

AIRA Factoring Public Company Limited
Review report and financial information
For the three-month and six-month periods ended
30 June 2025

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 2025, 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: 4 August 2025

AIRA Factoring Public Company Limited**Statements of financial position****As at 30 June 2025**

(Unit: Thousand Baht)

	<u>Note</u>	<u>30 June 2025</u>	<u>31 December 2024</u>
		(Unaudited but reviewed)	(Audited)
Assets			
Current assets			
Cash and cash equivalents		161,335	104,712
Factoring receivables	3	1,825,474	1,824,883
Current portion of loan receivables	4	248,354	261,810
Short-term loans to related party	2	-	10,000
Other current receivables		1,554	1,741
Other current assets		2,031	1,227
Total current assets		<u>2,238,748</u>	<u>2,204,373</u>
Non-current assets			
Loan receivables - net of current portion	4	95,930	121,462
Equipment		4,005	4,746
Right-of-use assets		25,512	29,011
Intangible assets		5,427	3,896
Deposits and guarantees		1,950	1,950
Deferred tax assets	7	43,852	40,560
Total non-current assets		<u>176,676</u>	<u>201,625</u>
Total assets		<u><u>2,415,424</u></u>	<u><u>2,405,998</u></u>

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

AIRA Factoring Public Company Limited
Statements of financial position (continued)
As at 30 June 2025

(Unit: Thousand Baht)

	<u>Note</u>	<u>30 June 2025</u> (Unaudited but reviewed)	<u>31 December 2024</u> (Audited)
Liabilities and shareholders' equity			
Current liabilities			
Short-term loans from financial institutions	5	1,600,000	1,625,000
Short-term loans from related party	2	80,000	90,000
Retentions from factoring		61,412	49,243
Current portion of long-term loan	6	16,639	9,926
Current portion of lease liabilities		9,273	8,879
Excess receipts awaiting to repay		45,043	30,852
Other current payables		8,620	12,959
Income tax payables		4,584	2,891
Other current liabilities		1,277	1,349
Total current liabilities		<u>1,826,848</u>	<u>1,831,099</u>
Non-current liabilities			
Long-term loan, net of current portion	6	25,272	16,905
Lease liabilities, net of current portion		18,944	22,695
Non-current provision for employee benefits		17,634	18,115
Total non-current liabilities		<u>61,850</u>	<u>57,715</u>
Total liabilities		<u>1,888,698</u>	<u>1,888,814</u>

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

AIRA Factoring Public Company Limited
Statements of financial position (continued)
As at 30 June 2025

(Unit: Thousand Baht)

<u>Note</u>	<u>30 June 2025</u>	<u>31 December 2024</u>
	(Unaudited but reviewed)	(Audited)
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	38,208	38,208
Unappropriated	12,267	2,725
Total shareholders' equity	526,726	517,184
Total liabilities and shareholders' equity	2,415,424	2,405,998
	-	-

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

.....
Directors
.....

(Unaudited but reviewed)

AIRA Factoring Public Company Limited

Statement of comprehensive income

For the three-month period ended 30 June 2025

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

	<u>Note</u>	<u>2025</u>	<u>2024</u>
Revenues			
Interest income from factoring		43,293	43,044
Fee and service income		10,144	12,164
Interest income from loans		8,040	8,325
Other income		10	16
Total revenues		<u>61,487</u>	<u>63,549</u>
Expenses			
Administrative expenses		29,509	29,056
Expected credit losses		6,713	11,206
Total expenses		<u>36,222</u>	<u>40,262</u>
Operating profit		25,265	23,287
Finance cost		(18,659)	(19,816)
Profit before income tax expenses		6,606	3,471
Income tax expenses	7	(1,090)	(808)
Profit for the period		5,516	2,663
Other comprehensive income for the period		-	-
Total comprehensive income for the period		<u><u>5,516</u></u>	<u><u>2,663</u></u>
Earnings per share			
Basic earnings per share		<u><u>0.0034</u></u>	<u><u>0.0017</u></u>

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

(Unaudited but reviewed)

