Kulthorn Kirby Public Company Limited and its subsidiaries Review report and interim financial information For the three-month and nine-month periods ended 30 September 2020

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

To the Shareholders of Kulthorn Kirby Public Company Limited

I have reviewed the accompanying consolidated statement of financial position of Kulthorn Kirby Public Company Limited and its subsidiaries as at 30 September 2020, the related consolidated statements of comprehensive income for the three-month and nine-month periods then ended, the related consolidated statements of changes in shareholders' equity and cash flows for the nine-month period then ended, as well as the condensed notes to the interim consolidated financial statements. I have also reviewed the separate financial information of Kulthorn Kirby Public Company Limited for the same periods (collectively "interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard No. 34 *Interim Financial Reporting*. My responsibility is to express a conclusion on this interim financial information based on my review.

#### Scope of review

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

#### Conclusion

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard No. 34 *Interim Financial Reporting*.

#### **Emphasis of Matters**

1. Material Uncertainty related to Going Concern

I draw attention to Note 1.2 to the interim consolidated financial statements, the Group has sustained operating losses for a number of consecutive years, and as at 30 September 2020, the Group's total current liabilities exceed its total current assets by Baht 2,074 million (the Company only: Baht 2,346 million) and the Group has deficit of Baht 2,175 million (the Company only: Baht 1,406 million). Currently, the Group is in the process of implementing operational plans to change its strategies and future business model and seek additional sources of funds. Management believes that the Group will be able to continue as a going concern.

Additionally, as disclosed in Note 1.3 to the interim consolidated financial statements, the COVID-19 situation is resulting in an economic slowdown and adversely impacting most businesses and industries in terms of supply chains, consumer spending, limited or suspended production, operational delays, and more. This situation has significantly affected the Group's business activities in terms of supply chains and operational delays, which is significantly impacting the Group's financial position, operating results, and cash flows at present, and is expected to do so in the future. However, the impact cannot be reasonably estimated at this stage. The Group's management has continuously monitored developments and assessed the financial impact in respect of the valuation of assets and provisions and contingent liabilities and will record the impact when it is possible to do so.

The financial statements have been prepared under the going concern basis. However, the above circumstances indicate that there are significant uncertainties which may raise substantial doubt about the Group's ability to continue as a going concern. This will depend on the success of plans to improve future operations and the impact of the COVID-19 situation.

2. I draw attention to Note 1.6 to the interim consolidated financial statements, due to the impact of the COVID-19 outbreak, in preparing the interim financial information for the three-month and nine-month periods ended 30 September 2020, the Group has adopted the Accounting Guidance on Temporary Relief Measures for Accounting Alternatives in response to the impact of the COVID-19 Pandemic issued by the Federation of Accounting Professions.

3. I draw attention to Note 1.8 to the interim consolidated financial statements, during the current period, the Group changed its accounting policy for recording of land, land improvement and building from cost model to revaluation model. In addition, the Group changed its accounting estimates with respect to the useful lives of land improvement and building.

My conclusion is not modified in respect of these matters.

Sarinda Hirunprasurtwutti
Certified Public Accountant (Thailand) No. 4799

**EY Office Limited** 

Bangkok: 11 November 2020

#### Statements of financial position

As at 30 September 2020

(Unit: Thousand Baht)

		Consolidated financial statements		Separate financial statements		
		As at	As at	As at	As at	
	Note	30 September 2020	31 December 2019	30 September 2020	31 December 2019	
		(Unaudited	(Audited)	(Unaudited	(Audited)	
		but reviewed)		but reviewed)		
Assets						
Current assets						
Cash and cash equivalents		14,369	137,916	5,914	51,426	
Trade and other receivables	3, 4	874,415	938,946	520,751	589,157	
Short-term loans to related parties	3	-	-	35,000	50,000	
Inventories	5	1,371,568	1,573,588	928,720	939,771	
Current tax assets		4,685	6,461	701	881	
VAT receivable		50,003	26,637	46,056	17,820	
Other current assets		112,653	88,317	53,147	35,679	
Total current assets		2,427,693	2,771,865	1,590,289	1,684,734	
Non-current assets						
Investments in subsidiaries	6	-	-	2,086,872	2,086,872	
Property, plant and equipment	7	4,110,604	3,177,221	2,452,807	1,788,601	
Right-of-use assets	8	91,294	-	7,153	-	
Goodwill on business combination	9	-	-	-	-	
Other intangible assets	10	77,423	86,708	43,117	47,585	
Advance payment for purchase of fixed assets		-	5,323	-	5,323	
Deferred tax assets		29,068	220,261	6,203	150,050	
Other non-current assets		1,552	1,363	844	1,128	
Total non-current assets		4,309,941	3,490,876	4,596,996	4,079,559	
Total assets		6,737,634	6,262,741	6,187,285	5,764,293	

# Statements of financial position (continued)

As at 30 September 2020

(Unit: Thousand Baht)

		Consolidated fina	Consolidated financial statements		Separate financial statements		
		As at	As at	As at	As at		
	<u>Note</u>	30 September 2020	31 December 2019	30 September 2020	31 December 2019		
		(Unaudited	(Audited)	(Unaudited	(Audited)		
		but reviewed)		but reviewed)			
Liabilities and shareholders' equity							
Current liabilities							
Bank overdrafts and short-term loans from							
financial institutions	11	3,489,738	3,485,579	2,045,555	2,085,734		
Trade and other payables	3, 12	649,548	616,780	1,060,978	799,938		
Short-term loans from related parties	3	-	-	506,800	512,000		
Current portion of long-term loans	13	300,000	1,075,300	300,000	1,075,300		
Current portion of liabilities under financial							
lease agreement	14	-	15,827	-	568		
Current portion of lease liabilities	14	30,847	-	3,758	-		
Dividend payable		891	891	887	887		
Income tax payable		-	61	-	-		
Other current financial liabilities		1,295	-	1,295	-		
Other current liabilities		28,924	31,360	17,234	22,088		
Total current liabilities		4,501,243	5,225,798	3,936,507	4,496,515		
Non-current liabilities							
Long-term loans, net of current portion	13	775,300	-	775,300	-		
Liabilities under financial lease agreements,							
net of current portion	14	-	30,148	-	939		
Lease liabilities, net of current portion	14	32,802	-	4,358	-		
Deferred tax liabilities		24,916	-	-	-		
Provision for long-term employee benefits		256,896	267,747	107,107	120,603		
Total non-current liabilities		1,089,914	297,895	886,765	121,542		
Total liabilities		5,591,157	5,523,693	4,823,272	4,618,057		

# Statements of financial position (continued)

As at 30 September 2020

(Unit: Thousand Baht)

