

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

THAILAND

INTERIM FINANCIAL STATEMENTS
FOR THE THREE - MONTH AND SIX - MONTH PERIOD ENDED JUNE 30, 2021
AND
INDEPENDENT AUDITOR'S REPORT ON REVIEW OF INTERIM FINANCIAL
INFORMATION

EXPRESSED IN
THAI BAHT

AGREED AND ACCEPTED

BY :
DATE : Aug 16, 2021

INDEPENDENT AUDITOR'S REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

To The Shareholders and Board of Directors of PP PRIME Public Company Limited

(1) I have reviewed the accompanying consolidated statements of financial position as of June 30, 2021, the related consolidated statements of comprehensive income for the three - month and six - month period ended June 30, 2021, the statement of changes in equity and cash flows for the six - month period ended June 30, 2021, as well as the condensed notes to the consolidated financial statements of PP PRIME Public Company Limited and its subsidiaries, and I have also reviewed the separate financial information for the same period of PP PRIME Public Company Limited. Management is responsible for the preparation and presentation of this interim financial information in accordance with 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

(2) Except for the matters discussed in the next paragraph, I conducted my reviews in accordance with 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 auditing standards 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.

Basis for Qualified Conclusion

(3) Binding of the Geothermal Power Plant Sales Agreement in Japan

Refer to Note 25 to the consolidated interim financial statements, on June 21, 2018, the subsidiary entered into a Memorandum of Understanding (MOU) with the first buyer in the sell agreement of 15 geothermal power plants in Japan at a price of Yen 320 million per plant, a total of Yen 4,800 million. with the subsidiary receiving a deposit of Yen 200 million and the remaining Yen 4,600 million. Buyers will pay within February 2019.

On February 21, 2019, the first buyer transferred the rights and obligations under the Memorandum of Understanding (MOU) to the second buyer (which has common director with a subsidiary who sells the property until March 31, 2019) and extended for June 30, 2019.

On February 25, 2019, a subsidiary and the second buyer has entered into agreements, with an agreement that the second buyer will pay second deposit of Yen 400 million and transfer share of 25 percent of the second buyer company to the subsidiary company by March 15, 2019 and the subsidiary company will transfer the ownership of four power plants (part of the 15 plants) to the second buyer within 15 days from receipt of payment.

On April 5, 2019, a subsidiary enters into sell agreement of four geothermal power plants (part of the 15 plants) that consisted of P-Power (2 locations) and Lena - 1 (2 locations) with second buyer value Yen 800 million. Buyer will pay Yen 400 million within 2 weeks after contract signing and Yen 400 million within 1 year after contract signing. With the addition memorandum that second buyer could terminate the sell agreement of four geothermal power plants if the contract is not approved by the Company board of directors. However, until present there is no approval resolution of the board of directors.

On April 11, 2019, the subsidiary received Yen 400 million from the second buyer.

The subsidiary received toalling of Yen 600 million (Baht 165.56 million) and recorded as other current liability.

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BY :
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On July 23, 2019, the subsidiary received an order from the second buyer to transfer Yen 16.96 million (approximately Baht 4.75 million) to two companies which are creditors of second buyer. A subsidiary paid according to the order and recorded as other current asset.

According to the minute of board of director meeting No. 22/2019 on December 23, 2019, the company requested the second buyer pay the remaining amount of Yen 4,200 million to the subsidiary within January 31, 2020, informed second buyer that if they do not pay, the company will terminate the sell agreement and forfeit the deposit of Yen 600 million, and to seek new investor, to improve production effectiveness, and acknowledged the unpermitted contract approval of a subsidiary in Japan. A Japanese legal advisor suggested the company that by Japanese law it has to prove the true intention of the contract approval. If it did not present a true intention, this contract becomes invalid. If the company could prove that the first director approved the contract instead of second director, this contract is not binding the subsidiary.

On December 25, 2019 the company issued notice to the second buyer to pay the remaining balance, and confirmed the sell value of Yen 320 million per each geothermal power plant, and rejected proposal from second buyer to purchase four geothermal power plant at Yen 200 million per plant. The notice requested the second buyer to pay the remaining balance of the Memorandum of Understanding (MOU) dated June 21, 2018 of Yen 4,200 million within January 31, 2020 otherwise the company will terminate to sell agreement and forfeit the deposit.

According to the minute of board of director meeting No. 1/2020 on February 5, 2020, the company acknowledged the progress of sell agreement of 15 geothermal power plants, at present the second buyer did not pay the remaining balance to the company, therefore the management will consult with legal council to forfeit the deposit of Yen 600 million.

On July 17, 2020, the subsidiary received "Summons for report on first day of announcement and letter of request for response letter" from second buyer. It demanded that a subsidiary pay a second buyer of Yen 40,540,542 with accrued interest at the interest rate of 3 percent per annum from May 2, 2020 until the payment is complete and included all litigation costs. "Summons for report on first day of announcement and letter of request for response letter" required the subsidiary to submit the testimony on August 27, 2020.

On August 6, 2020, the subsidiary received two "Temporary seizure orders" from the Tokyo District Court in Japan, which can be summarized as follows:

Issue 1 states that the second buyer, is appropriate and request the second buyer to provide security of Yen 300,000. Temporary seizure of two lands in the subsidiary has been decided. If the subsidiary deposit Yen 1,404,131, The subsidiary can request suspension of execution or cancellation of the execution disposition.

Issue 2 states that the second buyer, is appropriate and request the second buyer to provide security of Yen 7,900,000. Temporary seizure of electricity revenue generated from the subsidiary Binary plant from July 17, 2020 to July 16, 2021 has been decided. If the subsidiary deposit Yen 39,433,306, the subsidiary can request suspension of execution or cancellation of the execution disposition.

On August 27, 2020, the directors and executives of the subsidiary reported themselves on first announcement, which the subsidiary appointed a lawyer on that date. And the subsidiary has already clarified the information to the court on October 6, 2020 and November 5, 2020.

On December 24, 2020, the second buyer and the subsidiary reported to the court on time, which the second buyer will ask for another addition. The Court therefore required a second buyer to submit an objection to the testimony by February 5, 2021, with the fourth hearing scheduled for February 15, 2021.

On February 15, 2021, the subsidiary and the second buyer have submitted the court proceedings and clarified the information to the court. with the fourth hearing scheduled for fifth hearing on April 13, 2021.

On April 13, 2021, the subsidiary and the second buyer have submitted the court proceedings and clarified the information to the court. with the next hearing scheduled on June 8, 2021.

On June 8, 2021, an off set expenses amount of Yen 40.50 million has been added, with the next hearing scheduled on July 26, 2021.

On July 26, 2021, the second buyer did not file a dispute due to it is in the process of negotiating the settlement, with the next hearing scheduled on September 17, 2021.

The management of the Company examination of the above lawsuit found that the Company used to ask for opinions from 2 legal advisors regarding the case. The aforementioned legal advisors agree that the asset purchase agreement dated April 5, 2019 will not be binding on the subsidiary. If the former 2nd director of the subsidiary is not a sign of the contract and there will be no binding on the second subsidiary.

The management of the Company considers that the story in the case does not contain information that differs from the information provided to both law firms. Therefore, the management's opinion remains that the contract dated April 5, 2019, which the second buyer claims is there will be no binding on the subsidiary.

On August 6, 2021, I received the report from the auditor of the subsidiary. The auditor did not make a conclusion on the financial statements of the said subsidiary as of June 30, 2021, because they were unable to find satisfactory audit evidence of the Power Plant Sale Agreement dated April 5, 2019 due to the binding of the geothermal power plant sales agreement of the subsidiary in Japan there is uncertainty and is not yet final.

As mentioned above, the auditors of the subsidiary in Japan have not been able to find sufficient evidence to draw conclusions on such matters and so far the above matters have not been finalised. Therefore, I cannot find sufficiently appropriate auditing evidence regarding the binding of the above contracts. As a result, I cannot conclude that any adjustments that are required to be adjusted due to the binding of such contracts may affect the financial statements, which are constrained by circumstances.

(4) Binding of the advance payment agreement for the construction of geothermal power plants.

Refer to Note 18 to the consolidated interim financial statements, on December 13, 2017, the Board of Directors' meeting of the Company passed a resolution to invest in 9 geothermal power plants in Japan. The total project value is 2,700 million Yen (Baht 786 million). As of December 31, 2018, a subsidiary paid a deposit for 2 power plants amounting to Yen 103 million.

According to the resolution of the Board of Directors' Meeting No.3/2020 held on March 20, 2020, it resolved to set up an allowance for the expected credit loss for the whole amount. the management of the Company has assessed the opportunity to receive the reimbursement from the transaction. It is likely to be difficult. Therefore, we decided to record the allowance for the expected credit loss for the transaction in the amount of Baht 28 million in the 2019 financial statements.

On August 6, 2021, I received the report from the auditor of the subsidiary. The auditor did not make a conclusion on the financial statements of the said subsidiary as of June 30, 2021. As the auditor reported that on November 27, 2017, the said subsidiary has entered into 2 land property transfer agreements located in Oasa-Tsurumi, Beppu City, Oita Prefecture, Japan with first private company. However, the first private company has transferred both of the land to the second private company, although the first private company is responsible for transferring these land to such subsidiary. The total asset transfer price is Yen 300,000,000, which the said subsidiary has paid to a private company in the amount of Yen 50,000,000. Subsequently, on May 26, 2020, the subsidiary took legal action regarding the transfer of ownership of the two such land to a second private company and claiming Yen 1,000,000 from the first private company. The auditors of the said subsidiary could not find sufficient audit evidence for a property transfer agreement dated November 27, 2017. The consequences of the land transfer agreement in Japan are uncertain and unconvulsive. Therefore, we do not find sufficient evidence of proper investigation regarding the binding of the above contracts.

Therefore, I cannot conclude that there are any adjustment that are required to be adjusted due to the binding of such contracts that may have an impact on the financial statements. Which is limited by circumstances.

Qualified conclusion

(5) Except for any adjustments that might be required as a result of the matters discussed in the Basis for Qualified Conclusion paragraph, based on my reviews, 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 Accounting Standard 34, "Interim Financial Reporting".

Emphasis of matter

Without expressing a qualified conclusion on the aforementioned interim financial information, I draw attention to the following notes to the interim financial statements:

(6) Material Uncertainty Related to Going Concern

I draw attention to Note 1.2 to the consolidated interim financial statements, as of June 30, 2021, the group has current liabilities exceeds current assets amounting to Baht 568 million (the company Baht 846 million), and the group of the company had continuous operating loss. Situation and circumstance indicated the material uncertainty exists that may cast significant doubt on the Group of company ability to continue as a going concern.

Other matter

(7.1) The consolidated interim financial statement of PP PRIME Public Company Limited and its subsidiaries and the interim separate financial statement of PP PRIME Public Company Limited for the three - month and six - month period ended June 30, 2020 presented herein for comparison, were reviewed by another auditor, in accordance with Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" and he drew a qualified conclusion about binding force of sales contract of thermal power plant in Japan and emphasis of matter about material uncertainty relating to going concern, transactions with related parties, change in accounting policy for subsequent valuation of investment property and the impact of the COVID-19 under his report dated August 14, 2020.

(7.2) The consolidated statement of financial position of PP PRIME Public Company Limited and its subsidiaries and the separate statement of financial position of PP PRIME Public Company Limited as of December 31, 2020, presented herein for comparison, have been derived from such financial statements, which audited by another auditor and reported in accordance with Standards on Auditing and expressed a qualified opinion about binding of the geothermal power plant sales agreement in Japan and binding of the advance payment agreement for the construction of geothermal power plants and draw attention about material uncertainty relating to going concern of the Group on her report dated March 1, 2021. I have not performed any other audit procedures subsequent such report date.

(DARANEE SOMKAMNERD)
Certified Public Accountant
Registration No. 5007

A.M.T. & ASSOCIATES
Bangkok, Thailand
August 16, 2021

AGREED AND ACCEPTED

BY :
DATE : Aug 16, 2021

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

JUNE 30, 2021

		(Unit : Thousand Baht)			
		Consolidated financial statements		Separate financial statements	
		As at	As at	As at	As at
Note		June 30, 2021	December 31, 2020	June 30, 2021	December 31, 2020
		(UNAUDITED BUT REVIEWED)	(AUDITED)	(UNAUDITED BUT REVIEWED)	(AUDITED)
Assets					
Current assets					
	Cash and cash equivalents	115,628	38,392	78,953	30,317
	Trade and other current receivables - net	3, 4 137,936	193,114	19,164	114,535
	Short - term loans	3 -	-	-	-
	Inventories	5 73,205	78,918	746	11,337
	Other current financial assets	6 12	12	12	12
	Other current assets	9,753	15,029	1,701	3,048
	Assets held for sales - net	7 139,436	-	139,436	-
	Total current assets	475,970	325,465	240,012	159,249
Non - current assets					
	Other non - current financial assets	8 3,450	3,450	3,450	3,450
	Investments in subsidiaries and associates	9 -	-	1,472,613	1,472,613
	Trade and other non - current receivables	4 -	-	-	-
	Long - term loans	3, 10 -	-	172,570	168,014
	Investment property under the fair value method	11 103,978	134,650	103,978	134,650
	Property, plant and equipment				
	Land Revaluation	12 331,959	430,417	1,917	100,368
	Plant and machine	13 518,512	564,784	3,184	12,291
	Property, plant and equipment not used in operations	14 249,641	264,807	648	3,365
	Right-of-use assets	15 22,985	23,775	22,985	23,775
	Other intangible assets	16 7,522	8,499	42	75
	Deferred tax assets	27 53,656	57,705	47,882	57,705
	Non - current non - cash assets pledged as collateral	17 101,341	46,127	101,341	46,127
	Other non - current assets				
	Restricted bank deposits	7,980	17,980	202	202
	Advances payment	18 -	-	-	-
	Other	9,056	11,982	3,327	6,244
	Total other non - current assets	17,036	29,962	3,529	6,446
	Total non - current assets	1,410,080	1,564,176	1,934,139	2,028,879
	Total assets	1,886,050	1,889,641	2,174,151	2,188,128

AGREED AND ACCEPTED
The accompanying notes to interim financial statements

BY : are an integral part of these interim financial statements.
DATE : Aug 16, 2021

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION (CONTINUED)

JUNE 30, 2021

(Unit : Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		As at	As at	As at	As at
		June 30, 2021	December 31, 2020	June 30, 2021	December 31, 2020
		(UNAUDITED BUT REVIEWED)	(AUDITED)	(UNAUDITED BUT REVIEWED)	(AUDITED)
Liabilities and shareholders' equity					
Current liabilities					
Bank overdraft and short-term borrowings					
from financial institutions	19	50,000	84,301	50,000	60,000
Trade and other current payables	3, 20	234,327	245,053	457,891	576,428
Short - term loans	3, 21	34,790	10,291	47,000	10,000
Current portion of long - term liabilities	22	493,384	525,838	492,585	525,474
Current portion of finance lease liabilities	23	44	568	44	568
Current portion of debenture	24	37,760	632,232	37,760	632,232
Current income tax payable		15,001	15,291	-	-
Other current liabilities	25	178,631	178,245	1,205	1,029
Total current liabilities		1,043,937	1,691,819	1,086,485	1,805,731
Non - current liabilities					
Long - term loans	22	10,812	11,264	-	-
Liabilities under lease agreements	23	-	-	-	-
Debenture	24	592,240	-	592,240	-
Deferred tax liabilities	27	71,136	76,979	22,334	28,285
Non - current provisions for employee benefits		38,223	35,722	18,554	17,218
Other non - current liabilities		799	798	799	799
Total non - current liabilities		713,210	124,763	633,927	46,302
Total liabilities		1,757,147	1,816,582	1,720,412	1,852,033

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DATE : Aug 16, 2021

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION (CONTINUED)

JUNE 30, 2021

		(Unit : Thousand Baht)			
		Consolidated financial statements		Separate financial statements	
		As at	As at	As at	As at
Note		June 30, 2021	December 31, 2020	June 30, 2021	December 31, 2020
		(UNAUDITED BUT REVIEWED)	(AUDITED)	(UNAUDITED BUT REVIEWED)	(AUDITED)
Shareholders' equity					
Share capital					
	Authorized share capital	28			
	Registered 2,585,942,424 ordinary shares of Baht 1 each				
	As of June 30, 2021 and	<u>2,585,942</u>		<u>2,585,942</u>	
	Registered 916,901,123 ordinary shares of Baht 1 each				
	As of December 31, 2020		<u>916,901</u>		<u>916,901</u>
Issued and paid share capital					
	Registered 2,064,199,428 ordinary shares of Baht 1 each				
	As of June 30, 2021 and	2,064,200		2,064,200	
	Registered 688,066,476 ordinary shares of Baht 1 each				
	As of December 31, 2020		688,067		688,067
	Premium (Discount) on share capital	(625,978)	612,680	(625,978)	612,680
	Capital reserve for share-based payment transactions	41,479	41,479	41,479	41,479
Retained earnings (Deficit)					
	Appropriated - Legal reserve	56,845	56,845	56,845	56,845
	Unappropriated	(1,558,811)	(1,458,483)	(1,129,321)	(1,065,319)
	Other components of shareholders' equity	<u>151,168</u>	<u>132,471</u>	<u>46,514</u>	<u>2,343</u>
	Total shareholders' equity	<u>128,903</u>	<u>73,059</u>	<u>453,739</u>	<u>336,095</u>
	Total liabilities and shareholders' equity	<u>1,886,050</u>	<u>1,889,641</u>	<u>2,174,151</u>	<u>2,188,128</u>

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The accompanying notes to interim financial statements

