payable</u></b>				
<b><u>- related parties (Note 15)</u></b>				
Subsidiary	-	-	1,612	351
Associate	230	-	-	-
<b>Total</b>	<b>230</b>	<b>-</b>	<b>1,612</b>	<b>351</b>

#### **Short-term loans to related parties**

As at 30 June 2023 and 31 December 2022, the balance of loans between the Company and those related companies and the movement are as follows:

Company	Related by	Consolidated financial statements			
		Balance as at	During the period		Balance as at
		31 December 2022	Increase	Decrease	30 June 2023
		<i>(in thousand Baht)</i>			
Nanuq Co., Ltd.	Associate	-	500	-	500
<b>Total</b>		<b>-</b>	<b>500</b>	<b>-</b>	<b>500</b>

## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

		Separate financial statements				
Company	Related by	Balance as at	During the period		Unrealised	Balance as at
		31 December	Increase	Decrease	loss on	30 June
		2022			exchange rate	2023
<i>(in thousand Baht)</i>						
SAAM Solutions Co., Ltd	Subsidiary	-	35,000	(35,000)	-	-
SAAM Japan GK	Subsidiary	14,056	-	-	(797)	13,259
Total		14,056	35,000	(35,000)	(797)	13,259

#### Directors and management's benefits

During the three-month and six-month periods ended 30 June 2023 and 2022, the Group had employee benefit expenses payable to their directors and management as below.

	Consolidated and Separate financial statements			
	For the three-month		For the six-month	
	period ended 30 June	period ended 30 June	period ended 30 June	period ended 30 June
	2023	2022	2023	2022
<i>(in thousand Baht)</i>				
Short-term employee benefits	1,126	1,240	2,432	3,193
Post-employment benefits	57	57	113	113
Total	1,183	1,297	2,545	3,306

#### Service and management agreements

The Company entered into the service and management agreements with three subsidiaries, consisting of SAAM One Co., Ltd, SAAM Two Co., Ltd and SAAM Three Co., Ltd. The agreements are effective in October 2016 up until cancelled by each party. Under the agreements, the subsidiaries have to pay a monthly service fee at the rates stipulated in the agreements.

The Company entered into service and management agreements with SAAM Japan GK. The agreement is effective in July 2018 up until cancelled by each party. However, the Company terminated the agreement on 29 June 2023.

The Company entered into the management services agreement in developing Biomass Energy projects in Japan with SAAM Japan GK, the subsidiary. The agreement is effective on 1 October 2021 up until cancelled by each party. However, the Company terminated the agreement on 29 June 2023.

## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

#### For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

The Company entered into the service and management agreements with BMP-1, BMP-2, BMP-5, BMP-6, BMP-7, BMP-8, BMP-9, and BMP-10. The agreements are effective in April 2023 up until cancelled by each party. Under the agreements, the Company has to pay a quarterly and yearly service fee at the rates stipulated in the agreements.

The Company entered into the royalty agreement with SAAM Japan GK, the subsidiary. The agreement is effective on 1 April 2023 up until cancelled by each party. Under the agreements, the Company has to pay a quarterly service fee at the rates as stipulated in the agreement.

#### 5. Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	30 June 2023	31 December 2022	30 June 2023	31 December 2022
	<i>(in thousand Baht)</i>			
Cash	84	85	17	15
Bank deposits	143,272	126,537	51,939	45,110
Total	143,356	126,622	51,956	45,125

As at 30 June 2023, bank deposits in saving accounts carried interest of 0.40 - 0.45 percent per annum (31 December 2022: 0.25 - 0.30 percent per annum).

#### 6. Short-term investments

	Consolidated financial statements			
	30 June 2023	31 December 2022	30 June 2023	31 December 2022
	<i>(Interest rate per annum)</i>		<i>(in thousand Baht)</i>	
Short-term deposits at financial institution	0.35 - 0.95	0.35 - 0.95	8,029	53,037
Total			8,029	53,037

  

	Separate financial statements			
	30 June 2023	31 December 2022	30 June 2023	31 December 2022
	<i>(Interest rate per annum)</i>		<i>(in thousand Baht)</i>	
Short-term deposits at financial institution	0.95	0.55 - 0.95	2,440	47,473
Total			2,440	47,473