	Consolidated finan	cial statements	Separate financial statements		
	As at As at		As at	As at	
	30 September 2020 3	31 December 2019	30 September 2020 3	1 December 2019	
	(Unaudited	(Audited)	(Unaudited	(Audited)	
	but reviewed)		but reviewed)		
Liabilities and shareholders' equity (continued)					
Shareholders' equity					
Share capital					
Registered					
1,500,000,000 ordinary shares of Baht 1 each	1,500,000	1,500,000	1,500,000	1,500,000	
Issued and fully paid up					
1,500,000,000 ordinary shares of Baht 1 each	1,500,000	1,500,000	1,500,000	1,500,000	
Share premium	700,000	700,000	700,000	700,000	
Surplus from business combination under common control	207,898	207,898	-	-	
Retained earnings (deficits)					
Appropriated - statutory reserve	120,000	120,000	120,000	120,000	
Unappropriated	(2,295,275)	(1,794,367)	(1,525,735)	(1,173,764)	
Other components of shareholders' equity	913,854	5,517	569,748		
Total shareholders' equity	1,146,477	739,048	1,364,013	1,146,236	
Total liabilities and shareholders' equity	6,737,634	6,262,741	6,187,285	5,764,293	

Directors	

#### Statements of comprehensive income

# For the three-month period ended 30 September 2020

(Unit: Thousand Baht except loss per share expressed in Baht)

		Consolidated finance	cial statements	Separate financial statements		
	Note	2020	<u>2019</u>	<u>2020</u>	<u>2019</u>	
Revenues						
Revenue from contracts with customers	17	1,283,632	1,261,522	724,782	570,361	
Rental income		392	349	3,295	2,635	
Other income		8,278	3,455	9,802	4,508	
Gain on exchange		146	3,286	<u> </u>	1,434	
Total revenues		1,292,448	1,268,612	737,879	578,938	
Expenses						
Cost of sales and services		1,286,114	1,320,270	752,686	608,459	
Selling and distribution expenses		17,078	26,441	7,711	15,202	
Administrative expenses		97,845	135,540	62,826	86,998	
Loss on exchange			<u> </u>	726		
Total expenses		1,401,037	1,482,251	823,949	710,659	
Loss from operating activities		(108,589)	(213,639)	(86,070)	(131,721)	
Finance income		8	7	428	730	
Finance cost		(48,457)	(53,499)	(37,342)	(43,954)	
Loss before income tax		(157,038)	(267,131)	(122,984)	(174,945)	
Income tax	15	(5,513)	(4,034)	26	(1,881)	
Loss for the period		(162,551)	(271,165)	(122,958)	(176,826)	

# Kulthorn Kirby Public Company Limited and its subsidiaries Statements of comprehensive income (continued)

For the three-month period ended 30 September 2020

(Unit: Thousand Baht except loss per share expressed in Baht)

	Consolidated final	ncial statements	Separate financial statements		
<u>Note</u>	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>	
Other comprehensive income:					
Other comprehensive income to be reclassified					
to profit or loss in subsequent periods:					
Exchange differences on translation of					
financial statements in foreign currency	4,073	(1,107)	<u> </u>		
Other comprehensive income to be reclassified					
to profit or loss in subsequent periods - net of income tax	4,073	(1,107)	<u> </u>		
Other comprehensive income for the period	4,073	(1,107)	<u> </u>		
Total comprehensive income for the period	(158,478)	(272,272)	(122,958)	(176,826)	
Basic loss per share (Baht) 16					
Loss attributable to equity holders of the Company	(0.11)	(0.22)	(0.08)	(0.14)	
Weighted average number of ordinary shares (thousand shares)	1,500,000	1,235,232	1,500,000	1,235,232	

# Kulthorn Kirby Public Company Limited and its subsidiaries Statements of comprehensive income

# For the nine-month period ended 30 September 2020

(Unit: Thousand Baht except loss per share expressed in Baht)

		Consolidated finan	cial statements	Separate financial statements		
	<u>Note</u>	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>	
Revenues						
Revenue from contracts with customers	17	4,054,068	4,731,433	2,304,500	2,379,777	
Rental income		1,091	1,039	10,085	7,924	
Other income		15,688	9,898	16,719	15,213	
Gain on exchange			1,534	<u> </u>	=	
Total revenues		4,070,847	4,743,904	2,331,304	2,402,914	
Expenses						
Cost of sales and services		3,928,699	4,849,633	2,249,963	2,452,192	
Selling and distribution expenses		55,942	75,661	26,630	39,218	
Administrative expenses		338,623	452,809	223,630	292,084	
Loss on exchange		20,425	-	6,222	3,874	
Allowance for impairment of assets	7	63,968	<u> </u>	56,338	<u>-</u>	
Total expenses		4,407,657	5,378,103	2,562,783	2,787,368	
Loss from operating activities		(336,810)	(634,199)	(231,479)	(384,454)	
Finance income		69	182	1,435	2,538	
Finance cost		(161,043)	(161,258)	(124,355)	(129,873)	
Loss before income tax		(497,784)	(795,275)	(354,399)	(511,789)	
Income tax	15	(3,961)	(7,061)	171	(1,608)	
Loss for the period		(501,745)	(802,336)	(354,228)	(513,397)	

# Kulthorn Kirby Public Company Limited and its subsidiaries Statements of comprehensive income (continued) For the nine-month period ended 30 September 2020

(Unit: Thousand Baht except loss per share expressed in Baht)

	Consolidated finance	ial statements	Separate financial statements		
<u>Note</u>	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>	
Other comprehensive income:					
Other comprehensive income not to be reclassified					
to profit or loss in subsequent periods:					
Actuarial gain (loss)	-	580	-	(762)	
Less: Income tax effect	<u> </u>	(155)	<u> </u>	152	
		425	<u> </u>	(610)	
Revaluation surplus on assets	1,130,409	-	720,090	-	
Less: Income tax effect	(212,609)		(144,018)	-	
	917,800	<u> </u>	576,072		
Other comprehensive income not to be reclassified					
to profit or loss in subsequent periods - net of income tax	917,800	425	576,072	(610)	
Other comprehensive income to be reclassified					
to profit or loss in subsequent periods:					
Exchange differences on translation of					
financial statements in foreign currency	3,171	6,819	<u> </u>	-	
Other comprehensive income to be reclassified					
to profit or loss in subsequent periods - net of income tax	3,171	6,819			
Other comprehensive income for the period	920,971	7,244	576,072	(610)	
Total comprehensive income for the period	419,226	(795,092)	221,844	(514,007)	
Basic loss per share (Baht) 16					
Loss attributable to equity holders of the Company	(0.33)	(0.66)	(0.24)	(0.42)	
Weighted average number of ordinary shares (thousand shares	1,500,000	1,211,873	1,500,000	1,211,873	

#### Cash flow statements

# For the nine-month period ended 30 September 2020

(Unit: Thousand Baht)