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DATE : Aug 16, 2021

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENT OF COMPREHENSIVE INCOME
FOR THE THREE - MONTH PERIOD ENDED JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

(Unit : Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		For the three - month period ended June 30,		For the three - month period ended June 30,	
		2021	2020	2021	2020
Revenues					
Revenues from sales		169,678	402,701	295	327,574
Interest income		8	133	232	214
Other income					
Gain on investments in securities		15,929	8	15,929	8
Profit on foreign exchange		16,359	-	-	25,513
Reversed allowance of impairment on advance payment for Riverside project		-	1,498	-	1,498
Other		4,204	6,963	6,520	10,561
Total revenues		206,178	411,303	22,976	365,368
Expenses					
Cost of sale					
- Cost of goods sold		172,068	351,607	835	282,586
- Idle cost		1,523	-	-	-
Total Cost of sale		173,591	351,607	835	282,586
Cost of distributions		8,479	18,223	8,479	18,223
Administrative expenses		36,113	53,673	18,977	31,104
Other expenses					
Loss on foreign exchange		-	9,447	11,650	-
Total expenses		218,183	432,950	39,941	331,913
Profit (loss) from operating activities		(12,005)	(21,647)	(16,965)	33,455
Finance costs		18,808	21,211	18,563	20,769
Impairment loss (impairment gain and reversal of impairment loss)					
determined in accordance with TFRS 9	4	(3,197)	8,217	(3,171)	8,195
Share of loss from investments in associates	9	-	-	-	-
Profit (loss) before income tax expenses		(27,616)	(51,075)	(32,357)	4,491
Tax expenses (tax income)	27	(2,564)	(4,123)	(5,264)	(2,159)
Profit (loss) for the period		(25,052)	(46,952)	(27,093)	6,650
Other comprehensive income :					
Other comprehensive income to be reclassified to profit or loss in subsequent period :					
Exchange differences on translation of financial statements in foreign currency		(19,453)	(2,190)	-	-
Other comprehensive income that will not be reclassified to profit or loss in subsequent period :					
Gain (losses) on investment in equity designated at fair value through other comprehensive income		34,877	(15,088)	34,877	(15,088)
Other comprehensive income (expense) for the period		15,424	(17,278)	34,877	(15,088)
Total comprehensive income (expense) for the period		(9,628)	(64,230)	7,784	(8,438)
Earning (Loss) per share (Baht: Shares)	30	(0.04)	(0.07)	(0.04)	0.01

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The accompanying notes to interim financial statements

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DATE : Aug 16, 2021

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENT OF COMPREHENSIVE INCOME
FOR THE SIX - MONTH PERIOD ENDED JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

(Unit : Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		For the six - month period ended June 30,		For the six - month period ended June 30,	
		2021	2020	2021	2020
Revenues					
Revenues from sales		313,660	830,619	26,041	686,686
Interest income		18	669	451	616
Other income					
Gain on investments in securities		15,929	-	15,929	-
Profit on foreign exchange		26,126	10,558	1,764	-
Reversed allowance of impairment on advance payment for Riverside project		-	1,484	-	1,484
Others		7,551	11,446	13,294	20,399
Total revenues		363,284	854,776	57,479	709,185
Expenses					
Cost of sale					
- Cost of goods sold		315,235	703,143	21,881	591,134
- Idle cost		11,972	-	-	-
Total Cost of sale		327,207	703,143	21,881	591,134
Cost of distributions		19,256	38,860	19,256	38,861
Administrative expenses		79,203	97,628	44,169	55,785
Other expenses					
Loss on investment in securities		-	13	-	13
Loss on foreign exchange		-	-	-	20,889
Total expenses		425,666	839,644	85,306	706,682
Profit (loss) from operating activities		(62,382)	15,132	(27,827)	2,503
Finance costs		39,029	45,430	38,407	44,101
Impairment loss (impairmen gain and reversal of impairment loss) determined in accordance with TFRS 9	4	4,734	21,832	4,765	21,782
Share of loss from investments in associates	9	-	-	-	-
Profit (loss) before income tax expenses		(106,145)	(52,130)	(70,999)	(63,380)
Tax expenses (tax income)	27	(5,817)	831	(6,997)	(11,803)
Profit (loss) for the period		(100,328)	(52,961)	(64,002)	(51,577)
Other comprehensive income :					
Other comprehensive income to be reclassified to profit or loss in subsequent period :					
Exchange differences on translation of financial statements in foreign currency		(25,474)	(1,164)	-	-
Other comprehensive income that will not be reclassified to profit or loss in subsequent period :					
Gain (losses) on investment in equity designated at fair value through other comprehensive income		44,171	(30,064)	44,171	(30,064)
Other comprehensive income (expense) for the period		18,697	(31,228)	44,171	(30,064)
Total comprehensive income (expense) for the period		(81,631)	(84,189)	(19,831)	(81,641)
Earning (Loss) per share (Baht: Shares)	30	(0.14)	(0.08)	(0.09)	(0.08)

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The accompanying notes to interim financial statements

BY : are an integral part of these interim financial statements.
DATE : Aug 16, 2021

PRELIMINARY DRAFT BE RETURNED TO A.M.T & ASSOCIATES
AND NOT TO BE REPRODUCED IN ANY FORM WITHOUT THEIR PERMISSION

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE SIX - MONTH PERIOD ENDED JUNE 30, 2021

(UNAUDITED

BUT REVIEWED)

(Unit : Thousand Baht)

Consolidated financial statements											
Equity attributable to owners of the Company											
	Note	Issued and fully paid - up share capital	Premium (Discount) on share capital	Capital reserve for share - based payment transactions	Retained earnings (Deficit)		Exchange differences on translation of financial statements in foreign currency	Other components of shareholders' equity			Total shareholders' equity
					Appropriated	Unappropriated		Other comprehensive income		Total other components of shareholders' equity	
								Gain (losses) on investment in equity designated at fair through other comprehensive income	Surplus from revaluation of fixed assets		
Balance as at January 1, 2021		688,067	612,680	41,479	56,845	(1,458,483)	(64,649)	(67,826)	264,946	132,471	73,059
Changes in shareholders' equity :											
Issue of ordinary shares	28	1,376,133	(1,238,658)	-	-	-	-	-	-	-	137,475
Total comprehensive income (expense) for the period		-	-	-	-	(100,328)	(25,474)	44,171	-	18,697	(81,631)
Transfer to retained earnings (loss)		-	-	-	-	-	-	-	-	-	-
Balance as at June 30, 2021		<u>2,064,200</u>	<u>(625,978)</u>	<u>41,479</u>	<u>56,845</u>	<u>(1,558,811)</u>	<u>(90,123)</u>	<u>(23,655)</u>	<u>264,946</u>	<u>151,168</u>	<u>128,903</u>
Balance as at January 1, 2020		688,067	612,680	41,479	56,845	(1,087,411)	(64,204)	(68,252)	264,946	132,490	444,150
Changes in shareholders' equity :											
Total comprehensive income (expense) for the period		-	-	-	-	(52,961)	(1,164)	(30,064)	-	(31,228)	(84,189)
Transfer to retained earnings (loss)		-	-	-	-	(38,714)	-	38,714	-	38,714	-
Balance as at June 30, 2020		<u>688,067</u>	<u>612,680</u>	<u>41,479</u>	<u>56,845</u>	<u>(1,179,086)</u>	<u>(65,368)</u>	<u>(59,602)</u>	<u>264,946</u>	<u>139,976</u>	<u>359,961</u>

AGREED AND ACCEPTED

The accompanying notes to interim financial statements

BY : are an integral part of these interim financial statements.
DATE : Aug 16, 2021

PRELIMINARY DRAFT BE RETURNED TO A.M.T & ASSOCIATES
AND NOT TO BE REPRODUCED IN ANY FORM WITHOUT THEIR PERMISSION

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

(UNAUDITED

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (CONTINUED)

BUT REVIEWED)

FOR THE SIX - MONTH PERIOD ENDED JUNE 30, 2021

(Unit : Thousand Baht)

Separate financial statements										
Other components of shareholders' equity										
Other comprehensive										
income										
Gain (losses) on										
investment in equity										
designated at fair										
Surplus										
Total other										
Total										
	Capital reserve	Issued and fully	Premium	for share - based	Retained earnings (Deficit)		through other	Surplus	Total other	Total
	payment	paid - up	(Discount)	transactions	Appropriated	Unappropriated	comprehensive income	from revaluation	components of	shareholders' equity
Note	share capital	on share capital	on share capital	transactions	Appropriated	Unappropriated	comprehensive income	of fixed assets	shareholders' equity	shareholders' equity
Balance as at January 1, 2021		688,067	612,680	41,479	56,845	(1,065,319)	(67,826)	70,169	2,343	336,095
Changes in shareholders' equity :										
Issue of ordinary shares	28	1,376,133	(1,238,658)	-	-	-	-	-	-	137,475
Total comprehensive income (expense) for the period		-	-	-	-	(64,002)	44,171	-	44,171	(19,831)
Transfer to retained earnings (loss)		-	-	-	-	-	-	-	-	-
Balance as at June 30, 2021		<u>2,064,200</u>	<u>(625,978)</u>	<u>41,479</u>	<u>56,845</u>	<u>(1,129,321)</u>	<u>(23,655)</u>	<u>70,169</u>	<u>46,514</u>	<u>453,739</u>
Balance as at January 1, 2020		688,067	612,680	41,479	56,845	(701,278)	(68,252)	70,169	1,917	699,710
Changes in shareholders' equity :										
Total comprehensive income (expense) for the period		-	-	-	-	(51,577)	(30,064)	-	(30,064)	(81,641)
Transfer to retained earnings (loss)		-	-	-	-	(35,916)	35,916	-	35,916	-
Balance as at June 30, 2020		<u>688,067</u>	<u>612,680</u>	<u>41,479</u>	<u>56,845</u>	<u>(788,771)</u>	<u>(62,400)</u>	<u>70,169</u>	<u>7,769</u>	<u>618,069</u>

AGREED AND ACCEPTED

The accompanying notes to interim financial statements

BY : are an integral part of these interim financial statements.
DATE : Aug 16, 2021

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

(UNAUDITED

CASH FLOWS STATEMENTS

BUT REVIEWED)

FOR THE SIX - MONTH PERIOD ENDED JUNE 30, 2021

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	For the six - month period ended June 30,		For the six - month period ended June 30,	
	2021	2020	2021	2020
Cash flows from operating activities				
Profit (loss) before income tax expenses	(106,145)	(52,130)	(70,999)	(63,380)
Adjustments to reconcile profit (loss) to cash received (paid)				
Adjusted financial costs	39,029	45,430	38,407	44,101
Adjusted trade accounts and other current receivables (increase) decrease	46,956	(7,114)	87,552	75,529
Adjusted inventories (increase) decrease	5,557	81,785	10,591	31,466
Adjusted other assets (increase) decrease	8,202	823	4,264	488
Adjusted trade accounts and other current payable increase (decrease)	(17,734)	93,321	(126,197)	85,584
Adjusted other liabilities increase (decrease)	387	3,041	176	(3,161)
Depreciation and amortization	52,411	57,882	2,334	2,801
Adjusted provisions for employee benefits (reversal)	2,501	2,455	1,336	1,221
Adjusted gain on investments in securities	(15,929)	-	(15,929)	-
Adjusted unrealised on exchange loss (gain)	(859)	(10,558)	(842)	20,889
Adjusted bad debts and doubtful accounts	8,233	21,833	8,264	21,782
Adjustment for loss (profit) from fair value adjustment	-	1	-	1
Adjusted other reconcile profit (loss)				
- Loss (gain) on sales of available for sale securities	-	2	-	2
- Loss (gain) on sales of property, plant and equipment	(13)	-	-	-
- Reduce cost of inventories to net realisable value	156	774	-	411
- Reversed allowance of impairment on advance payment for Riverside project	-	(1,484)	-	(1,484)
- Loss from dissolution of subsidiaries	-	-	-	33
- Interest income	(18)	(669)	(451)	(616)
Total adjustment to reconcile profit (loss)	128,879	287,522	9,505	279,047
Net cash provided by (used in) operating activities	22,734	235,392	(61,494)	215,667
Interest expenses	(30,463)	(23,260)	(29,709)	(39,922)
Tax received (paid)	(7,310)	562	(174)	-
Net cash provided by (used in) operating activities	(15,039)	212,694	(91,377)	175,745

AGREED AND ACCEPTED
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DATE : Aug 16, 2021

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

(UNAUDITED

CASH FLOWS STATEMENTS (CONTINUED)

BUT REVIEWED)

FOR THE SIX - MONTH PERIOD ENDED JUNE 30, 2021

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	For the six - month		For the six - month	
	period ended June 30,		period ended June 30,	
	2021	2020	2021	2020
Cash flows from investing activities				
(Increase) decrease in restricted bank deposits	10,000	(12,500)	-	-
Cash received from sales other equity instrument	-	20	-	20
Cash paid for investment property	-	(230)	-	(230)
Cash received from sales property, plant and equipment	13	-	-	-
Cash paid for property, plant and equipment	(477)	(2,409)	-	(200)
Cash paid for payables purchase asset	(590)	-	(70)	-
Cash received from sales investments in securities	20,246	-	20,246	-
Cash paid for investments in securities	(4,317)	-	(4,317)	-
Cash received (paid) from loans to other person or parties	-	-	6,672	(16,092)
Deposit form advance payment for Riverside project	-	1,484	-	1,484
Cash paid for borrowing for related parties	-	-	(11,228)	-
Interest income	7	424	6	511
Net cash provided by (used in) investing activities	24,882	(13,211)	11,309	(14,507)
Cash flows from financing activities				
Cash received from borrowing				
Borrowing from related parties and other parties	27,000	35,000	39,500	35,000
Cash paid for repayment of borrowing :-				
Cash paid for repayment of bill of exchange	(10,000)	(36,000)	(10,000)	(36,000)
Cash paid for debenture	(3,200)	(30,000)	(3,200)	(30,000)
Borrowing from financial institutions	-	(21,277)	-	(21,277)
Long - term borrowing from financial institutions	(32,047)	-	(32,047)	-
Borrowing from related parties and other parties	(2,500)	(5,000)	(2,500)	(5,000)
Cash paid for repayment of liabilities under long - term lease agreements	(524)	(935)	(524)	(935)
Accounts payable - trust receipts increases	-	(43,957)	-	(43,957)
Bank overdrafts increase (decrease)	(24,301)	449	-	-
Proceeds from ordinary shares issued	137,475	-	137,475	-
Net cash provided by (used in) financing activities	91,903	(101,720)	128,704	(102,169)

AGREED AND ACCEPTED
The accompanying notes to interim financial statements

BY : are an integral part of these interim financial statements.
DATE : Aug 16, 2021

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

(UNAUDITED

CASH FLOWS STATEMENTS (CONTINUED)

BUT REVIEWED)

FOR THE SIX - MONTH PERIOD ENDED JUNE 30, 2021

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	For the six - month		For the six - month	
	period ended June 30,		period ended June 30,	
	2021	2020	2021	2020
Net cash and cash equivalents increase (decrease)				
before effect of exchange rate	101,746	97,763	48,636	59,069
Effect of exchange rate to cash and cash equivalents	(24,510)	(36,001)	-	-
Net in cash and cash equivalents increase (decrease)	77,236	61,762	48,636	59,069
Cash and cash equivalents at beginning of the period	38,392	45,537	30,317	17,103
Cash and cash equivalents from discontinued operations at the end of the period	-	-	-	-
Cash and cash equivalents at ending of the period	115,628	107,299	78,953	76,172
Supplemental Disclosure of Cash flows information				
Non - cash items				
Acquisition of assets that have not yet been paid	-	1,577	-	-
Right-of-use assets	-	24,659	-	24,659
Transfer from properties, plant and equipment to assets held for sales	139,436	-	139,436	-

AGREED AND ACCEPTED
The accompanying notes to interim financial statements

BY : are an integral part of these interim financial statements.
DATE : Aug 16, 2021

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

1. GENERAL INFORMATION

1.1 Corporate information

PP PRIME Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. The Company is principally engaged in the distribution of feeds for aquatic animals. The registered office of the Company is at 69/5 Moo 5 Rama 2 Road (Km. 71) Tambol Bangkhantaek, Amphur Muang, Samutsongkhram.

1.2 Going concern

As at June 30, 2021, the Group has current liabilities exceeds current assets amounting to Baht 568 million (the Company of Baht 846 million), and the group of the company had continuous operating loss. Most of current liabilities consisted of promissory notes from financial institution amount of Baht 50 million respectively that mature in third quarters of 2021, and long-term loan from financial institution of Yen 1,675 million (approximately Baht 492 million), due date in first quarters of 2022.

In addition, during the year 2021, the management of the Group performed the operations as follow:

- The Company has plans to dispose of assets and collateral of the debentures, including Investments in securities in type Equity securities, and assets that are not used to operate in order to redeem the debentures and promissory notes from financial institutions and settle its loans from financial institutions and future obligations as they come due.
- During the year 2021, the company held a meeting of debenture holders. The debenture holders resolved to extend the maturity period of the debentures for another 2 years from the original due in 2021 to the maturity of 2023.
- During the year 2021, the company has been extended the repayment period for long-term loans from financial institutions for another one year.
- The Company has been increase share capital as disclosed in note 28 to the consolidated interim financial statement.

These events or circumstances indicate that a material uncertainty exists that may cast significant doubt on the Group’s ability to continue as a going concern. However the management believes that the group will have sufficient fund for operations and future obligations, thus the management of the group believe that the Group has ability to continue as a going concern and using the going concern basis of accounting.

