AIRA Factoring Public Company Limited Review report and financial information For the three-month and six-month periods ended 30 June 2024

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

To the Shareholders of AIRA Factoring Public Company Limited

I have reviewed the accompanying financial information of AIRA Factoring Public Company Limited (the Company), which comprises the statement of financial position as at 30 June 2024, and the related statements of comprehensive income for three-month and six-month periods then ended, and the related statements of changes in shareholders' equity, and cash flows for the six-month period then ended, as well as the condensed notes to the interim financial statements (collectively "the interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34 Interim Financial Reporting. My responsibility is to express a conclusion on this interim financial information based on my review.

#### **Scope of Review**

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

## Conclusion

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

Poonnard Paocharoen Certified Public Accountant (Thailand) No. 5238

EY Office Limited Bangkok: 13 August 2024

# Statements of financial position

As at 30 June 2024

		(1	Unit: Thousand Baht)
	<u>Note</u>	30 June 2024	31 December 2023
		(Unaudited	(Audited)
		but reviewed)	
Assets			
Current assets			
Cash and cash equivalents		81,561	97,903
Factoring receivables	3	1,874,001	1,970,783
Current portion of loan receivables	4	303,316	249,916
Short-term loans to related party	2	60,000	70,000
Other receivables		1,627	1,277
Other current assets		1,644	1,162
Total current assets		2,322,149	2,391,041
Non-current assets			
Loan receivables - net of current portion	4	91,364	45,729
Equipment		5,516	6,203
Right-of-use assets		32,987	19,459
Intangible assets		4,600	5,071
Deposits and guarantees		1,950	1,950
Deferred tax assets	6	37,365	35,007
Total non-current assets		173,782	113,419
Total assets		2,495,931	2,504,460

# Statements of financial position (continued)

As at 30 June 2024

		((	Jnit: Thousand Baht)
	<u>Note</u>	30 June 2024	31 December 2023
		(Unaudited	(Audited)
		but reviewed)	
Liabilities and shareholders' equity			
Current liabilities			
Short-term loans from financial institutions	5	1,710,000	1,755,000
Short-term loans from related party	2	90,000	90,000
Retentions from factoring		49,916	48,972
Current portion of lease liabilities		8,965	9,433
Excess receipts awaiting to repay		28,059	23,671
Other payables		10,886	9,505
Income tax payables		5,299	5,468
Other current liabilities		1,218	1,256
Total current liabilities		1,904,343	1,943,305
Non-current liabilities			
Lease liabilities, net of current portion		26,368	11,703
Provision for long-term employee benefits		17,668	17,010
Total non-current liabilities		44,036	28,713
Total liabilities		1,948,379	1,972,018

# Statements of financial position (continued)

As at 30 June 2024

		(	Unit: Thousand Baht)
	<u>Note</u>	30 June 2024	31 December 2023
		(Unaudited	(Audited)
		but reviewed)	
Shareholders' equity			
Share capital			
Registered			
1,600,000,000 ordinary shares of Baht 0.25 each		400,000	400,000
Issued and fully paid-up			
1,600,000,000 ordinary shares of Baht 0.25 each		400,000	400,000
Share premium		75,845	75,845
Capital contribution from parent company		406	406
Retained earnings			
Appropriated-statutory reserve		37,370	37,370
Unappropriated		33,931	18,821
Total shareholders' equity		547,552	532,442
Total liabilities and shareholders' equity		2,495,931	2,504,460

The accompanying notes are an integral part of the financial statements.