AIRA Factoring Public Company Limited

Statement of comprehensive income

For the six-month period ended 30 June 2025

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

	<u>Note</u>	<u>2025</u>	<u>2024</u>
Revenues			
Interest income from factoring		84,791	87,286
Fee and service income		20,200	23,182
Interest income from loans		16,533	15,614
Other income		1,149	364
Total revenues		<u>122,673</u>	<u>126,446</u>
Expenses			
Administrative expenses		57,758	58,239
Expected credit losses		15,734	9,426
Total expenses		<u>73,492</u>	<u>67,665</u>
Operating profit		49,181	58,781
Finance cost		(37,510)	(40,143)
Profit before income tax expenses		11,671	18,638
Income tax expenses	7	(2,129)	(3,528)
Profit for the period		9,542	15,110
Other comprehensive income for the period		-	-
Total comprehensive income for the period		<u><u>9,542</u></u>	<u><u>15,110</u></u>
Earnings per share			
Basic earnings per share		<u><u>0.0060</u></u>	<u><u>0.0094</u></u>

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

(Unaudited but reviewed)

AIRA Factoring Public Company Limited

Cash flow statement

For the six-month period ended 30 June 2025

(Unit: Thousand Baht)

	2025	2024
Cash flows from operating activities		
Profit before tax	11,671	18,638
Adjustments to reconcile profit before tax to net cash provided by operating activities:		
Depreciation and amortisation	5,566	5,170
Expected credit losses	15,734	9,426
Non-current provision for employee benefits	1,493	1,225
Finance cost	37,510	40,143
Profit from operating activities before changes in operating assets and liabilities	71,974	74,602
Operating assets (increase) decrease		
Factoring receivables	(16,461)	87,422
Loan receivables	39,124	(99,101)
Short-term loans to related party	10,000	10,000
Other current receivables	187	(350)
Other current assets	(804)	(482)
Operating liabilities increase (decrease)		
Retentions from factoring	12,169	944
Excess receipts awaiting to repay	14,191	4,388
Other current payables	(4,244)	1,300
Other current liabilities	(72)	(38)
Cash flows from operating activities	126,064	78,685
Cash paid for interest	(37,631)	(39,112)
Cash paid for long-term employee benefits	(1,974)	(567)
Cash paid for corporate income tax	(3,728)	(6,055)
Net cash flows from operating activities	82,731	32,951

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

(Unaudited but reviewed)

AIRA Factoring Public Company Limited

Cash flow statement (continued)

For the six-month period ended 30 June 2025

(Unit: Thousand Baht)

	2025	2024
Cash flows from investing activities		
Cash paid for acquisition of equipment	(45)	(179)
Cash paid for acquisition of intangible assets	(2,335)	(503)
Net cash flows used in investing activities	<u>(2,380)</u>	<u>(682)</u>
Cash flows from financing activities		
Decrease in short-term loans from financial institutions	(25,000)	(45,000)
Decrease in short-term loans from related party	(10,000)	-
Increase in long-term loans from financial institutions	15,080	-
Payment of liabilities under lease agreements	(3,808)	(3,611)
Net cash flows used in financing activities	<u>(23,728)</u>	<u>(48,611)</u>
Net increase (decrease) in cash and cash equivalents	56,623	(16,342)
Cash and cash equivalents at beginning of period	104,712	97,903
Cash and cash equivalents at end of period	<u><u>161,335</u></u>	<u><u>81,561</u></u>
	-	
Supplemental cash flows information		
Non-cash items		
Lease modification	-	16,652
Increase in right-of-use assets arising from lease liabilities	477	477

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

(Unaudited but reviewed)

AIRA Factoring Public Company Limited

Statement of changes in shareholders' equity

For the six-month period ended 30 June 2025

(Unit: Thousand Baht)