# SAAM Development Public Company Limited and its subsidiaries

## Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

### 7. Trade and other current receivables

	Consolidated financial statements		Separate financial statements	
	30 June 2023	31 December 2022	30 June 2023	31 December 2022
	<i>(in thousand Baht)</i>			
<u>Trade accounts receivable - related parties</u> (Note 4)				
Aged based on due dates				
Within credit terms	-	-	100	290
Overdue:				
Less than 3 months	-	-	137	145
3 - 6 months	-	-	137	145
6 - 12 months	-	-	274	290
Over 12 months	-	-	3,187	2,944
Total trade accounts receivable - related parties	-	-	3,835	3,814
<u>Trade accounts receivable - unrelated parties</u>				
Aged based on due dates				
Within credit terms	8,380	7,799	1,366	1,366
Total trade accounts receivable - unrelated parties	8,380	7,799	1,366	1,366
<u>Other receivables</u>				
Advance to employee	10	-	10	-
Accrued interest income - related parties (Note 4)	-	-	189	114
Accrued interest income - unrelated parties	32	140	17	121
Other receivables - related parties (Note 4)	-	-	116	119
Other receivables - unrelated parties	-	993	-	-
Prepaid expenses	592	234	324	122
Value added tax refundable	2,475	147	-	-
Receivable from the revenue department	1,550	-	1,535	-
Total other receivables	4,659	1,514	2,191	476
Total	13,039	9,313	7,392	5,656

## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

#### 8. Projects in progress

The book value of projects in progress as at 30 June 2023 and 31 December 2022 is presented below.

	Consolidated financial statements					
	Cost		Translation adjustment		Project in progress-net	
	30	31	30	31	30	31
	June	December	June	December	June	December
	2023	2022	2023	2022	2023	2022
	<i>(in thousand Baht)</i>					
Grid application	218	112	-	-	218	112
Consultation fee	5,335	4,926	(172)	(261)	5,163	4,665
Others	442	116	-	-	442	116
<b>Total</b>	<b>5,995</b>	<b>5,154</b>	<b>(172)</b>	<b>(261)</b>	<b>5,823</b>	<b>4,893</b>

	Separate financial statements	
	30 June 2023	31 December 2022
	<i>(in thousand Baht)</i>	
Grid application	218	112
Consultation fee	4,910	4,581
Others	442	116
<b>Total</b>	<b>5,570</b>	<b>4,809</b>

Movements of projects in progress during the six-month period ended 30 June 2023 are summarised below:

	Consolidated financial statements	Separate financial statements
	<i>(in thousand Baht)</i>	
<b>Balance as at 31 December 2022</b>	4,893	4,809
Acquisitions during the period	904	761
Translation adjustment	26	-
<b>Balance as at 30 June 2023</b>	<b>5,823</b>	<b>5,570</b>

#### 9. Short-term loan to unrelated party

As at 30 June 2023, The Group has provided the promissory note to unrelated party amounting to Baht 0.88 million, bearing interest at the rate 1.50 percent per annum. The loan is due on 31 December 2023.

## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

#### 10. Investments in subsidiaries

Details of investments in subsidiaries as presented in the separate financial statements are as follows:

Company	Paid-up capital		Shareholding percentage		Cost		Dividend received during the six-month period ended	
	30	31	30	31	30	31	30	30
	June	December	June	December	June	December	June	June
	2023	2022	2023	2022	2023	2022	2023	2022
	<i>(in thousand Baht)</i>		<i>(percent)</i>		<i>(in thousand Baht)</i>			
SAAM One Co., Ltd.	4,000	4,000	99.99	99.99	4,000	4,000	-	-
SAAM Two Co., Ltd.	1,500	1,500	99.98	99.98	1,500	1,500	-	-
SAAM Three Co., Ltd.	30,000	30,000	99.99	99.99	30,000	30,000	-	-
SAAM Solutions Co., Ltd.	75,000	40,000	99.99	99.99	75,000	40,000	-	-
SAAM Solar Power One Co., Ltd.	40,000	40,000	99.99	99.99	39,999	39,999	-	-
SAAM Solar Power Two Co., Ltd.	40,000	40,000	99.99	99.99	39,999	39,999	-	-
SAAM International Limited	HKD 1.5 million	HKD 1.5 million	100.00	100.00	5,912	5,912	-	-
SAAM Japan GK	JPY 1 million	JPY 1 million	100.00	100.00	302	302	-	-
Total					196,712	161,712	-	-

##### 10.1 SAAM Solutions Co., Ltd.

On 14 March 2023, SAAM Solution Co., Ltd., "the subsidiary", called for paid up capital at Baht 100 per share for 100,000 shares, totaling Baht 10 million from issuance of the Company's shares on 30 August 2022. The Company made a full payment on 17 March 2023.