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Directors

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# Statement of comprehensive income

#### For the three-month period ended 30 June 2024

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

	Note	2024	2023
Revenues			
Interest income from factoring		43,044	46,125
Fee and service income		12,164	11,377
Interest income from loans		8,325	2,521
Other income		16	1,544
Total revenues		63,549	61,567
Expenses			
Administrative expenses		29,056	29,531
Expected credit losses		11,206	1,966
Total expenses		40,262	31,497
Operating profit		23,287	30,070
Finance cost		(19,816)	(16,434)
Profit before income tax expenses		3,471	13,636
Income tax expenses	6	(808)	(2,586)
Profit for the period		2,663	11,050
Other comprehensive income for the period		-	-
Total comprehensive income for the period		2,663	11,050
Earnings per share			
Basic earnings per share		0.0017	0.0069

# Statement of comprehensive income

### For the six-month period ended 30 June 2024

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

	Note	2024	2023
Revenues	-		
Interest income from factoring		87,286	89,131
Fee and service income		23,182	25,010
Interest income from loans		15,614	5,268
Other income		364	1,544
Total revenues	-	126,446	120,953
Expenses	-		
Administrative expenses		58,239	57,803
Expected credit losses		9,426	4,264
Total expenses		67,665	62,067
Operating profit	-	58,781	58,886
Finance cost		(40,143)	(30,490)
Profit before income tax expenses	-	18,638	28,396
Income tax expenses	6	(3,528)	(5,458)
Profit for the period	-	15,110	22,938
Other comprehensive income for the period		-	-
Total comprehensive income for the period		15,110	22,938
	-		
Earnings per share			
Basic earnings per share	-	0.0094	0.0143

### **Cash flow statement**

# For the six-month period ended 30 June 2024

	(Unit: Thousand Ba	
	2024	2023
Cash flows from operating activities		
Profit before tax	18,638	28,396
Adjustments to reconcile profit before tax to		
net cash provided by operating activities:		
Depreciation and amortisation	5,170	5,262
Expected credit losses	9,426	4,264
Provision for long-term employee benefits	1,225	1,375
Finance cost	40,143	30,490
Profit from operating activities before		
changes in operating assets and liabilities	74,602	69,787
Operating assets (increase) decrease		
Factoring receivables	87,422	24,136
Loan receivables	(99,101)	18,442
Short-term loans to related party	10,000	90,000
Other receivables	(350)	(44)
Other current assets	(482)	(802)
Deposits and guarantees	-	(1,727)
Operating liabilities increase (decrease)		
Retentions from factoring	944	3,846
Excess receipts awaiting to repay	4,388	82,584
Other payables	1,300	1,766
Other current liabilities	(38)	(818)
Cash flows from operating activities	78,685	287,170
Cash paid for interest	(39,112)	(30,532)
Cash paid for long-term employee benefits	(567)	(983)
Cash paid for corporate income tax	(6,055)	(6,724)
Net cash flows from operating activities	32,951	248,931

Cash flow statement (continued)

For the six-month period ended 30 June 2024

	(Unit: Thousand Baht	
	2024	2023
Cash flows from investing activities		
Cash paid for acquisition of equipment	(179)	(4,286)
Cash paid for acquisition of intangible assets	(503)	(19)
Net cash flows used in investing activities	(682)	(4,305)
Cash flows from financing activities		
Decrease in short-term loans from financial institutions	(45,000)	(213,000)
Increase in short-term loans from related party	-	75,000
Payment of liabilities under lease agreements	(3,611)	(2,734)
Cash for dividend paid	-	(51,200)
Net cash flows used in financing activities	(48,611)	(191,934)
Net increase (decrease) in cash and cash equivalents	(16,342)	52,692
Cash and cash equivalents at beginning of period	97,903	69,149
Cash and cash equivalents at end of period	81,561	121,841
	-	
Supplemental cash flows information		
Non-cash items		
Increase in payable for equipment	-	249
Increase in right-of-use assets from lease liabilities	477	20,224
Lease modification	16,652	-

(Unaudited but reviewed)

AIRA Factoring Public Company Limited Statement of changes in shareholders' equity

For the six-month period ended 30 June 2024

(Unit: Thousand Baht)