	Consolidated finance	ial statements	Separate financial statements	
	2020	2019	2020	2019
Cash flows from operating activities	<u>2020</u>	2010	<u>2020</u>	2013
Loss before tax	(497,784)	(795,275)	(354,399)	(511,789)
Adjustments to reconcile loss before tax to	(437,704)	(133,213)	(554,555)	(311,703)
net cash provided by (paid from) operating activities:				
Unrealised loss (gain) on exchange	(1,212)	311	(2,772)	885
Reversal the reduction of inventory to net realisable value	(55,127)	(37,080)	(27,944)	(27,661)
Allowance for doubtful accounts (reversal)	(2,381)	1,385	(27,944)	(27,001)
Depreciation and amortisation	257,966	273,808	118,286	117,650
	22,675	273,000	•	117,000
Allowages for impoirment less an assets		-	3,504	-
Allowance for impairment loss on assets	63,968	(74)	56,338	-
Amortise deferred revenue from sales and lease back	(167)	(74)	-	-
Write-off withholding tax	(550)	529	(000)	529
Loss (gain) on sales of property, plant and equipment	(550)	1,379	(992)	(145)
Loss on write-off of property, plant and equipment		_		
and intangible assets	-	1	-	-
Provision for long-term employee benefits	19,610	77,567	8,348	37,107
Dividend income	(4)	(3)	(4)	(3)
Subsidies income from Government grants	(7,029)	(3,396)	(7,029)	(3,396)
Interest income	(69)	(182)	(1,435)	(2,538)
Deferred interest	3,614	2,230	422	58
Interest expenses	153,113	154,590	121,039	126,730
Loss from operating activities before				
changes in operating assets and liabilities	(43,377)	(324,210)	(88,228)	(262,573)
Operating assets (increase) decrease				
Trade and other receivables	66,659	172,934	71,121	40,585
Inventories	257,147	734,368	38,995	504,692
Other current assets	(55,375)	74,563	(46,024)	58,184
Other non-current assets	(189)	(134)	284	66
Operating liabilities increase (decrease)				
Trade and other payables	60,058	(301,498)	280,218	(137,390)
Other current liabilities	1,126	5,941	(1,459)	1,226
Cash flows from operating activities	286,049	361,964	254,907	204,790
Cash paid for long-term employee benefits	(30,461)	-	(21,844)	-
Cash received from interest income	69	182	1,640	2,597
Cash paid for interest expenses	(155,250)	(164,198)	(122,353)	(136,018)
Cash paid for income tax	(5,794)	(6,577)	(701)	(771)
Cash received from tax refund	7,938	<u>-</u>	<u> </u>	<u>-</u>
Net cash flows from operating activities	102,551	191,371	111,649	70,598

#### Cash flow statements (continued)

For the nine-month period ended 30 September 2020

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
Cash flows from investing activities				
Proceeds from sales of property, plant and equipment	1,326	39,997	1,198	204
Acquisition of property, plant and equipment and				
intangible assets	(431,923)	(380,524)	(368,086)	(362,175)
Cash received from Government grants	3,634	-	3,634	-
Decrease (increase) in short-term loans to related parties	-	-	15,000	(733)
Dividend income	4	3	4	3
Net cash flows used in investing activities	(426,959)	(340,524)	(348,250)	(362,701)
Cash flows from financing activities				
Increase in bank overdrafts and				
short-term loans from financial institutions	4,754,761	6,456,139	2,282,889	2,909,706
Decrease in bank overdrafts and				
short-term loans from financial institutions	(4,512,424)	(6,148,003)	(2,083,442)	(2,447,562)
Decrease in short-term loans from related parties	-	-	(5,200)	(30,519)
Repayment of long-term loans	-	(300,000)	-	(300,000)
Cash paid for lease liabilities	(31,778)	(49,893)	(3,158)	(789)
Proceeds from increase in share capital		300,000	<u>-</u>	300,000
Net cash flows from financing activities	210,559	258,243	191,089	430,836
Increase (decrease) in translation adjustments	(9,698)	19,012	<u>-</u>	
Net increase (decrease) in cash and cash equivalents	(123,547)	128,102	(45,512)	138,733
Cash and cash equivalents at beginning of period	137,916	96,963	51,426	68,759
Cash and cash equivalents at end of period	14,369	225,065	5,914	207,492
Supplemental disclosures of cash flows information				
1) Non-cash related transactions for investing activities				
Trust receipt and payable from acquisitions of fixed assets	10,254	294,760	6,351	290,567
Other receivable from sales of fixed assets	-	-	35,847	64,360
Revaluation surplus on assets	1,130,409	-	720,090	-
Transfer right-of-use assets to fixed assets	6,631	-	-	-
Non-cash related transactions for financing activities				
Dividend payable	891	891	887	887
Assets acquired under lease liabilities	-	39,245	-	-

Kulthorn Kirby Public Company Limited and its subsidiaries Statements of changes in shareholders' equity For the nine-month period ended 30 September 2020

(Unit: Thousand Baht)

	Consolidated financial statements									
						Other compo	Other components of shareholders' equity			
						Other comprehen	sive income			
						Exchange				
			Surplus			differences on				
			from business			translation of		Total other		
	Issued and		combination			financial	Revaluation	components of	Total	
	fully paid-up		under common	Retained earr	nings (deficits)	statements in	surplus on	shareholders'	shareholders'	
	share capital	Share premium	control	Appropriated	Unappropriated	foreign currency	assets	equity	equity	
Balance as at 1 January 2019	1,200,000	700,000	207,898	120,000	(657,450)	(2,152)	<u>.</u>	(2,152)	1,568,296	
Loss for the period	-	-	-	-	(802,336)	-	-	-	(802,336)	
Other comprehensive income for the period	-	-	-	-	425	6,819	-	6,819	7,244	
Total comprehensive income for the period	-		-	-	(801,911)	6,819		6,819	(795,092)	
Increase share capital	300,000	-	-	-	-	-	-	-	300,000	
Balance as at 30 September 2019	1,500,000	700,000	207,898	120,000	(1,459,361)	4,667	-	4,667	1,073,204	
Balance as at 1 January 2020	1,500,000	700,000	207,898	120,000	(1,794,367)	5,517	_	5,517	739,048	
Comulative effect of change in accounting policy (Note 2)	-	-		-	(11,797)	-	_	-	(11,797)	
Balance as at 1 January 2020 - as restated	1,500,000	700,000	207,898	120,000	(1,806,164)	5,517		5,517	727,251	
Loss for the period	-	-	207,000	-	(501,745)	-	_	-	(501,745)	
Other comprehensive income for the period	_	_	_	_	(301,743)	3,171	917,800	920,971	920,971	
Total comprehensive income for the period						3,171	917,800	920,971	419,226	
· ·	-	-	-	-	(501,745)	3,171	,	,	419,226	
Transfer revaluation surplus on assets to retained earnings					12,634		(12,634)	(12,634)		
Balance as at 30 September 2020	1,500,000	700,000	207,898	120,000	(2,295,275)	8,688	905,166	913,854	1,146,477	

Kulthorn Kirby Public Company Limited and its subsidiaries Statements of changes in shareholders' equity (continued) For the nine-month period ended 30 September 2020