The consolidated and separate financial statements do not include any adjustments to the reclassification or carrying value of assets and liabilities that necessary should if the Group and the Company be unable to continue their operations as going concerns. If the Group and the Company were unable to continue as going concerns, the realizable value of assets may be significantly less than their current carrying value and additional liabilities may be incurred.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

**2. BASIS FOR INTERIM FINANCIAL STATEMENT PREPARATION AND PRINCIPLES OF
INTERIM FINANCIAL STATEMENT CONSOLIDATION**

2.1 Basis for interim financial statements preparation

These interim financial statements are prepared in accordance with Accounting Standards Pronouncement No.34: “Interim financial reporting”, whereby the Company and its subsidiaries chooses to present condensed interim financial statements. However, additional line items are presented in the financial statements to bring them into the full format similar to the annual financial statements.

The interim financial statements are prepared to provide information in addition to those 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 financial statements for the year ended December 31, 2020.

An English language version of the financial statements has been prepared from the statutory financial statements that were issued in Thai language. In case of conflict or difference in understanding, the financial statements in Thai language shall prevail.

2.2 Principles of the interim financial statements consolidation

The consolidated to the interim financial statements have been prepared by including the financial statements of PP PRIME Public Company Limited and its subsidiary and also have been using the same principle of computation as were used in the consolidate statement for the year ended December 31, 2020.

2.3 Coronavirus disease 2019 Pandemic

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

2.4 Adoption of new financial reporting standards

2.4.1 Financial Reporting Standards which are effective in the current period

During the period, the Group has adopted the revised and new financial reporting standards and interpretations which are effective for fiscal years beginning on or after January 1, 2021. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards. The adoption of these financial reporting standards does not have any significant impact on the Group’s financial statements.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

2.4.2 Financial Reporting Standards which are not effective for the current period

During the period, the Federation of Accounting professions has revised TFRS 16 Lease, which is effective for financial statements period beginning on or after January 1, 2022.

The management of the Group has assessed that the TFRS will not material impact on the financial statements when it is applied.

2.5 Significant accounting policies

The interim financial statements are prepared by using the same accounting policies and methods of computation as were used for the financial statements for the year ended December 31, 2020. Except, in the 1st quarter of year 2021, the Group has decided to discontinue application of the Accounting Guidance on Temporary Relief Measures for Accounting Alternatives in Response to the Impact of the COVID-19 Pandemic for all temporary relief measures on accounting alternatives, which the Group had complied in year 2020, due to the expiration of the period of use of relief measures, which the cancellation of the said Accounting Guidance with no significant impact on the Group's financial statements.

2.6 Estimation

When preparing the interim financial statements, management undertake judgments, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgments, estimates and assumptions made by management.

The judgments, estimates and assumptions applied in the interim financial statements, including the key sources of estimation were the same as those applied in the preparation of annual financial statements for the year ended December 31, 2020.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

3. RELATED PARTIES TRANSACTIONS

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

Name	Type of Business	Type of Relationship
Thailuxe Enterprises (Thailand) Co., Ltd.	Manufacturing of aquatic animals feed and pet feed	Direct shareholder and common management team
Thuxe Global Business Co., Ltd.	Distribution of material animals feed	Direct shareholder and common management team
Thuxe Power Co., Ltd.	Investment in energy business	Direct shareholder and common management team
P PRIME SINGAPORE PTE. LTD.*	Investment in real estate	Direct shareholder and common management team
Thuxe Investments Limited	Investment in energy business	Direct shareholder via subsidiary
Origin Power Investment Co., Ltd.	Investment in energy business	Direct shareholder via subsidiary
Thuxe Holdings Limited	Investment in energy business	Indirect shareholder via subsidiary
Geothermal Power A Company Limited	Investment in energy business	Indirect shareholder via subsidiary
Geothermal Power B Company Limited	Investment in energy business	Indirect shareholder via subsidiary
Wind Power A Co., Ltd.**	Investment in wind energy business	Indirect shareholder via subsidiary
PPSN Co., Ltd.	Produce electricity from geothermal energy	Indirect shareholder via subsidiary
Sumo Power Co., Ltd.	Produce electricity from geothermal energy	Indirect shareholder via subsidiary
Beppu Tsurumi Onsen Geothermal Power Station No.1 Liaison Company	Produce electricity from geothermal energy	Indirect shareholder via subsidiary
P Green Energy Company Limited	Consulting, management and Business planing	Indirect shareholder via subsidiary
Fino Binary Power Plant LLC.	Produce electricity from geothermal energy	Indirect shareholder via subsidiary
NIS Binary Power Plant LLC.	Produce electricity from geothermal energy	Indirect shareholder via subsidiary
Lena Power Station No.1 LLC.	Produce electricity from geothermal energy	Indirect shareholder via subsidiary
SNS Power Co., Ltd.	Produce electricity from geothermal energy	Indirect shareholder via subsidiary
Dual Energy Binary - Power Plant No.1 LLC.	Produce electricity from geothermal energy	Indirect shareholder via subsidiary
Otomeyama Energy Co., Ltd.	Produce electricity from geothermal energy	Indirect shareholder via subsidiary
S - Power Co., Ltd.	Produce electricity from geothermal energy	Indirect shareholder via subsidiary
M-Luxe Energy Co., Ltd.	Hot spring development	Associated company via the Company
Aulux Power Co., Ltd.	Wind power	Common director
Nutrix Public Co., Ltd.	Manufacture of prepared feeds for pets	Common shareholders
Asia Capital Group Pub Co., Ltd..	Financial management consultancy	Common shareholders
Beppu Forest Power Co., Ltd.	Energy	Common director with a subsidiary

*According to the resolution of the Board of Directors Meeting on December 23, 2019, the meeting approved to the dissolution of the subsidiary. Since the Company has canceled investment in real estate projects in Danang, Vietnam.

On May 4, 2020, the Company has already registered dissolution of the subsidiary under the law of Singapore.

**According to the resolution of the Board of Directors Meeting on January 27, 2021, the meeting approved to the dissolution of the subsidiary. At the present, this company is under the process of dissolution.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

3.1 The significant transactions with related parties for the three - month and six - month period ended June 30, 2021 and 2020 are as follows:

	(Unit: Million Baht)				Transfer pricing policy
	For the three - month period ended June 30				
	Consolidated		Separate		
	financial statements		financial statements		
	2021	2020	2021	2020	
Sales of goods					
Nutrix Public Co., Ltd.	160.74	61.45	-	-	Cost plus contract rate
Service income					
Thailuxe Enterprises (Thailand) Co., Ltd.	-	-	3.77	7.25	Contract prices
Sales other					
Nutrix Public Co., Ltd.	0.36	-	-	-	Market prices
Interest income					
Thluxe Power Co., Ltd.	-	-	0.23	0.05	6 - 8.25 percent per annum
Aulux Power Co., Ltd.	-	-	-	-	3 percent per annum
Purchase of goods					
Thailuxe Enterprises (Thailand) Co., Ltd.	122.09	43.38	1.01	252.38	Cost plus contract rate
Purchase of raw materials					
Nutrix Public Co., Ltd.	121.87	43.38	-	-	Market prices

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

(Unit: Million Baht)

	For the six - month period ended June 30				Transfer pricing policy
	Consolidated		Separate		
	financial statements		financial statements		
	2021	2020	2021	2020	
Sales of goods					
Nutrix Public Co., Ltd.	266.54	94.60	-	-	Cost plus contract rate
Service income					
Thailuxe Enterprises (Thailand) Co., Ltd.	-	-	7.81	14.51	Contract prices
Sales other					
Nutrix Public Co., Ltd.	0.36	-	-	-	Market prices
Interest income					
Thuxe Power Co., Ltd.	-	-	0.45	0.10	6 - 8.25 percent per annum
Aulux Power Co., Ltd.	-	0.01	-	-	3 percent per annum
Purchase of goods					
Thailuxe Enterprises (Thailand) Co., Ltd.	-	-	11.29	559.53	Cost plus contract rate
Purchase of raw materials					
Nutrix Public Co., Ltd.	194.96	60.11	-	-	Market prices

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

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

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	June	December	June	December
	30, 2021	31, 2020	30, 2021	31, 2020
Trade receivables - related parties (Note 4)				
Nutrix Public Co., Ltd.	62,877	25,726	-	-
Other current receivables - related parties (Note 4)				
PPSN Co., Ltd.	-	-	1,719	1,721
Thailuxe Enterprises (Thailand) Co., Ltd.	-	-	-	337
Geothermal Power A Company Limited	-	-	10,806	10,989
Thuxe Global Business Co., Ltd.	-	-	539	479
Thuxe Power Co., Ltd.	-	-	1,694	1,206
Thuxe Holdings Limited	-	-	595	192
Geothermal Power B Company Limited	-	-	-	264
Nutrix Public Co., Ltd.	126	-	-	-
M-Luxe Energy Co., Ltd.	1,619	1,411	-	-
Aulux Power Co., Ltd.	123	123	-	-
Total other current receivables - related parties	1,868	1,534	15,353	15,188
Total trade and other current receivables - related parties	64,745	27,260	15,353	15,188
Trade payables - related parties (Note 20)				
Thailuxe Enterprises (Thailand) Co., Ltd.	-	-	385,664	512,302
Nutrix Public Co., Ltd.	29,076	14,957	-	-
Total trade payables - related parties	29,076	14,957	385,664	512,302
Other current payables - related parties (Note 20)				
Thailuxe Enterprises (Thailand) Co., Ltd.	-	-	9,924	9,787
Aulux Power Co., Ltd.	21	17	-	-
Dual Energy Co., Ltd.	5	4	-	-
Related party (Formerly director of subsidiaries)	1,261	1,051	-	-
Total other current payables - related parties	1,287	1,072	9,924	9,787
Total trade and other current payables - related parties	30,363	16,029	395,588	522,089

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

loans

loans to related parties there are significant movements during the period as follows:

(Unit : Thousand Baht)

Loans	Type of Relationship	Consolidated financial statements			
		Balance as at January 1, 2021	Increase (decrease) during the period	Translation adjustment	Balance as at June 30, 2021
M - Luxe Energy Co., Ltd.*	Associated company	74,124	-	(107)	74,017
Aulux Power Co., Ltd.**	Common director	87,059	-	(126)	86,933
Total		161,183	-	(233)	160,950
<u>Less</u> : Allowance for doubtful debts					
M - Luxe Energy Co., Ltd.*		(74,124)	-	107	(74,017)
Aulux Power Co., Ltd.**		(87,059)	-	126	(86,933)
Total		(161,183)	-	233	(160,950)
Net		-	-	-	-

The loans to related companies carried interest rate at 3 percent per annum and have maturity date in year 2020 - 2021 and on demand. The Company's management therefore, considered to set up an allowance for expected credit loss for the total amount and stop recognized interest since year 2020.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

(Unit : Thousand Baht)

Loans	Type of Relationship	Separate financial statements			
		Balance as at January 1, 2021	Increase during the period	Decrease during the period	Balance as at June 30, 2021
Pluxe Power Co., Ltd.	Subsidiary	13,600	7,870	-	21,470
PPSN Co., Ltd.	Subsidiary	450,885	-	(6,672)	444,213
Sumo Power Co., Ltd.	Subsidiary	83,729	-	-	83,729
Geothermal Power A Co., Ltd.	Subsidiary	427	-	-	427
Geothermal Power B Co., Ltd.	Subsidiary	120,441	-	-	120,441
P Green Energy Co., Ltd.	Subsidiary	41,070	3,358	-	44,428
Pluxe Holdings Limited	Subsidiary	612	-	-	612
Total		710,764	11,228	(6,672)	715,320
Less : Allowance for doubtful debts		(542,750)	-	-	(542,750)
Net		168,014	11,228	(6,672)	172,570

The loans to subsidiaries are loans used for investing in the geothermal power plant in Japan. These loans carry interest at rates of 3 - 8 percent per annum and mature on demand. However the Company has no plans to recall the loans within one year and therefore classified them as non-current assets in the financial statements.

Year 2020

The Company compared the recoverable amount with the loans. According to the adjusted net book value approach, it was found that the recoverable amount was lower than the book value of the loans. The Company therefore considered additional allowance for impairment of such loan amount of Baht 225.18 million in profit or loss in the separate financial statements for the year ended December 31, 2020 and stop recognized interest.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

Short - term loan

(Unit: Thousand Baht)

	Consolidated financial statements			
	Balance as at January 1, 2021	Increase (decrease) during the period	Translation adjustment	Balance as at June 30, 2021
Aulux Power Co., Ltd.	291	-	(1)	290

The loans to relate parties carried interest rate at 3 percent per annum and are has maturity date in January 2020. At present, is in the process of preparing a new loan agreement and extend the repayment term of the loan which the management expects to be able to conclude the said loan agreement.

(Unit: Thousand Baht)

	Separate financial statements		
	Balance as at January 1, 2021	Increase (decrease) during	Balance as at June 30, 2021
Thailuxe Enterprises (Thailand) Co., Ltd.	-	12,500	12,500

Loan form subsidiary carried interest rate at 6 percent per annum and has maturity on demand.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

3.3 Directors and management's benefits

For the three - month and six - month periods ended June 30, 2021 and 2020, the Company and its subsidiaries has employee benefit expenses payable to their directors and managements as below.

(Unit: Thousand Baht)

	For the three - month period ended June 30,			
	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2021	2020	2021	2020
Short - term employee benefits	3,391	4,627	2,901	3,575
Post - employment benefits	351	474	351	474
Other long - term benefits	5	4	5	4
Total	3,747	5,105	3,257	4,053

(Unit: Thousand Baht)

	For the six - month period ended June 30,			
	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2021	2020	2021	2020
Short - term employee benefits	7,236	9,173	6,257	7,152
Post - employment benefits	714	948	714	948
Other long - term benefits	11	9	11	9
Total	7,961	10,130	6,982	8,109

3.4 Transfer of the animal feed manufacturing business to subsidiary

The assets which the Company has transferred to the subsidiaries are not yet able to transfer the legal ownership to the subsidiaries. However, the subsidiary company has the ability to give usage instructions and the benefit from the assets from the normal production of the subsidiary company.

The company did not transfer the ownership of land and building, the company will not have any burden or any responsibility will be occurred as at the time to register the ownership transfer such as the transferred tax, the specific business tax. However, the company has anticipated of the tax that is expected to be paid for the amount of Baht 23,584,405.83 in financial statements. (Note 20 to the interim financial statement)

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

4. TRADE AND OTHER CURRENT RECEIVABLES - NET

4.1 Trade and other current receivables

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	June	December	June	December
	30, 2021	31, 2020	30, 2021	31, 2020
Trade receivables				
Trade receivables - related party (Note 3.2)	62,877	25,726	-	-
Trade receivables - unrelated parties	53,888	141,522	36,299	127,754
<u>Less: Allowance for doubtful debts</u>	<u>(35,577)</u>	<u>(31,438)</u>	<u>(35,577)</u>	<u>(31,407)</u>
Total trade receivables - net	<u>81,188</u>	<u>135,810</u>	<u>722</u>	<u>96,347</u>
Other current receivables				
Amounts due from related parties (Note 3.2)	1,868	1,534	3,665	3,945
Amounts due from unrelated parties	54,853	55,770	3,089	3,000
Interest receivable - related parties (Note 3.2)	6,292	6,301	86,802	86,357
Interest receivable - unrelated parties	278	252	-	-
Total	<u>63,291</u>	<u>63,857</u>	<u>93,556</u>	<u>93,302</u>
<u>Less: Expected credit loss</u>				
Interest receivable - related parties (Note 3.2)	(6,292)	(6,301)	(75,114)	(75,114)
Interest receivable - unrelated parties	(251)	(252)	-	-
Total	<u>(6,543)</u>	<u>(6,553)</u>	<u>(75,114)</u>	<u>(75,114)</u>
Total other receivables - net	<u>56,748</u>	<u>57,304</u>	<u>18,442</u>	<u>18,188</u>
Total Trade and other current receivables - net	<u>137,936</u>	<u>193,114</u>	<u>19,164</u>	<u>114,535</u>

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

Trade accounts receivable are classified by outstanding days as follows:

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	June	December	June	December
	30, 2021	31, 2020	30, 2021	31, 2020
<u>Trade receivables - related party (Note 3.2)</u>				
Aged on the basis of due dates				
Not yet due	62,877	25,726	-	-
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	17,682	78,843	93	65,328
Overdue				
Less than 3 months	347	45,571	347	45,317
3 - 6 months	11,550	6,429	11,550	6,430
6 - 12 months	17,616	5,521	17,616	5,521
Over 12 months	6,693	5,158	6,693	5,158
Total	53,888	141,522	36,299	127,754
<u>Less : Allowance for doubtful debts</u>	<u>(35,577)</u>	<u>(31,438)</u>	<u>(35,577)</u>	<u>(31,407)</u>
Total trade receivables - unrelated parties - net	18,311	110,084	722	96,347
Total trade receivables - net	<u>81,188</u>	<u>135,810</u>	<u>722</u>	<u>96,347</u>

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

4.2 Trade receivables and other non - current receivables

	(Unit: Thousand Baht)	
	Consolidated / Separate financial statements	
	June 30, 2021	December 31, 2020
Trade receivables		
<u>Trade receivables - unrelated parties</u>	72,782	72,187
<u>Less : Allowance for doubtful debts</u>	(72,782)	(72,187)
Total trade receivables - net	<u>-</u>	<u>-</u>
<u>Trade receivables - unrelated parties</u>		
Aged on the basis of due dates		
Not yet due		
Overdue		
Less than 3 months	-	-
3 - 6 months	445	-
6 - 12 months	4,094	847
Over 12 months	<u>68,243</u>	<u>71,340</u>
Total	72,782	72,187
<u>Less : Allowance for doubtful debts</u>	(72,782)	(72,187)
Total trade receivables - net	<u>-</u>	<u>-</u>

These represent the balance of long outstanding debts due from various trade debtors against whom the Company has taken legal actions. As at June 30, 2021, the Company has set up an allowance for doubtful accounts in its accounts by taking into consideration the auction price and the value of the related collaterals

The movement of allowance for doubtful accounts for the six-month period ended June 30, 2021 and 2020 is as follow :

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
For the six-month period ended June 30,				
	2021	2020	2021	2020
Beginning balance	(103,625)	(97,189)	(103,594)	(97,189)
Increase	(4,734)	(21,832)	(4,766)	(21,782)
Ending balance	<u>(108,359)</u>	<u>(119,021)</u>	<u>(108,360)</u>	<u>(118,971)</u>

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

5. INVENTORIES

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	June 30, 2021	December 31, 2020	June 30, 2021	December 31, 2020
Finished goods	2,648	16,421	746	11,337
Raw materials	44,608	34,538	-	-
Packing materials and supplies	9,705	9,908	-	-
Spare parts	30,236	31,887	-	-
Total	87,197	92,754	746	11,337
<u>Less</u> : Allowance for decline values	(13,992)	(13,836)	-	-
	<u>73,205</u>	<u>78,918</u>	<u>746</u>	<u>11,337</u>

For six - month period ended June 30, 2021 and 2020, the movements of allowances for obsolete of inventories are as follows :

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
Beginning balance as at January 1	13,836	15,899	-	411
Increase	247	-	-	-
Reversal / Disposal during the period	(91)	(774)	-	(411)
Ending balance as at June 30	<u>13,992</u>	<u>15,125</u>	<u>-</u>	<u>-</u>

Allowances for obsolete of inventories presented at cost of sale in statements of income.