	Issued and	Share premium	Capital	Retained earnings		Total
	fully paid-up		contribution from	Appropriated	Unappropriated	shareholders'
	share capital		parent company			equity
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	<u>400,000</u>	<u>75,845</u>	<u>406</u>	<u>37,370</u>	<u>33,931</u>	<u>547,552</u>
Balance as at 1 January 2025	400,000	75,845	406	38,208	2,725	517,184
Profit for the period	-	-	-	-	9,542	9,542
Other comprehensive income for the period	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-	9,542	9,542
Balance as at 30 June 2025	<u>400,000</u>	<u>75,845</u>	<u>406</u>	<u>38,208</u>	<u>12,267</u>	<u>526,726</u>

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

AIRA Factoring Public Company Limited

Condensed notes to interim financial statements

For the three-month and six-month periods ended 30 June 2025

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 2024.

The revised financial reporting standards which are effective for fiscal years beginning on or after 1 January 2025, 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	Relationship
AIRA Capital Public Company Limited	Parent company
AIRA Securities Public Company Limited	Common parent company
AIRA Leasing Public Company Limited	Common parent company
Aspiration One Company Limited	Common parent company
AIRA Property Public Company Limited	Common parent company
SE-Education Public Company Limited	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	
	2025	2024
<u>Transactions with parent company</u>		
Interest expenses	321	942
Other expenses	-	23
<u>Transactions with related parties</u>		
Interest income from factoring	227	13
Fee and service income	47	279
Interest income from short-term loans	613	1,228
Rental expenses	1,727	1,727
Other expenses	163	166

(Unaudited but reviewed)

(Unit: Thousand Baht)

For the six-month
periods ended 30 June

	2025	2024
<u>Transactions with parent company</u>		
Interest expenses	1,011	1,862
Other expenses	-	23
<u>Transactions with related parties</u>		
Interest income from factoring	326	13
Fee and service income	86	279
Interest income from short-term loans	1,387	2,662
Rental expenses	3,454	3,454
Other expenses	304	337

As at 30 June 2025 and 31 December 2024, the balances of the accounts between the Company and those related parties are as follows:

(Unit: Thousand Baht)

	30 June 2025	31 December 2024
Factoring receivables-net - related party		
Related company (related by common shareholders)	13,221	(20)
Deposits and guarantees - related party		
Related company (related by common shareholders)	1,727	1,727
Other current payables - related parties		
Parent company	8	20
Related company (related by common shareholders)	20	15
Total other current payables - related parties	28	35
Lease liabilities - related party		
Related company (related by common shareholders)	24,966	27,851

(Unaudited but reviewed)

Short-term loans to and loans from related parties

As at 30 June 2025 and 31 December 2024, the balances of loans to and loans from between the Company and those related parties and the movements are as follows.

(Unit: Thousand Baht)

Loans to	Related by	31 December 2024	Increase	Decrease	30 June 2025
AIRA Leasing Public Company Limited	Common parent company	10,000	155,000	(165,000)	-
Short-term loans to related party		<u>10,000</u>	<u>155,000</u>	<u>(165,000)</u>	<u>-</u>

As at 30 June 2025, the Company had no outstanding of short-term loans to AIRA Leasing Public Company Limited since all amounts had been fully settled (31 December 2024: Loans were unsecured, with interest at a rate of 6.70% per annum).

(Unit: Thousand Baht)

Loans from	Related by	31 December 2024	Increase	Decrease	30 June 2025
AIRA Capital Public Company Limited	Parent company	90,000	170,000	(180,000)	80,000
Short-term loans from related party		<u>90,000</u>	<u>170,000</u>	<u>(180,000)</u>	<u>80,000</u>

As at 30 June 2025, the Company had balance of short-term loans from AIRA Capital Public Company Limited. Loans were unsecured and due in August 2025, with interest at a rate of 3.75% per annum (31 December 2024: Loans were unsecured, with interest at a rate of 4.00% per annum).

