

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of E for L Aim Public Company Limited

Opinion

I have audited the consolidated and separate financial statements of E for L Aim Public Company Limited and its subsidiary (the "Group"), which comprise the consolidated and separate statements of financial position as at 31 December 2023, the consolidated and separate statements of comprehensive income, the consolidated and separate statements of changes in shareholders' equity and the consolidated and separate statements of cash flows for the year then ended; and notes to the consolidated and separate financial statements, which include significant accounting policies.

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of E for L Aim Public Company Limited and its subsidiary as of 31 December 2023, and its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRS).

Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the consolidated and separate financial statements section of my report. I am independent of the Group and the Company in accordance with the Code of Ethics for Professional Accountants including Independence Standards issued by the Federation of Accounting Professions (TFAC Code) that are relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with the TFAC Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Emphasis of Matter

I draw attention to note 38 to the financial statements, which disclosed that the Court of Appeal had issued a verdict ordering the Company to lose the case on the agreement on sale and purchase of the Company's investment in shares, but the Company has not set up provision for its possible damages as the Company had filed the case to the Supreme Court to reverse the order of the Court of Appeal which the Company's legal advisor believes that the Company has strong evidence to defend with high possibility to win the case. My opinion is not modified in respect of the above mentioned matters.

Key Audit Matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of my audit of the consolidated and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

Key audit matters	How the matter was addressed in the audit
<p><i>Revenue recognition</i></p> <p>Revenue from sale and service is the significant item in the financial statements and the result of the Company's operations.</p> <p>I focused my audit on this matter because the Company's revenues are generated from contract sales with after-sale services with customers, with different conditions. The Company's management is required to use judgment to determine whether the terms and conditions of each contract with customers are considered separate performance obligations for revenue recognition or not, and to determine the prices for each obligation, including the consideration of timing for income recognition on each performance obligation.</p> <p>The Company has disclosed the accounting policy for revenue recognition in notes 4.1, 21 and 30 to the financial statements.</p>	<p>My audit procedures included:</p> <ul style="list-style-type: none"> - Review the nature and type of revenue including the policy, internal control related to revenue cycle and performing test of control of the system designed by the Company. - Sampling trace the terms and details of contracts with customer to assess the appropriateness of the management consideration for determining the performance obligations, the transaction price and allocation of transaction price, including the timing of revenue recognition on each performance obligation. - Performing disaggregated data analytical procedures to analyse possible unusual trend in revenue transactions. - Testing revenue from sales and services transactions recorded through journal vouchers. - Sampling trace to the supporting documents for revenue transactions during the year to the accounting records including the transactions occurred near the year ended. - Assessed the adequacy of the Company's disclosure for revenues from sales and services.

Other Information

Management is responsible for the other information. Included in the annual report other than the consolidated and separate financial statements and my auditor's report thereon. The annual report is expected to be assembled by the management with a copy to be made available for me to review after the date of this auditor's report.

My opinion on the consolidated and separate financial statements does not cover the other information and I will not express any form of assurance conclusion thereon.

In connection with my audit of the consolidated and separate financial statements, I am also responsible to read the other information as mentioned above when it becomes available for me and, in doing so, consider whether or not the other information is materially inconsistent with the consolidated and separate financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

In my reading of the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for them to correct such material misstatement.

Responsibilities of Management and Those Charged with Governance for the Preparation of Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with Thai Financial Reporting Standards, and for such internal control as management determines necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated and separate financial statements.

As part of an audit in accordance with Thai Standards on Auditing, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated and separate financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Saranya Akharamahaphanit

Certified Public Accountant

Registration No. 9919

Grant Thornton Limited

Bangkok

27 February 2024

E FOR L AIM PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY
STATEMENT OF FINANCIAL POSITION

(Unit : Thousand Baht)

		Consolidated F/S		Separate F/S	
	Notes	31 December 2023	31 December 2022	31 December 2023	31 December 2022
ASSETS					
CURRENT ASSETS					
Cash and cash equivalents	7	40,584	144,263	33,659	142,878
Trade accounts receivable - general customers	8	320,636	328,512	299,691	310,471
- related parties	6	38	1,994	930	7,353
Other receivables - related party	6	-	-	1,412	-
Inventories	9	413,069	482,992	340,033	398,348
Current portion of leases receivable	14.3	9,981	9,707	8,433	8,275
Other current assets	10	67,823	58,633	66,659	56,149
Total Current Assets		852,131	1,026,101	750,817	923,474
NON-CURRENT ASSETS					
Leases receivable	14.3	3,893	9,691	809	5,173
Restricted deposits with bank	38	121,978	131,978	121,978	121,978
Investment in a subsidiary	11	-	-	59,391	59,391
Property, plant and equipment	13	333,912	308,255	326,638	307,377
Right-of-use assets	14.1	23,754	30,595	23,754	30,595
Intangible assets	15	11,149	15,439	11,149	15,439
Deferred tax assets	24.2	20,189	20,488	17,161	18,287
Other non-current assets		1,321	1,563	1,058	1,058
Total Non-Current Assets		516,196	518,009	561,938	559,298
TOTAL ASSETS		1,368,327	1,544,110	1,312,755	1,482,772

The accompanying notes form an integral part of these financial statements.

E FOR L AIM PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY
STATEMENT OF FINANCIAL POSITION

(Unit : Thousand Baht)

		Consolidated F/S		Separate F/S	
	Notes	31 December 2023	31 December 2022	31 December 2023	31 December 2022
<u>LIABILITIES AND SHAREHOLDERS' EQUITY</u>					
CURRENT LIABILITIES					
Short-term loans from financial institutions	16	5,000	30,930	-	18,319
Short-term loans from other parties	17	55,000	-	50,000	-
Trade accounts payable - general suppliers		178,438	246,658	170,310	242,907
- related companies	6	30,651	49,719	30,866	50,015
Other payables - related parties	6	46,841	41,875	46,551	41,999
Short-term loans and accrued interest expenses					
- related parties	6	51,232	60,042	37,015	35,887
Advance from customers		9,296	991	8,327	991
Current portion of					
- Deferred revenues under performance obligation	21, 30	5,656	8,557	5,656	8,557
- Leases liability	14.2	7,627	7,192	7,627	7,192
- Long-term loans from related person	6	11,964	11,964	11,964	11,964
- Long-term loans from shareholder and other parties	18	35,856	35,856	35,856	35,856
- Liabilities from guarantee of other company's loan	19	46,384	40,673	46,384	40,673
- Long-term loans from financial institutions	20	38,073	62,400	38,073	62,400
- Employee benefits obligation	23	1,884	617	1,884	617
Accrued income tax		485	-	-	-
Accrued commission expenses		13,797	18,683	12,964	18,062
Other current liabilities	22	63,604	65,395	58,230	59,614
Total Current Liabilities		601,788	681,552	561,707	635,053
NON-CURRENT LIABILITIES					
Deferred revenues under performance obligation	21, 30	7,308	10,337	7,308	10,337
Leases liability	14.2	18,173	25,741	18,173	25,741
Long-term loans from related person	6	48,843	52,831	48,843	52,831
Long-term loans from shareholder and other parties	18	146,622	158,574	146,622	158,574
Liabilities from guarantee of other company's loan	19	3,905	50,289	3,905	50,289
Long-term loans from financial institutions	20	-	38,073	-	38,073
Employee benefits obligation	23	16,600	19,829	16,296	19,077
Other non-current liabilities		469	469	514	514
Total Non-Current Liabilities		241,920	356,143	241,661	355,436
TOTAL LIABILITIES		843,708	1,037,695	803,368	990,489

E FOR L AIM PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY
STATEMENT OF FINANCIAL POSITION

(Unit : Thousand Baht)

		Consolidated F/S		Separate F/S	
Notes		31 December 2023	31 December 2022	31 December 2023	31 December 2022
LIABILITIES AND SHAREHOLDERS' EQUITY (Continued)					
SHAREHOLDERS' EQUITY					
Share capital - common share at Baht 0.75 par value					
- Registered 5,197,224,435 shares	25	3,897,918	3,897,918	3,897,918	3,897,918
- Issued and paid up shares 3,998,477,193 shares					
(2022 : 3,997,864,980 shares)	25	2,998,857	2,998,399	2,998,857	2,998,399
Warrants to purchase ordinary shares	26	-	60,492	-	60,492
Premium on share capital	25, 26	361,907	300,957	361,907	300,957
Discount on share capital		(825,172)	(825,172)	(825,172)	(825,172)
Surplus on share reduction		29,845	29,845	29,845	29,845
Retained earnings (deficits)					
- Appropriated for legal reserve	27	37,000	37,000	37,000	37,000
- Unappropriated		(2,077,818)	(2,095,106)	(2,093,050)	(2,109,238)
Equity attributable to the Company's shareholders		524,619	506,415	509,387	492,283
Non-controlling interests		-	-	-	-
Total shareholders' equity		524,619	506,415	509,387	492,283
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		1,368,327	1,544,110	1,312,755	1,482,772

E FOR L AIM PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED 31 DECEMBER

		(Unit : Thousand Baht)			
		Consolidated F/S		Separate F/S	
Notes		2023	2022	2023	2022
REVENUES FROM SALES AND SERVICES					
Revenues from sales and services	30	1,309,839	1,492,481	1,204,267	1,388,616
COSTS OF SALES AND SERVICES					
Costs of sales and services		(869,747)	(996,747)	(802,486)	(931,755)
Gross profit		440,092	495,734	401,781	456,861
Dividend income	6, 11	-	-	-	7,000
Other income	31	7,830	18,071	8,911	16,865
Selling expenses		(261,663)	(275,655)	(240,175)	(251,763)
Administrative expenses		(134,124)	(142,017)	(120,289)	(128,445)
Loss on impairment of trade accounts receivable and other receivables		(7,405)	(10,901)	(7,405)	(10,901)
Total expenses		(395,362)	(410,502)	(358,958)	(367,244)
Operating profit		44,730	85,232	42,823	89,617
Finance costs		(31,097)	(29,510)	(29,778)	(27,856)
Profit before income tax		13,633	55,722	13,045	61,761
Income tax expense	24.1	(204)	(2,685)	(272)	(1,592)
Profit for the year		13,429	53,037	12,773	60,169
OTHER COMPREHENSIVE INCOME					
Item that will not be reclassified subsequently to profit or loss					
Actuarial gain - net of tax	23, 24	3,859	-	3,415	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		17,288	53,037	16,188	60,169
PROFIT FOR THE YEAR ATTRIBUTABLE TO					
Equity holder of the Company		13,429	53,037	12,773	60,169
Non-controlling interests		-	-	-	-
		13,429	53,037	12,773	60,169
TOTAL COMPREHENSIVE INCOME FOR THE YEAR					
ATTRIBUTABLE TO					
Equity holder of the Company		17,288	53,037	16,188	60,169
Non-controlling interests		-	-	-	-
		17,288	53,037	16,188	60,169
BASIC EARNINGS PER SHARE					
Profit (Baht per share)	28	0.0034	0.0133	0.0032	0.0151
Weighted average number of common shares (Thousand shares)		3,998,227	3,997,865	3,998,227	3,997,865

E FOR L AIM PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEARS ENDED 31 DECEMBER

(Unit : Thousand Baht)

Equity attributable to the Company's shareholder											
		Issued and paid-up share capital	Warrants to purchase ordinary shares	Premium on share capital	Discount on share capital	Surplus on share reduction	Retained earnings (Deficits)		Total equity attributable to the Company's shareholders	Non-controlling interests	Total
	Notes						Appropriated for Legal reserve	Unappropriated			
Consolidated F/S											
Balance as at 1 January 2022											
		2,998,399	-	300,957	(825,172)	29,845	37,000	(2,148,143)	392,886	-	392,886
Warrants for share conversion	26	-	60,492	-	-	-	-	-	60,492	-	60,492
Transactions with owners											
		-	60,492	-	-	-	-	-	60,492	-	60,492
Profit for the year		-	-	-	-	-	-	53,037	53,037	-	53,037
Total comprehensive income for the year											
		-	-	-	-	-	-	53,037	53,037	-	53,037
Balance as at 31 December 2022											
		2,998,399	60,492	300,957	(825,172)	29,845	37,000	(2,095,106)	506,415	-	506,415
Balance as at 1 January 2023											
		2,998,399	60,492	300,957	(825,172)	29,845	37,000	(2,095,106)	506,415	-	506,415
Share capital increment from exercising of the rights of the warrants	25	458	-	458	-	-	-	-	916	-	916
Transactions with owners											
		458	-	458	-	-	-	-	916	-	916
Profit for the year		-	-	-	-	-	-	13,429	13,429	-	13,429
Other comprehensive income for the year		-	-	-	-	-	-	3,859	3,859	-	3,859
Total comprehensive income for the year											
		-	-	-	-	-	-	17,288	17,288	-	17,288
Transfer expired warrants	26	-	(60,492)	60,492	-	-	-	-	-	-	-
Balance as at 31 December 2023											
		2,998,857	-	361,907	(825,172)	29,845	37,000	(2,077,818)	524,619	-	524,619

The accompanying notes form an integral part of these financial statements.