Separate financial statements Other components of shareholders' equity Other comprehensive income Issued and Revaluation Total fully paid-up Retained earnings (deficits) surplus on shareholders' Appropriated share capital Share premium Unappropriated assets equity Balance as at 1 January 2019 1,200,000 700,000 120,000 58,443 2,078,443 Loss for the period (513,397)(513,397)Other comprehensive loss for the period (610)(610)Total comprehensive loss for the period (514,007) (514,007) Increase share capital 300,000 300,000 Balance as at 30 September 2019 700,000 (455,564)1,500,000 120,000 1,864,436 Balance as at 1 January 2020 700,000 120,000 1,500,000 (1,173,764)1,146,236 Comulative effect of change in accounting policy (Note 2) (4,067)(4,067)Balance as at 1 January 2020 - as restated 1,500,000 700,000 120,000 (1,177,831)1,142,169 Loss for the period (354,228)(354,228)Other comprehensive income for the period 576,072 576,072 Total comprehensive income for the period (354,228)576,072 221,844 Transfer revaluation surplus on assets to retained earnings 6,324 (6,324)Balance as at 30 September 2020 1,500,000 700,000 120,000 (1,525,735) 569,748 1,364,013

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

Kulthorn Kirby Public Company Limited and its subsidiaries

Notes to interim financial statements

For the three-month and nine-month periods ended 30 September 2020

#### 1. General information

#### 1.1 Corporate information

Kulthorn Kirby Public Company Limited ("the Company") is a public company incorporated and domiciled in Thailand. The Company is principally engaged in the manufacture and distribution of hermetic compressors. The registered address of the Company is 126 Soi Chalongkrung 31, Chalongkrung Road, Khwaeng Lamplatew, Khet Latkrabang, Bangkok.

#### 1.2 Fundamental accounting assumptions

The Group has sustained operating losses for a number of consecutive years, and as at 30 September 2020, the Group's total current liabilities exceed its total current assets by Baht 2,074 million (the Company only: Baht 2,346 million) and the Group has deficit of Baht 2,175 million (the Company only: Baht 1,406 million). Currently, the Group is in the process of implementing operational plans to change its strategies and future business model and seek additional sources of funds. Management believes that the Group will be able to continue as a going concern. Management has therefore decided that it is correct and appropriate to prepare the Group's financial statements for the three-month and nine-month periods ended 30 September 2020 under the going concern basis. Accordingly, such financial statements do not include any adjustments relating to the realisation of the recoverable amount and classification of the assets or the amount and classification of liabilities that might be necessary should the Group be unable to continue its operations as a going concern.

#### 1.3 Coronavirus disease 2019 Pandemic

The Coronavirus disease 2019 pandemic is resulting in an economic slowdown and adversely impacting most businesses and industries in terms of supply chains, consumer spending, limited or suspended production, operational delays, and more.

This situation significantly affects the Group's business activities in terms of supply chains and operational delays, and this is significantly impacting the Group's financial position, operating results, and cash flows at present, and is expected to do so in the future. However, the impact cannot be reasonably estimated at this stage. The Group's management has continuously monitored ongoing developments and assessed the financial impact in respect of the valuation of assets, provisions and contingent liabilities, and will record the impact when it is possible to do so.

#### 1.4 Basis for the preparation of interim financial statements

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

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

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

#### 1.5 Basis of consolidation

The interim consolidated financial statements included the financials statements of Kulthorn Kirby Public Company Limited and its subsidiaries ("the Group") and have been prepared on the same basis as that applied for the consolidated financial statements for the year ended 31 December 2019. There have been no change in the composition of its subsidiaries during the period.

#### 1.6 New financial reporting standards

#### a) Financial reporting standards that became effective in the current period

During the period, the Group has adopted the revised (revised 2019) and new financial reporting standards and interpretations which are effective for fiscal years beginning on or after 1 January 2020. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards. The adoption of these financial reporting standards does not have any significant impact on the Group's financial statements. However, the new standard involves changes to key principles, which are summarised below:

#### Financial reporting standards related to financial instruments

A set of TFRSs related to financial instruments consists of five accounting standards and interpretations, as follows:

Financial reporting standards:

TFRS 7 Financial Instruments: Disclosures

TFRS 9 Financial Instruments

Accounting standard:

TAS 32 Financial Instruments: Presentation

Financial Reporting Standard Interpretations:

TFRIC 16 Hedges of a Net Investment in a Foreign Operation

TFRIC 19 Extinguishing Financial Liabilities with Equity Instruments

These TFRSs related to financial instruments make stipulations relating to the classification of financial instruments and their measurement at fair value or amortised cost (taking into account the type of instrument, the characteristics of the contractual cash flows and the Company's business model), calculation of impairment using the expected credit loss method, and hedge accounting. These include stipulations regarding the presentation and disclosure of financial instruments.

The impact of the adoption of these standards on the Group's financial statements is as follows.

- Recognition of credit losses The Group recognises an allowance for expected credit losses on its financial assets, and it is no longer necessary for a credit-impaired event to have occurred. The Group applies the simplified approach to consider impairment of trade receivables.
- Recognition of derivatives The Group initially recognises derivatives at their fair value on the contract date and subsequently measure them at fair value at the end of each reporting period. Changes in the fair value of derivatives are recognised in profit or loss.

The Group adopted these financial reporting standards which the cumulative effect is recognised as an adjustment to the retained earnings as at 1 January 2020, and the comparative information was not restated.

The cumulative effect of the change is described in Note 2.

#### **TFRS 16 Leases**

TFRS 16 supersedes TAS 17 Leases together with related Interpretations. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases, and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is low value.

Accounting by lessors under TFRS 16 is substantially unchanged from TAS 17. Lessors will continue to classify leases as either operating or finance leases.

The Group adopted these financial reporting standards using the modified retrospective method of initial adoption of which the cumulative effect is recognised as an adjustment to the retained earnings as at 1 January 2020, and the comparative information was not restated.

The cumulative effect of the change is described in Note 2.

# Accounting Guidance on Temporary Relief Measures for Accounting Alternatives in Response to the Impact of the Covid-19 Pandemic

The Federation of Accounting Professions announced Accounting Guidance on Temporary Relief Measures for Accounting Alternatives in Response to the Impact of the Covid-19 Pandemic. Its objectives are to alleviate some of the impact of applying certain financial reporting standards, and to provide clarification about accounting treatments during the period of uncertainty relating to this situation.

On 22 April 2020, the Accounting Treatment Guidance was announced in the Royal Gazette and it is effective for the financial statements prepared for reporting periods ending between 1 January 2020 and 31 December 2020.