On 22 March 2023, the Annual General Meeting of the subsidiary passed a resolution to approve a Baht 50 million increase in its registered capital by issuing 500,000 ordinary shares at the par value of Baht 100 per share. The subsidiary has called for partial payment at baht 50 per share, totaling Baht 25 million baht. The company made payment on 23 March 2023 and the subsidiary registered the capital increase on 24 March 2023.

##### 10.2 Biomass Power Three GK ("BMP-3") and Biomass Power Four GK ("BMP-4")

On 22 February 2022, the Executive Committee Meeting approved the disposition of investments in BMP-3 and BMP-4 which the Company indirectly held 100% stake, in a total price of Yen 218.8 million or equivalent to Baht 61.6 million. The effect of the disposal of investment in BMP-3 and BMP-4 on the consolidated statement of financial position at the date that the Group's control over BMP-3 and BMP-4 ceased was as follows:

## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

	<i>(in thousand Baht)</i>
Projects in progress	10,314
<b>Net assets</b>	<b>10,314</b>
Less Translating foreign operation	(117)
Add Deficit on business combination under common control	112
<b>Carrying amounts of interest in indirect subsidiaries</b>	<b>10,309</b>

Gain on sales of investment in indirect subsidiaries recognised in the consolidated statement of comprehensive income was as follow:

	<i>(in thousand Baht)</i>
Disposal proceeds	61,636
Less carrying amounts of interest in indirect subsidiaries	(10,309)
<b>Gain on sales of investment in indirect subsidiaries</b>	<b>51,327</b>

#### **10.3 SAAM Japan GK**

On 31 March 2023, the Executive Committee Meeting pass a resolution approving to change the subsidiary company name from “SAAM Japan Energy GK” to “SAAM Japan GK”.

#### **10.4 Biomass Power Nine GK (“BMP-9”) and Biomass Power Ten GK (“BMP-10”)**

On 31 March 2023, the Executive Committee Meeting pass a resolution approving to establish Biomass Power Nine GK (“BMP-9”) and Biomass Power Ten GK (“BMP-10”) to engage in renewable energy project development for sale. SAAM International Limited, a subsidiary, held 100% stake. The registration is completed on 1 May 2023.

**SAAM Development Public Company Limited and its subsidiaries**  
**Notes to the condensed interim financial statements**  
**For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)**

**11. Investment in associate**

***Detail of investment in associate***

Investment in associates as at 30 June 2023 and 31 December 2022 have movements during the period as follows:

	Company	Nature of business	County of incorporation	Consolidated financial statements				Carrying amounts based on equity method			
				Shareholding percentage		Cost		30 June 2023	31 December 2022	30 June 2023	31 December 2022
				30 June 2023	31 December 2022	30 June 2023	31 December 2022	(in thousand Baht)	(in thousand Baht)	(in thousand Baht)	(in thousand Baht)
	Nanuq Co., Ltd. and its subsidiary	Game design and production services and game distribution	Thailand	40.00	40.00	30,000	30,000	29,374	30,408		
	Total					30,000	30,000	29,374	30,408		



## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

#### For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

Movements of investment in associate during the six-month periods ended 30 June 2023 and 2022 are summarised below:

	Consolidated financial statements	
	2023	2022
	<i>(in thousand Baht)</i>	
<b>Associate</b>		
As at 1 January	30,408	-
Acquisitions during the period	-	30,000
Share of profit (loss) of associate from using equity method	(1,034)	759
As at 30 June	29,374	30,759

#### **Nanuq Company Limited (“NANUQ”)**

On 17 June 2022, the Board of Directors Meeting passed a resolution approving SAAM Solutions Company Limited, a direct subsidiary of the Company, to invest in additional ordinary shares of NANUQ, totaling 8,000 ordinary shares representing 40% of all in total price of Baht 30 million. The investment in NANUQ is accounted as an associate because the Group has significant influence in NANUQ. NANUQ's main business operations are to provide comprehensive game design and production services.