E FOR L AIM PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEARS ENDED 31 DECEMBER

(Unit : Thousand Baht)

							Retained earnings (Deficits)		
	Notes	Issued and paid-up share capital	Warrants to purchase ordinary shares	Premium on share capital	Discount on share capital	Surplus on share reduction	Appropriated for Legal reserve	Unappropriated	Total
<u>Separate F/S</u>									
Balance as at 1 January 2022		2,998,399	-	300,957	(825,172)	29,845	37,000	(2,169,407)	371,622
Warrants for share conversion	26	-	60,492	-	-	-	-	-	60,492
Transactions with owners		-	60,492	-	-	-	-	-	60,492
Profit for the year		-	-	-	-	-	-	60,169	60,169
Total comprehensive income for the year		-	-	-	-	-	-	60,169	60,169
Balance as at 31 December 2022		2,998,399	60,492	300,957	(825,172)	29,845	37,000	(2,109,238)	492,283
Balance as at 1 January 2023		2,998,399	60,492	300,957	(825,172)	29,845	37,000	(2,109,238)	492,283
Share capital increment from exercising									
of the rights of the warrants	25	458	-	458	-	-	-	-	916
Transactions with owners		458	-	458	-	-	-	-	916
Profit for the year		-	-	-	-	-	-	12,773	12,773
Other comprehensive income for the year		-	-	-	-	-	-	3,415	3,415
Total comprehensive income for the year		-	-	-	-	-	-	16,188	16,188
Transfer expired warrants	26	-	(60,492)	60,492	-	-	-	-	-
Balance as at 31 December 2023		2,998,857	-	361,907	(825,172)	29,845	37,000	(2,093,050)	509,387

The accompanying notes form an integral part of these financial statements.

E FOR L AIM PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED 31 DECEMBER

	(Unit : Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Cash flows from operating activities				
Profit before income tax	13,633	55,722	13,045	61,761
Adjustments to reconcile profit before income tax to net cash provided from (used in) operating activities:				
Depreciation and amortization	46,423	46,186	45,886	45,708
Unrealized loss (gain) on exchange rate	5,879	(7,181)	5,909	(7,090)
Gain on disposal of asset	(389)	(2,443)	(389)	(2,441)
Loss on impairment of trade accounts receivable and other receivables	7,405	10,901	7,405	10,901
Loss on (reversal of) defective inventories	873	1,961	(3,931)	4,699
Reversal of impairment of asset	(1,359)	-	(1,359)	-
Realised deferred revenues under performance obligation	(12,202)	(10,116)	(12,202)	(10,116)
Provision for employee benefit obligations	3,105	4,237	3,009	4,129
Dividend received	-	-	-	(7,000)
Interest income	(1,935)	(1,762)	(1,497)	(1,224)
Interest expense	31,097	29,510	29,778	27,856
Cash provided from operations before changes in operating assets and liabilities	92,530	127,015	85,654	127,183
Decrease (increase) in operating assets				
Trade accounts receivable - general customers	8,092	123,489	10,996	120,135
- related parties	1,956	(1,531)	6,423	(6,873)
Other receivables - related party	-	-	(1,412)	40
Inventories	49,355	17,779	49,484	10,577
Leases receivable	5,524	4,439	4,206	3,220
Other current assets	(805)	22,767	(2,123)	19,645
Other non-current assets	242	(306)	-	-
Increase (decrease) in operating liabilities				
Trade accounts payable - general suppliers	(73,981)	4,183	(78,390)	13,774
- related companies	(19,068)	(11,889)	(19,149)	(12,778)
Other payables-related parties	4,966	(12,496)	4,552	(12,329)
Advance from customers	8,305	(3,486)	7,336	(3,486)
Deferred revenues under performance obligation	6,272	8,598	6,272	8,598
Accrued commission expenses	(4,886)	408	(5,098)	911
Other current liabilities	(1,721)	(4,646)	(1,464)	(3,728)
Other non-current liabilities	-	(99)	-	(99)
Cash provided from operations	76,781	274,225	67,287	264,790

The accompanying notes form an integral part of these financial statements.

E FOR L AIM PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY
STATEMENTS OF CASH FLOWS (CONTINUED)
FOR THE YEARS ENDED 31 DECEMBER

	(Unit : Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Cash provided from (used in) operations (continued)				
Interest payment	(28,066)	(32,285)	(26,670)	(31,319)
Income tax payment	(8,774)	(13,396)	(8,389)	(11,806)
Paid for employee benefits	(619)	(4,941)	(619)	(4,810)
Net cash provided from operating activities	39,322	223,603	31,609	216,855
Cash flows from investing activities				
Decrease (increase) in restricted deposits with bank	10,000	(49,957)	-	(49,957)
Purchases of assets	(37,685)	(11,164)	(37,685)	(10,919)
Purchases of intangible assets	(2,500)	(5,000)	(2,500)	(5,000)
Cash received from disposal of equipment	746	5,678	746	5,676
Interest received	1,935	1,762	1,497	1,224
Dividend received	-	-	-	7,000
Net cash used in investing activities	(27,504)	(58,681)	(37,942)	(51,976)
Cash flows from financing activities				
Decrease in short-term loans from financial institutions	(25,931)	(70,062)	(18,320)	(44,909)
Increase in short-term loans from other parties	55,000	-	50,000	-
Repayment of leases liability	(8,848)	(9,352)	(8,848)	(9,352)
Increase (decrease) in short-term loans from related parties	(10,000)	34,000	-	10,000
Repayment for guaranteed liabilities of other Company's loan	(48,294)	(43,865)	(48,294)	(43,865)
Repayment in long-term loans from financial institutions	(62,400)	(62,400)	(62,400)	(62,400)
Repayment in long-term loans from from related person	(3,988)	(15,964)	(3,988)	(15,964)
Repayment in long-term loans from shareholder and other parties	(11,952)	(47,856)	(11,952)	(47,856)
Proceed from warrant for share conversion	916	60,492	916	60,492
Net cash used in financing activities	(115,497)	(155,007)	(102,886)	(153,854)
Net increase (decrease) in cash and cash equivalents	(103,679)	9,915	(109,219)	11,025
Cash and cash equivalents at beginning of year	144,263	134,348	142,878	131,853
Cash and cash equivalents at end of year	40,584	144,263	33,659	142,878
Supplement cash flow information				
Leases receivable	-	6,560	-	6,560
Increase (decrease) in rights-of-use assets and leases liability from contract changes	501	(928)	501	(928)
Transferred inventories to assets	19,695	9,280	12,762	9,280

E FOR L AIM PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
31 DECEMBER 2023

1. GENERAL INFORMATION

E for L Aim Public Company Limited was incorporated in Thailand, and has been listed for shares trading on the Market for Alternative Investment. The registered office address of the Company is 432, Rajavithi road, Bangyee Khan, Bangplad, Bangkok. The Company is engaged in the distribution of medical devices and equipment. The Company also has a subsidiary engaged in the distribution of medical devices.

2. BASIS OF FINANCIAL STATEMENTS PREPARATION

2.1 Statement of compliance

The Company prepares its financial statements in accordance with Thai Financial Reporting Standards ("TFRS") issued under the Accounting Professions and the financial reporting requirements promulgated by the Securities and Exchange Commission under the Securities and Exchange Act. These financial statements are officially prepared in the Thai language. The translation of these financial statements to other languages must conform to the official report in Thai.

The consolidated and separate financial statements have been prepared on a historical cost basis, except as otherwise disclosed specifically.

The preparation of financial statements in conformity with Thai Financial Reporting Standards requires management to use certain critical accounting estimates and to exercise judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 5.

2.2 Principles of consolidation

The consolidated financial statements include the financial statements of E for L Aim Public Company Limited and its a subsidiary which the Company can exercise control over 100% voting right as follow:

Subsidiaries	Country of Incorporation	Percentage of investment		Type of business
		2023	2022	
Spacemed Company Limited	Thailand	100.00	100.00	Distributor of medical devices and equipment

Significant inter-company transactions its with subsidiary included in the consolidated financial statements have been eliminated.

The consolidated financial statements have been prepared using the same accounting policies for similar transactions or accounts of similar nature in the preparation of the Company's financial statements.

3. CHANGES IN THE FINANCIAL REPORTING STANDARDS

3.1 Amended financial reporting standards that are effective for accounting period beginning on or after 1 January 2023 and have impacts to the Group's financial statements are as follows:

- Amendment to TAS 16 Property, plant and equipment clarified to prohibit entities from deducting from the cost of an item of PP&E any proceeds received from selling any items produced while the entity is preparing that asset for its intended use.
- Amendment to TAS 37 Provisions, contingent liabilities and contingent assets clarified that, in considering whether a contract is onerous, the direct costs of fulfilling a contract include both the incremental costs of fulfilling the contract and an allocation of other costs directly related to fulfilling the contract. Before recognising a separate provision for an onerous contract, the entity must recognise any impairment losses that have occurred on the assets used in fulfilling the contract.
- Amendment to TFRS 3 Business combinations clarified some minor amendments to update its references to the Conceptual Framework for Financial Reporting and added a consideration for the recognition of liabilities and contingent liabilities acquired from business combinations. The amendments also confirmed that contingent assets shouldn't be recognised at the acquisition date.
- Amendment to TFRS 9 Financial Instruments clarified which fees should be included in the 10% test for the derecognition of financial liabilities. It should only include fees between the borrower and lender.

However, the amendments do not have any significant impact to the Group's financial statements.

3.2 Amended financial reporting standards that are effective for the accounting period beginning on or after 1 January 2024 and have impact to the Group's financial statements are as follows:

- Amendment to TAS 1 Presentation of financial statements revises the disclosure from 'significant accounting policies' to 'material accounting policies'. The amendment also provides guidelines on identifying when the accounting policy information is material. Consequently, immaterial accounting policy information does not need to be disclosed. If it is disclosed, it should not obscure material accounting information.

- Amendment to TAS 8 Accounting policies, changes in accounting estimates and errors revises to the definition of 'accounting estimates' to clarify how companies should distinguish between changes in accounting policies and changes in accounting estimates. The distinction is important because changes in accounting estimates are applied prospectively to transactions, other events and conditions from the date of that change. Whereas changes in accounting policies are generally applied retrospectively to past transactions and other past events as well as the current period as if the new accounting policy had always been applied.
- Amendment to TAS 12 Income taxes requires companies to recognise deferred tax related to assets and liabilities arising from a single transaction that, on initial recognition, gives rise to equal amounts of taxable and deductible temporary differences. Example transactions are leases and decommissioning obligations.

The amendment should be applied to transactions on or after the beginning of the earliest comparative period presented. In addition, entities should recognise deferred tax assets (to the extent that they can probably be utilised) and deferred tax liabilities at the beginning of the earliest comparative period for all deductible and taxable temporary differences associated with:

- right-of-use assets and lease liabilities, and
- decommissioning, restoration and similar liabilities, and the corresponding amounts recognised as part of the cost of the related assets.

The cumulative effect of this adjustment is recognized in retained earnings or in other components of equity as appropriate.

The Group did not early adopt these standards and the management believes that there is no significant impact to the Group's financial statements for the adoption of these standards.

4. SIGNIFICANT ACCOUNTING POLICIES

4.1 Revenue recognition

Revenue is recognized when customers obtain control of the goods or services in an amount that reflects the consideration to which the Group expects to be entitled, excluding those amounts collected on behalf of third parties, and value added tax, and is after deduction of any trade discounts and volume rebates. Judgement is required in determining the timing of the transfer of control for revenue recognition - at a point in time or over time as the nature of revenues as follows:

Sale of goods

Revenue from sales of goods is recognized when customers obtain control of the goods, generally on delivery of the goods to the customers. For contracts that permit the customers to return the goods, revenue is recognized to the extent that it is highly probable that the cumulative amounts of recognized revenues will not be reversed.

Revenue from services

Revenue from services consist of revenue from medical equipment services and revenue from maintenance of medical equipment. Revenue from rendering of services is recognized over time when services have been rendered.

For bundled package sales, the Group accounts for individual product and service separately if they are distinct or the multiple services are to be rendered in different reporting periods. The consideration received is allocated based on their relative stand-alone selling prices which are determined based on the price list at which the Group sells the products and services for separate transactions. The transaction prices are allocated to these performance obligations and recognized as liability under “deferred revenues under performance obligation” at the time of the initial sales and recognized as revenue on a straight-line basis over period of services.

Interest income is recognized on accrual basis on a time proportion that reflects the effective yield on the asset.

Dividend income is recognized when the right to receive the dividend is established.

Other income is recognized on an accrual basis.

4.2 Cash and cash equivalents

Cash and cash equivalents include cash on hand and highly liquid cash at banks (which do not have restriction of usage) that are readily convertible to cash on maturity date with insignificant risk of change in value.

4.3 Trade and other accounts receivable

A receivable is recognized when the Group has an unconditional right to receive consideration.

Trade and other accounts receivable are measured at the transaction prices less allowance for impairment loss.

The Group applies simplified approach to measure expected credit losses, which requires expected lifetime losses to be recognized from initial recognition of the receivables. To measure the expected credit losses at the end of year, receivables are grouped based on similar types of credit risk. The expected credit loss rates are calculated based on payment profiles of each group, adjusted for factors that are specific to the debtors, and debtors' payment ability. The impairment losses are recognized in profit or loss.

4.4 Inventories

The Group values inventories at the lower of cost on a weighted average method or net realizable value. The cost of purchase comprises both the purchase price and costs directly attributable to the acquisition of the inventory such as import duties and transportation charges, less all attributable discounts and others. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs to make the sale.