	Issued and		Capital			Total
	fully paid-up		contribution from	Retained	learnings	shareholders'
	share capital	Share premium	parent company	Appropriated	Unappropriated	equity
Balance as at 1 January 2023	400,000	75,845	406	36,970	12,403	525,624
Profit for the period	-	-	-	-	22,938	22,938
Other comprehensive income for the period	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-	22,938	22,938
Balance as at 30 June 2023	400,000	75,845	406	36,970	35,341	548,562
Balance as at 1 January 2024	400,000	75,845	406	37,370	18,821	532,442
Profit for the period	-	-	-	-	15,110	15,110
Other comprehensive income for the period	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-	15,110	15,110
Balance as at 30 June 2024	400,000	75,845	406	37,370	33,931	547,552

## Condensed notes to interim financial statements

# For the three-month and six-month periods ended 30 June 2024

### 1. General information

### 1.1 Basis for preparation of interim financial information

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

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

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

## 1.2 Accounting policies

The interim financial statements are prepared using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2023.

The revised financial reporting standards which are effective for fiscal years beginning on or after 1 January 2024, do not have any significant impact on the Company's financial statements.

#### 2. Related party transactions

The nature of the relationships between the Company and its related parties are summarised below:

Name of related parties
AIRA Capital Public Company Limited
AIRA Securities Public Company Limited
AIRA Leasing Public Company Limited
Aspiration One Company Limited
AIRA Property Public Company Limited
SE-Education Public Company Limited

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#### Relationship

Parent company Common major shareholder During the period, the Company had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business. There were no significant changes in the transfer pricing policy of transactions with related parties during the current period.

Summaries significant business transactions with related parties as follows:

	(Unit: Thousand Baht For the three-month periods ended 30 June	
	2024	2023
Transactions with parent company		
Interest expenses	942	126
Other expenses	23	-
Transactions with related parties		
Interest income from factoring	13	-
Fee and service income	279	-
Interest income from short-term loans	1,228	-
Rental expenses	1,727	1,727
Other expenses	166	139

	For the six-month		
	periods ended 30 June		
	2024	2023	
Transactions with parent company			
Interest expenses	1,862	126	
Other expenses	23	-	
Transactions with related parties			
Interest income from factoring	13	-	
Fee and service income	279	-	
Interest income from short-term loans	2,662	258	
Rental expenses	3,454	3,186	
Other expenses	337	819	

As at 30 June 2024 and 31 December 2023, the balances of the accounts between the Company and those related parties are as follows:

	(Unit:	Thousand Baht)
	30 June	31 December
	2024	2023
Factoring receivables - net - related party		
Related company (related by common shareholders)	15,343	
Deposits and guarantees - related party		
Related company (related by common shareholders)	1,727	1,727
Other payables - related parties		
Parent company	31	41
Related company (related by common shareholders)	20	29
Total other payables - related parties	51	70
Lease liabilities - related party		
Related company (related by common shareholders)	30,673	16,083

#### Short-term loans to and loans from related parties

As at 30 June 2024 and 31 December 2023, the balances of loans to and loans from between the Company and those related parties and the movements are as follows.

				(Unit: T	housand Baht)
		31 December			30 June
Loans to	Related by	2023	Increase	Decrease	2024
AIRA Leasing Public	Common parent				
Company Limited	company	70,000	195,000	(205,000)	60,000
Short-term loans to relat	ed party	70,000	195,000	(205,000)	60,000

The outstanding balance as at 30 June 2024 of short-term loans to AIRA Leasing Public Company Limited are unsecured loans and are due in August and September 2024. They carry interest rate at 6.70 - 6.95% per annum (31 December 2023: interest rate at 6.83% per annum).

				(Unit: 1	Thousand Baht)
		31 December			30 June
Loans from	Related by	2023	Increase	Decrease	2024
AIRA Capital Public					
Company Limited	Parent company	90,000	585,000	(585,000)	90,000
Short-term loans from r	elated party	90,000	585,000	(585,000)	90,000

The outstanding balance as at 30 June 2024 of short-term loans from AIRA Capital Public Company Limited are unsecured loans and are due in July 2024. They carry interest rate at 4.20% per annum (31 December 2023: interest rate at 4.20% per annum).