6. OTHER CURRENT FINANCIAL ASSETS

	(Unit: Thousand Baht)	
	Consolidated / Separate financial statements	
	June 30, 2021	December 31, 2020
Financial assets in the category of debt securities (Mutual Fund)	<u>12</u>	<u>12</u>

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

7. ASSETS HELD FOR SALES - NET

	(Unit: Thousand Baht)
	Consolidated / Separate financial statements
	Land with structure
Net book value as of January 1,2021	-
<u>Add</u> Transfer from properties, plant and equipment and investment properties	
- Cost	244,413
- Accumulated depreciation	(102,677)
- Provision for impairment	(2,300)
Net book value as of June 30,2021	139,436

On May 21, 2021, the Company entered into a contract of sale of land including building thereon with a local company at the amount of Baht 174 million, which received a deposit amount of Baht 4 million on May 20, 2021 and will pay the rest of Baht 170 million on the transfer date. The Company has classified such asset as assets held for sales in the statements of financial position.

On July 9, 2021, the Company has transferred the ownership of land including building thereon and received the remaining payment of Baht 170 million.

8. OTHER NON - CURRENT FINANCIAL ASSETS

			(Unit: Thousand Baht)	
			Consolidated / Separate financial statements	
		Shareholding percentage (%)	June 30, 2021	December 31, 2020
Company	Nature of business			
Thai Textile Printing Public Co., Ltd.	Bleaching and dyeing of textile distribute cans	1.43	5,000	5,000
<u>Less</u> : Allowance for impairment of investment			(1,550)	(1,550)
Total other non - current financial assets			3,450	3,450

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

9. INVESTMENTS IN SUBSIDIARIES AND ASSOCIATED

9.1 Investments in subsidiaries

Investments in subsidiaries as presented in separate financial statements as at June 30, 2021 and December 31, 2020 are as follows:

(Unit : Thousand Baht)

Company's name	Paid - up capital		Shareholding Percentage (%)		Cost		Provision for impairment of investments		Carrying amounts based on cost method - net	
	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020
Subsidiaries directly held by the Company										
Tluxe Global Business Co., Ltd.	3,000	3,000	100	100	3,000	3,000	(3,000)	(3,000)	-	-
Tluxe Power Co., Ltd.	1,100,000	1,100,000	100	100	1,100,000	1,100,000	(416,772)	(416,772)	683,228	683,228
Thailuxe Enterprises (Thailand) Co., Ltd.	789,385	789,385	100	100	789,385	789,385	-	-	789,385	789,385
Investments in subsidiaries directly held by the Company - net					1,892,385	1,892,385	(419,772)	(419,772)	1,472,613	1,472,613
Subsidiaries held through Tluxe Power Limited										
Tluxe Investments Limited	10*	10*	100	100	-	-	-	-	-	-
Origin Power Investment Co., Ltd.	0.1*	0.1*	100	100	-	-	-	-	-	-
Subsidiary held through Tluxe Investments Limited										
Tluxe Holdings Limited	10*	10*	100	100	-	-	-	-	-	-
Geothermal Power A Co., Ltd.	10*	10*	100	100	-	-	-	-	-	-
Geothermal Power B Co., Ltd.	10*	10*	100	100	-	-	-	-	-	-
Subsidiaries held through Origin Power Investment Co., Ltd.										
Wind Power A Co., Ltd.	0.1*	0.1*	100	100	-	-	-	-	-	-

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

(Unit : Thousand Baht)

Company's name	Paid - up capital		Shareholding Percentage (%)		Cost		Provision for impairment of investments		Carrying amounts based on cost method - net	
	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020
Subsidiaries held through Tluxe Holdings Limited										
Sumo Power Co., Ltd.	1,000**	1,000**	100	100	-	-	-	-	-	-
Beppu Tsurumi Onsen Geothermal Power Station No.1 Liaison Company	10**	10**	100	100	-	-	-	-	-	-
P Green Energy Co., Ltd.	1,000**	1,000**	100	100	-	-	-	-	-	-
Subsidiaries held through Geothermal Power A Co., Ltd.										
Fino Binary Power Plant LLC.	10**	10**	100	100	-	-	-	-	-	-
NIS Binary Power Plant LLC.	10**	10**	100	100	-	-	-	-	-	-
Lena Power Station No.1 LLC.	5,000**	5,000**	100	100	-	-	-	-	-	-
Subsidiaries held through Geothermal Power B Co., Ltd.										
PPSN Co., Ltd.	12,000**	12,000**	100	100	-	-	-	-	-	-
SNS Power Co., Ltd.	500**	500**	100	100	-	-	-	-	-	-
Dual Energy Binary - Power Plant No.1 LLC.	100**	100**	100	100	-	-	-	-	-	-
Subsidiaries held through Sumo Power Co., Ltd										
Otomeyama Energy Co., Ltd.	500**	500**	100	100	-	-	-	-	-	-
S-Power Co., Ltd.	500**	500**	100	100	-	-	-	-	-	-
Total investments in subsidiaries - net					<u>1,892,385</u>	<u>1,892,385</u>	<u>(419,772)</u>	<u>(419,772)</u>	<u>1,472,613</u>	<u>1,472,613</u>

* Unit: Thousand US dollar

**Unit: Thousand Yen

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

Investments in Tluxe Global Business Co., Ltd.

In year 2020, the Company estimated the realizable value of its investment in Tluxe Global Business Co., Ltd. based on a value-in-use calculation using cash flow projections discounted to their present values. It was concluded that the recoverable amount is lower than the carrying amount, and the Company therefore recognised allowance for impairment loss on such investment amount of Baht 3 million in statement of income in the separate financial statements for the year 2020.

Investments in Tluxe Power Co., Ltd.

In 2019, the Company estimated the realizable value of its investment in Tluxe Power Co., Ltd. based on a value-in-use calculation using cash flow projections discounted to their present values. It was concluded that the recoverable amount is lower than the carrying amount, and the Company therefore recognised allowance for impairment loss on such investment amount of Baht 416.77 million.

9.2 Dividend income

During the three - month and six - month periods ended June 30, 2021 and 2020, The Company has not dividend income from the investments in subsidiaries.

9.3 Investment in associate

9.3.1 Details of associate :

Company's name	Nature of business	Country of incorporation	Shareholding percentage		(Unit : Thousand Baht)			
					Consolidated financial statements		Separate financial statements	
					Carrying amounts based on equity method		Cost	
			2021	2020	2021	2020	2021	2020
			(%)	(%)				
M-Luxe Energy Co., Ltd.	The land development to construct geothermal power plant	Japan	25	25	-	-	-	-

9.3.2 Dividend received. During the periods, the associated company did not pay dividends during the three - month and six - month periods ended June 30, 2021 and 2020.

9.3.3 Investment in associate with capital deficit

The Company recognized share of losses from investment in 1 associate, as listed below, until the value of the investments approached zero. Subsequent losses incurred by those associates have not been recognized in the Company's accounts since the Company has no obligations, whether legal or constructive, to make any payments on behalf of those associates.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

10. LONG - TERM LOANS

As at June 30, 2021 and December 31, 2020, are as follows:

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	June	December	June	December
	30, 2021	31, 2020	30, 2021	31, 2020
Long -term loans				
Long - term loans to subsidiaries (Note 3.2)	-	-	172,570	168,014
Long - term loans to related parties (Note 3.2)	-	-	-	-
Total long - term loans	-	-	172,570	168,014
Less : Current portion of long - term loans				
Long - term loans to subsidiaries (Note 3.2)	-	-	-	-
Long - term loans to related parties (Note 3.2)	-	-	-	-
Total current portion of long - term loans	-	-	-	-
	-	-	172,570	168,014

11. INVESTMENT PROPERTIES

	(Unit : Thousand Baht)
	Consolidated / Separate
	financial statements
Net book value as at January 1, 2021	134,650
Transfer to assets held for sales	(30,672)
Net book value as at June 30, 2021	103,978

The meeting of the Board of Directors of the Company on February 26, 2016, has approved the investment in the rental of People Park Onnut Project which is a home office building with a total rental area of 8 rooms, with a total area of 1,369.30 square meters, with a lease term of 18 years, a total rental fee of Baht 72 million to extend the pet food business to a PET CENTER or a full service pet center for animal lovers. The Company received the rental area of Baht 72 million in year 2019, therefore the Company allocated the advance payment according to the purpose of use into property, plant and equipment costs of Baht 24 million, and to investment property cost of Baht 48 million. On December 22, 2020, the company registered leasehold rights according to the lease term of 18 years.

The fair value of the above investment properties has been determined based on valuation performed by an accredited independent value. The fair value of the land not being used in operation has been determined based on market prices, while that of the land and office using the income approach. Key assumptions used in the valuation include yield rate, inflation rate, long-term vacancy rate and long-term growth in real rental rates.

The Company has rental income from investment property for the three - month and six - month period ended June 30, 2021 of Baht 0.27 million and Baht 0.54 million respectively.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

The Company have pledge of Investment Properties at cost approximately Baht 56.33 million as collateral against credit line received from financial institutions and long - term loans as disclosed in the Note 19 and 22 to the interim consolidated financial statements.

12. LAND REVALUATION

As at June 30, 2021 and December 31, 2020, the land of the Company and its subsidiaries are stated at the revalued amounts according to the appraisal reports of independent appraisers of 2020 and 2019. The valuation of land is based on the market value method. There is a surplus from revaluation of fixed assets under "shareholders' equity" in the statement of financial position the surplus from the revaluation of fixed assets cannot be distributed as dividends, which is the fair value at level 2 of the fair value hierarchy.

Assets that the Company transfer to subsidiaries as described in Note 3.4 to the interim financial statements. However, during the transfer process of such business, the Company not yet able to transfer ownership according to the law to the subsidiary. However, the subsidiary could order usage. And the benefit from such assets from the use of the normal production of the subsidiary.

At the Board of directors meeting of the Company on March 1,2021, has approved to sell apart of land.

13. PROPERTY, PLANT AND EQUIPMENT

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

	(Unit : Thousand Baht)	
	Consolidated financial statements	Separate financial statements
Net book value as at January 1, 2021	564,784	12,291
Acquisitions during period - at cost	477	-
Sale during the period - at cost	(1,747)	-
Sale during the period - at accumulated depreciation	1,747	-
Depreciation for period	(38,813)	(1,512)
Exchange difference on translation adjustment	(341)	-
Transfer to assets held for sales	(7,595)	(7,595)
Net book value as at June 30, 2021	<u>518,512</u>	<u>3,184</u>

Leasehold and building improvement

The meeting of the Board of Directors of the Company on February 26, 2016, has approved the investment in the rental of People Park Onnut Project which is a home office building with a total rental area of 8 rooms, with a total area of 1,369.30 square meters, with a lease term of 18 years, a total rental fee of Baht 72 million to extend the pet food business to a PET CENTER or a full service pet center for animal lovers. The Company received the rental area of Baht 72 million in year 2019, therefore the Company allocated the advance payment according to the purpose of use into property, plant and equipment costs of Baht 24 million, and to investment property cost of Baht 48 million. On December 22, 2020, the company registered leasehold rights according to the lease term of 18 years.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

As at June 30, 2021, the Company had equipment and motor vehicles with net book values of Baht 0.58 million (2020 : Baht 2 million), which were acquired under Right-of-use assets.

As at June 30, 2021, the Company has certain buildings and equipment which have been fully depreciated but are still in use. Book value before deducting accumulated depreciation and allowance for impairment of such assets amounted to approximately Baht 13.21 million (2020 : Baht 110 million).

The Company has pledge of property, plant and equipment at cost approximately Baht 744 million as collateral against credit line received from financial institutions as disclosed in the Note 22 and 24 to the consolidated financial statements.

Separate financial statements - Buildings and building improvement

The assets which the Company has transferred to the subsidiaries are not yet able to transfer the legal ownership to the subsidiaries. However, the subsidiary company has the ability to give usage instructions and the benefit from the assets from the normal production of the subsidiary company.

14. PROPERTY, PLANT AND EQUIPMENT NOT USED IN OPERATIONS

Movements of the other intangible assets accounts during the six - month period ended June 30, 2021 are summarized below:

	(Unit : Thousand Baht)	
	Consolidated financial statements	Separate financial statements
Net book value as at January 1, 2021	264,807	3,365
Depreciation for the period	(11,835)	-
Exchange difference on translation adjustment	(614)	-
Assets held for sales	(2,717)	(2,717)
Net book value as at June 30, 2021	<u>249,641</u>	<u>648</u>

During the year 2020, land not used in operations at a cost of Baht 22.66 million was revalued according to the independent appraiser.

From the assessment of the impairment of assets mentioned above. The Company and its subsidiaries recognized the impairment loss of the geothermal power plant project amounting to Baht 121.34 million in the consolidated financial statements. In the statement of income for the year ended December 31, 2020.

In this regard, the Group has considered reclassifying geothermal power plants that have ceased operations in the financial statements for the year 2020 with the recoverable amount of the geothermal power plants as at December 31, 2020. (Note 12, 13 and 14)

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

15. RIGHT-OF-USE ASSETS

Movements of the right-of-use assets accounts during the six - month period ended June 30, 2021 are summarized below:

	(Unit: Thousand Baht)
	<u>Consolidated / Separate financial statements</u>
Book value as at January 1, 2021	23,775
Depreciation for the period	<u>(790)</u>
Book value as at June 30, 2021	<u>22,985</u>

16. OTHER INTANGIBLE ASSETS

Movements of the other intangible assets accounts during the six - month period ended June 30, 2021 are summarized below:

	(Unit : Thousand Baht)	
	<u>Consolidated financial statements</u>	<u>Separate financial statements</u>
Net book value as at January 1, 2021	8,499	75
Amortization for the period	(974)	(33)
Exchange difference on translation adjustment	<u>(3)</u>	<u>-</u>
Net book value as at June 30, 2021	<u>7,522</u>	<u>42</u>

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

17. NON-CURRENT-CASH ASSETS PLEDGED AS COLLATERAL

	(Unit : Thousand Baht)	
	Consolidated / Separate financial statements	
	June 30, 2021	December 31, 2020
Financial assets in equity - cost	130,137	130,137
<u>Less:</u> Capital surplus (deficit) from changes in value of investments	(28,796)	(84,010)
Equity financial assets - fair value	<u>101,341</u>	<u>46,127</u>

During the six - month period ended June 30, 2021, the movement is as follows:

	Consolidated / Separate financial statements	
	Number of shares (Thousand Shares)	Amount (Thousand Baht)
Cost as at January 1, 2021	44,023	46,127
Acquisitions during period	12,333	4,317
Sale during the period	(12,333)	(4,317)
Other comprehensive income (expense) recognized in other components of shareholders' equity	-	55,214
Book value as at June 30, 2021	<u>44,023</u>	<u>101,341</u>

The Company has not dividend income for the three - month and six month period ended June 30, 2021.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

18. ADVANCES PAYMENT

(Unit : Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	June 30, 2021	December 31, 2020	June 30, 2021	December 31, 2020
Advance payment for construction of geothermal power plants	29,897	29,940	-	-
Advance payment for Hot spring rights	34,831	34,882	-	-
Advance payment for Riverside Project	12,997	12,997	12,997	12,997
Advance payment for Wind power plant	67,416	67,513	-	-
Total	145,141	145,332	12,997	12,997
<u>Less</u> : Allowance for doubtful				
Impairment on advance payment for construction of geothermal power plants	(29,897)	(29,940)	-	-
Impairment on advance payment for Hot spring rights	(34,831)	(34,882)	-	-
Impairment on advance payment for Riverside project	(12,997)	(12,997)	(12,997)	(12,997)
Impairment on advance payment for Wind power plant	(67,416)	(67,513)	-	-
Total	(145,141)	(145,332)	(12,997)	(12,997)
	-	-	-	-

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

Advance payment for construction of geothermal power plants

On December 13, 2017, a meeting of the Board of Directors of the Company passed a resolution to approve investment in 9 units of geothermal power plant in Japan, with a total project value of Yen 2,700 million (Baht 786 million).