Provision is made, where necessary, for slow moving and defective inventories based on the Group's experiences and the current information.

4.5 Financial instruments

Financial asset

Financial assets are recognised when the Group becomes a party to the contractual provisions of the financial instrument.

In case of financial assets that are not measured at fair value through profit or loss, the Group initially measures financial asset at cost plus or minus transaction costs that are directly attributable to the acquisition of the financial assets. Trade and other accounts receivable that do not contain a significant financing component are measured at the transaction price as disclosed in the accounting policy relating to trade and other accounts receivable.

A financial asset is derecognised when the contractual rights to the cash flows from the financial asset expires, or when the financial asset and substantially all the risks and rewards are transferred.

The Group classifies financial assets based on their nature and subsequent re-measurement, as determined with the Group's business models for managing the financial assets and the contractual cash flow characteristics of the financial asset, as follows;

- Amortized cost
- Fair value through other comprehensive income (FVTOCI)
- Fair value through profit or loss (FVTPL)

During the reporting period, the Group does not have any financial assets categorized as FVTOCI.

Financial assets measured at amortised cost

The Group measures financial assets at amortized cost when the financial asset is held within a business model with an objective to hold to collect contractual cash flows until maturity. In addition, the contractual term of the financial asset gives rise on specified dates to cash flows that are solely referred to payments of outstanding principal and interest. Interest income from these financial assets is included in financial income using the effective interest rate method. Any gain or loss arising on derecognition, modified, and impairment losses are recognised directly in profit or loss.

Financial assets measured at fair value through profit or loss (FVTPL)

A financial asset that is not held until maturity for collecting contractual cash flows or held for collecting contractual cash flows or for sale, are categorized at fair value through profit or loss (FVTPL). Further, irrespective of business models, a financial asset which does not generate contractual cash flows, but principal and interest are to be settled at a fixed date (SPPI), including all derivative financial instruments which do not meet the hedge accounting criteria, are accounted for at fair value through profit or loss. Financial asset measured at FVTPL is carried in the statement of financial position at fair value which net change in fair value is recognized in profit or loss.

Impairment of financial assets

The Group applies a general approach in calculating expected credit loss (ECLs) for financial assets by recognizing ECLs to be incurred in the next 12-month, unless a significant increase in credit risk is identified after the initial recognition of the financial instrument, or the financial asset become impaired, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

For trade and other accounts receivable that do not have significant financing components, the Group applies a simplified approach for impairment losses measurement by using expected credit loss as disclosed in the accounting policy relating to trade and other accounts receivable.

Financial liabilities

The Group's financial liabilities consist of borrowings, trade and other payables and derivative financial instruments.

Financial liabilities are recognized when the Group becomes a party to the contractual provisions of the financial instrument.

The Group initially recognized financial liabilities at fair values plus or minus transaction cost and classified as liabilities to be subsequently measured at amortized costs using the effective interest rate (EIR) method. In determining amortized cost, the Group considers all fees or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in profit or loss, except for derivative financial instruments that are measured at fair value through profit and loss (FVTPL).

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

4.6 Investment

Investments in a subsidiaries in the separate financial statements are presented at cost. The Company recognizes gain or loss on disposal in the statement of profit or loss in the year that disposal occurred. In case of impairment on investment, the Company will recognize loss on impairment as an expense in the statement of profit or loss.

Other long-term investments are presented at cost less allowance for impairment (if any).

4.7 Subsidiary

Subsidiary is entity controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of subsidiary are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The accounting policies of subsidiaries will be changed where necessary to align with the policies adopted by the Group. Losses applicable to non-controlling interests in a subsidiary are allocated to non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

4.8 Property, plant, and equipment

Land is stated at fair value estimated by an independent appraiser. Changes in the fair value of land recognized as other components of shareholders' equity in the statement of changes in shareholders' equity. The fair value of land is determined by the independent appraiser using the market approach. The valuation involves certain assumptions and estimates.

Property and equipment are stated at cost less accumulated depreciation and allowance for impairment (if any).

The depreciation is computed by the straight-line method over the estimated useful lives of assets as follows:

Buildings	20 years
Improvements and leasehold improvements	10 - 20 years
Tools and medical equipment	5 years
Tools and equipment	5 years
Furniture, fixtures, and office equipment	5 years
Vehicles	5 years

No depreciation is made for land.

Expenditures for expansion, renewal and betterment are capitalized. Repair and maintenance costs are recognized as an expense when incurred.

Gains and losses on disposal of property, plant, and equipment are determined by reference to the carrying amount of assets compared to the selling price and are taken into account in the statement of profit or loss.

4.9 Intangible assets

Computer software

An Intangible asset that has a definite useful life is stated at cost less accumulated amortization and allowance for impairment (if any). Amortization is charged as expense to the statement of profit or loss on a straight-line method over the estimated economic useful lives of 5 years.

4.10 Lease

The Group as a lessee

The Group assesses whether a contract is or contains a lease at inception of the contract. A contract is, or contains, a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group assesses the lease term for the non-cancellable period as stipulated in lease contract or the remaining period of active leases together with any period covered by an option to extend the lease if it is reasonably certain to be exercised or any periods covered by an option to terminate the lease if it is reasonably certain not to be exercised by considering the effect of changes in circumstance relating to the extension of the lease term.

At lease commencement date, determined as of the date on which the lessor makes the underlying asset available for use, the Group recognizes a right-of-use asset together with lease liability. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct cost incurred, an estimated costs to dismantle and remove the asset at the end of the lease, lease payments made in advance of the lease commencement date (net of any incentives received).

Right-of-use assets are measured at costs, less any accumulated depreciation, any accumulated impairment loss, and adjusted for any remeasurement of lease liability. The Group also assesses the right-of-use asset for impairment when such indicator exists.

The Group depreciates the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term as follows:

Buildings	20 years
Office equipment	5 years
Vehicles	5 years

At the commencement date, the Group measures the lease liability at the present value of the lease payments to be made over the lease term. If the lease contract is negotiated with third party is not possible to determine the interest rate that is implicit in the lease, the lease payments are discounted using the Group's incremental borrowing rate. The incremental borrowing rate is the estimated rate that the Group would have to pay to borrow the same amount over a similar term to obtain an asset.

Lease payments included in the measurement of the lease liability are made up of fixed payments less any lease incentives receivable, amounts expected to be payable under a residual value guarantee, and payments arising from options reasonably certain to be exercised, and payments of penalties for terminating the lease, if the lease term reflects the Group to exercise the option to terminate.

After the commencement date, the amount of lease liability is increased to reflect the accretion of interest and reduced for the lease payments made.

In addition, the carrying amount of lease liability is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset. The amount of the remeasurement of the lease liability is reflected as an adjustment to the carrying amount of the right-of-use asset. However, if the carrying amount of the right-of-use asset has been reduced to zero, such effect will be recognized in profit or loss.

The Group applies a single recognition and measurement approach for all leases, except for a lease with a term less than or equal to 12 months from commencement date or a lease of low-value assets, which is recognized as expenses on a straight-line basis over the lease term.

The Group as a lessor

A lease that transfers substantially all the risks and rewards incidental to ownership of an underlying asset to a lessee is classified as finance leases. At the commencement date, an asset held under a finance lease is recognized as a lease receivable at an amount equal to the net investment in the lease or the present value of the lease payments receivable and any unguaranteed residual value. Subsequently, finance income is recognized over the lease term to reflect a constant periodic rate of return on the net investment in the lease.

A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset to a lessee. Lease receivable from operating lease is recognized as income in profit or loss on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognized as expenses over the lease term on the same basis as the lease income.

4.11 Borrowings

Borrowings are recognized initially at the fair value, net of transaction costs incurred.

Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent that there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a pre-payment for liquidity services and amortized over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the statement of financial position date. If the borrowing does not meet the criteria as aforementioned, the borrowing is classified as non-current liabilities.

Borrowing costs are recognized by using the effective interest method.

4.12 Employee benefits

Short-term employment benefits

Salaries, wages, bonuses, and contribution to the social security are recognized as expenses when incurred.

Post-employment benefits (Defined contribution plan)

The Group with participated employees had jointly established a provident fund plan whereby monthly contribution are made by employees and by the Group. The fund's assets are held in a separate trustee fund from the Group's assets. The Group's contribution to the fund is recognized as expenses when incurred.

Post-employment benefits (Defined benefit plan)

The Group has obligation in respect of the severance payment to employees upon retirement under the labour law. The Group sets up provision for the obligation under the defined benefits plan based on actuarial techniques, using the discount method on each projected unit.

The defined benefits liability comprises the present value of the defined benefit obligation and actuarial gains (losses).

Actuarial gains or losses arising from post-employment benefits are recognized immediately in other comprehensive income.

4.13 Income tax

The income tax expense for the year comprises current and deferred taxes. Current and deferred taxes are recognized in profit or loss, except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current income tax

Current income tax is the expected tax payable or claimable on the taxable profit or loss for the year, which is different from profit or loss in the financial statements, using income tax rates enacted or substantially enacted at the end of the reporting period, and any adjustment to income tax payable in respect of previous years.

Deferred tax

Deferred tax is recognized in respect of temporary timing differences between the carrying amounts of assets and liabilities for financial reporting purpose and the amounts used for tax computation purpose. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, using tax rates enacted or substantively enacted at the end of the reporting period.

A deferred tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the temporary timing differences can be utilized. Deferred tax assets are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that the related tax benefit will be realized.

4.14 Foreign currency transactions

Transactions in foreign currencies are recorded in Baht based on the rates prevailing at the transaction dates. Outstanding balances of assets and liabilities, denominated in foreign currencies at the date of statement of financial position, are translated into Baht at the exchange rates at that date. Translation gains or losses are credited or charged to operations for the year.

4.15 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

- Level 1 quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2 inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3 unobservable inputs for the asset or liability

4.16 Dividend payment

Dividend payment is recorded in the financial statements in the year in which they are approved by the Shareholders or Board of Directors.

4.17 Basic earnings per share

Basic earnings per share are determined by dividing the profit (loss) by the weighted average number of common shares outstanding during the year.

4.18 Diluted earnings per share

Diluted earnings per share is calculated by dividing the profit (loss) for the year by the number of common shares plus the equivalent number common shares (warrants) based on the average price in the year.

4.19 Segment reporting

Segment results that are reported to chief operating decision maker include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

4.20 Provisions for liabilities and expenses and contingent assets

Provisions for liabilities and expenses are recognized in the financial statements when the Group has a present legal or constructive obligation as a result of past event with probable outflow of resources to settle the obligation and where a reliable estimate of the amount can be made. The contingent assets will be recognized as separate assets only when the realization is virtually certain.

5. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTION AND JUDGMENT

The preparation of the financial statements requires management to make estimates and assumption that affect the reporting amounts of revenues, expenses, assets, liabilities and disclosure of contingent assets and liabilities. The actual result may differ from those estimates.

Critical accounting estimates, assumption and judgments are as follows:

5.1 Revenue recognition

Revenue recognition of the Company is complex as it bundles sales of medical equipment and services, the several contract types and different conditions for each customer. The Company is required to use judgment regarding whether each promise to deliver goods or services is considered distinct, taking into consideration terms and conditions of the arrangement, and to use judgment regarding whether performance obligations are satisfied over time or at a point in time and allocation of the contract price. The Company's revenue from sales is recognized at point in time, and revenue from services is recognized overtime when services have been rendered.

5.2 Allowance for impairment loss on trade accounts receivable

In determining an allowance for impairment loss on trade accounts receivable, the management is required to make judgement in estimating the expected credit loss based on, payment profile of each group, past collection history, specific factor of the debtor, and debtor payment ability, to reflect the collection losses that may incur in the collection of receivables. The Group's historical credit loss experience and forecast economic conditions may also not be representative of whether a customer will actually default in the future.

5.3 Allowance for slow - moving and defective inventories

The Group estimates allowances for slow-moving and defective inventories to reflect impairment of inventories. The allowances are based on the consideration of inventory turnovers and deterioration of each category as judged by management.

5.4 Impairment of investment

The Company treats investments as impaired when there has been a significant or prolonged decline in their fair value. The determination of what is "significant" or "prolonged" requires management judgment.

5.5 Plant and equipment, and intangible assets

Management regularly determines the estimated useful lives and residual values of the Group's plant and equipment, and intangible assets and will revise the depreciation and amortization where useful lives and residual values previously estimated have changed or are subject to be written down for their technical obsolescence or when they are no longer in used.

5.6 Impairment of assets

The Group considers assets as impaired when there has been a significant or prolonged decline in the fair value below their cost. The determination of what is "significant" or "prolonged" requires management judgment.

5.7 Determination of the lease term

The management is required to exercise judgement in assessing whether the Group is reasonably certain to exercise the option to extend or terminate the lease considering all relevant facts and circumstances that create an economic incentive for the Group to exercise either the extension or termination option. After the commencement date, the Company and its subsidiary reassess the lease term if there is a significant event or change in circumstances that is within their control and affects their abilities to exercise or not to exercise the option to renew or to terminate.

5.8 Determination of the appropriate discount rate to measure lease liabilities

In cases where the Company and its subsidiary are unable to determine the interest rate implicit in the lease, the management is required to exercise judgement in estimating incremental borrowing rate (IBR) to discount lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

5.9 Post-employment benefits (defined benefit plans)

The obligation under defined benefit plan is determined based on actuarial valuation. Inherent within this calculation are assumptions as to discount rates, future salary increases, mortality rates and other demographic factors. Actual post-retirement costs may ultimately differ from these estimates.