The Group has elected to apply the following temporary relief measures on accounting alternatives:

- Not to take into account forward-looking information when determining expected credit losses, in cases where the Group uses a simplified approach to determine expected credit losses.
- Not to use information relating to the COVID-19 situation that may affect financial forecasts used in measuring the fair values of property, plant and equipment.
- Not to use information relating to the COVID-19 situation in determining whether sufficient taxable profits will be available in future periods against which deferred tax assets can be utilised.
- Not to consider the COVID-19 situation as an indication that an asset may be impaired in accordance with TAS 36, Impairment of Assets.

# b) Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2021

The Federation of Accounting Professions issued a number of revised financial reporting standards and interpretations, which are effective for fiscal years beginning on or after 1 January 2021. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The management of the Group is currently evaluating the impact of these standards to the financial statements in the year when they are adopted.

#### 1.7 Significant accounting policies

The interim financial statements are prepared by using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2019 except the changes in accounting policies related to financial instruments, leases and property, plant and equipment.

#### 1.7.1 Financial instruments

#### Classification and measurement

Financial assets that are debt instruments are measured at fair value through profit or loss, fair value through other comprehensive income, or amortised cost. Classification is driven by the Group's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

Financial assets that are equity instruments are measured at fair value through profit or loss.

Financial liabilities are classified and measured at amortised cost.

Derivatives are classified and measured at fair value through profit or loss.

# Impairment of financial assets

The Group recognises an allowance for expected credit losses on its financial assets measured at amortised cost, without requiring a credit-impaired event to have occurred prior to the recognition. The Group accounts for changes in expected credit losses in stages, with differing methods of determining allowance for credit losses and the effective interest rate applied at each stage. An exception from this approach is that for trade receivables that do not contain a significant financing component, the Group applies a simplified approach to determine the lifetime expected credit losses.

#### 1.7.2 Leases

#### Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised through initial measurement, initial direct costs incurred, and lease payments made at or before the commencement date, less any lease incentives received.

Unless the Group is reasonably certain that it will obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis from the commencement date of the lease to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

#### Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of the lease payments to be made over the lease term, discounted by the interest rate implicit in the lease or the Group's incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification or reassessment.

#### Short-term leases and Leases of low-value assets

Payments under leases that, have a lease term of 12 months or less at the commencement date, or are leases of low-value assets, are recognised as expenses on a straight-line basis over the lease term.

#### 1.7.3 Property, plant and equipment

Land is stated at revalued amount. Buildings and equipment are stated at cost or revalued amount less accumulated depreciation and allowance for loss on impairment of assets (if any).

Land and buildings are initially recorded at cost on the acquisition date, and subsequently revalued by an independent professional appraiser to their fair values. Revaluations are made with sufficient regularity to ensure that the carrying amount does not differ materially from fair value at the end of reporting period.

Differences arising from the revaluation are dealt with in the financial statements as follows:

- When an asset's carrying amount is increased as a result of a revaluation of the Company's assets, the increase is credited directly to the other comprehensive income and the cumulative increase is recognised equity under the heading of "Revaluation surplus". However, a revaluation increase is recognised as income to the extent that it reverses a revaluation decrease in respect of the same asset previously recognised as an expense.
- When an asset's carrying amount is decreased as a result of a revaluation of the Company's assets, the decrease is recognised in profit or loss. However, the revaluation decrease is charged to the other comprehensive income to the extent that it does not exceed an amount already held in "Revaluation surplus" in respect of the same asset.

Depreciation of plant and equipment is calculated by reference to their costs or the revalued amount, on the straight-line basis over the following estimated useful lives:

Land improvement and plant	-	10, 20, 30, 35, 40, 45	years
Machineries	-	5, 8, 10, 15	years
Plant equipment	-	5	years
Furniture, fixtures and office equipment	-	3, 5, 10	years
Motor vehicles	-	5	years

Depreciation is included in determining income.

No depreciation is provided for land and construction in progress and machine under installation.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset is included in profit or loss when the asset is derecognised.

# 1.8 Change in accounting policy for land and land improvement and building from cost model to revaluation model and change in accounting estimates

On 30 June 2020, the Group reviewed and changed its accounting policy on the value of property, plant and equipment for land and land improvement and building from cost model to revaluation model to reflect appropriate present value.

Regarding the change in the accounting policy, the Group has complied with TAS8. This is considered a revaluation of assets in accordance with TAS16 Property, Plant and Equipment, which does not require that the change be applied retrospectively. Therefore, the Group applied the change prospectively.

(Unit: Thousand Baht)

In addition, the Group changed its accounting estimates with respect to the useful lives of land improvement and building from 10 and 20 years to 10, 20, 30, 35, 40 and 45 years. The management of the Group believes that the new useful lives of assets are more appropriate and consistent with their expected economic benefits provided to the Group.

The Group applied the change in accounting estimates prospectively.

The effects of the change in accounting policy and the change in accounting estimates to the statements of financial position as at 30 September 2020 and as at 30 June 2020 and the statement of comprehensive income for the three-month and nine-month periods ended 30 September 2020 are as follow:

			(Unit: Th	ousand Baht)	
	Consolidated financial		Separate financial		
	statements		statements staten		
	30 September	30 June	30 September	30 June	
	2020	2020	2020	2020	
Statement of financial position:					
Increase in property, plant and equipment	1,123,930	1,130,409	715,241	720,090	
Increase in deferred tax liabilities	209,771	212,609	142,437	144,018	
Increase in surplus on revaluation of asset	1,114,937	1,130,409	712,185	720,090	
Decrease in deficits - unappropriated	15,472	-	7,905	-	
			/Unit: Th	ousand Baht)	
	For the thr	roo-month	For the ni	,	
	period		period ended 30 September 2020		
	30 Septen				
	Consolidated	Separate	Consolidated	Separate	
	financial	financial	financial	financial	
	statements	statements	statements	statements	
Statement of comprehensive income:					
Profit or loss					
Impact to depreciation					
Increase in depreciation in cost of sales					
and services	7,131	5,861	7,131	5,861	
Decrease in depreciation in					
administrative expenses	(649)	(1,008)	(649)	(1,008)	
Other comprehensive income:					
Increase in gain on revaluation of asset					
(net of income tax)	-	-	917,800	576,072	
Increase in basic loss per share (Baht)	(0.004)	(0.003)	(0.004)	(0.003)	

(Unit: Thousand Baht)

# 2. Cumulative effects of changes in accounting policies due to the adoption of new financial reporting standards

As described in Note 1.6 to the financial statements, during the current period, the Group has adopted financial reporting standards related to financial instruments and TFRS 16. The cumulative effect of initially applying these standards is recognised as an adjustment to retained earnings as at 1 January 2020. Therefore, the comparative information was not restated.