Directors and management's benefits

During the three-month and six-month periods ended 30 June 2025 and 2024, 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	
	2025	2024
Short-term employee benefits	4,667	4,212
Post-employment benefits	179	179
Total	<u>4,846</u>	<u>4,391</u>

(Unaudited but reviewed)

(Unit: Thousand Baht)

For the six-month
periods ended 30 June

	2025	2024
Short-term employee benefits	9,989	8,386
Post-employment benefits	357	357
Total	10,346	8,743

3. Factoring receivables

Factoring receivables as at 30 June 2025 and 31 December 2024 are as follows:

(Unit: Thousand Baht)

	30 June 2025	31 December 2024
Factoring receivables	2,503,452	2,483,530
Accrued interest income from factoring	76,645	66,518
Total	2,580,097	2,550,048
<u>Less:</u> Factoring payables	(561,399)	(547,336)
Unearned interest income	(13,998)	(14,474)
Total	2,004,700	1,988,238
<u>Less:</u> Allowance for expected credit losses	(179,226)	(163,355)
Factoring receivables - net	1,825,474	1,824,883

As at 30 June 2025 and 31 December 2024, factoring receivables were classified by stage of credit risk as follows:

(Unit: Thousand Baht)

As at 30 June 2025

	Factoring receivables - net	Allowance for expected credit losses	Net balance
Receivables where there has not been a significant increase in credit risk	1,652,009	7,704	1,644,305
Receivables where there has been a significant increase in credit risk	243,686	70,041	173,645
Receivables that are credit-impaired	109,005	101,481	7,524
Total	2,004,700	179,226	1,825,474

(Unaudited but reviewed)

(Unit: Thousand Baht)

	As at 31 December 2024		
	Factoring receivables - net	Allowance for expected credit losses	Net balance
Receivables where there has not been a significant increase in credit risk	1,629,625	8,631	1,620,994
Receivables where there has been a significant increase in credit risk	253,148	56,783	196,365
Receivables that are credit-impaired	105,465	97,941	7,524
Total	<u>1,988,238</u>	<u>163,355</u>	<u>1,824,883</u>

Allowance for expected credit losses of factoring receivables for the six-month period ended 30 June 2025 is as follows:

(Unit: Thousand Baht)

	Allowance for expected credit losses			
	Receivables where there has not been a significant increase in credit risk (Stage 1)	Receivables where there has been a significant increase in credit risk (Stage 2)	Receivables that are credit - impaired (Stage 3)	Total
Balance as at 1 January 2025	8,631	56,783	97,941	163,355
Changes due to transfer of loan classification	2,579	(2,598)	19	-
Changes due to remeasurement of loss allowance	(3,671)	15,856	3,521	15,706
New financial assets purchased or acquired	165	-	-	165
Balance as at 30 June 2025	<u>7,704</u>	<u>70,041</u>	<u>101,481</u>	<u>179,226</u>

4. Loan receivables

Loan receivables as at 30 June 2025 and 31 December 2024 are as follows:

	(Unit: Thousand Baht)					
	Current portion of loan receivables		Loan receivables - net of current portion		Total	
	30 June 2025	31 December 2024	30 June 2025	31 December 2024	30 June 2025	31 December 2024
Loan receivables	275,606	289,126	96,197	121,800	371,803	410,926
<u>Less</u> Allowance for expected credit losses	(27,252)	(27,316)	(267)	(338)	(27,519)	(27,654)
Loan receivables - net	<u>248,354</u>	<u>261,810</u>	<u>95,930</u>	<u>121,462</u>	<u>344,284</u>	<u>383,272</u>

As at 30 June 2025 and 31 December 2024, loan receivables were classified by stage of credit risk as follows:

	(Unit: Thousand Baht)		
	As at 30 June 2025		
	Loan receivables	Allowance for expected credit losses	Net balance
Receivables where there has not been a significant increase in credit risk	339,700	944	338,756
Receivables where there has been a significant increase in credit risk	-	-	-
Receivables that are credit-impaired	32,103	26,575	5,528
Total	<u>371,803</u>	<u>27,519</u>	<u>344,284</u>

	(Unit: Thousand Baht)		
	As at 31 December 2024		
	Loan receivables	Allowance for expected credit losses	Net balance
Receivables where there has not been a significant increase in credit risk	378,823	1,079	377,744
Receivables where there has been a significant increase in credit risk	-	-	-
Receivables that are credit-impaired	32,103	26,575	5,528
Total	<u>410,926</u>	<u>27,654</u>	<u>383,272</u>