5.10 Deferred tax assets

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company future taxable income against which the deductible temporary differences can be utilized. Management judgment is required in assessing the impact of any legal or economic limit or uncertainties in various tax jurisdictions.

5.11 Litigation

The Company normally has contingent liabilities as a result of disputes and litigation. Management uses judgment to assess the results of the disputes and litigation. However, actual results could differ from the estimates. If management and director's believes that no significant loss will result, no provision is recorded at the end of reporting period.

5.12 Fair value measurement

The fair value of financial assets and liabilities not traded in the active market are determined by using valuation techniques. The Company's management used their judgements to select a variety of methods and make assumptions that are mainly based on their experience and historical data existing at the end of each reporting period.

6. RELATED PARTY TRANSACTIONS

The Company has transactions with related parties that are related through common shareholding and/or directorship. the financial statements reflect the effects of those transactions on the basis agreed upon between the Company and its related parties, which might be different from the basis used for transactions with unrelated parties.

Related parties are as follows:

Name	Nature of business	Relationship
K&W (Thailand) Company Limited	Distributor of medical devices and equipment	Shares are held by director's relatives in the Company and same directors in subsidiary
That'so Asia Corporation Limited	Beauty treatment services	Shares are held by the Company
Altermed Care Company Limited	Wholesale of pharmaceutical and medical goods	Same directors and shareholders in subsidiary
Mr.Jackrit Lohajaroensub	-	Director
Mr.Preecha Nuntnarumit	-	Director
Ms.Watcharaporn Phissasunthorn	-	Director of subsidiary
Mr.Chakri Lohajaroensub	-	Relative of director

Significant transactions with related parties for the years ended 31 December 2023 and 2022 are as follows:

		(Unit: Thousand Baht)			
		Consolidated F/S		Separate F/S	
		For the years ended 31 December			
	Pricing policy	2023	2022	2023	2022
<u>Revenue from sales</u>					
Subsidiary	Cost plus margin	-	-	1,020	11,558
Related company	Cost plus margin	21,455	2,035	21,455	518
Total		21,455	2,035	22,475	12,076
<u>Revenues from services</u>					
Subsidiary	Agreed price	-	-	2,147	2,505
Related company	Agreed price	164	212	164	212
Total		164	212	2,311	2,717
<u>Dividend income</u>					
Subsidiary	As declaration	-	-	-	7,000
<u>Purchase of goods</u>					
Subsidiary	Cost plus margin	-	-	5,264	5,088
Related company	Cost plus margin	2,245	2,346	2,245	2,346
Total		2,245	2,346	7,509	7,434
<u>Other costs</u>					
Related company	Agreed price	2,938	4,675	2,748	4,515
<u>Interest expenses</u>					
Directors	5.00% - 6.00% per annum	2,557	1,740	1,900	1,406
Director of subsidiary	5.00% - 6.25% per annum	272	52	-	-
Relative of director	MLR - 0.25 % per annum	4,096	3,822	4,096	3,822
Total		6,925	5,614	5,996	5,228
<u>Other expenses</u>					
Related company	Agreed price	1,754	2,088	1,754	2,088
<u>Management's compensation</u>					
Short-term employee benefits		16,326	15,114	9,905	8,781
Post-employment benefits		-	1,100	-	1,100
Total		16,326	16,214	9,905	9,881

Significant balances with related parties as of 31 December 2023 and 2022 are as follows:

			(Unit: Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
<u>Trade accounts receivable - related parties</u>				
Subsidiary	-	-	892	6,983
Related company	38	1,994	38	370
Total	38	1,994	930	7,353
<u>Other receivables - related party</u>				
Subsidiary	-	-	1,412	-
<u>Trade accounts payable - related companies</u>				
Subsidiary	-	-	215	296
Related company	30,651	49,719	30,651	49,719
Total	30,651	49,719	30,866	50,015
<u>Other payables - related parties</u>				
Subsidiary	-	-	-	130
Related company	46,674	41,875	46,551	41,869
Director	167	-	-	-
Total	46,841	41,875	46,551	41,999
<u>Short-term loans and accrued</u>				
<u>interest expense from related parties</u>				
Directors	47,126	52,991	37,015	35,887
Director of subsidiary	4,106	7,051	-	-
Total	51,232	60,042	37,015	35,887

During the years ended 31 December 2023 and 2022, the movements in short-term loans from related parties (excluding interest) are as follow:

	(Unit: Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Balance as at 1 January	59,000	25,000	35,000	25,000
<u>Add</u> Additions	-	44,000	-	20,000
<u>Less</u> Payment	(10,000)	(10,000)	-	(10,000)
Balance as at 31 December	<u>49,000</u>	<u>59,000</u>	<u>35,000</u>	<u>35,000</u>

Short-term loans from related parties represent promissory notes which bear interest at 5.00 - 6.00% per annum and are repayable on demand, without collateral.

		(Unit: Thousand Baht)	
	Interest rate	Consolidated and separate F/S	
	per annum	2023	2022
<u>Loan-term loans from related person</u>			
Relative of director	MLR - 0.25%	60,807	64,795
<u>Less</u> Current portion		(11,964)	(11,964)
Net		48,843	52,831

During the years ended 31 December 2023 and 2022, the movements in long-term loans from related person (excluding interest) are as follow:

	(Unit: Thousand Baht)	
	Consolidated and separate F/S	
	2023	2022
Balance as at 1 January	64,795	80,759
<u>Less</u> Payment	(3,988)	(15,964)
Balance as at 31 December	<u>60,807</u>	<u>64,795</u>

In 2021, the Company obtained loans from a relative of a director totaling Baht 83.75 million with no collateral and bear interest at MLR - 0.25% per annum to restructure its debts by repaying loan from a financial institution before maturity date and reduce interest burden. Under the loan agreements, the Company will repay the principal and interest by 84 installments at Baht 1.00 million each. The remaining principal amount and interest will be fully paid by 25 September 2028.

During the second quarter of 2023, the Company entered into a debt modification agreement to defer the repayment of the principal amount over 8 installments from May to December 2023, totaling Baht 7.98 million. The lender has agreed to allow the Company to pay only the interest for these installments. The remaining outstanding balance will be fully paid by 2028.

	(Unit: Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
<u>Employee benefits obligation - Executive</u>				
Post-employment benefits	-	3,918	-	3,918

7. CASH AND CASH EQUIVALENTS

	(Unit: Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Cash	285	291	270	268
Cash at banks				
Current deposits	10,214	11,315	6,462	10,386
Saving deposits	30,085	132,564	26,927	132,224
Fixed deposits	-	93	-	-
Total	40,584	144,263	33,659	142,878

8. TRADE ACCOUNTS RECEIVABLE – GENERAL CUSTOMERS

An aging analysis of trade accounts receivable balances as of 31 December 2023 and 2022 are as follows:

			(Unit: Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Not yet due	170,171	149,090	153,929	136,814
Past due				
Less than 3 months	114,006	140,368	110,204	136,802
3 - 6 months	30,338	18,578	29,630	18,133
6 - 12 months	5,763	16,002	5,693	15,772
More than 12 months	419	4,751	296	3,227
Total	320,697	328,789	299,752	310,748
<u>Less</u> Allowance for expected credit losses	(61)	(277)	(61)	(277)
Net	320,636	328,512	299,691	310,471

During the years ended 31 December 2023 and 2022 the movements in allowance for expected credit losses on trade accounts receivable are as follows:

			(Unit: Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Balance as at 1 January	277	402	277	402
<u>Less</u> Reversal of allowance	(216)	(125)	(216)	(125)
Balance as at 31 December	61	277	61	277

9. INVENTORIES

			(Unit: Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Goods in transit	342	1,643	-	104
Products for trading	453,879	521,628	366,348	428,490
Total	454,221	523,271	366,348	428,594
<u>Less</u> Allowance for defective inventories	(41,152)	(40,279)	(26,315)	(30,246)
Net	413,069	482,992	340,033	398,348

During the years ended 31 December 2023 and 2022, the movements of allowance for defective inventories are as follows:

			(Unit: Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Balance as at 1 January	40,279	38,318	30,246	25,547
<u>Add</u> Allowance for defective inventories	4,804	4,699	-	4,699
<u>Less</u> Reversal of allowance for defective inventories	(3,931)	(2,738)	(3,931)	-
Balance as at 31 December	41,152	40,279	26,315	30,246

Cost of goods sold which record as expenses for the years ended 31 December 2023 and 2022 are as follows:

			(Unit: Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Cost of sales and services	868,874	994,786	806,417	927,054
Allowance for defective inventories	873	1,961	(3,931)	4,699
Total	869,747	996,747	802,486	931,755

10. OTHER CURRENT ASSETS

	(Unit : Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Prepaid expenses	6,156	5,126	5,920	3,694
Prepaid corporate income tax	26,355	26,355	26,355	26,355
Withholding tax	33,915	25,526	33,915	25,526
Others	1,397	1,626	469	574
Total	67,823	58,633	66,659	56,149

11. INVESTMENT IN A SUBSIDIARY

	(Unit: Thousand Baht)							
	Separate F/S							
	Paid-up capital		Percentage of shareholding		Cost method		Dividend received	
	2023	2022	2023	2022	2023	2022	2023	2022
Spacemed Company Limited	50,000	50,000	100.00	100.00	59,391	59,391	-	7,000

12. INVESTMENTS IN OTHER COMPANIES

	(Unit: Thousand Baht)					
	Consolidated and Separate F/S					
	Paid-up capital		Percentage of shareholding		Cost method	
	2023	2022	2023	2022	2023	2022
That'so Asia Corporation Limited	300,000	300,000	12.00	12.00	36,000	36,000
Imagimax Company Limited	108,000	108,000	7.40	7.40	8,000	8,000
Total					44,000	44,000
<u>Less</u> Allowance for impairment					(44,000)	(44,000)
Net					-	-

The Company recognized allowances for impairment of investments in other companies for the full amounts because the management believes that such investments are not recoverable.

13. PROPERTY, PLANT AND EQUIPMENT

(Unit: Thousand Baht)

	Consolidated F/S						
	Land	Buildings and improvements	Medical Tool and Equipment	Tools and equipment	Fixtures and office equipment	Vehicles	Total
Cost							
As of 1 January 2022	174,392	107,366	234,936	6,072	7,792	3,280	533,838
Purchases	-	4,334	5,605	633	592	-	11,164
Transfer from inventories	-	-	9,208	-	-	-	9,280
Disposals	-	-	(45,519)	(109)	(89)	-	(45,717)
Write-off	-	-	-	-	(342)	-	(342)
As of 31 December 2022	174,392	111,700	204,302	6,596	7,953	3,280	508,223
Purchases	-	-	37,241	239	205	-	37,685
Transfer from inventories	-	-	12,762	6,933	-	-	19,695
Disposals	-	-	(36,526)	(97)	(112)	-	(36,735)
As of 31 December 2023	174,392	111,700	217,779	13,671	8,046	3,280	528,868
Accumulated depreciation							
As of 1 January 2022	-	9,600	163,589	5,064	5,858	3,080	187,191
Depreciation for the year	-	5,483	24,202	584	820	133	31,222
Depreciation for disposal and write-off of assets	-	-	(42,295)	(106)	(423)	-	(42,824)
As of 31 December 2022	-	15,083	145,496	5,542	6,255	3,213	175,589
Depreciation for the year	-	5,575	25,787	534	762	67	32,725
Depreciation for disposal	-	-	(36,171)	(97)	(110)	-	(36,378)
As of 31 December 2023	-	20,658	135,112	5,979	6,907	3,280	171,936

(Unit: Thousand Baht)

	Consolidated F/S						
	Land	Buildings and improvements	Medical Tool and Equipment	Tools and equipment	Fixtures and office equipment	Vehicles	Total
Allowance for impairment of assets							
As of 1 January 2022	15,100	9,279	-	-	-	-	24,379
As of 31 December 2022	15,100	9,279	-	-	-	-	24,379
Reversal of allowance for impairment	-	(1,359)	-	-	-	-	(1,359)
As of 31 December 2023	15,100	7,920	-	-	-	-	23,020
Net Book Value							
As of 31 December 2022	159,292	87,338	58,806	1,054	1,698	67	308,255
As of 31 December 2023	159,292	83,122	82,667	7,692	1,139	-	333,912
Depreciation for the year 2022							
Costs of sales							24,202
Administrative expenses							7,020
Total							31,222
Depreciation for the year 2023							
Costs of sales							25,787
Administrative expenses							6,938
Total							32,725

(Unit: Thousand Baht)

	Separate F/S						
	Land	Buildings and improvements	Medical Tool and equipment	Tools and equipment	Fixtures and office equipment	Vehicles	Total
Cost							
As of 1 January 2022	174,392	107,156	264,849	4,903	4,959	2,729	558,988
Purchases	-	4,334	5,605	427	553	-	10,919
Transfer from inventories	-	-	9,280	-	-	-	9,280
Disposals	-	-	(45,519)	(109)	(89)	-	(45,717)
As of 31 December 2022	174,392	111,490	234,215	5,221	5,423	2,729	533,470
Purchases	-	-	37,241	239	205	-	37,685
Transfer from inventories	-	-	12,762	-	-	-	12,762
Disposals	-	-	(36,526)	(97)	(112)	-	(36,735)
As of 31 December 2023	174,392	111,490	247,692	5,363	5,516	2,729	547,182
Accumulated depreciation							
As of 1 January 2022	-	9,394	193,497	4,037	3,818	2,706	213,452
Depreciation for the year	-	5,483	24,202	515	521	23	30,744
Depreciation for disposal of assets	-	-	(42,295)	(106)	(81)	-	(42,482)
As of 31 December 2022	-	14,877	175,404	4,446	4,258	2,729	201,714
Depreciation for the year	-	5,575	25,787	337	489	-	32,188
Depreciation for disposal of assets	-	-	(36,171)	(97)	(110)	-	(36,378)
As of 31 December 2023	-	20,452	165,020	4,686	4,637	2,729	197,524
Allowance for impairment of assets							
As of 1 January 2022	15,100	9,279	-	-	-	-	24,379
As of 31 December 2022	15,100	9,279	-	-	-	-	24,379
Reversal allowance for impairment	-	(1,359)	-	-	-	-	(1,359)
As of 31 December 2023	15,100	7,920	-	-	-	-	23,020

(Unit: Thousand Baht)

	Separate F/S						
	Land	Buildings and improvements	Medical Tool and Equipment	Tools and equipment	Fixtures and office equipment	Vehicles	Total
Net Book Value							
As of 31 December 2022	159,292	87,334	58,811	775	1,165	-	307,377
As of 31 December 2023	159,292	83,118	82,672	677	879	-	326,638
Depreciation for the year 2022							
Cost of services							24,202
Administrative expenses							6,542
Total							30,744
Depreciation for the year 2023							
Cost of services							25,787
Administrative expenses							6,401
Total							32,188

As of 31 December 2023, the Group and the Company have certain office equipment that had been fully depreciated but are still in use. The original costs of those assets are totaling approximately Baht 137.32 million and Baht 101.61 million, respectively (2022 : Baht 102.49 million and Baht 99.56 million, respectively).