The impacts on the beginning balance of retained earnings of 2020 from changes in accounting policies due to the adoption of these standards are presented as follows:

30,148

(1,794,367)

(11,797)

Statement of financial position

Trade and other receivables

Property, plant and equipment

Liabilities and shareholders' equity

Current portion of liabilities under financial lease agreements

Current portion of lease liabilities

Other current financial liabilities

**Assets** 

**Current assets** 

Non-current assets

Right-of-use assets

**Current liabilities** 

Non-current liabilities

**Shareholders' equity**Deficit - unappropriated

Liabilities under financial lease

agreements, net of current portion

Lease liabilities, net of current portion

	The imp	acts of	
	Financial		
	reporting		
	standards		
	related to		
31 December	financial		1 January
2019	instruments	TFRS 16	2020
938,946	(9,611)	-	929,335
3,177,221	-	(74,610)	3,102,611
-	-	115,914	115,914
15,827	-	(15,827)	-
-	-	36,040	36,040
-	2,186	-	2,186

(30,148)

51,239

Consolidated financial statements

51,239

(1,806,164)

Separate	financial	statements
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		The imp	acts of	
		Financial		
		reporting		
		standards		
		related to		
	31 December	financial		1 January
	2019	instruments	TFRS 16	2020
Statement of financial position				
Assets				
Current assets				
Trade and other receivables	589,157	(1,881)	-	587,276
Non-current assets				
Property, plant and equipment	1,788,601	-	(1,311)	1,787,290
Right-of-use assets	-	-	9,657	9,657
Liabilities and shareholders' equity				
Current liabilities				
Current portion of liabilities under				
financial lease agreements	568	-	(568)	-
Current portion of lease liabilities	-	-	3,633	3,633
Other current financial liabilities	-	2,186	-	2,186
Non-current liabilities				
Liabilities under financial lease				
agreements, net of current portion	939	-	(939)	-
Lease liabilities, net of current portion	-	-	6,220	6,220
Shareholders' equity				
Deficit - unappropriated	(1,173,764)	(4,067)	-	(1,177,831)

#### 2.1 Financial instruments

a) Details of the impact on retained earnings as at 1 January 2020 due to the first time adoption of financial reporting standards related to financial instruments are presented as follows:

	(Unit: Thousand Bah		
	Consolidated	Separate	
	financial	financial	
	statements	statements	
Recognition of an allowance for expected credit losses			
on financial assets	(9,611)	(1,881)	
Recognition of derivatives at fair value through profit or loss	(2,186)	(2,186)	
Impacts on retained earnings due to the adoption of			
financial reporting standards related to financial			
instruments	(11,797)	(4,067)	

b) The classifications, measurement basis and carrying values of financial assets in accordance with TFRS 9 as at 1 January 2020, and with the carrying amounts under the former basis, are as follows:

,	(Unit: Thousand Baht)			
	Consolidated financial statements			
	Classification and			
	Carrying amounts	measurement in		
	under the former basis	accordance with TFRS 9		
		Amortised cost		
Financial assets as at 1 January 2020				
Cash and cash equivalents	137,916	137,916		
Trade and other receivables	938,946	929,335		
Total financial assets	1,076,862	1,067,251		
		(Unit: Thousand Baht)		
	Separate financial statements			
		Classification and		
	Carrying amounts	measurement in		
	under the former basis	accordance with TFRS 9		
		Amortised cost		
Financial assets as at 1 January 2020				
Cash and cash equivalents	51,426	51,426		
Trade and other receivables	589,157	587,276		
Short-term loans to related parties	50,000	50,000		
Total financial assets	690,583	688,702		

As at 1January 2020, the Group has not designated any financial liabilities at fair value through profit or loss except derivative liabilities of which fair value is Baht 2.2 million (Separate financial statements: Baht 2.2 million).

#### 2.2 Leases

Upon initial application of TFRS 16 the Group recognised lease liabilities previously classified as operating leases at the present value of the remaining lease payments, discounted using the Group's incremental borrowing rate at 1 January 2020. For leases previously classified as finance leases, the Group recognised the carrying amount of the right-of-use assets and lease liabilities based on the carrying amounts of the lease assets and lease liabilities immediately before the date of initial application of TFRS 16.

(Unit: Thousand Baht)

	(•	
	Consolidated	Separate
	financial	financial
	statements	statements
Operating lease commitments as at 31 December 2019	37,435	-
Less: Short-term leases and leases of low-value assets	(2,132)	-
Add: Option to extend lease term	9,213	9,213
Less: Deferred interest expenses	(3,212)	(867)
Increase in lease liabilities due to TFRS 16 first time		
adoption	41,304	8,346
Liabilities under finance lease agreements as at		
31 December 2019	45,975	1,507
Lease liabilities as at 1 January 2020	87,279	9,853
Comprise of:		
Current lease liabilities	36,040	3,633
Non-current lease liabilities	51,239	6,220
	87,279	9,853

The adjustments of right-of-use assets due to TFRS 16 first time adoption as at 1 January 2020 are summarised below:

	Consolidated financial	Separate financial
	statements	statements
Land and land improvement	38,214	-
Machinery and equipment	61,801	-
Office equipment	6,686	3,180
Motor vehicles	9,213	6,477
Total right-of-use assets	115,914	9,657

# 3. Related party transactions

During the periods, the Group had significant business transactions with related parties mainly in respect of sales and purchases of goods. Such transactions, which have been concluded on commercial terms and bases agreed upon in the ordinary course of businesses between the Company and those related parties, are summarised below.

For the three-month periods ended 30 September

	For the thr	ee-month perio			
	Conso	lidated	Separate		
	financial s	tatements	financial s	statements	Pricing policy
	2020	<u>2019</u>	2020	2019	
Transactions with subsidiaries					
(eliminated from the consolidated					
financial statements)					
Purchases of goods	-	-	173,092	100,916	Market price
Sales and service income and	-	-	14,769	26,456	Approximate market price
scrap sales					
Other income	-	-	1,687	3,274	Mutually agreed price as
					stipulated in the contract
Rental income	-	-	3,245	2,585	Mutually agreed price as
					stipulated in the contract
Interest expenses	-	-	6,183	6,717	Interest rate at 4.60 - 7.25 percent
					per annum (2019: 0.25 - 7.25
					percent per annum)
Interest income	-	-	428	730	Interest rate at 4.25 percent per
					annum (2019: 3.25 - 4.94
					percent per annum)
Other expenses	-	-	2,991	809	Mutually agreed price as
					stipulated in the contract
Transactions with related parties					
Sales and service income and	120,489	136,223	58,346	73,264	Approximate market price
scrap sales					
Purchases of goods	11,277	4,179	11,274	4,136	Market price
Rental expense	667	3,477	-	-	Mutually agreed price as
					stipulated in the contract
Other expenses	4,649	1,919	1,803	1,162	Mutually agreed price as
					stipulated in the contract
Other income	30	150	30	33	Mutually agreed price as
					stipulated in the contract