## 12. Investment properties

Investment properties of a subsidiary company are land at cost of Baht 82.5 million and are located in Phetchaburi and Prachuap Khiri Khan provinces. Most of the investment properties are rented to operators of solar power plant for 25 years, while part of them is held for long-term investment.

For the three-month and six-month periods ended 30 June 2023 and 2022, the subsidiary has rental income related to these rental agreements as follows.

	Consolidated financial statements			
	For the three-month period ended 30 June		For the six-month period ended 30 June	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Rental income	3,288	3,288	6,576	6,576

# SAAM Development Public Company Limited and its subsidiaries

## Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

### 13. Property, plant and equipment

Movements of property, plant and equipment account during the six-month period ended 30 June 2023 are summarised below.

	Consolidated financial statements	Separate financial statements
	<i>(in thousand Baht)</i>	
<b>Net book value as at 31 December 2022</b>	105,865	2,541
Acquisitions during the period - at cost	236	197
Depreciation for period	(3,068)	(408)
<b>Net book value as at 30 June 2023</b>	<u>103,033</u>	<u>2,330</u>

As at 30 June 2023, certain items of equipment of the Group and the Company were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 8.4 million and Baht 5.3 million, respectively (31 December 2022: Baht 8.4 million and Baht 5.3 million, respectively).

The subsidiary has pledged its land and construction amounting to approximately Baht 98.9 million (31 December 2022: Baht 101.4 million) as collateral against credit facilities received from financial institution as described in Note 18 to the financial statements.

### 14. Right-of-use assets

Movements of right-of-use assets account during the six-month period ended 30 June 2023 are summarised below.

	Consolidated financial statements	Separate financial statements
	<i>(in thousand Baht)</i>	
<b>Net book value as at 31 December 2022</b>	31,294	10,302
Addition during the period	1,936	1,936
Amortisation for the period	(1,631)	(787)
<b>Net book value as at 30 June 2023</b>	<u>31,599</u>	<u>11,451</u>

**SAAM Development Public Company Limited and its subsidiaries****Notes to the condensed interim financial statements****For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)****15. Trade and other current payables**

	Consolidated financial statements		Separate financial statements	
	30 June 2023	31 December 2022	30 June 2023	31 December 2022
	<i>(in thousand Baht)</i>			
Trade accounts payable				
- related parties (Note 4)	230	-	1,320	351
Trade accounts payable				
- unrelated parties	435	35,953	75	97
Other accounts payable				
- related party (Note 4)	-	-	292	-
Other accounts payable				
- unrelated parties	140	514	77	248
Accrued expenses	900	1,022	415	311
Accrued interest expense	410	376	-	-
Value added tax payable	288	285	83	84
Total	<u>2,403</u>	<u>38,150</u>	<u>2,262</u>	<u>1,091</u>

**16. Contract liability**

	Consolidated financial statements		Separate financial statements	
	30 June 2023	31 December 2022	30 June 2023	31 December 2022
	<i>(in thousand Baht)</i>			
Advance received from customer for project development services	26,010	26,010	26,010	26,010

## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

#### 17. Lease liabilities

	Consolidated financial statements		Separate financial statements	
	30 June 2023	31 December 2022	30 June 2023	31 December 2022
	<i>(in thousand Baht)</i>			
Lease liabilities	26,802	26,704	11,628	10,536
Less Deferred interest expense	(3,467)	(3,679)	(1,309)	(1,261)
Total	23,335	23,025	10,319	9,275
Less Current portion	(3,197)	(2,852)	(1,692)	(1,382)
Lease liabilities - net of current portion	20,138	20,173	8,627	7,893

The Group has entered into office space and land lease agreements for use in their operation. The terms of the agreements are generally between 3 to 25 years.

Future minimum lease payments required under the lease agreements were as follows:

	Consolidated financial statements							
	30 June 2023				31 December 2022			
	Less than 1 year	1 - 5 years	Over 5 years	Total	Less than 1 year	1 - 5 years	Over 5 years	Total
	<i>(in thousand Baht)</i>							
Future minimum lease payments	4,053	15,680	7,069	26,802	3,686	14,465	8,553	26,704
Deferred interest expenses	(856)	(2,198)	(413)	(3,467)	(834)	(2,269)	(576)	(3,679)
Present value of future minimum lease payments	3,197	13,482	6,656	23,335	2,852	12,196	7,977	23,025

## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

	Separate financial statements							
	30 June 2023				31 December 2022			
	Less than 1 year	1 - 5 years	Over 5 years	Total	Less than 1 year	1 - 5 years	Over 5 years	Total
	<i>(in thousand Baht)</i>							
Future minimum lease payments	2,072	8,300	1,256	11,628	1,711	6,975	1,850	10,536
Deferred interest expenses	(380)	(881)	(48)	(1,309)	(329)	(835)	(97)	(1,261)
Present value of future minimum lease payments	1,692	7,419	1,208	10,319	1,382	6,140	1,753	9,275

Changes in lease account during the three-month and six-month periods ended 30 June 2023 and 2022 are summarised below.