As of 31 December 2023 and 2022, land and building are under the mortgage as collateral short-term loans from a financial institution. (Notes 16 and 37.6)

14. LEASES

14.1 Right-of-use assets

(Unit: Thousand Baht)

	Consolidated and Separate F/S			
	Land	Buildings	Office equipment	Total
Cost				
As of 1 January 2022	4,982	42,448	6,620	54,050
Increase	2,279	1,563	-	3,842
Decrease	(2,333)	(4,864)	-	(7,197)
As of 31 December 2022	4,928	39,147	6,620	50,695
Increase	-	501	-	501
As of 31 December 2023	4,928	39,648	6,620	51,196
Accumulated depreciation				
As of 1 January 2022	-	13,444	1,654	15,098
Increase	-	6,902	828	7,730
Decrease	-	(2,728)	-	(2,728)
As of 31 December 2022	-	17,618	2,482	20,100
Increase	-	6,515	827	7,342
As of 31 December 2023	-	24,133	3,309	27,442
Net book value				
As of 31 December 2022	4,928	21,529	4,138	30,595
As of 31 December 2023	4,928	15,515	3,311	23,754
Depreciation for year 2022				
Administrative expenses				7,730
Depreciation for year 2023				
Administrative expenses				7,342

14.2 Leases liability

		(Unit: Thousand Baht)	
		Consolidated and Separate F/S	
		2023	2022
Leases liability			
Not over 1 year		8,863	8,839
Over 1 year but not over 5 years		19,405	28,204
Total		28,268	37,043
<u>Less</u> Deferred interest expenses		(2,468)	(4,110)
		25,800	32,933
<u>Less</u> Current portions		(7,627)	(7,192)
Net		18,173	25,741

Movements of leases liability for the year ended 31 December 2023 and 2022 are summarized below:

		(Unit: Thousand Baht)	
		Consolidated and Separate F/S	
		2023	2022
As of 1 January		32,933	41,106
Increase from interests		1,648	2,107
Adjustment from lease reassessment		67	4,472
<u>Less</u> Disposals		-	(5,400)
<u>Less</u> Payments during the year		(8,848)	(9,352)
As of 31 December		25,800	32,933

Lease payments not recognized as leases liability

The Group has elected not to recognize leases liability for short-term leases (leases with an expected term of 12 months or less) or for leases of low-value assets. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments that are not qualified to be recognized as leases liability are expensed as incurred.

The expenses related to the lease not included in the measurement of the leases liability are as follows:

	(Unit: Thousand Baht)	
	Consolidated F/S	Separate F/S
	2023	2022
Short-term lease	1,275	1,031
Leases of low-value assets	64	37
Total	1,339	1,068

14.3 Leases receivable

	(Unit: Thousand Baht)	
	Consolidated F/S	Separate F/S
	2023	2022
Leases receivable		
Less than 1 year	11,357	12,063
Over 1 year but not over 5 years	4,167	10,624
Total	15,524	22,687
<u>Less</u> Deferred interest income	(1,650)	(3,289)
Total	13,874	19,398
<u>Less</u> Current portions	(9,981)	(9,707)
Net	3,893	9,691

The Company has some leases of medical devices to customers for the periods of 2 - 4 years.

15. INTANGIBLE ASSETS

		(Unit: Thousand Baht)	
		Computer Software	
		Consolidated F/S	Separate F/S
Cost			
As of 1 January 2022		78,372	77,809
Purchases		5,000	5,000
As of 31 December 2022		83,372	82,809
Purchases		2,500	2,500
As of 31 December 2023		85,872	85,309
Accumulated amortization			
As of 1 January 2022		60,398	59,835
Amortization for the year		7,535	7,535
As of 31 December 2022		67,933	67,370
Amortization for the year		6,790	6,790
As of 31 December 2023		74,723	74,160
Net book value			
As of 31 December 2022		15,439	15,439
As of 31 December 2023		11,149	11,149
Amortization for the year 2022			
Cost of sale		6,446	6,446
Administrative expenses		1,089	1,089
Total		7,535	7,535
Amortization for the year 2023			
Cost of sale		6,790	6,790
Administrative expenses		-	-
Total		6,790	6,790

As of 31 December 2023, the Group and the Company have certain computer software that had been fully depreciated but are still in use. The original costs of those assets are totaling approximately Baht 50.56 million and Baht 62.01 million, respectively (2022 : Baht 48.67 million and Baht 48.11 million, respectively).

16. SHORT-TERM LOANS FROM FINANCIAL INSTITUTIONS

		(Unit: Thousand Baht)			
	Interest rate per annum	Consolidated F/S		Separate F/S	
		2023	2022	2023	2022
Overdraft	1.375%	-	9,278	-	-
Liabilities under the trust receipts	2.00% - 4.00%	5,000	21,652	-	18,319
Total		5,000	30,930	-	18,319

Movements in short-term loans from financial institutions for the year ended 31 December 2023 and 2022 are as follows:

		(Unit: Thousand Baht)			
		Consolidated F/S		Separate F/S	
		2023	2022	2023	2022
Balance as at 1 January		30,930	100,432	18,319	63,225
<u>Add</u> Addition borrowing		122,011	165,658	90,991	116,216
<u>Less</u> Payment		(147,942)	(235,720)	(109,311)	(161,125)
Exchange rate adjustment		1	560	1	3
Balance as of 31 December		5,000	30,930	-	18,319

17. SHORT-TERM LOANS FROM OTHER PARTIES

During the year, the Company obtained loans from other parties totaling Baht 50 million with an interest rate of 14% per annum and the principal amount is to be repaid within one year from the date of the agreement. The loan is guaranteed by another person with a guarantee fee of 2.00% per annum.

During the year, the subsidiary obtained loans from another partner in the form of promissory notes totaling Baht 5 million with an interest rate of 12% per annum, and the principal and interest will be repaid by 31 March 2024.

18. LONG-TERM LOANS FROM SHAREHOLDER AND OTHER PARTY

On 22 September 2021, the Company obtained loans from a shareholder and an other individual totaling Baht 251 million which no collateral to restructure its debts by repaying loan from a financial institution before maturity date and reduce interest burden. Under the loan agreements, the Company will repay the principal and interest by 84 installments at Baht 2.99 million each. The remaining principal amount and interest will be fully paid by 25 September 2028.

As of 31 December 2023 and 2022 these loans are classified as follows:

	Interest rate per annum	(Unit: Thousand Baht)	
		Consolidated and separate F/S	
		2023	2022
Loan from a shareholder	MLR - 0.25%	121,652	129,620
Loan from other individual	MLR - 0.25%	60,826	64,810
Total		182,478	194,430
<u>Less</u> Current portion		(35,856)	(35,856)
Net		146,622	158,574

Movements in long-term loans from shareholder and other party for the year ended 31 December 2023 and 2022, are as follows:

	(Unit: Thousand Baht)	
	Consolidated and separate F/S	
	2023	2022
Balance as at 1 January	194,430	242,286
<u>Less</u> Payment	(11,952)	(47,856)
Balance as of 31 December	182,478	194,430

During the second quarter of 2023, the Company entered into a debt modification agreement to defer the repayment of the principal amount over 8 installments from May to December 2023, totaling Baht 23.90 million. The lender has agreed to allow the Company to pay only the interest for these installments. The remaining outstanding balance will be fully paid by 2028.

19. LIABILITIES FROM GUARANTEE OF OTHER COMPANY'S LOAN

Liabilities from guarantee of other company's loan represent the guarantee of loans of other company formerly a subsidiary of the company, classified as follows:

(Unit: Thousand Baht)

		Consolidated and separate F/S					
		2023			2022		
	Interest rate per annum	Loan	Deferred finance fee	Net	Loan	Deferred finance fee	Net
Credit line of Baht 105 million	15%	23,844	(474)	23,370	41,963	(911)	41,052
Credit line of Baht 150 million	5%	27,008	(89)	26,919	50,082	(172)	49,910
Total		50,852	(563)	50,289	92,045	(1,083)	90,962
<u>Less</u> Current portions		(46,904)	520	(46,384)	(41,193)	520	(40,673)
Net		3,948	(43)	3,905	50,852	(563)	50,289

Movements in liabilities from the guarantee of the other company's loan for the year ended 31 December 2023 and 2022 are as follows:

(Unit: Thousand Baht)

	Consolidated and separate F/S	
	2023	2022
Balance as at 1 January	90,962	123,800
<u>Add</u> Accrued interest	7,101	10,507
<u>Less</u> Payment	(48,294)	(43,865)
Amortization of deferred finance service fee	520	520
Balance as at 31 December	50,289	90,962

Deferred finance service fee is amortized on an effective interest rate over the term of the relevant agreements.

On 30 June 2021, the Company entered into the debt modification memorandum to extent the repayment term with the Asset Management to restructure the repayment scheme. The outstanding principal as of 30 September 2021 of Baht 139.6 million will be repaid by 43 installments. The 1st to 10th monthly installments will be at Baht 3.4 million each, the 11th to 22nd installments will be at Baht 3.8 million each, the 23rd - 42nd installments will be at Baht 4.2 million each, and the remaining principal amount and interest will be fully paid by 31 January 2025.

20. LONG-TERM LOANS FROM FINANCIAL INSTITUTIONS

The Company had obtained long-term collateralized loans from two local banks as follows:

		(Unit: Thousand Baht)	
		Consolidated and separate F/S	
	Interest rate per annum	2023	2022
Long-term loans from financial institutions	MLR - 1	38,073	100,473
<u>Less</u> Current portion		(38,073)	(62,400)
Net		-	38,073

As at 30 September 2021, the Company has extended the loan repayment term of Baht 215 million (credit line of Baht 1,400 million) by monthly installments of Baht 5.2 million each since March 2021 until July 2024 and to pay principal and interest in full amount in August 2024. Such loan is guaranteed by a related company and two directors of the Company.

Under the term of loan agreements, the Company is required to comply with loan covenants as specified in the agreements such as debt to equity and debt service coverage ratios.

Movements in long-term loans for the year ended 31 December 2023 and 2022 are as follows:

		(Unit: Thousand Baht)	
		Consolidated and Separate F/S	
		2023	2022
Balance as at 1 January		100,473	162,873
<u>Less</u> Payment		(62,400)	(62,400)
Balance as at 31 December		38,073	100,473

21. DEFERRED REVENUES UNDER PERFORMANCE OBLIGATIONS

		(Unit: Thousand Baht)	
		Consolidated and Separate F/S	
		2023	2022
Deferred revenues under performance obligations			
Within 1 year		5,656	8,557
2 years onwards		7,308	10,337
Total		12,964	18,894

The remaining performance obligations relate to delivery of maintenance services for medical equipment that is to be satisfied within 6 years.