# (Unaudited but reviewed)

For the nine-month	periods	ended 30 September

	Conso	lidated	Separate		
	financial s	statements	financial statements		Pricing policy
	<u>2020</u>	2019	2020	<u>2019</u>	
Transactions with subsidiaries					
(eliminated from the consolidated					
financial statements)					
Purchases of goods	-	-	600,042	477,732	Market price
Sales and service income and	-	-	72,131	71,916	Approximate market price
scrap sales					
Other income	-	-	5,667	10,578	Mutually agreed price as
					stipulated in the contract
Rental income	-	-	9,936	7,784	Mutually agreed price as
					stipulated in the contract
Interest expenses	-	-	18,433	19,743	Interest rate at 4.60 - 7.25 percent
					per annum (2019: 0.25 - 7.25
					percent per annum)
Interest income	-	-	1,433	2,429	Interest rate at 4.25 percent per
					annum (2019: 3.25 - 4.94
					percent per annum)
Other expenses	-	-	4,258	1,724	Mutually agreed price as
					stipulated in the contract
Transactions with related parties					
Sales and service income and	384,096	440,674	175,966	219,378	Approximate market price
scrap sales					
Purchases of goods	33,293	22,193	32,049	21,643	Market price
Rental expense	2,000	10,430	-	-	Mutually agreed price as
					stipulated in the contract
Other expenses	7,426	7,561	2,965	2,678	Mutually agreed price as
					stipulated in the contract
Other income	390	488	90	93	Mutually agreed price as
					stipulated in the contract

The outstanding balances of the accounts as at 30 September 2020 and 31 December 2019 between the Company and those related parties are as follows:

			(Unit: Thousand Baht)	
	Consolidated financial		Separate financial	
	state	ements	state	ments
	30 September	31 December	30 September	31 December
	2020	2019	2020	2019
Trade and other receivables - related parties				
(Note 4)				
Subsidiary companies	-	-	150,766	238,617
Related companies (related by common director/				
shareholder)	111,491	125,959	38,758	40,364
Total trade and other receivables - related				
parties	111,491	125,959	189,524	278,981
Trade and other payables - related parties				
(Note 12)				
Subsidiary companies	-	-	680,534	472,299
Related companies (related by common director/				
shareholder)	11,248	25,072	8,151	8,906
Total trade and other payables - related parties	11,248	25,072	688,685	481,205

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

During the nine-month period ended 30 September 2020, short-term loans between the Company and its subsidiaries had the following movements:

. ,		· ·			
			(Uni	t: Thousand Baht)	
	Separate financial statements				
	Balance as at			Balance as at	
	1 January	Increase	Decrease	30 September	
	2020	during the period	during the period	2020	
Short-term loans to subsidiary					
Kulthorn Materials and Controls					
Co., Ltd.	50,000		(15,000)	35,000	
Total	50,000	-	(15,000)	35,000	
			(Ur	nit: Thousand Baht)	
		Separate finan	cial statements		
	Balance as at			Balance as at	
	1 January	Increase	Decrease	30 September	
	2020	during the period	during the period	2020	
Short-term loans from subsidiaries					
Kulthorn Premier Co., Ltd.	492,000	8,000	(13,200)	486,800	
Kulthorn Kirby Foundry Co., Ltd.	20,000			20,000	
Total	512,000	8,000	(13,200)	506,800	
			-		

# **Directors and management's remuneration**

During the three-month and nine-month periods ended 30 September 2020 and 2019, the Group had employee benefit expenses payable to their directors and management as below.

(Unit: Thousand Baht)

	For the	For the three-month periods ended 30 September			
	Consol	Consolidated financial statements		rate	
	financial s			atements	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>	
Short-term employee benefits	6,976	9,933	1,860	4,738	
Post-employment benefits	1,239	532	1,003	320	
Total	8,215	10,465	2,863	5,058	

(Unit: Thousand Baht)

	For the	For the nine-month periods ended 30 September			
	Consolidated		Sepa	rate	
	financial st	financial statements		atements	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>	
Short-term employee benefits	21,506	30,993	7,216	15,061	
Post-employment benefits	3,745	1,898	3,111	949	
Total	25,251	32,891	10,327	16,010	

# **Guarantee obligations with related parties**

The Group has outstanding guarantee obligations with its related parties, as described in Note 19.3.

# 4. Trade and other receivables

The outstanding balance of trade accounts receivable as at 30 September 2020 and 31 December 2019 categorised by their aging from due dates are as follows:

			•	: Thousand Baht)
	Consolidated financial statements		Separate finance	cial statements
	30 September	31 December	30 September	31 December
	2020	2019	2020	2019
Trade receivables - related parties				
Not yet due	94,215	92,416	39,642	41,477
Overdue				
Less than 3 months	10,981	13,481	588	18,203
3 - 6 months	1,036	-	-	4
Over 12 months		4,449		
Total	106,232	110,346	40,230	59,684
Less: Allowance for doubtful debts	(754)		(113)	
Total trade receivables - related parties	105,478	110,346	40,117	59,684
Trade receivables - unrelated parties				
Not yet due	660,032	652,602	317,498	266,323
Overdue				
Less than 3 months	97,177	152,699	12,669	43,474
3 - 6 months	3,303	890	-	1,204
6 - 12 months	1,250	431	-	-
Over 12 months	11,220	10,612	2,302	1,147
Total	772,982	817,234	332,469	312,148
Less: Allowance for doubtful debts	(12,681)	(6,205)	(2,594)	(2,416)
Total trade receivables - unrelated				
parties	760,301	811,029	329,875	309,732
Total trade receivables - net	865,779	921,375	369,992	369,416
Other receivables				
Other receivables - related parties	6,013	15,613	149,407	219,297
Other receivables - unrelated parties	2,623	1,958	1,352	444
Total other receivables	8,636	17,571	150,759	219,741
Total trade and other receivables - net	874,415	938,946	520,751	589,157

# 5. Reduction of inventory to net realisable value

Movements in the reduction of inventory to net realisable value account during the nine-month period ended 30 September 2020 are summarised below.

	(Unit: Thousand Ba	
	Consolidated Separ	
	financial	financial
	statements	statements
Balance as at 1 January 2020	219,143	102,249
Reversal reduction of inventory to net realisable value during the period	(55,127)	(27,944)
Balance as at 30 September 2020	164,016	74,305

#### 6. Investments in subsidiaries

As at 30 September 2020 and 31 December 2019, the Company has long-term investments in ordinary share of the following companies:

(Unit: Thousand Baht)

Company's name	Paid-up	capital	Shareholdin	g percentage	C	ost
	30 September	31 December	30 September	31 December	30 September	31 December
	2020	2019	2020	2019	2020	2019
			(%)	(%)		
Kulthorn Kirby Foundry Company Limited	575,000	575,000	100	100	739,999	739,999
Kulthorn Premier Company Limited	1,260,000	1,260,000	100	100	1,936,751	1,936,751
Kulthorn Steel Company Limited	400,000	400,000	100	100	399,999	399,999
kulthorn Materials and Controls Company Limited	650,000	650,000	100	100	540,630	540,630
Kulthorn Research and Development Company Limited	12,500	12,500	100	100	12,500	12,500
Total					3,629,879	3,629,879
Less: Allowance for impairment loss on investments in sul	bsidiaries				(1,543,007)	(1,543,007)
Total investments in subsidiaries - net					2,086,872	2,086,872

The company did not received dividend during the nine-month periods ended 30 September 2020 and 2019.