As at December 31, 2018, Sumo Power Company Limited, a subsidiary, has paid a deposit for a power plants amount of Yen 50 million and a private company amount of Yen amount 53 million.

According to the meeting of the Board of Directors No. 3/2020 on March 20, 2020, has resolved to recognize expected credit loss the whole amount. The management of the Company has assessed the opportunity to receive reimbursement liable to be difficult. Therefore, decided to record the allowance for doubtful accounts for the whole amount of Baht 28 million in financial statement year 2019.

However, a private company has transferred both of the land to the second private company. Although the first private company it is obliged to transfer these land to Sumo Power Company Limited, the total asset transfer price is Yen 300,000,000, which Sumo Power Company Limited has paid to the first private company amount of Yen 50,000,000.

On May 26, 2020, Sumo Power Company Limited has instituted legal proceeding against regarding the implementation of the ownership transfer of the land to the second private company and a claim of Yen 1,000,000 from the first private company.

Advance payment for Hot spring rights

In accordance with the resolution of the Board of Directors Meeting No. 5/2016 held on June 24, 2016, it was resolved to approve the Company Invested in geothermal energy business in 8 projects with the acquisition of Sumo Power Company Limited in the amount of Yen 495 million and the purchase of 8 power plants at the price of Yen 220 million per power plants (excluding tax). Advance payment for hot springs rights, totaling 4 power plants, valued at Yen 120 million. (Baht 33 million)

According to the meeting of the Board of Directors No. 3/2020 on March 20, 2020, has resolved to recognize expected credit loss the whole amount. The management of the Company has assessed the opportunity to receive reimbursement liable to be difficult. Therefore, decided to record the allowance for doubtful accounts for the whole amount of Baht 33 million in financial statement year 2019.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

Advance payment for Riverside Project

Board of Directors Meeting No.8/2018 convened on May 18, 2018, to approved that the Company enters into the joint investment transaction with Rich Partners Co., Ltd. ("Rich Partners") in the mixed-use development project under the project's name "Riverside Tower" located in Da Nang City, Vietnam (the "Riverside Project") which is being developed by Sun Frontier Investment Co., Ltd. ("Sun Frontier Investment"), a company incorporated under Vietnamese law. The Company will invest in the Riverside Project for the investment amount of not more than Yen 3,100 million or equivalent to Baht 911.83 million (based on the exchange rate of Baht 29.4140 per Yen 100 as announced by the Bank of Thailand on May 17, 2018). Under the joint investment agreement which to be entered into between the Company and Rich Partners (the "Joint Investment Agreement"), the Company will be entitled to the rights to sell the residential units and receive the consideration from the sale of residential units in the Riverside Project selected by the Company and agreed with Rich Partners the approximate area of which will be not less than 50 percent of the total residential area of the Riverside Project, whereby the Company's investment return shall be guaranteed at the rate of not less than six percent per annum in respect of the total investment amount of the Company, the terms and conditions of which are currently being negotiated and shall further be executed by the Company and Rich Partners Co., Ltd.

On June 25, 2018, the Company has paid a deposit amount of Yen 210 million (approximately of Baht 62.31 million), whilst the remaining investment amount shall be payable to Rich Partners upon completion of all the conditions precedent so specified under the Joint Investment Agreement. If any of the conditions precedent cannot be completed within the specific timeframe, the Company shall be entitled to receive full amount of deposit from Rich Partners.

On July 2, 2018, the Company has memorandum of agreement with shareholder and Rich Partners Co., Ltd., the shareholder of Rich Partners Co., Ltd. agrees to transfer all of the shares in Rich Partners Co., Ltd. at its par value (Yen 10 million) as security against payment of deposit and to ensure that Rich Partners Co., Ltd. and its shareholder shall comply with all conditions precedent under the Joint Investment Agreement which include inter alia Rich Partners Co., Ltd. or its subsidiary acquiring the entire equity stake in Sun Frontier Investment Co., Ltd. Upon all conditions precedent having been completely fulfilled by Rich Partners Co., Ltd. the Company shall transfer the shares of Rich Partners Co., Ltd. back to Rich Partners' shareholder at its par value, On July 10, 2018, the Company has paid amount of Yen 10 million (approximately of Baht 3 million).

According to the resolution of the Board of Directors Meeting No. 2/2019 on February 7, 2019, the resolution was signed in the letter to extend the project period. There are important conditions as follows.

- 1) Various licenses in the implementation of the project Must be completed by March 31, 2019.
- 2) The Company has the right to continue the project or not which the Company will consider and notify within May 31, 2019.
- 3) Extend the duration of "Joint Investment Agreement" to be dated June 30, 2019.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

According to the meeting of the Board of Directors No. 14/2019 on June 28, 2019, has approved the Due Diligent Project until the end of July 2019.

According to the Board of Directors meeting No. 15/2019, on July 30, 2019, resolved to issue the Company letter of cancellation of such investment and requesting a deposit in the amount of Baht 65.57 million because the development of the said project agreed has delayed, together with the cost of developing the project higher.

The Company recorded expected credit loss for loss on the deposit due to an uncertainty in the collection from joint investor.

On November 1, 2019, the Company received deposit of Yen 171 million (equivalent to Baht 47.10 million) from Rich Partners Company Limited.

On May 1, 2020, the Company received deposit of Yen 5 million (equivalent to Baht 1.48 million) from Rich Partners Company Limited.

Present, the Company is currently tracking the debt closely and will take legal action for reimbursement.

Advance payment for investment in wind power plant

The Board of Directors' meeting No.2/2017 on February 6, 2017 had approved to invest on Wind Power at Aomori prefecture, Japan to establish the new Company in Japan with registered capital of Yen 10 million approximately 3,147,830 Baht. (Applicable exchange rate of 0.314783 Baht/yen announced by the Bank of Thailand on February 3, 2017) Company hold 60% of the total shares (Subsidiary); and AURA Green Energy Co., Ltd. ("AURA") (Japanese corporation); holds 40% of the total shares and invest on Wind Power 5 Units amount of Yen 175 million approximately 55,087,025 Baht. (Applicable exchange rate of 0.314783 Baht/yen announced by the Bank of Thailand on February 3, 2017).

The Board of Directors' meeting No.3/2017 on March 7, 2017 had approved invest on Wind Power at Aomori prefecture, Japan 1 Units amount of Yen 36 million or approximately amount of Baht 10.99 million.

And the Board of Directors' meeting No.10/2017 on December 2, 2017 had approved invest on Wind Power at Aomori prefecture, Japan 1 Units amount of Yen 36 million or approximately amount of Baht 13 million. Total of the Wind Power invested by the Company is 7 units amount of Yen 247 million.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

In year 2017, the Company has paid advance payments for Wind Power construction 7 units amount of Yen 232 million. Present, Wind Power 7 units able to recognize revenue from sales since the year 2017 to the present. Therefore, revenue from power generation not recognized in the consolidated financial statements. And the Group Company is unable to check the amount of the said electricity bill sold. Present, the Group Company has not yet received the transfer of ownership in the Wind Power.

On December 2019, the Company had assigned the legal advisor to send the demand letter to Aura Green Energy Co., Ltd. who is the juristic person and joint venture with PPSN Co., Ltd. Nevertheless, Aura Green Energy Co., Ltd. informed that Aura Green Energy Co., Ltd. had already delivered the electricity power plants which is against with the fact. The Company presently assigned the legal advisor to study the direction to proceed litigation in order to follow up Aura Green Energy Co., Ltd., the co-contract to deliver the electricity power plants together with the electricity fee received earlier to PPSN Co., Ltd.

Therefore 2017 and 2018, the Company has recorded the money under the work in progress (building and machinery). Subsequently in the year 2019, the Company has considered classifying such items as an advance payment for investment in wind power projects.

According to the resolution of the Board of Directors Meeting No. 3 / 2020, held on 20 March 2020, it was resolved to set up an expected credit loss for the whole amount. Since the management of the company has assessed the opportunity to receive reimbursement from that transaction tend to be difficult, therefore decided to record the expected credit loss for the whole amount of the transaction in the amount of Baht 64 million in financial statement year 2019.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

19. BANK OVERDRAFT AND SHORT-TERM BORROWINGS FROM FINANCIAL INSTITUTIONS

	Interest rate (% per annum)	(Unit : Thousand Baht)			
		Consolidated financial statements		Separate financial statements	
		June 30, 2021	December 31, 2020	June 30, 2021	December 31, 2020
Bank overdrafts	MOR	-	24,301	-	-
Promissory note from financial institutions	5.85	50,000	60,000	50,000	60,000
		<u>50,000</u>	<u>84,301</u>	<u>50,000</u>	<u>60,000</u>

Bank overdrafts

On July 17, 2019 the company's subsidiary was granted credit facility from a commercial bank, consisted of revolving credit of bank overdraft of Baht 25 million, that's guaranteed by land and building (on such land) and/or trade receivables of the company and raw material and/or inventory and fixed deposit bank account of the company's subsidiary.

Promissory note from financial institution

Later, on January 31, 2020, the Company was negotiating with the bank lenders to extend the 2 promissory notes total Baht 120 million, which is grant an extension to pay promissory notes, repayment for 5 installments, payable baht 12 million per installment since January 31, 2020 to June 30, 2020, the remaining for promissory note amount of Baht 60 million to be paid on July 31, 2020 and increase the interest rate to 6% per annum.

The financial institution will gradually reduce the promissory note due to the payment of a promissory note of Baht 40 million and to reduce the promissory note to Baht 80 million.

The Company made repayment on the promissory notes for 3 installments, totaling Baht 36 million. However, due to the outbreak of Corona virus disease 2019 (COVID-19), the government has policy for the financial institutions to suspend the debt for 6 months, resulting the company is able to postpone the repayment. The financial institutions basically informed the company to start the repayment in November 2020 onwards as following details:

1. Payment of Baht 12 million. On November 2020 (the Company paid successfully)
2. Payment of Baht 12 million. On December 2020 (the Company paid successfully)
3. Payment of Baht 60 million. On January 2021.

The promissory note guarantees a total credit line of Baht 120 million and a credit limit of Baht 44 million, the credit limit has been guarantees as follows:

1. Mortgage of land and buildings of the Company's fair value of Baht 18 million.
2. Business security agreement - trade receivables are the Company's ownership of Baht 230 million.
3. Business security agreement - inventories are the subsidiary company's ownership of Baht 100 million.
4. Business security agreement - fixed deposit is the subsidiary company's ownership of Baht 10 million.
5. The subsidiary company guaranteed.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

On February 5, 2021, the Company received credit considerations from financial institutions. Approved the Company's financial support proposal as follows:

1. To suspend the principal payment of promissory note 7 months, paying interest as usual From January 2021 - July 2021 and due for repayment in full by 31 August 2021.
2. Reduce the registered value of the claimed business collateral agreement in the trade receivables. Ownership of the Company from of Baht 230 million, remaining of Baht 75 million and reducing the registered value of the company's ownership inventory business collateral contract. Thai Luxe Enterprise (Thailand) Co., Ltd. from of Baht 100 million, remaining of Baht 75 million.
3. Bring business collateral Type of claim in a fixed deposit account of Baht 10 million, ownership of Thai Luxe Enterprise (Thailand) Co., Ltd., pay the outstanding balance of promissory note and reduce the limit of promissory note to Baht 50 million.
4. Approval of the letter of guarantee for the payment of additional electricity in the amount of baht 0.20 million at the rate of 1.5% per annum and the original collateral as follows:
 - 4.1 Mortgage the land and buildings Company ownership.
 - 4.2 Registration of business collateral agreement, claim type in trade receivables, ownership of the Company amounting to Baht 75 million.
 - 4.3 Registered business collateral contract, inventory type, ownership of Thai Luxe Enterprise (Thailand) Co., Ltd., amounting to Baht 75 million.
 - 4.4 Thai Luxe Enterprises (Thailand) Company Limited is the guarantor.
5. Cancel the forward contract limit of USD 17.307 million.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

20. TRADE AND OTHER CURRENT PAYABLES

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	June 30, 2021	December 31, 2020	June 30, 2021	December 31, 2020
Trade payables - related party (Note 3.2)	29,076	14,957	385,664	512,302
Trade payables - unrelated parties	118,587	155,017	126	126
Other payables - related parties (Note 3.2)	1,261	1,051	9,787	9,787
Other payables - unrelated parties	29,937	16,022	9,614	1,533
Other payables for purchases of assets	892	1,482	-	70
Accrued interest - related party (Note 3.2)	26	21	137	-
Accrued interest - unrelated parties	20,525	12,930	20,524	12,930
Accrued expenses - unrelated parties	10,439	19,989	8,455	16,096
Accrued specific business tax	23,584	23,584	23,584	23,584
Total trade and other current payables	234,327	245,053	457,891	576,428

21. SHORT - TERM LOANS

As at June 30, 2021 and December 31, 2020 are as follows:

(Unit : Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	June 30,2021	December 31, 2020	June 30,2021	December 31, 2020
Short - term loan from related parties (Note 3.2)	290	291	12,500	-
Short - term loan from other person and other parties	34,500	10,000	34,500	10,000
Total	34,790	10,291	47,000	10,000

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

21.1 Short - term loans from other person and other parties

Movement of the short - term loans from other person and other parties during the six - month period ended June 30, 2021 are as follows:

	<u>(Unit : Thousand Baht)</u>
	<u>Consolidated /Separate financial statements</u>
Beginning balance as at January 1, 2021	10,000
<u>Add</u> Borrowing during for the period	27,000
<u>Less</u> Payment during for the period	<u>(2,500)</u>
Ending balance as at June 30, 2021	<u><u>34,500</u></u>

Loans in amount of Baht 34.50 million are loans from other parties as follows :

Contract No. 1

On December 24, 2020, the Company signed a loan agreement from other person totaling amount of Baht 10 million with interest rate at 10 per annum and have maturity date within March 23, 2021.

The Company entered into an extension of the repayment period to June 22,2021.

Subsequently, The Company entered into an extension of the repayment period to July 7,2021. (the Company paid successfully)

Contract No. 2

On March 18, 2021, the Company signed a loan agreement with other party totaling amount of Baht 2.5 million with interest rate at 8 per annum and have maturity date within March 31, 2021. (the Company paid successfully)

Contract No. 3

On April 29, 2021, the Company signed a loan agreement from other person totaling amount of Baht 20 million with interest rate at 10 per annum and have maturity date within July 29, 2021. (the Company paid successfully on July 15, 2021)

Contract No. 4

On June 10, 2021, the Company signed a loan agreement from other person totaling amount of Baht 4.5 million with interest rate at 10 per annum and have maturity date within July 10, 2021. (the Company paid successfully on July 9, 2021)

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

22. LONG - TERM LOAN

As at June 30, 2021 and December 31, 2020 are as follows:

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	June 30,2021	December 31, 2020	June 30,2021	December 31, 2020
Long - term loan				
Long - term loan from financial institutions	504,196	537,102	492,585	525,474
<u>Less</u> : Current portion of long - term	(493,384)	(525,838)	(492,585)	(525,474)
Total	<u>10,812</u>	<u>11,264</u>	<u>-</u>	<u>-</u>

22.1 Long - term loan from financial institutions

Movements of the long - term loan from financial institutions account during the six - month period ended June 30, 2021 are as follows:

	(Unit : Thousand Baht)	
	Consolidated	Separate
	financial statement	financial statements
Balance as at January 1, 2021	537,102	525,474
<u>Less</u> Payment	(32,047)	(32,047)
<u>Add (less)</u> Exchange differences on translation adjustment	(859)	(842)
Balance as at June 30, 2021	<u>504,196</u>	<u>492,585</u>

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

		(Unit : Thousand Baht)			
		Consolidated		Separate	
		financial statement		financial statements	
Interest rate	Maturity date	June	December	June	December
(% per annum)		30, 2021	31, 2020	30, 2021	31, 2020
JPY LIBOR	Repayable in monthly installments	492,585	525,474	492,585	525,474
(3 months) plus 3%	commencing from the fourth month after the loan is drawn down (November 2017), with 1 to 35 installments of YEN 14.5 million each and the balance payable in the 36 installment. (the 36th installment will due in February 2021)				
	Subsequently, there is amended contract which suspend principal payment for installment no.36 to 41, then start to pay installment no.42 to 46 at Yen 11.80 million or Baht 3.42 million, installment no.47 pay Baht 3.42 million and payment the remaining balance in installment no.48 (Due date will be February 2022)				
- 0.46% per annum	- Repayment of principal on the 15th	2,903	2,907	-	-
- After the date of the 3	of the month, 100 installments,				
year loan agreement, the	payable 100,000 Yen per installment,				
rate is 1.36% per annum.	the first installment in August 2021				
	- Interest payment is made on the 15th				
	of the month, the first installment is in				
	September 2020.				
- 0.65% per annum	- Repayment of principal on the 15th	8,708	8,721	-	-
- After the date of the 3	of the month, 200 installments,				
year loan agreement, the	payable 150,000 Yen per installment,				
rate is 1.55% per annum.	the first installment in August 2021				
	- Interest payment is made on the 15th				
	of the month, the first installment is in				
	September 2020.				
Total		<u>504,196</u>	<u>537,102</u>	<u>492,585</u>	<u>525,474</u>

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

In accordance with the conditions specified in the agreement, this loan amounting to Yen 2,205 million is secured by the pledge of land and buildings of the Company and the Company has to mortgage property of the geothermal power plant projects in Japan, pledge power purchase agreements and shares of the companies that own the geothermal power plant projects, pledge or transfer the rights in the electricity revenue accounts of 4 of the companies, which consist of 8 power plants.