# Directors and management's benefits

During the three-month and six-month periods ended 30 June 2024 and 2023, the Company had employee benefit expenses payable to its directors and management as below.

	(Unit: Thousand Baht)	
	For the three-month	
	periods ended 30 June	
	2024 202	
Short-term employee benefits	4,212	4,223
Post-employment benefits	179	178
Total	4,391	4,401

## (Unit: Thousand Baht)

	For the six	For the six-month	
	periods ende	d 30 June	
	2024	2023	
Short-term employee benefits	8,386	7,911	
Post-employment benefits	357	356	
Total	8,743	8,267	

## 3. Factoring receivables

Factoring receivables as at 30 June 2024 and 31 December 2023 are as follows:

	(	Unit: Thousand Baht)
	30 June 2024	31 December 2023
Factoring receivables	2,490,734	2,647,779
Accrued interest income from factoring	56,674	47,226
Total	2,547,408	2,695,005
Less: Factoring payables	(521,513)	(582,512)
Unearned interest income	(15,428)	(14,604)
Total	2,010,467	2,097,889
Less: Allowance for expected credit losses	(136,466)	(127,106)
Factoring receivables - net	1,874,001	1,970,783

As at 30 June 2024 and 31 December 2023, factoring receivables were classified by stage of credit risk as follows:

	(Unit: Thousand Baht)		
	A	As at 30 June 2024	4
	Factoring receivables -	Allowance for expected	
	net	credit losses	Net balance
Receivables where there has not been			
a significant increase in credit risk	1,692,086	8,339	1,683,747
Receivables where there has been			
a significant increase in credit risk	233,789	51,059	182,730
Receivables that are credit-impaired	84,592	77,068	7,524
Total	2,010,467	136,466	1,874,001

	As at 31 December 2023		
	Factoring	Allowance for	
	receivables -	expected	
	net	credit losses	Net balance
Receivables where there has not been			
a significant increase in credit risk	1,834,690	9,443	1,825,247
Receivables where there has been			
a significant increase in credit risk	179,313	41,301	138,012
Receivables that are credit-impaired	83,886	76,362	7,524
Total	2,097,889	127,106	1,970,783

Allowance for expected credit losses of factoring receivables for the six-month period ended 30 June 2024 is as follows:

			(Unit: Tł	nousand Baht)
	AI	lowance for exp	ected credit losse	S
	Receivables	Receivables		
	where there	where there		
	has not been	has been a		
	a significant	significant	Receivables	
	increase in	increase in	that are credit	
	credit risk	credit risk	- impaired	
	(Stage 1)	(Stage 2)	(Stage 3)	Total
Balance as at 1 January 2024	9,443	41,301	76,362	127,106
Changes due to transfer of loan				
classification	(128)	125	3	-
Changes due to remeasurement				
of loss allowance	(1,215)	9,633	703	9,121
New financial assets purchased or				
acquired	239	-	-	239
Balance as at 30 June 2024	8,339	51,059	77,068	136,466

### 4. Loan receivables

Loan receivables as at 30 June 2024 and 31 December 2023 are as follows:

	Current	portion of	Loan rec	ceivables -		
_	loan receivables		net of current portion		Total	
	30 June	31 December	30 June	31 December	30 June	31 December
	2024	2023	2024	2023	2024	2023
Loan receivables	340,284	286,909	91,584	45,858	431,868	332,767
Less Allowance for expected						
credit losses	(36,968)	(36,993)	(220)	(129)	(37,188)	(37,122)
Loan receivables - net	303,316	249,916	91,364	45,729	394,680	295,645

As at 30 June 2024 and 31 December 2023, loan receivables were classified by stage of credit risk as follows:

	(Unit: Thousand Baht)		
	A	as at 30 June 2024	4
		Allowance for	
	Loan	expected	
	receivables	credit losses	Net balance
Receivables where there has not been			
a significant increase in credit risk	390,226	1,075	389,151
Receivables where there has been			
a significant increase in credit risk	-	-	-
Receivables that are credit-impaired	41,642	36,113	5,529
Total	431,868	37,188	394,680