(Unaudited but reviewed)

Allowance for expected credit losses of loan receivables for the six-month period ended 30 June 2025 is as follows:

(Unit: Thousand Baht)

	Allowance for expected credit losses			
	Receivables where there has not been a significant increase in credit risk (Stage 1)	Receivables where there has been a significant increase in credit risk (Stage 2)	Receivables that are credit - impaired (Stage 3)	Total
Balance as at 1 January 2025	1,079	-	26,575	27,654
Changes due to remeasurement of loss allowance	(608)	-	-	(608)
New financial assets purchased or acquired	473	-	-	473
Balance as at 30 June 2025	<u>944</u>	<u>-</u>	<u>26,575</u>	<u>27,519</u>

5. Short-term loans from financial institutions

Short-term loans from financial institutions as at 30 June 2025 and 31 December 2024 are as follows:

(Unit: Thousand Baht)

	Balance	
	30 June 2025	31 December 2024
Promissory notes	<u>1,600,000</u>	<u>1,625,000</u>

As at 30 June 2025 and 31 December 2024, the Company had obtained short-term loans under credit facility agreements from several financial institutions at floating interest rates. These credit facilities contain certain terms and conditions requiring the Company to comply with, including negative pledge clauses that restrict the Company from creating security interests over its assets, and financial covenants requiring the maintenance of specified financial ratios, among others.

As at 30 June 2025, the credit facilities of the Company which have not yet been drawn down amounting to Baht 970 million (31 December 2024: Baht 945 million).

6. Long-term loans from financial institutions

On 25 July 2024 and 27 May 2025, the Company entered into loan agreements with a financial institution totaling Baht 50 million, comprising Baht 30 million and Baht 20 million, respectively. The objective of accommodating a short-term financing business. Long-term loans from the financial institution were unsecured loans.

The Company agreed to make principal repayments in 36 monthly installments to the bank, with the first instalment due in September 2024 and July 2025, respectively. The loans carried interest at the minimum loan rate (MLR) minus 5.30% per annum.

Under the loan agreement, the Company was required to comply with certain terms and conditions prescribed in the agreement, e.g. the Company shall not default on loan payments to the bank and other creditors and not take any action leading to the Company's dissolution, liquidation or winding-up, including the use of the loan where funds are granted for a specific intended purposes only, etc.

As at 30 June 2025, the Company has already drawn down the long-term credit facilities in full amount.

7. 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 2025 and 2024 are made up as follows:

	(Unit: Thousand Baht)	
	For the three-month periods ended 30 June	
	2025	2024
Current income tax:		
Current income tax charge	2,475	2,978
Deferred tax:		
Relating to origination and reversal of temporary differences	(1,385)	(2,170)
Income tax expense reported in the statement of comprehensive income	<u>1,090</u>	<u>808</u>

(Unaudited but reviewed)

(Unit: Thousand Baht)

For the six-month
periods ended 30 June

	2025	2024
Current income tax:		
Current income tax charge	5,421	5,886
Deferred tax:		
Relating to origination and reversal of temporary differences	(3,292)	(2,358)
Income tax expense reported in the statement of comprehensive income	2,129	3,528

8. 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 2025 and 2024, the Company has no major customer with revenue of 10 percent or more of an entity's revenues.

9. Commitments and contingent liabilities

9.1 Capital commitments

As at 30 June 2025, the Company has capital commitments of approximately Baht 0.8 million, relating software computer improvement (31 December 2024: Baht 2.1 million).

(Unaudited but reviewed)

9.2 Service commitments

As at 30 June 2025 and 31 December 2024, the Company has future minimum payments required under service agreements as follows:

	(Unit: Million Baht)	
	<u>30 June 2025</u>	<u>31 December 2024</u>
Payment		
Within 1 year	4	1

10. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's Board of Directors on 4 August 2025.