On August 16, 2019, the Company had received notice of delay of exercising call default from the lender bank as follows. As the event that the Company defaulted on paying Debentures No. 1/2019 in the amount of Baht 319.50 million, which is considered as the default event / breach of the loan contract that the Company has signed with the bank. Currently, the bank will not exercise the right to call default due to the event that the company defaulted on paying the debentures as described above. Provided that if there are any events considered by the bank that may affect the ability to pay the debt that the company has to the bank, such as (but not limited to) other creditors of the company exercising the right to recall debt or exercise the right to enforce debt repayment, etc. The bank is required to immediately use the right to call default with the Company.

On February 9, 2021, the lender bank announced the results of the approval for the change of credit limit conditions. By extending the repayment term of the loan for another one year.

As at June 30, 2021, loans from financial institution in the amount of Yen 1,675 million (equivalent to Baht 492 million), represent as liabilities due within one year in full amount.

Subsidiary Company

On August 5, 2020, a subsidiary in Japan received a loan from a financial institution in Japan in the form of promissory notes (Promissory Notes), divided into two credit lines totaling Yen 40 million, which is a guideline for the government of Japan to assist entrepreneurs from the situation of the Coronavirus 2019 (COVID - 19). That aims to repair machines in Japan. By the said loan amount the interest rate is 0.46 - 1.55 percent per annum due on November 15, 2029 and March 15, 2038.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

23. LIABILITIES UNDER LEASE AGREEMENTS

The net book value of lease liabilities and the movement for the six - month period ended June 30, 2021 are as follow :

	(Unit : Thousand Baht)
	<u>Consolidated /Separate</u>
As at January 1, 2021	568
Payments	<u>(524)</u>
As at June 30, 2021	44
<u>Less</u> current portion	<u>(44)</u>
Lease liabilities - net of current portion	<u><u>-</u></u>

The Company and subsidiaries have obligations to be paid minimum rental under lease as follows :

	(Unit : Million Baht)			
	<u>Consolidated</u>		<u>Separate</u>	
	financial statements		financial statements	
	June	December	June	December
	<u>30, 2021</u>	<u>31, 2020</u>	<u>30, 2021</u>	<u>31, 2020</u>
Within 1 year	0.69	2.49	0.36	1.13
Over 1 year less than 2 years	0.15	-	0.15	-
Present value of lease liabilities	<u>0.84</u>	<u>2.49</u>	<u>0.51</u>	<u>1.13</u>

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

The following are the amounts recognized in profit or loss for the three - month and six month period ended June 30, 2021 and 2020 .

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	2021	2020	2021	2020
For the three-month period ended June 30				
Depreciation of right-of-use assets	397	397	397	397
Interest expense on lease liabilities	6	13	6	13
Expense relating to short-term lease	245	350	208	314
Expenses related to lease agreements in which underlying assets are low	11	11	11	11
Expenses relating to the contract are considered as a service contract	921	921	138	137
Total	1,580	1,692	760	872
For the six-month period ended June 30				
Depreciation of right-of-use assets	790	794	790	794
Interest expense on lease liabilities	10	30	10	30
Expense relating to short-term lease	533	700	460	628
Expenses related to lease agreements in which underlying assets are low	21	21	21	21
Expenses relating to the contract are considered as a service contract	1,842	1,842	275	275
Total	3,196	3,387	1,556	1,748

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

24. DEBENTURES

As at June 30, 2021 and December 31, 2020, are as follows:

	(Unit : Thousand Baht)	
	Consolidated / Separate financial statements	
	June 30, 2021	December 31, 2020
Debentures	633,200	633,200
<u>Less</u> : Redemption	(3,200)	-
<u>Less</u> : Deferred arrangement fee	-	(968)
Debentures - net of arrangement fee	630,000	632,232
<u>Less</u> : Portion due within one year	(37,760)	(632,232)
Debentures - net of current portion	592,240	-

Movements of the debentures accounts during the six - month period ended June 30, 2021 are as follows:

	(Unit : Thousand Baht)	
	Consolidated / Separate financial statements	
Balance as at January 1, 2021	633,200	
Redemption during in the period.	(3,200)	
Balance as at June 30, 2021	630,000	

As at June 30, 2021, the balance of the debentures issued by the Company is Baht 630 million. Such debentures has offered to investors by private placement. The debentures pay interest every 6 months. Significant details are as follows:

Time	Issue date	Units	Par value per unit (Baht)	Total value (Million Baht)	Interest rate (% per annum)	Maturity date
<u>Registered holders of Debentures unsubordinated and unsecured debentures, which do have a debenture holders' representative.*</u>						
2/2018	August 2, 2018	252,400	1,000	320	7.75	July 2, 2023
<u>Registered holders of Debentures unsubordinated and secured debentures, which do have a debenture holders' representative.*</u>						
1/2018	May 8, 2018	170,000	1,000	200	7.06	May 8, 2023
1/2019	March 21, 2019	207,600	1,000	208	8.59	March 18, 2023

* The conditions regarding the rights and obligations of the debenture issuer stipulate certain covenants, pertaining to matters such as the maintenance of debt - to - equity ratio.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

Debentures No. 2/2018

As at August 2, 2019 which is the maturity date of the debentures, the Company is unable to pay the due debenture.

According to Board of Directors in the meeting No. 16/2019 on August 6, 2019 therefore resolved to notify the event of default on the payment of the Debentures No.2/2018, amounting to Baht 319.50 million and resolved to call the meeting hold the debentures on September 2, 2019 to extend the repayment period of 330 days from the date of redemption. This will be due on July 2, 2020. The Company will pay the normal interest of the period on August 2, 2019, amounting to approximately Baht 5.71 million on September 2, 2019 and the Company will request to change the normal interest rate from the interest rate of 7.25 percent per annum, increased by 0.50 to 7.75 percent per annum. The Company will pay the interest that will be approved by the debenture holders' meeting in the next period on November 2, 2019, amount of Baht 6.11 million, February 2, 2020, amount of Baht 6.11 million and July 2, 2020, amount of Baht 10.18 million, including the total interest paid from the due date (August 2, 2019) to July 2, 2020, amounting to Baht 22.39 million.

On August 27, 2019, one of bondholder has filed a lawsuit with the Civil Court ordered the Company to pay principle and default interest of bond, totaling Baht 4,098,438.39.

Anyhow to the bondholders' meeting No. 1/2019 (Debenture No. 2/2018) on September 2, 2019 to consider the debenture extension plan, worth of Baht 319.50 million and requesting a waiver of the default interest rate. The meeting has approved the plan to extend the principal redemption of the debenture No. 2/2018, worth of Bath 319.50 million, which was redeemed on August 2, 2019 with an extension of the principal redemption period of this debenture until July 2, 2020 or extended to 330 days at the interest rate of 7.75% per annum but the meeting does not approve the waiver, except for the default interest rate from August 2, 2019 to September 2, 2019.

On September 5, 2019, the Company has processed a 2% default interest payment (in addition to the 7.25% paid from the Company) of the debenture which calculated from the date of August 2, 2019 to September 5, 2019 in the amount of Baht 0.61 million.

The above - mentioned default payment event does not cause the event of default in payment of debentures in accordance with the rights and obligations of the debenture issuer and the debenture holders of the debentures No.1/2018 and Debentures No. 1/2019 specified in the terms and conditions on the rights and obligations of the issuers and the debenture holders funding, the default payment or any debt payment as mentioned above is called to be due before the original deadline. Must have a combined amount of more than Baht 400 million or other currency equivalent amount.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

The resolutions of the debenture holders' meeting No. 1/2020, (the debentures No.2/2018) on February 27, 2020 are as follows:

1. Resolved to approve the amendment of the terms and conditions of the bond issuers and bondholders and to extend the maturity date no.2 (the debentures No.2/2018), valued Baht 319.50 million, from the original date July 2, 2020 to July 2, 2021.
2. Resolved not to approve the amendment of the terms and conditions of the bond issuers and bondholders by requesting an exemption of conditions for maintaining the debt to equity ratio (D/E Ratio) of 3:1. Therefore, the Company shall maintain the debt to equity ratio (D/E Ratio) as previously specified.

In this regard, the Company explained to the bondholders' meeting further as follows:

The Company to exercise the right to redeem some debentures before maturity date amount of Baht 63,900,000 (20% of the debentures of each unit the proportion of debentures held by the holder). On June 17, 2020, which is the exercise of the rights and obligations of the debenture issuer and the debenture holder, No.9. redemption and repurchase of debentures.

Later, on June 12, 2020, the Company would like to postpone the exercise of redemption rights for some of the debentures to July 2, 2020, that was not as informed in the meeting; however, it will be in accordance with the terms and conditions of the rights and obligations No. 9.3, stating that "the bond issuer has the right to redeem the debenture either the whole or partial (and at one time or many times) prior to the redemption date of the bond".

Later, On July 2, 2020, the company has redeemed debentures a amount of Bath 63,900,000.

Accordance to Debenture holders' meeting No. 2/2020 (Debenture No. 2/2018) on March 24, 2020 approved to amend the terms, rights and obligations of the issuer and debenture holders. By adjusting the conditions for maintaining the debt to equity ratio from 3: 1 to 7: 1 in accordance with the proposal of the Issuer proposed to the debenture holders' meeting.

The resolutions of the debenture holders' meeting No. 1/2021, (the debentures No.2/2018) on February 5, 2021 are as follows:

1. Approved the extension maturity date for 2 years and revision of the redemption date from July 2, 2021 to July 2, 2023 and dividing the repayment of the Debentures' principal into 2 installments i.e. July 2, 2022 and 2 July 2023.
2. Approved the amendment of interest payment Date to be payable twice per annum from 2 July, 2 November, 2 February and 2 May to 2 May and 2 November every year throughout the term of Debentures and the amendment of the interest rate from 7.75 percent to be 7.83 percent per annum.
3. Approved the amendment of the terms and conditions clause 6. representations, Warranties and obligations of the Issuer by cancel clause 6.2.11 Financial Covenants which the Issuer shall maintain net debt to equity ratio of not exceeding 7:1 at the end of the quarter or the end of fiscal year of the Issuer and approved the amendment of Terms and Conditions by adding clause 6.4.4, The issuer's obligation, by stipulating that the Issuer agree to not make any loan with interest either single or multiple transaction with accumulated amount of not exceeding Baht 1,500 millions

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

In this regard, the company has informed the bondholders' meeting as follows:

The Company agrees to provide the company's asset i.e. ordinary shares of T-Luxe Power Company Limited which the company held in an amount of 65,204,082 shares (equivalent to 60 percent of total shares in T-Luxe Power Company Limited), having a par value at Baht 10 and having a book value at Baht 4.90 per share, which equivalent to the total of Baht 319.50 millions and calculated to be 1.25 times of the total outstanding amount of Debentures. The Company will proceed with pledging of such collateral shares with the Debenture holders' representative.

The lawsuit is being processed

Case 1

On August 27, 2019, one of debenture holder has filed a lawsuit with the Federal Court ordered the Company to pay the debenture with interest total of Baht 4,098,438.39.

On December 20, 2019 the Federal Courts have judgment the Company pay Baht 4,000,000 with interest at the rate of 9.25% per annum from the date of filing onwards until the payment is completed.

On January 16, 2020 the Company applies a petition to suspend execution. And appealed the decision to the court. The Appeal Court made a listen to judgment on May 19, 2020.

On May 19, 2020 the Appeal Court ruled in accordance with the judgment of the Court of First Instance but to amend the interest payment from the original, calculated from the date of filing as from September 6, 2019 onwards until payment is complete. In addition to the amendment to comply with the judgment of the Court of First Instance and the appeal court fees shall be vested the court. With respect to the judgment of the Court of First Instance and the Court of Appeal, the Company does not agree because the such judgment does not comply with the judgment of the Supreme Court according to the implications and the Company will exercise the right to petition the such judgment with the Supreme Court.

On June 12, 2020, the Company has submitted a request for permission to petition, a petition, a request for suspension of execution. The Supreme Court appointed to hear the order of the Supreme Court on February 10, 2021.

On November 17, 2020, the Company has submitted a request to suspend the execution.

On February 10, 2021, the Samut Songkhram Provincial Court read the order of the Supreme Court and issued an order not to allow the petition. Dismiss the request for relief of enforcement As a result of the said order, the judgment of the Court of Appeal to the end of the law on February 10, 2021, and the company, as the defendant, has the duty to pay interest at 9.25 percent per annum from September 6, 2019 until the July 2, 2020 of the principal of Baht 4,000,000 and interest payment of 9.25 percent per annum from July 3, 2020 on the principal of Baht 3,200,000 until payment is completed. Including deducting the interest paid.

On June 29, 2021, the Company has already paid the principal and interest as the Court of Appeal's judgment.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

Case 2

On November 14, 2019, the second debenture holder filed a lawsuit with the Federal Court ordered the Company to pay the debenture with interest totaling Baht 2,012,835.61. And scheduled the hearing of evidence for the plaintiff and the defendant on March 23, 2020.

On March 23, 2020, It appears that the second debenture holder has appointed a lawyer. And the lawyer submitted a request to postpone the case claiming that Stick to the examination of the case that was scheduled at the Criminal Court. And requested to postpone the case. The company does not oppose the request to postpone the case. And Samut Songkhram Provincial Court has scheduled the hearing of plaintiff's witnesses on June 8, 2020.

On June 11, 2020, the Court has postponed the schedule of the examination of the plaintiff and defendant to July 10, 2020.

On July 10, 2020, plaintiffs and the defendants brought witnesses to testimony until the case was completed by the Court of First Instance. The court scheduled a hearing for the judgment on October 14, 2020.

On October 14, 2020, the Court ordered the defendant to pay the plaintiff Baht 1,600,000 with interest at the rate of 9.25 percent per annum from July 3, 2020, onwards until the payment is completed to the plaintiff. And interest at the rate of 9.25 percent per annum of the principal of Baht 2,000,000 from August 2, 2019 to July 2, 2020. By taking the amount of interest that the defendant paid to the plaintiff and deducted from the interest the defendant paid to the plaintiff.

On February 3, 2021, the Company filed an appeal of the judgment. Currently, it is being considered by the Appeal Court.

The facts of both the above cases that the plaintiff claims PP Prime Public Company Limited "the Company" to pay the debt which originated from the Debentures Series "Debentures of Thai Luxe Enterprises Public Company Limited No. 2/2018, due for redemption in 2019, which the issuer has the right to redeem the debentures before the redemption date " (TLUXE198A). which the Company has the opinion that the Debenture TLUXE198A on August 20, 2019, the Company as the issuers of the debentures has exercised the rights as mentioned in No. 11.1 of the debenture holders' meeting by PP Prime Public Company Limited has the right to call the debenture holders' meeting within 30 days after the occurrence of the incident in No.10.1. which is that the issuer did not pay whether principal or interest. Which is the right exercise in accordance with the rights terms to call the debenture holders' meeting on September 2, 2019 at 2 pm. The calling the debenture holders' meeting (TLUXE 198A) and the proceeding is in accordance with the criteria in the rights terms together with the Annex 2. The meeting said, the holders attended a quorum in accordance with No.3.3 of Annex 2 of the terms of such debentures as well.

In the agenda 2 of the meeting is plans to extend the redemption turns out that the meeting approved a plan to extend the redemption by the Issuer. Which is in accordance with the terms and conditions that must be approved by not less than 75% of the total amount of the debenture holders to attend and vote. By the fact that PP Prime Public Company Limited as the issuer has called the debenture holders' meeting legally and accordingly to the terms and conditions. When the debenture holders' meeting approved a plan to extend the redemption follow the terms and conditions with No.11.2 which is defined as the "Resolution of the debenture holders' meeting, the meeting request and the meeting shall apply, enforce, and bind to the bondholders, no matter whether the meeting is attended or not. So the Resolution of the debenture holders' meeting which approved a plan to extend the redemption of these debentures, then binding on bondholders

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

No.1 and bondholders No.2, the plaintiffs in both cases above. Therefore, the Legal consultants has the opinion that the PP Prime Public Company Limited has a defense in the case that bondholders No.1 and bondholders No.2 have sued for breach of contract and called to pay the debt in both cases that has the reason to win the case by which the Company has no obligation to be liable under the prosecute in both cases.

Debentures No. 1/2018

In 2018 Guarantee by pledge investment available for sale and the 3 parcels of land in Samutsongkram, under the regulation of right and duty of issuer, the Company has to follow some financial condition such as the value of the collateral not less than 1.10 times of loan.

According to the debenture holders meeting No. 2/2019 on November 12, 2019, the meeting has resolution to accept common share of Tluxe Power Company Limited as additional collateral of 7.50 million shares (book value of Baht 75 million).

The resolutions of the debenture holders' meeting No. 1/2020, (the debentures No.1/2018) on February 27, 2020 are as follows:

1. Resolved to approve the amendment of the terms and conditions of the bond issuers and bondholders and to extend the maturity date of the bond No. 1 (the debentures No.1/2018) from the original due date of May 8, 2020 to May 8, 2021.
2. Resolve to approve the amendment of terms and conditions of the bond issuers and bondholders by redeeming investments in available-for-sale securities that the Company owns and as the guarantee for bond (the debentures No.1/2018). The Company will sell those via the Stock Exchange of Thailand and pay for debt to bondholders of Baht 60 million.
3. Resolve to approve the amendment of terms and conditions of bond issuers and bondholders with the exception to maintain the debt to equity ratio (D/E Ratio) from the originally specified at the D/E Ratio of 3:1 to no longer fixed the condition of D/E Ratio.

In this regard, the Company explained to the bondholders' meeting further as follows:

The Company is an exercise the right to redeem some debentures before maturity date amount of Baht 30 million, (15% of the debentures of each unit the proportion of debentures held by the holder). On April 23, 2020, which is the exercise of the rights and obligations of the debenture issuer and the debenture holder, No.10 redemption and repurchase of debentures.