	As a	As at 31 December 2023		
		Allowance for		
	Loan	expected		
	receivables	credit losses	Net balance	
Receivables where there has not been				
a significant increase in credit risk	291,125	1,009	290,116	
Receivables where there has been				
a significant increase in credit risk	-	-	-	
Receivables that are credit-impaired	41,642	36,113	5,529	
Total	332,767	37,122	295,645	

Allowance for expected credit losses of loan receivables for the six-month period ended 30 June 2024 is as follows:

(Unit:	Thousand	Baht
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	Allowance for expected credit losses			
	Receivables	Receivables		
	where there	where there		
	has not been	has been a		
	a significant	significant	Receivables	
	increase in	increase in	that are credit	
	credit risk	credit risk	- impaired	
	(Stage 1)	(Stage 2)	(Stage 3)	Total
Balance as at 1 January 2024	1,009	-	36,113	37,122
Changes due to remeasurement				
of loss allowance	(792)	-	-	(792)
New financial assets purchased or				
acquired	858			858
Balance as at 30 June 2024	1,075		36,113	37,188

#### 5. Short-term loans from financial institutions

Short-term loans from financial institutions as at 30 June 2024 and 31 December 2023 are as follows:

				(Unit: Thousand Baht)	
	Interest rate	Interest rate (% per annum)		Balance	
	30 June	31 December	30 June	31 December	
	2024	2023	2024	2023	
Promissory notes	4.10 - 4.98	3.95 - 4.93	1,710,000	1,755,000	

As at 30 June 2024 and 31 December 2023, the Company had credit facilities for short-term loans from financial institutions. Under these credit facilities, the Company has to comply with certain terms and conditions prescribed in the agreements such as not to mortgage, pledge or create of commitment over any fixed assets (Negative pledge) or maintain the financial ratio, etc.

As at 30 June 2024, the credit facilities of the Company which have not yet been drawn down amounting to Baht 880 million (31 December 2023: Baht 835 million).

#### 6. Income tax

Interim corporate income tax was calculated on profit before income tax for the period, using the estimated effective tax rate for the year.

Income tax expenses for the three-month and six-month periods ended 30 June 2024 and 2023 are made up as follows:

	(Unit: Thousand Baht)	
	For the three-month	
	periods ended 30 June	
	2024	2023
Current income tax:		
Current income tax charge	2,978	3,316
Deferred tax:		
Relating to origination and reversal of temporary		
differences	(2,170)	(730)
Income tax expense reported in the statement of		
comprehensive income	808	2,586
	(Unit: Thousand Baht)	
	For the six-month	
	periods ended 30 June	
	2024	2023
Current income tax:		
Current income tax charge	5,886	6,858
Deferred tax:		
Relating to origination and reversal of temporary		
differences	(2,358)	(1,400)
Income tax expense reported in the statement of		
comprehensive income	3,528	5,458

#### 7. 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 the Board of Directors of the Company.

The one main reportable operating segment of the Company is the factoring business and the single geographical area of their operations is Thailand. Segment performance is measured based on operating profit or loss, on a basis consistent with that used to measure operating profit or loss in the financial statements. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain to the aforementioned reportable operating segment and geographical area.

#### Major customers

For the three-month and six-month periods ended 30 June 2024 and 2023, the Company has no major customer with revenue of 10 percent or more of an entity's revenues.

#### 8. Commitments and contingent liabilities

#### 8.1 Capital commitments

As at 30 June 2024 and 31 December 2023, the Company had capital commitments of approximately Baht 2.1 million, relating software computer improvements.

#### 8.2 Service commitments

As at 30 June 2024 and 31 December 2023, the Company has future minimum payments required under service agreements as follows:

		(Unit: Million Baht)
	30 June 2024	31 December 2023
Payment		
Within 1 year	4	2

#### 9. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's Board of Directors on 13 August 2024.