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			

#### ***The three-month period ended 30 June***

##### ***Recognised in profit or loss***

Interest paid on lease liabilities	225	212	97	79
Expenses related to leases of low-value assets	10	10	10	10

#### ***The six-month period ended 30 June***

##### ***Recognised in profit or loss***

Interest paid on lease liabilities	436	429	176	159
Expenses related to leases of low-value assets	21	21	21	21

Total cash outflow for leases presented in the consolidated and separate financial statements for the six-month period ended 30 June 2023 were Baht 2.08 million and Baht 1.09 million, respectively (30 June 2022: Baht 2.24 million and Baht 1.27 million, respectively).



## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

#### For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

Movements in the long-term loan account for the six-month period ended 30 June 2023 are summarised below.

	Consolidated financial statements <i>(in thousand Baht)</i>
Balance as at 31 December 2022	50,011
Less Repayment	<u>(4,215)</u>
Balance as at 30 June 2023	<u>45,796</u>

The loan agreement contains several covenants which, among other things, require the subsidiary to maintain debt-to-equity ratio and debt service coverage ratio at the rate prescribed in the agreements.

#### 19. Income tax

Interim corporate income tax was calculated on profit before income tax for the period, using the estimated effective tax rate for the year. Income tax expense for the three-month and six-month periods ended 30 June 2023 and 2022 are made up as follows:

<b>Recognised in profit or loss</b>	For the three-month period ended 30 June			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
<b>Current income tax:</b>				
Current corporate income tax charge	1,141	1,133	-	(44)
<b>Deferred tax:</b>				
Relating to origination and reversal of temporary differences	<u>(112)</u>	<u>(189)</u>	<u>(35)</u>	<u>(26)</u>
<b>Tax expenses (income) reported in the income statement</b>	<u>1,029</u>	<u>944</u>	<u>(35)</u>	<u>(70)</u>

# SAAM Development Public Company Limited and its subsidiaries

## Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

<i>Recognised in profit or loss</i>	For the six-month period ended 30 June			
	Consolidated		Separate	
	financial statements		financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
<b>Current income tax:</b>				
Current corporate income tax charge	2,161	2,209	-	-
<b>Deferred tax:</b>				
Relating to origination and reversal of temporary differences	(175)	(250)	(62)	(52)
<b>Tax expenses (income) reported in the income statement</b>	<b>1,986</b>	<b>1,959</b>	<b>(62)</b>	<b>(52)</b>

### *Recognised in other comprehensive income*

	For the three-month period ended 30 June					
	Consolidated financial statements					
	2023			2022		
	Before tax	Tax expense	Net of tax	Before tax	Tax expense	Net of tax
Foreign currency translation differences for foreign operations	1,671	-	1,671	1,151	-	1,151
<b>Total</b>	<b>1,671</b>	<b>-</b>	<b>1,671</b>	<b>1,151</b>	<b>-</b>	<b>1,151</b>

### *Recognised in other comprehensive income*

	For the six-month period ended 30 June					
	Consolidated financial statements					
	2023			2022		
	Before tax	Tax expense	Net of tax	Before tax	Tax expense	Net of tax
Foreign currency translation differences for foreign operations	887	-	887	2,044	-	2,044
Loss on remeasurements of defined benefit plans	-	-	-	(283)	58	(225)
<b>Total</b>	<b>887</b>	<b>-</b>	<b>887</b>	<b>1,761</b>	<b>58</b>	<b>1,819</b>



# SAAM Development Public Company Limited and its subsidiaries

## Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

### 20. Share Capital

On 20 April 2023, the Annual General Meeting of the Company passed resolutions approving the decrease of the Company's registered capital amounting to 29.99 million shares with a Baht 0.5 per value, totaling Baht 15 million by decrease the ordinary shares that have not yet been issued from expiry of warrant SAAM-W1 and increase of the Company's registered capital amounting to 180 million shares with a Baht 0.5 per value, totaling Baht 90 million. As a result, the Company has registered capital amounting 510 million shares with a Baht 0.5 per value, totaling Baht 255 million. The Company registered the capital decrease and increase with the Ministry of Commerce on 11 May 2023 and 12 May 2023 ,respectively.