On April 23, 2020 the Company exercised the right to redeem some of the debentures, and made the payment of Baht 30 million, representing 15 percent of the number of debentures held by each bondholder together with the interest rate of 7 percent per annum, equivalent to Baht 2.88 million and the fee at the rate of 0.15 percent of the above payment, amounting Baht 0.05 million, which is the exercise of the right to early redemption in accordance with the terms and conditions of the rights regarding the debenture issuer and debenture holder- Item 10.5

According to the debenture holders meeting No. 2/2020 on June 9, 2020, the meeting has resolution to approve the land and building redemption as well as the 2 parcels of land in Samutsongkram together with the security of Tluxe Power out of the guarantee and brought of the machine for the amount of Baht 131.32 at Songkla to be the guarantee instead.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

The resolutions of the debenture holders' meeting No. 1/2021, (the debentures No.1/2018) on February 1, 2021 are as follows:

1. Approve the extension of the maturity period of the debentures for another 2 years by revising the maturity date of the debentures. From the original date of May 8, 2021 to May 8, 2023 by dividing the principal repayment in 2 installments: 8 May 2022 and 8 May 2023.
2. Approved to amend the payment date of the debentures every 6 months by paying interest. From every 8 May, 8 August, 8 November and 8 February of each year throughout the life of the debentures to every 8 February and 8 August of each year throughout the life of the bonds. And amend the interest rates of debentures from 7 percent per annum to 7.06 percent per annum.
3. Approved to change the location of machinery used as collateral for debentures from the factory in Songkhla province, moved to install at Phetchaburi factory. And to bring the machine registration to proceed with the registration of change of location with the relevant machinery registration office.

In June 2021, the Company has released the investment available for sale as debentures' collateral to be sold in the Stock Exchange and will use the total amount that proceed from the sale to repay the debt according to the debenture.

Debentures No. 1/2019

Guarantee by pledge ordinary share of Thai Luxe Enterprises (Thailand) Co., Ltd. (subsidiary) amount 62.97 million shares (book value of Baht 638.50 million).

The resolutions of the debenture holders' meeting No. 1/2020, (the debentures No.1/2019) on February 28, 2020 are as follows:

Resolved to approve the amendment of the terms & conditions and the duties of the bond issuer and bondholders by revising the maintenance of debt to equity ratio (D/E Ratio) from originally 3:1 to 7:1 as proposed by the bond issuer that proposed to the bondholders' meeting, and also to fix the additional terms & conditions that if the maintenance of the debt to equity ratio (D/E Ratio) is more than that specified above, the bondholder representative shall consider and comment under the scope in case of the effect on impairment of assets and investment of the company only.

The resolutions of the debenture holders' meeting No. 1/2021, (the debentures No.1/2019) on February 1, 2021 are as follows:

1. Approved the extension maturity date for 2 years and revision of the redemption date from March 18, 2021 to March 18, 2023 and dividing the repayment of the Debentures' principal into 2 installments i.e. 18 March 2022 and 18 March 2023.
2. Approved to amend the payment date of the debentures every 6 months by paying interest. From every 21 June, 21 September, 21 December and 21 March of each year throughout the life of the bonds to 21 March and 21 September of each year throughout the life of the bonds. And amend the interest rates of debentures from the original 8.50 percent per annum to the interest rate of 8.59 percent per annum.

Resolved to approve the amendment to Clause 7 of the terms of rights, representations, warranties and duties of the Issuer by repealing Clause 7.2.11, the financial condition stipulating that the Issuer will maintain the ratio of "Net Debt to Equity Ratio" (Net Debt to Equity Ratio) in a ratio not exceeding 7: 1 at the end of the quarterly accounting period or the fiscal year end of the debenture issuer. And approved to increase the terms and conditions, Clause 7.4.4 the duties of the issuer of debentures by stating The Issuer agrees to incur an interest-bearing loan burden of more than of Baht 1,500 million.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

Debentures payment plan to be redeemed in the future.

The company will pay the normal interest and repay the debt within the specified period, with the source of payment as follows:

Unsubordinated debentures (Unit : Million Baht)			Source of payment
No.	Amount	Due date	
1/2018	170.00	May 8, 2023	The Company has determined to sell equity securities and sell assets that are not used for business operations, as well as to use proceeds from working capital and liquidity to redeem the debentures.
2/2018	252.40	July 2, 2023	
1/2019	207.60	March 18, 2023	

25. OTHER CURRENT LIABILITIES

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	June 30, 2021	December 31, 2020	June 30, 2021	December 31, 2020
Advance received from sales of Geothermal Energy	174,157	174,408	-	-
Others	4,474	3,837	1,205	1,029
Total other current liabilities	178,631	178,245	1,205	1,029

Advance received from sales of Geothermal Energy

The Board of Directors Meeting No. 8/2018 convened on May 18, 2018, to approved that the Company disposes of the 15 geothermal power plant projects located in the same vicinity in Oasa-Tsurumi, Beppu city, Oita prefecture, Japan which have already commenced their commercial operations (the “Power Plant Projects”) at the purchase price of approximately Yen 320 million per one power plant project or equivalent to approximately Baht 91.71 million per one power plant project, making a total purchase price for the Power Plant Projects of not less than Yen 4,800 million or equivalent to approximately Baht 1,375.69 million (based on the exchange rate of Baht 28.6602 per Yen 100 as announced by the Bank of Thailand on May 17, 2018) to Relocation Group, a company incorporated under the laws of Japan (the “Buyer”). This transaction may be undertaken by way of disposition of shares in the Company’s subsidiaries or disposition of assets of the Power Plant Projects.

Then on June 21, 2018, the Company has the Memorandum of Understanding, MOU with the buyer (Relocation Group) for the sale of 15 geothermal power plant projects in Japan in amount of Yen 320 million, the Company has received the deposit amounting of Yen 200 millions, according to sale contract identify that the buyer (Relocation Group) will pay remaining amounting of Yen 4,600 millions within February 2019.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

On February 21, 2019, Relocation Group transferred the right and obligation under the Memorandum of Understanding (MOU) to Beppu Forest Power Co., Ltd. (which has common director with a subsidiary who sells property until March 31, 2019) and extent to June 30, 2019.

On February 25, 2019, PPSN Co., Ltd. and Beppu Forest Power Co., Ltd. entered into agreements, with an agreement that Beppu Forest Power Co., Ltd. will pay second deposit of Yen 400 million and transfer 25 percent of Beppu Forest Power Co., Ltd. to PPSN Co., Ltd. within March 15, 2019 and PPSN Co., Ltd. will transfer the ownership of the four power plants (part of the 15 plants above) to Beppu Forest Power Co., Ltd. within 15 days from receive payment.

On April 5, 2019, the subsidiary enters into sell agreement of four geothermal power plants (part of the 15 plants) that consisted of P - Power (2 locations) and Lena - 1 power plant (2 locations) with Beppu Forest Power Co., Ltd. value Yen 800 million. Beppu Forest Power Co., Ltd. will pay Yen 400 million within 2 weeks after contract signing and Yen 400 million within 1 year after contract signing. With the addition memorandum that Beppu Forest Power Co., Ltd. could terminate the sell agreement of four geothermal power plants if the contract is not approved by the Company board of directors. However, until present there is no approval resolution of the board of directors.

On April 11, 2019, the subsidiary received the deposit amount of Yen 400 million from Beppu Forest Power Co., Ltd.

The Company received deposit of Yen 600 million (approximately Baht 165.56 million) classified as deposit received in other current liability.

On July 23, 2019, PPSN Co., Ltd. received documents from Beppu Forest Power Co., Ltd. to PPSN Co., Ltd. to pay Yen 16.96 million (approximately Baht 4.75 million) to two companies which is a creditor of Beppu Forest Power Co., Ltd., which the company has made full payment which shown under other current assets.

On December 23, 2019, the Board of Directors' meeting No.22/2019 considered progress on the sale of 15 geothermal power plant projects in Japan and conclude event are as follows:

According to the Company's resolution on May 15, 2018, disposes of the 15 geothermal power plant in Japan at the price of the Yen 320 million per location, and according to the Memorandum of Understanding, MOU on June 21, 2018, later, Japanese companies entered into 3 contracts are as follows:

On February 25, 2019, the first contract has the essence of Beppu Forest Power Co., Ltd. will also pay 2nd deposit along amount of Yen 400 million (approximately Baht 116.28 million) with a transfer of 25% shares to the PPSN Co., Ltd. And the PPSN Co., Ltd. will transfer the right and obligation in four power plants under the agreement to Beppu Forest Power Co., Ltd. within 15 days since receiving payment.

On April 5, 2019, the second contract is memorandum of agreement between Beppu Forest Power Co., Ltd. and PPSN Co., Ltd., agreed that Beppu Forest Power Co., Ltd. has the right to terminate the contract if the contract for transfer of property (Contract 3) is not approved by the board of directors.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

On April 5, 2019, the third contract has 4 parties as follows Beppu Forest Power Co., Ltd., PPSN Co., Ltd., Lena Power Station No.1 LLC. and the Company which the contract was signed only by Beppu Forest Power Co., Ltd. and PPSN Co., Ltd. which mentions the purchase and sale of power plants at a price of Yen 200 million per location, ownership of PPSN Co., Ltd. 2 locations and Lena Power Station No.1 LLC. 2 locations totaling 4 locations in amount of Yen 800 million and did not mention the transfer of 25% shares in the amount of 25%, which was contrary to the first contract.

The Company has consulted with the Japanese legal counsel in the case of three contracts that are binding on the Company, which the Japanese legal counsel has Legal Opinion, these are conclusion as follows:

1. In the case of Lena, if it proves that Lena has not authorize PPSN Co., Ltd. to act on its behalf, there will not be binding on Lena Power Station No.1 LLC.
2. If the Company can prove that the Company has not authorize PPSN Co., Ltd. to act on its behalf, there will be no binding on the Company.

PPSN Co., Ltd. by the former director No.2 at that time notice privately that he did not sign it. But the former director No.1 signed instead which the Japanese legal counsel informed that according to Japanese law, this case is considered True Intention, which is the true intent of the contract. If contrary to the intention of the signatory this contract will be invalid, which, if proven, that the former director No.2 didn't sign this contract but was signed by the former director No.1 instead this contract will not bind PPSN Co., Ltd. either.

On December 23, 2019, the Board of Directors' meeting No.22/2019 has resolved to send a notice to Beppu Forest Power Co., Ltd. to pay the remaining amount of Yen 4,200 million to the Company within January 31, 2020. If Beppu Forest Power Co., Ltd. ignores the remaining payment, the Board of Directors requires the Company to exercise the right to cancel contract and confiscate the entire deposit of Yen 600 million (or approximately Baht 176 million). And urgently find other investors interested as well as speeding up production efficiency and acknowledge the arbitrary contract of the contracted company in Japan.

On December 25, 2019, the Company sent the letter in accordance with the resolution of the meeting to Beppu Forest Power Co., Ltd.

By stating that the company insists on selling the power plant at a price of Yen 320 million per plant, not accepting the contract that the Beppu Forest Power Co., Ltd. later created to buy four power plants at the price of Yen 200 million per plant and requesting the Beppu Forest Power Co., Ltd. to pay the remaining balance according to the MOU, suitable for Yen 4,200 million within January 31, 2020, otherwise the company will cancel the contract and confiscate the deposit.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

Later on January 24, 2020 and February 20, 2020, the Company was informed by a subsidiary of the electricity generating group that the electricity buyer has notified the subsidiary that the electricity buyer has brought the electricity payment to the subsidiary in 2020, in total of Yen 11,383,944 and Yen 16,599,528 respectively. A total of four plants that consisted of P-Power (2 locations) and Lena - 1 power plant (2 locations) put it at the Oita Legal Affairs Bureau because Beppu Forest Power Co., Ltd., which has entered into an agreement to purchase 15 power plants from the electricity generating group of companies asked the electricity buyer pay electricity bills to Beppu Forest Power Co., Ltd. Electricity buyers therefore have questions about the right to receive payment for electricity bills for the period of January to July 2020 which is due in February to August 2020 put it at the Oita Legal Affairs Bureau. (P-Power and Lena stopped producing electricity in August 2020 and June 2020 respectively)

According to the resolutions of the Board of Directors' Meeting No. 1/2020 held on February 5, 2020, the resolution to acknowledge the progress of the sale of 15 power plants, Beppu Forest Power Co., Ltd. has not paid the remainder to the Company, so management will proceed with the seizure of a deposit of Yen 600 million.

On June 18, 2020, PPSN Co., Ltd. received a letter from Beppu Forest Power Co., Ltd., a counterparty to acquire PPSN Co., Ltd.'s geothermal power plant by Beppu Forest Power Co., Ltd. Referring to the 2nd contract dated April 5, 2019, the contents of this agreement will sell four power plants at a price of Yen 200 million each, totaling 800 million yen by Beppu Forest Power Co., Ltd. Amount of Yen 400 million will be paid within 2 weeks, and the remaining of Yen 400 million will be paid within a year. Four of the power plants are owned by PPSN Co., Ltd. 2 and 2 are owned by Lena Power Station No. 1 LLC. Beppu Forest Power Co., Ltd. will cancel the purchase of 2 power plants of Lena Power Station No. 1 LLC., A 100% subsidiary of the company.

And on July 17, 2020, PPSN Co., Ltd. received a "summons to report on the 1st verbal press release and response letter requesting letter" from Beppu Forest Power Co., Ltd. demanding PPSN Co., Ltd. pays to Beppu Forest Power Co., Ltd. in an amount of 40,540,542 yen plus accrued interest at the rate of 3% per annum from May 2, 2020 until the payment is completed and paid. In this regard, "the summons for reporting on the day of the 1st oral statement and the letter of response," requires PPSN Co., Ltd. to submit the testimony on August 27, 2020.

On August 6, 2020, PPSN Co., Ltd. received two "Temporary seizure orders" from the Tokyo District Court in Japan, which can be summarized as follows:

1. Issue 1 states that Beppu Forest Power Co., Ltd., is appropriate and request Beppu Forest Power Co., Ltd. to provide security of Yen 300,000. Temporary seizure of two lands in PPSN Co., Ltd. has been decided. If PPSN Co., Ltd. deposit Yen 1,404,131, PPSN Co., Ltd. can request suspension of execution or cancellation of the execution disposition.
2. Issue 2 states that Beppu Forest Power Co., Ltd., is appropriate and request Beppu Forest Power Co., Ltd. to provide security of Yen 7,900,000. Temporary seizure of electricity revenue generated from PPSN Co., Ltd. Binary plant from July 17, 2020 to July 16, 2021 has been decided. If PPSN Co., Ltd. deposit Yen 39,433,306, PPSN Co., Ltd. can request suspension of execution or cancellation of the execution disposition.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

The company has assigned Momo-o, Matsuo & Namba (MMN), a lawyer responsible for the case submitting a petition against the attachment of both copies, which are expected to be completed within the first quarter of 2021.

On August 27, 2020, the directors and executives of PPSN Co., Ltd. reported themselves on first announcement, which PPSN Co., Ltd. appointed a lawyer on that date. And PPSN Co., Ltd. has already clarified the information to the court on October 6, 2020 and November 5, 2020.

On December 24, 2020, the second buyer and the subsidiary reported to the court on time, which the second buyer will ask for another addition. The Court therefore required a second buyer to submit an objection to the testimony by February 5, 2021, with the fourth hearing scheduled for February 15, 2021.

The Company has informed about the incident to the Stock Exchange of Thailand as follows:

The Company also has agreed to transfer ownership of the power plant to a subsidiary to Beppu Forest Power Co., Ltd. Because Beppu Forest Power Co., Ltd. has not paid the remaining Yen 4,200 million (or approximately Baht 1,143 million) to the Company within the time limit previously agreed with the Company (June 30, 2019). The Board of Directors meeting passed a resolution on December 23, 2019, the management rush to send a letter notifying Beppu Forest Power Co., Ltd. to pay the remaining Yen 4,200 million to the Company and the power plant transfer is in accordance with the conditions previously agreed to be completed within January 31, 2020, till the present, Beppu Forest Power Co., Ltd. still ignored the remaining payment. However, the Company proceeded according to the legal procedure to seize a deposit of Yen 600 million.

The Company hereby declares that the Company does not know the reason why in Beppu Forest Power Co., Ltd., informed the cancellation of the purchase of 2 power plants of Lena Power Station No. 1 LLC., But in the indictment filed by Beppu Forest Power Co., Ltd. A local court in Tokyo, Beppu Forest Power Co., Ltd., said it had paid of Yen 400 million for the power plant transaction settlement of two P-Power plants to PPSN Co., Ltd. Has been completed, Beppu Forest Power Co., Ltd. has therefore notified the cancellation of the purchase of 2 power plants of Lena Power Station No. 1 LLC. And Beppu Forest Power Co., Ltd. have requested the court to judge PPSN Co., Ltd., of 2 plants at Beppu Forest Power Co., Ltd., said that a settlement of Yen 400 million was settled.

1. PPSN Co., Ltd. make payment for electricity between June 2019 and June 2020, the amount is Yen 40,540,542 with interest at the rate of 3% per annum from May 2, 2020 until payment is made to Beppu Forest Power Co., Ltd. After June 2020 will have to wait for an order from the court.
2. PPSN Co., Ltd. bear the costs of the lawsuit.

Beppu Forest Power Co., Ltd. has not requested PPSN Co., Ltd. to return the amount of Yen 400 million, which the company does not know why Beppu Forest Power Co., Ltd did not make this claim. However, the Board of Directors and the Audit Committee is pending the legal advisor and the lawyer commented and laid out strategies for further prosecution.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

The management of company examination of the above lawsuit found that the Company used to ask for opinions from 2 legal advisors regarding the case. The aforementioned legal advisors agree that the asset purchase agreement dated April 5, 2019 will not be binding on the subsidiary. If the former 2nd director of the subsidiary is not a signatory of the contract and there will be no binding on the second subsidiary.