Movement in deferred revenues unsatisfied performance obligations for the year ended 31 December 2023 and 2022 are as follows:

		(Unit: Thousand Baht)	
		Consolidated and Separate F/S	
		2023	2022
Balance as at 1 January		18,894	20,412
<u>Add</u> Increase during the year		6,272	8,598
<u>Less</u> Recognize revenue during the year		(12,202)	(10,116)
Balance as at 31 December		12,964	18,894

22. OTHER CURRENT LIABILITIES

		(Unit: Thousand Baht)			
		Consolidated F/S		Separate F/S	
		2023	2022	2023	2022
Other payables		15,471	15,963	14,314	14,000
Accrued expenses		1,367	342	1,330	314
Accrued bonus		25,552	25,552	22,177	22,177
Accrued promotion expense		13,853	14,914	13,834	14,915
Others		7,361	8,624	6,575	8,208
Total		63,604	65,395	58,230	59,614

23. EMPLOYEE BENEFITS OBLIGATION

	(Unit: Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Post-employment benefits	18,484	20,446	18,180	19,694
<u>Less</u> Current portion	<u>(1,884)</u>	<u>(617)</u>	<u>(1,884)</u>	<u>(617)</u>
Net	<u>16,600</u>	<u>19,829</u>	<u>16,296</u>	<u>19,077</u>

Movements in employee benefits obligation for the years ended 31 December 2023 and 2022 are as follows:

	(Unit: Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Employee benefits obligation at 1 January	20,446	20,751	19,694	19,990
Current service cost	3,105	4,237	3,009	4,129
Interest expense	376	399	364	385
Actuarial gain	(4,824)	-	(4,268)	-
Benefit paid during the year	<u>(619)</u>	<u>(4,941)</u>	<u>(619)</u>	<u>(4,810)</u>
Total	18,484	20,446	18,180	19,694
<u>Less</u> Current portion	<u>(1,884)</u>	<u>(617)</u>	<u>(1,884)</u>	<u>(617)</u>
Employee benefits obligation at 31 December	<u>16,600</u>	<u>19,829</u>	<u>16,296</u>	<u>19,077</u>
Wholly unfunded	<u>18,484</u>	<u>20,446</u>	<u>18,180</u>	<u>19,694</u>

Principal actuarial assumptions at the reporting date for the years ended 31 December 2023 and 2022 are as follows:

	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
	(Percentage)	(Percentage)	(Percentage)	(Percentage)
Discount rates (annum)	2.71 - 3.12	1.49 - 1.60	3.12	1.60
Salary growth rate (annum)	3.31 - 3.82	3.08 - 4.66	3.82	4.66
Mortality rate	100% of Thai Mortality Table 2017	100% of Thai Mortality Table 2017	100% of Thai Mortality Table 2017	100% of Thai Mortality Table 2017

The present value of the defined benefit obligation was measured using the projected unit credit method. Weighted average duration of the defined benefit obligations is 5 - 24 years.

Defined benefit plan expenses

Amounts recognised in profit or loss related to employee benefits obligation are as follows:

	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Current service cost	3,105	4,237	3,009	4,129
Net interest expense	376	399	364	385
Total expenses recognized in profit or loss	3,481	4,636	3,373	4,514

The current service cost is included in employee benefits expense. The net interest expense is included in finance costs.

Amounts recognized in other comprehensive income related to defined benefit plans are as follows:

	(Unit: Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2566	2565	2566	2565
Actuarial loss (gain) from changes in				
- Demographic assumptions	(1,981)	-	(1,760)	-
- Financial assumptions	(5,321)	-	(5,272)	-
- Experience adjustments	2,478	-	2,764	-
Total recognized in other comprehensive income	(4,824)	-	(4,268)	-

Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

	(Unit: Thousand Baht)			
	2023			
	Consolidated F/S		Separate F/S	
	Increase 0.5%-1%	Decrease 0.5%-1%	Increase 0.5%	Decrease 0.5%
Discount rate				
Increment (decrement) of employee benefits	(831)	897	(821)	887
Salary growth rate				
Increment (decrement) of employee benefits	802	(749)	794	(741)
Employee turnover				
Increment (decrement) of employee benefits	(920)	991	(908)	979

(Unit: Thousand Baht)

		2022			
		Consolidated F/S		Separate F/S	
		Increase	Decrease	Increase	Decrease
		0.5%-1%	0.5%-1%	0.5%	0.5%
Discount rate					
Increment (decrement) of employee benefits		(1,102)	1,198	(1,072)	1,166
Salary growth rate					
Increment (decrement) of employee benefits		1,251	(1,157)	1,216	(1,124)
Employee turnover					
Increment (decrement) of employee benefits		(1,401)	1,527	(1,357)	1,481

As of 31 December 2023, expected maturity of employee benefits obligation before discount are as follows:

		(Unit: Thousand Baht)	
		Consolidated F/S	Separate F/S
Within one year		1,884	1,884
Between 2 - 5 years		7,457	7,198
Between 6 -10 years		11,297	11,255
Between 11 - 15 years		13,508	13,171
Total		34,146	33,508

24. DEFERRED TAX AND INCOME TAX

24.1 Income tax

Income tax recognized in profit or loss for the years ended 31 December 2023 and 2022 are as follows:

			(Unit: Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Current income tax	870	589	-	-
Deferred income tax	(666)	2,096	272	1,592
Total	204	2,685	272	1,592

Income tax recognized in other comprehensive income for the years ended 31 December 2023 are as follows:

	(Unit: Thousand Baht)					
	2023					
	Consolidated F/S			Separate F/S		
	Before tax	Income tax	Net of tax	Before tax	Income tax	Net of tax
Actuarial gain	(4,824)	965	(3,859)	(4,268)	853	(3,415)

Reconciliation of income tax are as follows:

			(Unit: Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Accounting income before tax	13,633	55,722	13,045	61,761
Applicable tax rate (percentage)	20	20	20	20
Income tax calculated from net profit at described tax rate	2,727	11,145	2,609	12,352
Reconciling of tax effects:				
Tax for transactions treated as revenue under the Revenue Code	10,822	7,925	9,955	7,925
Tax on non-deductible expenses	(2,006)	6,077	(1,069)	5,157
Tax on exempted income and on additional expenses claimable for income deduction	(118)	(166)	(142)	(1,546)
Income tax for unrecognized differences for deferred tax assets	(11,081)	(22,296)	(11,081)	(22,296)
Current income tax	344	2,685	272	1,592
Income tax adjustment for previous year	(140)	-	-	-
Income tax expense	204	2,685	272	1,592

24.2 Deferred tax

Deferred tax assets and liabilities are as follows:

			(Unit: Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Deferred tax assets	20,195	20,510	17,167	18,309
Deferred tax liabilities	(6)	(22)	(6)	(22)
Net	20,189	20,488	17,161	18,287

The movements in deferred tax assets and liabilities are as follows:

(Unit : Thousand Baht)

	Consolidated F/S			
		Recognised in		
	1 January 2023	Statement of profit or loss	Shareholders' equity	31 December 2023
Deferred tax assets from:				
Allowance for expected credit losses	101	(87)	-	14
Allowance for defective inventories	8,057	175	-	8,232
Leases liability	97	(68)	-	29
Leases receivable	455	(243)	-	212
Allowance for impairment of investment property	4,876	(272)	-	4,602
Employee benefits obligation	4,089	573	(965)	3,697
Deferred revenues under performance obligation	1,711	879	-	2,592
Other current liabilities	1,124	(307)	-	817
	<u>20,510</u>	<u>650</u>	<u>(965)</u>	<u>20,195</u>
Deferred tax liabilities from:				
Other current assets	(22)	16	-	(6)
	<u>(22)</u>	<u>16</u>	<u>-</u>	<u>(6)</u>

(Unit : Thousand Baht)

	Consolidated F/S			
		Recognised in		
	1 January 2022	Statement of profit or loss	Shareholders' equity	31 December 2022
Deferred tax assets from:				
Allowance for expected credit losses	81	20	-	101
Allowance for defective inventories	7,665	392	-	8,057
Leases liability	239	(142)	-	97
Leases receivable	424	31	-	455
Allowance for impairment of investment property	4,876	-	-	4,876
Employee benefits obligation	4,150	(61)	-	4,089
Deferred revenues under performance obligation	4,082	(2,371)	-	1,711
Other current liabilities	1,077	47	-	1,124
	<u>22,594</u>	<u>(2,084)</u>	<u>-</u>	<u>20,510</u>
Deferred tax liabilities from:				
Other current assets	(9)	(13)	-	(22)
	<u>(9)</u>	<u>(13)</u>	<u>-</u>	<u>(22)</u>

(Unit: Thousand Baht)

	Separate F/S			
	Recognised in			31 December 2023
	1 January 2023	Statement of profit or loss	Shareholders' equity	
Deferred tax assets from:				
Allowance for expected credit losses	55	(43)	-	12
Allowance for defective inventories	6,050	(786)	-	5,264
Leases liability	97	(68)	-	29
Leases receivable	456	(243)	-	213
Allowance for impairment of investment property	4,876	(272)	-	4,604
Employee benefits obligation	3,939	551	(853)	3,637
Deferred revenues under performance obligation	1,711	880	-	2,590
Other current liabilities	1,125	(307)	-	818
	<u>18,309</u>	<u>(289)</u>	<u>(853)</u>	<u>17,167</u>
Deferred tax liabilities from:				
Other current assets	(22)	16	-	(6)
	<u>(22)</u>	<u>16</u>	<u>-</u>	<u>(6)</u>

(Unit: Thousand Baht)

	Separate F/S			
	Recognised in			31 December 2022
	1 January 2022	Statement of profit or loss	Shareholders' equity	
Deferred tax assets from:				
Allowance for expected credit losses	80	(25)	-	55
Allowance for defective inventories	5,110	940	-	6,050
Leases liability	239	(142)	-	97
Leases receivable	425	31	-	456
Allowance for impairment of investment property	4,876	-	-	4,876
Employee benefits obligation	3,998	(59)	-	3,939
Deferred revenues under performance obligation	4,082	(2,371)	-	1,711
Other current liabilities	1,078	47	-	1,125
	<u>19,888</u>	<u>(1,579)</u>	<u>-</u>	<u>18,309</u>
Deferred tax liabilities from:				
Other current assets	(9)	(13)	-	(22)
	<u>(9)</u>	<u>(13)</u>	<u>-</u>	<u>(22)</u>

Deferred tax on temporary differences that have not been unrecognized as deferred tax assets in the financial statement are summarized as follows:

	(Unit: Thousand Baht)	
	Consolidated and Separate F/S	
	2023	2022
Temporary difference from:		
Allowance for impairment of other receivable - other company	68,609	67,084
Allowance for impairment of loan to other company	142,990	142,990
Allowance for impairment of investment in other company	8,800	8,800
Unused taxable loss carrying forward	355,784	422,145
Total	576,183	641,019

The unused taxable loss carrying forward will expire in 2026.

25. SHARE CAPITAL

Movements in authorized share capital and paid-up share capital for the year ended 31 December 2023 and 2022 are as follows:

Registered share capital	Number of Shares (Thousand shares)	Par value (Baht)	Thousand Baht
Balance as of 1 January 2022	39,978,650	0.075	2,998,399
Increased share capital	11,993,595	0.075	899,519
Balance as of 31 December 2022			
(After combining shares and change in the par value)	5,197,224	0.75	3,897,918
Balance as of 31 December 2023	5,197,224	0.75	3,897,918

Paid-up share capital	Number of Shares (Thousand shares)	Par value (Baht)	Thousand Baht	Discount on share capital (Thousand Baht)
Balance as of 1 January 2022	39,978,650	0.075	2,998,399	(524,215)
Paid-up share capital before combining shares and change in the par value	39,978,650	0.075	2,998,399	(524,215)
Balance as of 31 December 2022 (After combining shares and change in the par value)	3,997,865	0.75	2,998,399	(524,215)
Share capital increment from exercising of the right of the warrants	612	0.75	458	458
Transfer expired warrants	-	-	-	60,492
Balance as of 31 December 2023	3,998,477	0.75	2,998,857	(463,265)

At the Annual General Meeting of Shareholder for the year 2022 held on 8 April 2022, the meeting passed resolutions as follows:

- To increase the registered share capital of Baht 899,519,617.28 from Baht 2,998,398,708.98 to Baht 3,897,918,326.26 by issuing 11,993,594,897 ordinary shares at par value of Baht 0.075 for allocation as follows:
 - 1) Allocation to a specific person (Private placement) of 47 shares to accommodate the change in par value by way of combining shares to avoid a fraction of shares arising from adjusting the par value and
 - 2) To accommodate the exercise warrant EFORL-W5 for 799,572,990 shares and EFORL-W6 for 399,786,495 shares totaling 1,199,359,485 shares (after changing par value from Baht 0.075 to Baht 0.75)
- The change in the par value of the Company's shares by way of combining shares from Baht 0.075 to Baht 0.75 each.

On 11 April 2022, the Company received payment for new ordinary shares issued to a specific person (Private Placement) at price of Baht 0.12 per share for 47 newly shares of Baht 5.64 and registered the increase capital.

On 12 April 2022, the Company registered to change in the par value of the Company's shares by combining shares (Combination at ratio of 10 existing shares to 1 new share) from Baht 0.075 to Baht 0.75. The Company currently has registered share capital of Baht 3,897,918,326.25 for 5,197,224,435 ordinary shares at par value of Baht 0.75.

On 30 June 2022, the EFORL-W5 warrant holders exercised 30 warrant to purchase 30 newly issued ordinary share with a par value of Baht 0.75, at an exercise price of Baht 1 per share.

During the second quarter of 2023, the warrant No.5 (EFORL-W5) holders have exercise warrants to purchase 409,208 ordinary shares at an exercise price of Baht 1.00 per share, totaling Baht 409,208 and the warrant No.6 (EFORL-W6) holders have exercise warrants to purchase 203,005 ordinary shares at an exercise price of Baht 2.50 per share, totaling Baht 507,513.