#### **Warrants**

The Company has outstanding warrants to subscribe for ordinary shares to existing shareholders of the Company as follows:

Issued by	Allocated to	Issued date	Determined exercising date		Warrant	Exercise ratio for ordinary shares per 1 warrant	Exercise price
			First exercise	Last exercise			
					(Million unit)	(Baht)	
The Company	Existing shareholder (SAAM-W2)	20 October 2021	17 January 2022	19 October 2024	30	1:1	11
	Total issuance by the Company				<u>30</u>		

### 21. Earnings (loss) per share

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

Diluted earnings (loss) per share is calculated by dividing profit (loss) for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period plus the weighted average number of ordinary shares which would need to be issued to convert all dilutive potential ordinary shares into ordinary shares. The calculation assumes that such conversion took place either at the beginning of the period or on the date the potential ordinary shares were issued.



# SAAM Development Public Company Limited and its subsidiaries

## Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

	For the six-month period ended 30 June					
	Consolidated financial statements					
	Profit for the period		Weighted average number of ordinary shares		Earnings per share	
	2023	2022	2023	2022	2023	2022
<i>(Thousand Baht)</i>		<i>(Thousand shares)</i>		<i>(Baht per share)</i>		
<b>Basic earnings per share</b>						
Profit attributable to equity holders of the Company	11,972	62,793	300,006	300,000	0.0399	0.2093
<b>Effect of dilutive potential ordinary shares</b>						
Warrant (SAAM-W1)	-	-	-	2,479		
<b>Diluted earnings per share</b>						
Profit attributable to equity holders of the Company assuming the conversion of the options to ordinary shares	<u>11,972</u>	<u>62,793</u>	<u>300,006</u>	<u>302,479</u>	0.0399	0.2076

	For the six-month period ended 30 June					
	Separate financial statements					
	Loss for the period		Weighted average number of ordinary shares		Loss per share	
	2023	2022	2023	2022	2023	2022
<i>(Thousand Baht)</i>		<i>(Thousand shares)</i>		<i>(Baht per share)</i>		
<b>Basic loss per share</b>						
Loss attributable to equity holders of the Company	(2,427)	(1,749)	300,006	300,000	(0.0081)	(0.0058)
<b>Effect of dilutive potential ordinary shares</b>						
Warrant (SAAM-W1)	-	-	-	2,479		
<b>Diluted loss per share</b>						
Loss attributable to equity holders of the Company assuming the conversion of the options to ordinary shares	<u>(2,427)</u>	<u>(1,749)</u>	<u>300,006</u>	<u>302,479</u>	(0.0081)	(0.0058)

### ***Diluted earnings (loss) per share***

Earning per share for the three-month and six-month periods ended 30 June 2023 are not diluted because the exercise price of the Company's warrant (SAAM-W2) was higher than the market price of the Company's ordinary share.

## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

#### 22. Segment information

The Group is organised into business units based on its products and services. During the current period, the Group have not changed the organisation of their reportable segments.

The following tables present revenue and profit information regarding the Group's operating segments for the three-month and six-month periods ended 30 June 2023 and 2022.

	For the three-month period ended 30 June							
	Development service		Distribute of electricity		Adjustments and elimination		Consolidated financial statements	
	2023	2022	2023	2022	2023	2022	2023	2022
	<i>(in thousand Baht)</i>							
Revenue from Sales and services	13,534	13,656	4,628	4,395	(99)	(143)	18,063	17,908
Costs of Sales and services	(3,057)	(3,858)	(1,541)	(1,538)	-	750	(4,598)	(4,646)
Gross profit	10,477	9,798	3,087	2,857	(99)	607	13,465	13,262
Other income							322	196
Selling and service expenses							(42)	(72)
Administrative expenses							(6,034)	(5,412)
Loss on exchange rate							(414)	(10)
Share of profit (loss) of associate from using equity method							(482)	759
Finance cost							(685)	(597)
Income tax expenses							(1,029)	(944)
Profit for the period							5,101	7,182