The management of PP Prime Public Company Limited considers that the story in the case does not contain information that differs from the information provided to both law firms. Therefore, the management's opinion remains that the contract dated April 5, 2019, which the second buyer claims is there will be no binding on the subsidiary.

On February 15, 2021, the subsidiary and the second buyer have submitted the court proceedings and clarified the information to the court. with the fourth hearing scheduled for fifth hearing on April 13, 2021.

On April 13, 2021, the subsidiary and the second buyer have submitted the court proceedings and clarified the information to the court. with the next hearing scheduled on June 8, 2021.

On June 8, 2021, an off set expenses amount of Yen 40.50 million has been added, with the next hearing scheduled on July 26, 2021.

On July 26, 2021, the second buyer did not file a dispute due to it is in the process of negotiating the settlement, with the next hearing scheduled on September 17, 2021.

26. PROMOTIONAL PRIVILEGES

In addition, the Company has received promotional privileges which approved by the Board of Investment for the manufacture and distribution of feeds for aquatic animals, pursuant to the investment promotion certificate No. 1856 (2)/2013 issued on June 19, 2013 and the investment promotion certificate No. 1131 (2)/2015 issued on February 4, 2015. Subject to certain imposed conditions, the privileges include an exemption from corporate income tax for a period of 8 years from the date the promoted operations commenced generating revenues (the investment promotion certificate No. 1856(2)/2013 has not yet generated revenues on May 16, 2018 and the investment promotion certificate No. 1311(2)/2015 has revenues generate on April 30, 2015) with the corporate income tax exempted capped at the amount of capital investment made, excluding in land and working capital. They also include a reduction of import duty on imported machinery as approved by the Board of Investment, an exemption from income tax on dividend paid to the shareholders from the profit of the promoted activities during the corporate income tax exemption period, and permission to deduct 25% of the amount in invested in the installation of facilities in addition to normal depreciation.

And on July 16, 2018, the Company transfer rights in the investment promotion certificate No.1131(2)/2015, to Thai Luxe Enterprises (Thailand) Co., Ltd.as subsidiary

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

27. INCOME TAX

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

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2021	2020	2021	2020
For the three - month period ended June 30				
Current income tax:				
Current income tax charge	4,487	(1,740)	174	-
Deferred tax:				
Relating to origination and reversal of temporary differences	(7,051)	(2,383)	(5,438)	(2,159)
Income tax expense reported in the statement of comprehensive income	(2,564)	(4,123)	(5,264)	(2,159)
For the six - month period ended June 30				
Current income tax:				
Current income tax charge	7,020	13,094	174	-
Deferred tax:				
Relating to origination and reversal of temporary differences	(12,837)	(12,263)	(7,171)	(11,803)
Income tax expense reported in the statement of comprehensive income	(5,817)	831	(6,997)	(11,803)

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

The components of deferred tax assets and deferred tax liabilities are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	June	December	June	December
	30, 2021	31, 2020	30, 2021	31, 2020
Deferred tax assets				
Allowance for doubtful accounts	21,672	20,719	21,672	20,719
Provision for long-term employee benefits	3,711	3,444	3,711	3,444
Unrealised loss from revaluation of available-for-sale securities	12,007	23,050	12,007	23,050
Accumulated deficit	16,266	10,492	10,492	10,492
Total	53,656	57,705	47,882	57,705
Deferred tax liabilities				
Deferred arrangement fees for loans and debentures	-	200	-	200
Gain from revaluation of fixed assets	66,237	66,238	17,542	17,544
Contract revenues	107	-	-	-
Surplus from investment property revaluation	4,792	10,541	4,792	10,541
Total	71,136	76,979	22,334	28,285

As at December 31, 2020 the subsidiaries have tax deductible temporary differences unused tax losses totaling Yen 502 million (2019 :Yen 359 million), on which deferred tax assets have not been recognised as the subsidiaries believes future taxable profits may not be sufficient to allow utilisation of the tax deductible temporary differences and unused tax losses.

The unused tax losses of the subsidiaries amounting to Yen 138 million will expire by 2026.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

28. SHARE CAPITAL

According to the resolution of the Extraordinary General Meeting of Shareholders No.1/2564 on June 4, 2021, has passed significant resolutions as follows:

1. Resolved to approve the increase of the company's registered capital of 1,669,041,301 Baht. From the original registered capital of 916,901,123 Baht to the registered capital of 2,585,942,424 Baht By issuing 1,669,041,301 newly issued ordinary shares at a par value of 1 baht per share (one baht) for (1) offering the said ordinary shares to the existing shareholders in proportion to their shareholding (Right Offering)) At the ratio of 1 existing share to 2 newly issued ordinary shares (Fractions of shares shall be discarded) 1,376,132,952 shares at the offering price of Baht 0.10 per share, which is the value of the issuance 137,613,295.20 Baht and (2) Supporting the adjustment of the exercise ratio of the warrants to purchase ordinary shares of PP Prime Public Company Limited, No 4 (PPPM-W4), the amount of 292,908,349 shares.
2. Resolved to approve the amendment of Clause 4 of the Memorandum of Association in order to be in line with the reduction of the company's registered capital.

Subsequently, on June 30, 2021, the Company has completely registered the increase of registered capital together with the amendment to Clause 4 of the Memorandum of Association of the Company to be accorded with the reduction of the registered capital as detailed above, with the Department of Business Development, the Ministry of Commerce.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

29. WARRANTS

According to the Extraordinary General Meeting of Shareholders No. 1/2019 of on June 10, 2019, received approval for the Company's ordinary shares, No. 4 ("Warrants" or "PPPM-W4") not exceeding 281,525,344 units to the existing shareholders of the Company in proportion to their shareholding (Warrant-RO) without charge at the ratio of 3 shares per 1 unit Rights Whereby the fraction of the warrants shall be discarded and scheduled for July 17, 2019 to be the date of determining the list of shareholders who have the right to subscribe for the said warrants (Record Date).

The warrants to purchase ordinary shares of the Company No. 4 or PPPM-W4 are summarized as follows:

Type of warrants	Warrants to purchase ordinary shares of PP PRIME Public Company Limited, No. 4, allocated to the existing shareholders of the Company at the ratio of 3 ordinary shares per 1 unit of warrants. ("Warrant" or "PPPM-W4")
Type	Named and transferable warrants
Number to be issued	Not exceeding 229,350,678 units
Number of ordinary shares reserved for the exercise of warrants	Not exceeding 229,350,678 shares (par value of Baht 1.00 per share), representing 33.33 percent of the total issued shares of the company as of July 9, 2019, amounting to 688,052,034 shares (par value of Baht 1.00 per share).
Offering Method	Allocated to the existing shareholders of the Company at the ratio of 3 ordinary shares per 1 unit (in the case that there is a fraction To round off) In this regard, the company determines the list of ordinary shareholders of the company. With the right to receive allotment of warrants issued at this time (Record Date) on July 17, 2019.
Offering Price per unit	Baht 0.00.
Tenure	5 years from the issuance date of the Warrants.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

Issuance and Offering Date	September 23, 2019
Exercise Ratio	1 unit of the Warrants is entitled to purchase 1 newly issued ordinary share (unless the exercise ratio is adjusted by the conditions of right adjustment).
Exercise Price	Baht 1 per share (unless the exercise ratio is adjusted by the conditions of right adjustment).
Exercise Period	The holders of the Warrants may exercise the Warrants once every year on the last business day of October of each year during the period from 9.00 hours to 15.30 hours during the term of the Warrants, with the first exercise date on Thursday, October 31, 2019 and the last exercise date on the fifth anniversary of the issuance date of the Warrants (the “Exercise Date”). If the Exercise Date falls on any non- business day of the Stock Exchange of Thailand, the Exercise Date shall be postponed to the business day preceding such Exercise Date.
Exercise Notice Period	The holders of the Warrants wishing to exercise their rights to purchase the Company’s newly issued ordinary shares shall give notice of intention to purchase the Company’s newly issued ordinary shares within 5 business days prior to the Exercise Date, except for the notice of intention on the last exercise, such notice of intention to purchase the Company’s newly issued ordinary shares shall be given at least 15 days before the last Exercise Date.
End date of warrants	July 31, 2024
Warrant Registrar	Thailand Securities Depository Co., Ltd.
Secondary Market for the Warrants	The Company shall list the Warrants as listed securities on the Stock Exchange of Thailand (“SET”).
Secondary Market for the Newly Issued Ordinary Shares for Exercise of the Warrants	The Company shall list the newly issued ordinary shares to accommodate the exercise of the Warrants as listed securities on SET.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

30. BASIC EARNINGS (LOSS) PER SHARE

Basic 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.

The following table sets forth the computation of basic earnings (loss) per share for the three - month and six - month periods ended June 30, 2021 and 2020 as follows:

	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
For the three - month period ended June 30				
Profit (loss) attributable to equity holders of the parent company (Thousand Baht)	<u>(25,052)</u>	<u>(46,952)</u>	<u>(27,093)</u>	<u>6,650</u>
Number of ordinary shares as at January 1	688,066	688,066	688,066	688,066
Effect of share issued during the period	<u>15,123</u>	<u>-</u>	<u>15,123</u>	<u>-</u>
Weighted average number of common shares	<u>703,189</u>	<u>688,066</u>	<u>703,189</u>	<u>688,066</u>
Basic earnings (loss) per share (Baht / Share)	<u>(0.04)</u>	<u>(0.07)</u>	<u>(0.04)</u>	<u>0.01</u>
For the six - month period ended June 30				
Profit (loss) attributable to equity holders of the parent company (Thousand Baht)	<u>(100,328)</u>	<u>(52,961)</u>	<u>(64,002)</u>	<u>(51,577)</u>
Number of ordinary shares as at January 1	688,066	688,066	688,066	688,066
Effect of share issued during the period	<u>7,603</u>	<u>-</u>	<u>7,603</u>	<u>-</u>
Weighted average number of common shares	<u>695,669</u>	<u>688,066</u>	<u>695,669</u>	<u>688,066</u>
Basic earnings (loss) per share (Baht / Share)	<u>(0.14)</u>	<u>(0.08)</u>	<u>(0.09)</u>	<u>(0.08)</u>

Diluted earnings (loss) per share Weighted average number of ordinary shares in issue during the year is adjusted by the number of dilutive potential ordinary shares, assuming that the dilutive potential ordinary shares are exercised. Converted to ordinary shares. The Company has diluted ordinary shares, is warrants to purchase ordinary shares. The Company calculates the equivalent of the discounted shares based on the fair value based on the par value of the share option price accompanying the warrants to purchase the ordinary shares. The calculation is based on the weighted average number of ordinary shares in issue during the period. The calculation is based on the weighted average number of ordinary shares in issue during the period. However, the Company does not calculate diluted earnings per share for the three-month and six month period ended June 30, 2021 and 2020, because the fair value of ordinary shares is less than the exercise price.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

31. SEGMENT INFORMATION

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

For management purposes, the Company and its subsidiaries are organized into business units based on its products and services and have three reportable segments as follows:

1. Aquatic animal feed segment
2. Pets food segment
3. Production and distribution of electricity segment

No operating segments have been aggregated to form the above reportable operating segments.

The chief operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and on a basis consistent with that used to measure operating profit or loss in the financial statements.

The basis of accounting for any transactions between reportable segments is consistent with that for outsider transactions.

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

The following tables present revenue and profit (loss) information regarding the Company's and its subsidiaries' operating segments for the three - month and six - month periods ended June 30, 2021 and 2020, as follow:

(Unit : Million Baht)

	For the three - month period ended June 30													
	Domestic				Overseas				Total segments		Eliminations		Consolidated	
	Aquatic animal feed		Pets food		Production and distribution of electricity									
	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020		
Revenue form external customers	2	594	161	55	11	10	174	668	(4)	(256)	170	403		
Total revenues	2	594	161	55	11	10	174	668	(4)	(256)	170	403		
Results														
Segment profit (loss)	(33)	(2)	(3)	1	(13)	(28)	(49)	(29)	-	8	(49)	(21)		
Gain (loss) on investments in securities											16	-		
Other income (expenses)											21	(1)		
Finance cost											(19)	(21)		
Impairment loss (impairmen gain and reversal of impairment loss) determined in accordance with TFRS 9											3	(8)		
Loss before income tax expenses											(28)	(51)		
Tax expense (income)											3	4		
Loss for the period											(25)	(47)		

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

(Unit : Million Baht)

	For the six - month period ended June 30											
	Domestic				Overseas							
	Aquatic animal feed		Pets food		Production and distribution of electricity		Total segments		Eliminations		Consolidated	
	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020
Revenue form external customers	43	1,275	267	104	22	18	332	1,413	(18)	(566)	314	831
Total revenues	43	1,275	267	104	22	18	332	1,413	(18)	(566)	314	831
Results												
Segment profit (loss)	(68)	20	(12)	4	(31)	(48)	(111)	(24)	(1)	15	(112)	(9)
Gain (loss) on investments in securities											16	-
Interest income											-	1
Other income (expenses)											34	23
Finance cost											(39)	(45)
Impairment loss (impairmen gain and reversal of impairment loss) determined in accordance with TFRS 9											(5)	(22)
Loss before income tax expenses											(106)	(52)
Tax expense (income)											6	(1)
Loss for the period											(100)	(53)

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

32. COMMITMENTS AND CONTINGENT LIABILITIES

32.1 Power purchase agreements

As at June 30, 2021 a subsidiary entered into PPA with an unrelated company. The PPA is effective for a period of 15 years starting from scheduled commercial operation date. The sales quantity and its price must be complied with the agreement.

32.2 Hot springs service agreement

As at June 30, 2021 the overseas subsidiaries have commitments in respect of power plant hot springs service agreements made with an unrelated company, amounting to approximately Yen 0.4 million per month per power plant for periods of 15 years from the commercial operation dates.

In November 2017 and January 2018, the subsidiaries entered into a memorandum of understanding with an unrelated company to waive hot springs service charges, in accordance with the conditions specified in the agreement.

32.3 Power plant operation and maintenance agreement

As at June 30, 2021, overseas subsidiary has commitments in respect of power plant operation and maintenance agreements made with an unrelated company, amounting to approximately Yen 0.1 million per month per power plant for 5 years starting from a project awarded date, which can be extended every 5 years, and has maximum duration of 15 years, under the same conditions.

32.4 Property rights of land agreement

As at June 30, 2021, overseas subsidiary has commitments in respect of property rights of land agreement with an unrelated company to operate in a project of electricity production from wind power amounting to approximately Yen 0.1 million per month per power plant. The term of this agreement is 21 years starting from an agreement signing date.

32.5 Capital Commitments

As at June 30, 2021 the overseas subsidiaries had capital commitments of approximately Yen 2,351 million (December 31, 2020 : Yen 2,351 million), relating to the construction of power plant.

32.6 Guarantees

As at June 30, 2021 the Company and subsidiary were outstanding bank guarantees of approximately Baht 7.85 million issued by banks on behalf of the Company in respect of certain performance bonds as required in the normal course of business. These included letters of guarantee relating to guarantee electricity use.

33. CAPITAL MANAGEMENT

The primary objective of the Company's capital management is to ensure that it has appropriate capital structure in order to support its business and maximize shareholder value. As at June 30, 2021 the Group's debt - to - equity ratio was 13.63 : 1 (December 31, 2020 : 24.86 : 1) and the Company's was 3.79 : 1 (December 31, 2020 : 5.51 : 1).

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

34. RECLASSIFICATION OF ACCOUNTS

Certain accounts in the consolidated and separate statement of financial position as at 31 December 2020 and statement of comprehensive income for the three - month and six - month periods ended 30 June 2020 which are included in the financial statements of financial position for the three - month and six - month periods ended 30 June 2021 for comparative purposes, have been reclassified to conform to the presentation in the financial statements are as follows:

	(Unit : Thousand Baht)		
	Consolidated financial statements		
	Before Reclassification	Reclassification	After Reclassification
Statement of financial position as at 31 December 2020			
Inventories - Net	88,107	(9,189)	78,918
Trade and other current payables	254,242	(9,189)	245,053
Statement of comprehensive income for the three month periods end 30 June 2020			
Revenues from sales	412,063	(9,362)	402,701
Cost of sales	360,969	(9,362)	351,607
Administrative expenses	61,890	(8,217)	53,673
Impairment loss (impairmen gain and reversal of impairment loss) determined in accordance with TFRS 9	-	8,217	8,217
Statement of comprehensive income for the six month periods end 30 June 2020			
Revenues from sales	846,960	(16,341)	830,619
Cost of sales	719,484	(16,341)	703,143
Administrative expenses	119,460	(21,832)	97,628
Impairment loss (impairmen gain and reversal of impairment loss) determined in accordance with TFRS 9	-	21,832	21,832

PP PRIME PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
AS AT JUNE 30, 2021

**(UNAUDITED
BUT REVIEWED)**

(Unit : Thousand Baht)

	Separate financial statements		
	Before Reclassification	Reclassification	After Reclassification
Statement of comprehensive income for the three month periods end 30 June 2020			
Administrative expenses	39,299	(8,195)	31,104
Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with TFRS 9	-	8,195	8,195
Statement of comprehensive income for the six month periods end 30 June 2020			
Administrative expenses	77,567	(21,782)	55,785
Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with TFRS 9	-	21,782	21,782

35. APPROVAL OF FINANCIAL STATEMENTS

These financial statements were authorized for issue by the Company's authorized director on August 16, 2021.