26. WARRANTS TO PURCHASE ORDINARY SHARES

During the year, the Company has issued and offered of Warrants No.5 (EFORL-W5) and warrant No.6 (EFORL-W6) as follows:

	EFORL-W5	EFORL-W6
Number of offering warrants	Not exceed 799,572,990 units	Not exceed 399,786,495 units
Method of allotment	Offering to the existing shareholders at the ratio of 5 common shares to 1 unit of warrant	Offering to the existing shareholders who is EFORL-W5 warrant holders, at the ratio of 2 units of EFORL-W5 to 1 unit of EFORL-W6 warrant
Offering until	25 May 2022	-
Offering price per unit	Baht 0.40 per unit	Baht 0.00 per unit
Issuing date	31 May 2022	31 May 2022
Term of warrants	1 year (Expiry date 2023)	3 years (Expiry date 2025)
Exercise price	Baht 1.00 per share	Baht 2.50 per share
Exercise date	30 June 2022	30 November 2022

During the second quarter of 2022, the Company received payment for sale for warrants (EFORL-W5) which were offered to existing 3,575 shareholders for 151,229,827 units amounting to Baht 60.49 million. The warrants EFORL-W5 expired on 31 May 2023 which have not been exercised for 150,820,619 units and was transferred to share premium amounting to Baht 60.49 million during the period.

As of 31 December 2023, the Company has remaining warrants EFORL-W6 which have not been exercised for 75,411,905 units.

27. LEGAL RESERVE

Under Section 116 of the Public Companies Act B.E. 2535, the Company is required to allocate at least 5% of its net profit for the year, less any accumulated losses brought forward (if any), to a reserve account ("legal reserve"), until the reserve reaches an amount not less than 10% of the registered authorized share capital. The legal reserve is not available for dividend distribution.

28. EARNINGS PER SHARE

Diluted earnings per share

The average share price during this period was lower than the exercise price. The Company, therefore, has not included the diluted earnings (loss) per share in the statement of income.

29. PROVIDENT FUND

The Company established a contributory registered provident fund in accordance with the Provident Fund Act. B.E. 2530 Under the provident fund, the Company contributes an amount equivalent to the employees' contribution, which is 2% of their basic salaries. The Company appointed The K Master Pooled Fund as a fund manager to manage the fund.

The Company paid contribution to the fund the years ended 31 December 2023 and 2022 amounted to Baht 2.14 million and Baht 1.96 million, respectively.

30. REVENUES

The revenues disaggregated by pattern of revenue recognition is as follows:

(Unit : Thousand Baht)					
Consolidated F/S					
For the year ended 31 December					
	Distribution of medical device and equipment		Services of medical equipment		Total
	2023	2022	2023	2022	
At point in time	1,286,745	1,468,928	11,351	13,438	1,298,096
Over time	-	-	11,743	10,115	11,743
Total	1,286,745	1,468,928	23,094	23,553	1,309,839

(Unit : Thousand Baht)

	Separate F/S					
	For the year ended 31 December					
	Distribution of medical device and equipment		Services of medical equipment		Total	
	2023	2022	2023	2022	2023	2022
At point in time	1,181,173	1,365,063	11,351	13,438	1,192,524	1,378,501
Over time	-	-	11,743	10,115	11,743	10,115
Total	<u>1,181,172</u>	<u>1,365,063</u>	<u>23,094</u>	<u>23,553</u>	<u>1,204,267</u>	<u>1,388,616</u>

31. OTHER INCOME

(Unit: Thousand Baht)

	Consolidated F/S		Separated F/S	
	For the years ended 31 December			
	2023	2022	2023	2022
Interest income	1,935	1,762	1,497	1,224
Gain on disposal of assets	389	2,443	389	2,441
Others	5,506	13,866	7,025	13,200
Total	7,830	18,071	8,911	16,865

32. EXPENSES BY NATURE

(Unit: Thousand Baht)

	Consolidated F/S		Separated F/S	
	For the years ended 31 December			
	2023	2022	2023	2022
Purchase of goods	818,426	932,830	754,594	873,939
Salaries and other employee benefits	212,559	212,373	189,287	187,627
Depreciation and amortization	46,423	46,186	45,886	45,708
Rental expense	2,131	2,664	296	389
Commission expenses	48,374	66,583	44,782	63,218
Travelling expenses	43,541	40,249	41,264	37,345
Changes in finished goods and work in process	(69,050)	(33,457)	(62,246)	(26,417)

33. SEGMENT REPORTING

The Company is principally engaged in one operating segment which is the distribution of medical device and equipment and providing service of medical equipment. Their operations are carried out in Thailand. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain exclusively to the aforementioned reportable operating segment and geographical area.

The Company and its subsidiary have no major customers.

34. FINANCIAL INSTRUMENTS

34.1 The carrying amount of financial assets and financial liabilities as at 31 December 2023 and 2022 are as follows:

	Consolidated F/S		(Unit: Thousand Baht) Separate F/S	
	2023	2022	2023	2022
Financial assets				
<i>Financial assets measured at amortized cost</i>				
Cash and cash equivalents	40,584	144,263	33,659	142,878
Trade accounts receivable				
- general customers	320,636	328,512	299,691	310,471
- related parties	38	1,994	930	7,353
Other receivables - related party	-	-	1,412	-
Leases receivable	13,874	19,398	9,242	13,448
Restricted deposits with bank	121,978	131,978	121,978	121,978
Other non-current assets	1,321	1,563	1,058	1,058
<i>Financial assets measured at fair value through profit or loss (FVTPL)</i>				
Other current assets (forward contract)	34	111	34	111
Total financial assets	498,465	627,819	468,004	597,297

			(Unit: Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Financial liabilities				
<i>Financial liabilities measured at amortized cost</i>				
Short-term loans from financial institutions	5,000	30,930	-	18,319
Short-term loans from other parties	55,000	-	50,000	-
Trade account payable - general suppliers	178,438	246,658	170,310	242,907
- related companies	30,651	49,719	30,866	50,015
Other payables - related parties	46,841	41,875	46,551	41,999
Short-term loans and accrued interest expenses - related parties	51,232	60,042	37,015	35,887
Leases liability	25,800	32,933	25,800	32,933
Long-term loans from related person	60,807	64,795	60,807	64,795
Long-term loans from shareholder and other parties	182,478	194,430	182,478	194,430
Liabilities from guarantee of other company's loan	50,289	90,962	50,289	90,962
Long-term loans from financial institutions	38,073	100,473	38,073	100,473
Other current liabilities	58,548	59,651	53,489	53,160
Other non-current liabilities	469	469	514	514
Total financial liabilities	783,626	972,937	746,192	926,394

34.2 Fair value of financial instruments

Given that part of financial assets and financial liabilities are short-term or bearing interest rate closely to market rate, and loans denominated in Thai Baht bearing the market interest rates, the Company's management believes that the fair value of those financial assets and financial liabilities does not materially differ from their carrying value.

As of 31 December 2023 and 2022, the financial assets and financial liabilities measured at fair value are as follow:

	(Unit: Thousand Baht)			
	Consolidated F/S and Separate F/S			
	2023			
	Level 1	Level 2	Level 3	Total
Financial asset				
Forward foreign exchange agreements	-	34	-	34

(Unit: Thousand Baht)

	Consolidated F/S and Separate F/S			
	2022			
	Level 1	Level 2	Level 3	Total
Financial asset				
Forward foreign exchange agreements	-	111	-	111

34.3 Financial risk management policies

The Group have exposure to normal business risks from changes in market interest rates and foreign currency rates and from non-performance of contractual obligations by counterparties. The Company and its subsidiary do not hold or issue derivative financial instruments for speculative or trading purposes. The Group has risk management policies as follow:

Liquidity risk

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows, including payment of liabilities that are due and to mitigate the risk from the lack of future liquidity.

The financial liabilities as of 31 December 2023 and 2022 and its maturity dates are as follows:

	(Unit: Thousand Baht)			
	Consolidated F/S			
	2023			
	At call	Within 1 year	Over 1 year	Total
Short-term loans from financial institutions	5,000	-	-	5,000
Short-term loans from other party	-	55,000	-	55,000
Trade accounts payable - general suppliers	178,438	-	-	178,438
- related companies	30,651	-	-	30,651
Other payables - related parties	46,841	-	-	46,841
Short-term loans and accrued interest expenses - related parties	16,757	34,475	-	51,232
Leases liability	-	7,627	18,173	25,800
Long-term loans from related person	-	11,964	48,843	60,807
Long-term loans from shareholder and other party	-	35,856	146,622	182,478

(Unit: Thousand Baht)

Consolidated F/S

2023

	At call	Within 1 year	Over 1 year	Total
Liabilities from guarantee of other company's loan	-	46,384	3,905	50,289
Long-term loans from financial institutions	-	38,073	-	38,073
Other current liabilities	63,604	-	-	63,604
Other non-current liabilities	469	-	-	469
Total	341,760	229,379	217,543	788,682

(Unit: Thousand Baht)

Consolidated F/S

2022

	At call	Within 1 year	Over 1 year	Total
Short-term loans from financial institutions	30,930	-	-	30,930
Trade accounts payable - general suppliers	246,658	-	-	246,658
- related companies	49,719	-	-	49,719
Other payables - related parties	41,875	-	-	41,875
Short-term loans and accrued interest expenses - related parties	15,857	44,185	-	60,042
Leases liability	-	7,192	25,741	32,933
Long-term loans from related person	-	11,964	52,831	64,795
Long-term loans from shareholder and other party	-	35,856	158,574	194,430
Liabilities from guarantee of other company's loan	-	40,673	50,289	90,962
Long-term loans from financial institutions	-	62,400	38,073	100,473
Other current liabilities	59,651	-	-	59,651
Other non-current liabilities	469	-	-	469
Total	445,159	202,270	325,508	972,937

(Unit: Thousand Baht)

Separate F/S

2023

	At call	Within 1 year	Over 1 year	Total
Short term loans from other parties	-	50,000	-	50,000
Trade accounts payable - general suppliers	170,310	-	-	170,310
- related companies	30,866	-	-	30,866
Other payables - related parties	46,551	-	-	46,551
Short-term loans and accrued interest expenses - related person	16,757	20,258	-	37,015
Leases liability	-	7,627	18,173	25,800
Long-term loans from related person	-	11,964	48,843	60,807
Long-term loans from shareholder and other party	-	35,856	146,622	182,478
Liabilities from guarantee of other company's loan	-	46,384	3,905	50,289
Long-term loans from financial institutions	-	38,073	-	38,073
Other current liabilities	58,230	-	-	58,230
Other non-current liabilities	514	-	-	514
Total	323,228	210,162	217,543	750,933

(Unit: Thousand Baht)

Separate F/S

2022

	At call	Within 1 year	Over 1 year	Total
Short-term loans from financial institutions	18,319	-	-	18,319
Trade accounts payable - general suppliers	242,907	-	-	242,907
- related companies	50,015	-	-	50,015
Other payables - related parties	41,999	-	-	41,999
Short-term loans and accrued interest expenses - related parties	15,857	20,030	-	35,887
Leases liability	-	7,192	25,741	32,933
Long-term loans from related person	-	11,964	52,831	64,795
Long-term loans from shareholder and other party	-	35,856	158,574	194,430
Liabilities from guarantee of other company's loan	-	40,673	50,289	90,962
Long-term loans from financial institutions	-	62,400	38,073	100,473
Other current liabilities	53,160	-	-	53,160
Other non-current liabilities	514	-	-	514
Total	422,771	178,115	325,508	926,394

Credit risk

The Group has no significant concentrations of credit risk due to confined credit policies adopted and the large number and diversity of the entities comprising the customer base. However, the management has policies to provide adequate allowances for any possible losses that might be incurred in connection with their receivables. (Details of trade accounts receivable are disclosed in Note 8.)

Foreign currency risk

The Group has some transaction in foreign currencies as a result of exposure in changes in exchange rates. The Company entered into the forward exchange contracts when it considers necessary to reduce exposure on foreign currency risk. However, the management believes that the foreign exchange rate risk is minimal.

As of 31 December 2023, the Company has financial liabilities in foreign currencies as follows:

	Consolidated F/S		
	31 December 2023		
	Foreign currencies	Exchange rate for accounting record	Baht equivalent
<u>Trade accounts payable</u>			
USD	351,399	34.39	12,083,784
EUR	149,409	38.40	5,737,141
CHF	871,897	41.05	35,791,380
SGD	156,317	26.27	4,105,816

	Separate F/S		
	31 December 2023		
	Foreign currencies	Exchange rate for accounting record	Baht equivalent
<u>Trade accounts payable</u>			
USD	345,524	34.39	11,881,757
EUR	149,409	38.40	5,737,141
CHF	871,897	41.05	35,791,380

Derivative financial instrument

The Group's forward foreign exchange agreements are made for economic hedging purposes to manage exposure for fluctuation in foreign currency exchange rates, not for speculative investments or specific transactions. However, such derivatives do not meet the hedge accounting criteria, they are therefore classified as derivative financial instrument accounted for at fair value through profit or loss and presented as current assets or liabilities to the extent, they are expected to be realized within 12 months after the reporting period.