	For the six-month period ended 30 June							
	Development service		Distribute of electricity		Adjustments and elimination		Consolidated financial statements	
	2023	2022	2023	2022	2023	2022	2023	2022
	<i>(in thousand Baht)</i>							
Revenue from Sales and services	27,113	34,658	9,268	9,078	(242)	(4,605)	36,139	39,131
Costs of Sales and services	(6,928)	(8,120)	(3,063)	(3,063)	617	909	(9,374)	(10,274)
Gross profit	20,185	26,538	6,205	6,015	375	(3,696)	26,765	28,857
Gain on sales of investment in indirect subsidiaries							-	51,327
Profit (loss) on exchange rate							161	(1,062)
Other income							457	415
Selling and service expenses							(83)	(113)
Administrative expenses							(10,970)	(14,183)
Share of profit (loss) of associate from using equity method							(1,034)	759
Finance cost							(1,338)	(1,247)
Income tax expenses							(1,986)	(1,959)
Non-controlling interests of the subsidiaries							-	(1)
Profit for the period							11,972	62,793

# SAAM Development Public Company Limited and its subsidiaries

## Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

### 23. Financial instruments

#### 23.1 Interest rate risk

The Group exposure to interest rate risk relates primarily to its cash at banks and borrowings. Most of the financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

#### 23.2 Foreign currency risk

The Group exposure to foreign currency risk arises mainly from services, loans and purchases of equipment that are denominated in foreign currencies.

As at 30 June 2023 and 31 December 2022, the balances of financial assets denominated in foreign currencies are summarised below.

Foreign currency	Consolidated financial statements		Separate financial statements		Exchange rate as at	
	30 June 2023	31 December 2022	30 June 2023	31 December 2022	30 June 2023	31 December 2022
	<i>(in million)</i>				<i>(Baht per 1 foreign currency unit)</i>	
<b>Financial assets</b>						
US dollar	0.7	0.7	-	-	35.4297	34.3913
Yen	-	-	71.4	70.1	0.2427	0.2573
<b>Financial liabilities</b>						
Yen	-	-	6.5	1.4	0.2494	0.2645

#### 23.3 Fair value of financial instruments

Since the majority of the Group's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair values are not expected to be materially different from the amounts presented in the statements of financial position.

# SAAM Development Public Company Limited and its subsidiaries

## Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

### 24. Commitments and contingencies

The Group have commitments and contingent liabilities other than those disclosed in other notes as follows:

#### 24.1 Capital commitments

On 12 May 2015, SAAM Solar Power Two Co., Ltd., a subsidiary company, entered into 25-year power purchase agreement with a government unit with respect to the purchase of solar power generated by the ground-mount solar plant located in Amphur Deelung, Lopburi province which to commence commercial electricity sale by 31 December 2015.

Subsequently on 21 May 2015, an event of force majeure occurred, causing the subsidiary company to relocate the solar power plant to Phetchaburi province. The committee of the government unit agreed that it was a force majeure event, but they did not approve the relocation of the solar power plant. As a result, the subsidiary failed to commence commercial electricity sales by the specified date. The government unit then sent a letter to the subsidiary, notifying its intention to cancel the power purchase agreement. However, during the year 2015, the subsidiary had entered into many following agreements to set up this solar power plant.

##### a) A solar power plant construction contract

The subsidiary company entered into a solar power plant construction contract with a company to comply with a condition stipulated in the power purchase agreement at a total cost Baht 27.6 million. As at 30 June 2023, the subsidiary partially paid for the construction cost to that company amounting to Baht 4.8 million (31 December 2022: Baht 4.8 million). The subsidiary presented this construction cost under "Construction in progress" amounting to Baht 3.5 million (31 December 2022: Baht 3.5 million) and "Deposit for equipment" amounting to Baht 1.3 million (31 December 2022: Baht 1.3 million) in the consolidated statement of financial position. The subsidiary had remaining commitments in respect of the solar power plant construction contract by the completed milestone totaling Baht 22.8 million (31 December 2022: Baht 22.8 million).

