

Independent Auditor’s Report

To the Shareholders of PM Thoresen Asia Holdings Public Company Limited

Opinion

I have audited the consolidated and separate financial statements of PM Thoresen Asia Holdings Public Company Limited and its subsidiaries (the “Group”) and of PM Thoresen Asia Holdings Public Company Limited (the “Company”), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2023, the consolidated and separate statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2023 and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs).

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 Financial Statements* section of my report. I am independent of the Company in accordance with the *Code of Ethics for Professional Accountants including Independence Standards* issued by the Federation of Accounting Profession (Code of Ethics for Professional Accountants) that is relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matters

Key audit matters are those matters that, in my professional judgment, 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.

Recognition of revenue, sale discounts and accrued sale promotions	
Refer to Note 13 to the consolidated and separate financial statements.	
The key audit matter	How the matter was addressed in the audit
Revenue from sales of goods represents 97% of the Group's revenues. The Group has policies to offer sale discount and sale promotion in order to boost sales during the year. The recognition of sale discount and accrued sale promotion as of year ended is calculated based on term and condition in contracts and sales volume. Due to the materiality of the transaction and the management's judgements involved, I considered this matter as a key audit matter.	My audit procedures included the following: <ul style="list-style-type: none">• Obtained an understanding of the Group's policies in relation to the estimation of sale discounts and sale promotion;• Evaluated the Group's design and implementation of internal controls related to the estimation of sale discount and sale promotion;• Tested on a sample basis, the appropriateness of the recognition of sale discounts and sale promotion with related supporting documents whether they are in line with term and condition of the sale transactions;• Tested on a sample basis, the calculation of sale discounts, sale promotion, and recognition of accrued sale promotion with sale document, payment vouchers, subsequent credit notes issued and other supporting documents;• Evaluated the reasonableness of the recognition of accrued sale promotion by comparing historical recognition of accrued sale promotion to the actual operating results;• Considered the adequacy of disclosures in accordance with Thai Financial Reporting Standards.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated and separate financial statements and my auditor's report thereon. The annual report is expected to be made available to me 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, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether 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.

When I read 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 and request that the correction be made.

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

Management is responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with TFRSs, and for such internal control as management determines is 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 and the Company'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 and the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Consolidated and Separate 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 TSAs 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 these consolidated and separate financial statements.

As part of an audit in accordance with TSAs, 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 and the Company'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 and the Company'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 and the Company 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 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, actions taken to eliminate threats or safeguards applied.

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.



(Siripen Sukcharoenyingyong)
Certified Public Accountant
Registration No. 3636

KPMG Phoomchai Audit Ltd.
Bangkok
23 February 2024

**PM Thoresen Asia Holdings Public Company Limited
and its Subsidiaries
Statement of Financial Position
As at 31 December 2023**

	Consolidated financial statements	Separate financial statements
	31 December 2023	31 December 2022
	<i>(in Baht)</i>	
Assets		
Current assets		
Cash and cash equivalents	414,390,859	60,097,729
Trade accounts receivable	662,066,742	-
Other receivables	16,617,053	61,008,687
Current portion of long-term loan to subsidiary	-	5,533,464.00
Inventories	660,760,988	-
Other current assets	15,113,858	298,386
Total current assets	1,768,949,500	126,938,266
Non-current assets		
Investments in subsidiaries	-	1,053,319,957
Long-term loans to subsidiary	-	7,969,806
Plant and equipment	626,390,242	471,823
Right-of-use assets	97,792,224	562,276
Intangible assets	69,911	-
Deferred tax assets	8,024,399	-
Total non-current assets	732,276,776	1,062,323,862
Total assets	2,501,226,276	1,189,262,128
Liabilities and equity		
Current liabilities		
Short-term borrowings from financial institution	389,725,152	-
Trade accounts payable	206,154,784	12,525,567
Other payables	108,368,784	2,292,381
Advances from customers	53,180	-
Current portion of lease liabilities	5,295,448	622,643
Current tax payable	18,835,407	-
Total current liabilities	728,432,755	15,440,591
Non-current liabilities		
Lease liabilities	103,608,657	0
Provision for employee benefit	11,054,197	2,871,696
Total non-current liabilities	114,662,854	2,871,696
Total liabilities	843,095,609	18,312,287
Equity		
Share capital		
Authorised share capital	1,012,000,000	1,012,000,000
Issued and paid-up share capital	1,012,000,000	1,012,000,000
Share premium		
Share premium on ordinary shares	60,384,380	60,384,380
Retained earnings		
Appropriated - Legal reserve	50,771,000	50,771,000
Unappropriated	532,115,995	47,794,461
Other components of equity	2,859,292	-
Total equity	1,658,130,667	1,170,949,841
Total liabilities and equity	2,501,226,276	1,189,262,128

-signed-
(Mr. Chalermchai Mahagitsiri)
Director

-signed-
(Mr. Sigmund Stromme)
Director

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