The Group's derivative financial instrument presented at fair value through profit or loss are as follows:

Derivative financial instruments	(Unit : Thousand Baht)	
	Consolidated and Separate F/S	
	31 December 2023	31 December 2022
Forward Contracts	34	111

As of 31 December 2023, the Company has open forward agreements as follows:

	Separate F/S	
	Foreign currencies	Contracts rate
USD	97	36.57

Interest rate risk

Interest rate risk is the risk that future movements in market interest rates will affect the Group cash flows because loan interest rates are mainly floating. The Group has primarily exposure to interest rate cash flows risk from its borrowings. Interest rate risk will arise from a change of interest rates in the market.

As of 31 December 2023 and 2022, significant financial assets and financial liabilities with exposures to value and cash flows risk arising from changes in interest rates are as follows:

	(Unit: Thousand Baht)				
	Consolidated F/S				
	2023				
	Floated rate	Fixed rate	No interest	Total	Interest rate (%) (Per annum)
Assets					
Cash and cash equivalents	40,584	-	-	40,584	0.050 - 0.125
Leases receivable	-	13,874	-	13,874	5.00 - 26.62
Restricted deposits with bank	-	4	121,974	121,978	0.15

(Unit: Thousand Baht)

Consolidated F/S					
2023					
	Floated rate	Fixed rate	No interest	Total	Interest rate (%) (Per annum)
Liabilities					
Short-term loans from financial institutions	-	5,000	-	5,000	3.75 - 4.75
Short-term loans from other party	-	55,000	-	55,000	12.00 - 14.00
Short-term loans and accrued interest expenses - related parties	-	51,232	-	51,232	5.00 - 6.00
Leases liability	-	25,800	-	25,800	4.50 - 5.25
Long-term loans from related person	-	60,807	-	60,807	MLR - 0.25
Long-term loans from shareholder and other party	-	187,478	-	182,478	MLR - 0.25
Liabilities from guarantee of other company's loan	-	50,289	-	50,289	5.00, 15.00
Long-term loans from financial institutions	38,073	-	-	38,073	MLR - 1.00

(Unit: Thousand Baht)

Consolidated F/S					
2022					
	Floated rate	Fixed rate	No interest	Total	Interest rate (%) (Per annum)
Assets					
Cash and cash equivalents	144,263	-	-	144,263	0.125 - 0.90
Leases receivable	-	19,398	-	19,398	5.00 - 26.62
Restricted deposits with bank	-	10,004	121,974	131,978	0.15 - 1.38
Liabilities					
Short-term loans from financial institutions	-	30,930	-	30,930	2.125 - 2.350
Short-term loans and accrued interest expenses - related parties	-	60,042	-	60,042	5.00 - 6.00
Leases liability	-	32,933	-	32,933	4.50 - 5.25
Long-term loans from related person	-	64,795	-	64,795	MLR - 0.25
Long-term loans from shareholder and other party	-	194,430	-	194,430	MLR - 0.25
Liabilities from guarantee of other company's loan	-	90,962	-	90,962	5.00, 15.00
Long-term loans from financial institutions	100,473	-	-	100,473	MLR - 1.00

(Unit: Thousand Baht)

	Separate F/S				
	2023				
	Floated rate	Fixed rate	No interest	Total	Interest rate (%) (Per annum)
Assets					
Cash and cash equivalents	33,659	-	-	33,659	0.050 - 0.125
Leases receivable	-	9,242	-	9,242	5.00 - 26.62
Restricted deposits with bank	-	4	121,974	121,978	0.15
Liabilities					
Short-term loans from other party	-	50,000	-	50,000	14.00
Short-term loans and accrued interest expense - related parties	-	37,015	-	37,015	5.00 - 6.00
Leases liability	-	25,800	-	25,800	4.50 - 5.25
Long-term loans from related person	-	60,807	-	60,807	MLR - 0.25
Long-term loans from shareholder and other parties	-	182,478	-	182,478	MLR - 0.25
Liabilities from guarantee of other company's loan	-	50,289	-	50,289	5.00, 15.00
Long-term loans from financial institutions	38,073	-	-	38,073	MLR - 1.00

(Unit: Thousand Baht)

	Separate F/S				
	2022				
	Floated rate	Fixed rate	No interest	Total	Interest rate (%) (Per annum)
Assets					
Cash and cash equivalents	142,878	-	-	142,878	0.125 - 0.90
Leases receivable	-	13,448	-	13,448	5.00 - 26.62
Restricted deposits with bank	-	4	121,974	121,978	0.15
Liabilities					
Short-term loans from financial institutions	-	18,319	-	18,319	2.125 - 2.350
Short-term loans and accrued interest expense - related parties	-	35,887	-	35,887	5.00 - 6.00
Leases liability	-	32,933	-	32,933	4.50 - 5.25
Long-term loans from related person	-	64,795	-	64,795	MLR - 0.25
Long-term loans from shareholder and other parties	-	194,430	-	194,430	MLR - 0.25
Liabilities from guarantee of other company's loan	-	90,962	-	90,962	5.00, 15.00
Long-term loans from financial institutions	100,473	-	-	100,473	MLR - 1.00

35. CAPITAL RISK MANAGEMENT

The Company's objectives in the management of capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders, and to maintain an optimal capital structure. In order to maintain or adjust the capital structure, the Company may issue new shares or issue new debentures to finance debts or sell assets to reduce debts.

36. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The changes in the Group's liabilities arising from financing activities can be classified as follows:

(Unit: Thousand Baht)

	Consolidated F/S								
	Lease liabilities	Short-term loans from financial institutions	Short-term loans from other parties	Short-term loans from related parties	Long-term loans from related person	Long-term loans from shareholder and other parties	Liabilities from guarantee of other company's loan	Long-term loans from financial institutions	Total
1 January 2022	41,106	100,432	-	25,000	80,759	242,286	123,800	162,873	776,256
Cash-flows:									
Repayment	(9,352)	(235,720)	-	(10,000)	(15,964)	(47,856)	(48,865)	(62,400)	(425,157)
Proceeds	-	165,658	-	44,000	-	-	-	-	209,658
Non-cash:									
Deferred financial fee	-	-	-	-	-	-	520	-	520
Deferred interest	2,107	-	-	-	-	-	10,507	-	12,614
Exchange rate	-	560	-	-	-	-	-	-	560
Decreased in right-of-use assets and lease liabilities from changing contract	(928)	-	-	-	-	-	-	-	(928)
31 December 2022	32,933	30,930	-	59,000	64,795	194,430	90,962	100,473	573,523
Cash-flows:									
Repayment	(8,848)	(147,942)	-	(10,000)	(3,988)	(11,952)	(48,294)	(62,400)	(293,424)
Proceeds	-	122,011	55,000	-	-	-	-	-	177,011
Non-cash:									
Deferred financial fee	-	-	-	-	-	-	520	-	520
Deferred interest	1,648	-	-	-	-	-	7,101	-	8,749
Exchange rate	-	1	-	-	-	-	-	-	1
Decreased in right-of-use assets and lease liabilities from changing contract	67	-	-	-	-	-	-	-	67
31 December 2023	25,800	5,000	55,000	49,000	60,807	182,478	50,289	38,073	466,447

(Unit: Thousand Baht)

Separate F/S

	Lease liabilities	Short-term loans from financial institutions	Short-term loans from other parties	Short-term loans from related parties	Long-term loans from related person	Long-term loans from shareholder and other parties	Liabilities from guarantee of other company's loan	Long-term loans from financial institutions	Total
1 January 2022	41,106	63,225	-	25,000	80,759	242,286	123,800	162,873	739,049
Cash-flows:									
Repayment	(9,352)	(161,125)	-	(10,000)	(15,964)	(47,856)	(43,865)	(62,400)	(350,562)
Proceeds	-	116,216	-	20,000	-	-	-	-	136,216
Non-cash:									
Deferred financial fee	-	-	-	-	-	-	520	-	520
Deferred interest	2,107	-	-	-	-	-	10,507	-	12,614
Exchange rate	-	3	-	-	-	-	-	-	3
Decreased in right-of-use assets and lease liabilities from changing contract	(928)	-	-	-	-	-	-	-	(928)
31 December 2022	32,933	18,319	-	35,000	64,795	194,430	90,962	100,473	536,912
Cash-flows:									
Repayment	(8,848)	(109,311)	-	-	(3,988)	(11,952)	(48,294)	(62,400)	(244,793)
Proceeds	-	90,991	50,000	-	-	-	-	-	140,991
Non-cash:									
Deferred financial fee	-	-	-	-	-	-	520	-	520
Deferred interest	1,648	-	-	-	-	-	7,101	-	8,749
Exchange rate	-	1	-	-	-	-	-	-	1
Decreased in right-of-use assets and lease liabilities from changing contract	67	-	-	-	-	-	-	-	67
31 December 2023	25,800	-	50,000	35,000	60,807	182,478	50,289	38,073	442,447

37. COMMITMENTS AND CONTINGENT LIABILITIES

As of 31 December 2023, the Company and subsidiary have commitment as follows:

37.1 The Company and subsidiary have commitments in respect of rental and service as follows:

	(Unit: Thousand Baht)	
	Consolidated F/S	Separate F/S
Due within 1 year	3,342	1,934
Due later than 1 year but not later than 5 years	70	59
Total	3,412	1,993

37.2 The Company and its subsidiary have letter of bank guarantees of Baht 116.30 million and Baht 3.50 million, respectively, which were issued by banks on behalf of the Company and its subsidiary in respect of its normal business.

37.3 The Company and subsidiary have distributor agreements for medical devices with 22 foreign companies and 9 foreign companies, respectively, and are authorized to sell the medical devices in Thailand. Such agreements are effective on the signing date and shall be valid until terminated by either party.

37.4 The Company and subsidiary have commitments under the agreement to purchase goods of Baht 30.03 million and Baht 0.27 million, respectively.

37.5 The Company and subsidiary have obligations to deliver goods to customer amounts of Baht 118.35 million and Baht 9.19 million, respectively.

37.6 The Company and subsidiary have credit facilities and contingent liabilities from financial institution as of 31 December 2023 as follows:

		(Unit: Thousand Baht)		
		Consolidated F/S		
	Currency	Credit line	Used	Balance
Credit facilities				
Letter of credit and liabilities under				
trust receipts	Baht	280,000	-	280,000
Forward contract	USD	546	97	449

		(Unit: Thousand Baht)		
		Consolidated F/S		
	Currency	Credit line	Used	Balance
Credit facilities				
Letter of credit and liabilities under trust receipts	Baht	160,000	-	160,000
Forward contract	USD	546	97	449

38. LITIGATION

The Company has outstanding litigations as follows:

Litigations related to the share sale and purchase agreement.

On 17 September 2017, the Company and other 5 parties were jointly sued by the plaintiff for the dishonest and wrongful execution of share sale and purchase agreement. The Company was claimed to repay Baht 275 million with interest at 7.50% per annum for principal Baht 242 million to the plaintiff. On 30 April 2019, the Court of First Instance issued a verdict judging to void the sale and purchase share agreement. However, the Company disagreed with the judgment of the Court of First Instance, therefore, filed a petition to the Court of Appeal.

On 12 June 2020, the Court of Appeal issued an order to uphold the order of the Court of First Instance. The Company still disagreed with verdict of the Court of Appeal, therefore, filed a petition to the Supreme Court on 16 November 2020 to dismiss the Appeal Court verdict. On 27 October 2022, the Supreme Court acknowledged the petition of the Company.

As of 31 December 2023, the Company has deposits with banks totaling Baht 121.98 million for which the banks have notified the Company that they are restricted for usage under the seize of the Legal Execution Department for the case. This amount is presented as restricted deposits with bank. However, the Company has filed an execution petition to object the restriction and take legal action against the plaintiff with civil and criminal cases. On 1 July 2022 the Company has taken a legal proceeding with the plaintiff due to illegal rights and unlawful action and the Court also ordered to accept the charge on such case on 7 February 2023.

The management is confident that the sale and purchase share transaction cannot be considered as dishonest or wrongful and the Company's legal advisory believes that the Company has solid evidence to defend the claim and strongly believe that the Company can win the case. To proceed the legal action in line with the Company's defense, the Company did not set up provision for any damage in respect of this case in the financial statements. Currently, such case is awaiting for the consideration of the Supreme Court.

Litigation relating to the land building purchase together with the mortgages

On 5 March 2022, the Company and other 3 parties were jointly sued by the plaintiff in the Civil case for revocation of the transfer of land and buildings to the Company under land sale and purchase agreement dated 31 March 2020 and for the revocation of the mortgages of land and buildings with a financial institution.

On 19 September 2023, the Court of First Instance issued a judgment dismissing the plaintiff's lawsuit due to lack of evidence to support the plaintiff's claims.

39. EVENTS AFTER REPORTING PERIOD

39.1 Long-term loans from shareholder and other party

On 2 February 2024, the Company entered into a memorandum of agreement with lenders, a related party, and four other individuals, suspending the loan principal from January to August 2024 for 8 months. The Company agreed to make only the interest payments at the same rate and will make both principal and interest payments to the lender under the same terms by September 2028. The Company plans to manage liquidity to maintain its credit with creditors, including bankers and other creditors.

39.2 Litigation relating to the land building purchase together with the mortgages

On 19 February 2024, the plaintiff did not appeal the judgment of the Court of First Instance. Therefore, the case is considered final, with the Company winning this lawsuit. The Company continues to possess ownership rights to the land and buildings in accordance with the contract dated 31 March 2020.

40. AUTHORISATION OF FINANCIAL STATEMENTS

These financial statements have been approved by the Company's Board of Directors on 27 February 2024.