##### b) Equipment supply contract

The subsidiary company entered into Main Equipment Supply contract with a foreign company for the main equipment related to the construction of the solar power plant at a total cost USD 2.8 million. As at 30 June 2023, the subsidiary company paid for a deposit for the equipment to that company amounting to USD 0.7 million or equivalent to Baht 25.7 million (31 December 2022: Baht 24.9 million). The subsidiary company presented this deposit for main equipment under "Deposit for equipment" in the consolidated statement of financial position. The subsidiary company had remaining commitments in respect of the Main Equipment Supply contract by the completed milestone totaling USD 2.1 million (31 December 2022: USD 2.1 million).

## **SAAM Development Public Company Limited and its subsidiaries**

### **Notes to the condensed interim financial statements**

#### **For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)**

Regarding the above mentioned occurrence of force majeure and commitments, on 28 July 2016, the subsidiary company filed a lawsuit against the government unit and other two units with the Central Administrative Court, seeking either the enforcement of the power purchase agreement or the compensation for damages arising upon related commitments under agreements.

Subsequently on 25 September 2019, the Central Administrative Court pronounced a verdict to dismiss the lawsuit. The Group's management is of the opinion that this lawsuit has not been finalized and the subsidiary has a right to file an appeal with the Supreme Administrative Court against the verdict of the Central Administrative Court within the applicable limitation of legal terms. Therefore, on 25 October 2019, the subsidiary company lodged an appeal against the Central Administrative Court's verdict with the Supreme Administrative Court.

However, during the year ended 31 December 2019, the Group's management proceeded to set up a provision for impairment of power plant under construction totaling Baht 4.6 million which was presented as "Asset under construction" under Property, plant and equipment.

Currently, the lawsuit is under consideration of the Supreme Administrative Court. The Group's management considered an opinion of the Company's legal counsel, the commitments under the agreements and consequences from terminating related contracts early and believed that the deposits for the main equipment are valuable until the litigation process is finalized. In addition, in case of early termination of the Main Equipment Supply contract, the subsidiary has the right to receive a full refund. Therefore, as at 30 June 2023, the Group's management decided not to set up a provision for impairment of these assets in the consolidated financial statements.

#### **24.2 Commitment for sell and purchase of land agreement**

SAAM Three Co., Ltd., a subsidiary company, entered into an agreement to sell and to purchase land with a third party who was an owner of the land where the solar power plant of SAAM Solar Power Two Co., Ltd. will be located in, which currently the lawsuit has not been finalised as mentioned in Note 24.1. This causes the sell and purchase of land agreement has been postponed. To maintain the rights under the sell and purchase agreement, the subsidiary agreed to pay to the land owner the rental amounting to Baht 0.3 million per year as a compensation until the lawsuit is finalised (31 December 2022: Baht 0.3 million). Under the sell and purchase of land agreement, the subsidiary is obligated to purchase the land at a total cost of Baht 14.6 million (31 December 2022: Baht 14.6 million).

#### **24.3 Operating lease commitment**

The Company entered into a three-year agreement with respect to equipment rental and related facility service for the Group operation. This agreement will expire in January 2026. The Company is obliged to pay a monthly rental and service fee of approximately Baht 3,500 (31 December 2022: Baht 3,500).

## SAAM Development Public Company Limited and its subsidiaries

### Notes to the condensed interim financial statements

For the three-month and six-month periods ended 30 June 2023 (Unaudited but reviewed)

#### 24.4 Service commitment

The Company entered into a long-term agreement with a third party for land and solar power plant management in Phetchaburi province. This agreement will expire in 2030. The Company is obliged to pay a yearly service fee totaling approximately Baht 0.17 million (31 December 2022: Baht 0.17 million).

The Company entered into a long-term agreement with a third party for providing rental management services. This agreement will expire in 2025. The Company is obliged to pay a monthly service fee totaling approximately Baht 0.05 million (31 December 2022: Baht 0.05 million).

The Company entered into the royalty agreement with subsidiary to manage Biomass Energy Projects in Japan. This agreement has 1 year duration and shall be automatically renewed until cancelled by each party. The Company is obliged to pay a quarterly service fee totaling Yen 1.17 million.

#### 24.5 Other Commitment

	Consolidated financial statements	
	30 June 2023	31 December 2022
	<i>(in thousand Baht)</i>	
<b>Capital commitments</b>		
Game production agreement with unrelated party	5,850	5,850
<b>Total</b>	<b>5,850</b>	<b>5,850</b>

#### 25. Approval of financial statements

These interim financial statements were authorised for issue by the Company's authorised director on 11 August 2023.