# 7. Property, plant and equipment

Movements of the property, plant and equipment account during the nine-month period ended 30 September 2020 are summarised below.

		(Unit: Thousand Baht)
	Consolidated	Separate
	financial statements	financial statements
Net book value as at 31 December 2019	3,177,221	1,788,601
Adjustments of right-of-use assets due to TFRS16 first time		
adoption (Note 2)	(74,610)	(1,311)
Net book value as at 1 January 2020	3,102,611	1,787,290
Acquisitions during the period - at cost	169,764	114,061
Capitalised interest	1,501	1,501
Revaluation of assets	1,130,409	720,090
Transfer from right-of-use assets (Note 8)	6,631	-
Disposals during the period - net book value at disposal date	(776)	(206)
Allowance for impairment loss	(63,968)	(56,338)
Depreciation for the period	(248,191)	(113,591)
Translation adjustment	12,623	
Net book value as at 30 September 2020	4,110,604	2,452,807

During the current period, the Group arranged for an independent professional valuer to appraise the value of its land and buildings. The basis of the revaluation is as follows:

- Land was revalued using the market approach.
- Land improvement and buildings were revalued using the depreciated replacement cost approach.

The result of the revaluations showed increases of Baht 600.2 million and Baht 530.2 million (the Company only: Baht 518.2 million and Baht 201.9 million) in the net book value of the Group's Land and Land improvement and building, respectively. The Company recorded the revaluation increase in other comprehensive income and the cumulative increase is recognised as the "Revaluation surplus on assets" in the shareholders' equity.

Had the land and land improvement and building been carried in the financial statements on a historical cost basis, their net book value as of 30 September 2020 would have been as follows:

		(Unit: Thousand Baht)
	Consolidated	Separate
	financial	financial
	statements	statements
Land	351,878	222,509
Land improvement and building	598,719	336,162

The Group pledged their land and buildings thereon with financial institutions as collateral to secure loans as discussed in Note 13.

In addition, the Group has entered into negative pledge memorandums, which are part of the short-term credit facility agreements with 3 financial institutions. Under these memorandums, the Company and its subsidiaries are not allowed to dispose, transfer, mortgage or provide any lien on their land and buildings thereon and machinery, except to use as collateral for the syndicated loans to pay off the debts to those financial institutions as described in Note 11.

# 8. Right-of-use assets

Movements of the right-of-use assets account during the nine-month period ended 30 September 2020 are summarised below.

	(Unit: Thousand Bah		
	Consolidated Separate		
	financial	financial	
_	statements	statements	
Net book value as at 31 December 2019	-	-	
Adjustment due to TFRS16 first time adoption			
(Note 2)	115,914	9,657	
Net book value as at 1 January 2020	115,914	9,657	
Acquisitions during the period - at cost	4,924	1,000	
Decrease from termination of lease contract during			
the period	(390)	-	
Transfer to fixed assets (Note 7)	(6,631)	-	
Amortisation for the period	(22,675)	(3,504)	
Translation adjustment	152		
Net book value as at 30 September 2020	91,294	7,153	

# 9. Goodwill on business combination

(Unit: Thousand Baht)	)
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	Consolidated financial statements		
	30 September 31 Decem		
	2020	2019	
Goodwill on business combination	37,620	37,620	
Less: Accumulated impairment loss	(37,620)	(37,620)	
Net book value	-	-	

#### 10. Other intangible assets

Movements of the other intangible assets account during the nine-month period ended 30 September 2020 are summarised below.

	(Unit: Thousand Bah		
	Consolidated Separat		
	financial	financial	
	statements	statements	
Net book value as at 1 January 2020	86,708	47,585	
Acquisitions during the period - at cost	227	227	
Amortisation for the period	(9,775)	(4,695)	
Translation adjustment	263		
Net book value as at 30 September 2020	77,423	43,117	

#### 11. Bank overdrafts and short-term loans from financial institutions

				(Onit.	Thousand Baht)			
	Interest rate	Conso	lidated	Separate				
	(percent per annum)	financial s	tatements	financial s	tatements			
		30 September	31 December	30 September	31 December			
		2020	2019	2020	2019			
Bank overdrafts	5.82 - 13.00	141,604	108,582	34,894	24,367			
Short-term loans	3.75 - 6.87	1,090,000	1,047,145	815,000	772,145			
Trust receipts	2.36 - 4.70	1,278,083	1,408,039	643,183	692,932			
Packing credit	3.25 - 6.87	980,051	921,813	552,478	596,290			
Total		3,489,738	3,485,579	2,045,555	2,085,734			

The Group has entered into negative pledge memorandums, which are part of the short-term credit facility agreements with 3 financial institutions. Under the agreements, the Group is required to comply with certain conditions including maintaining interest bearing debt to EBITDA plus extraordinary item and non-cash items ratio not exceeding 5:1 for the consolidated financial statements and debt to equity ratio for the consolidated financial statements not exceeding 2.75:1. The Group is not allowed to dispose, transfer, mortgage or provide any lien on their assets, both existing and to be acquired in the future, except to use as collateral for the syndicated loan to pay off the debt to those financial institutions.

# 12. Trade and other payables

(Unit:	Thousand	Baht)
(0	inoacana	<b>–</b> 4 ,

	Conso	lidated	Sepa	arate	
	financial s	tatements	financial statements		
	30 September	31 December	30 September	31 December	
	2020	2019	2020	2019	
Trade payables - related parties	8,065	7,860	674,958	449,250	
Trade payables - unrelated parties	405,454	357,868	245,978	198,802	
Other payables - related parties	3,183	17,212	10,905	29,707	
Other payables - unrelated parties	141,027	166,096	90,066	94,007	
Accrued interest expenses to related parties	-	-	2,822	2,248	
Accrued interest expenses to unrelated parties	1,430	1,898	662	1,049	
Accrued expenses - unrelated parties	90,389	65,846	35,587	24,875	
Total trade and other payables	649,548	616,780	1,060,978	799,938	

# 13. Long-term loans

(Unit: Thousand Baht)

Consolidated and Separate

	financial s	tatements	
	30 September 31 Dece		
	2020	2019	
Long-term loans	1,075,300	1,075,300	
Less: Current portion	(300,000)	(1,075,300)	
Long-term loans, net of current portion	775,300		

Movement of long-term loans during the nine-month period ended 30 September 2020 are summarised below.

	(Unit: Thousand Baht)
	Consolidated and
	Separate
	financial statements
Balance as at 1 January 2020	1,075,300
Less: Repayment during the period	
Balance as at 30 September 2020	1,075,300

The loan is subject to interest at the rate with reference to THBFIX+3%, and interest is to be paid on a monthly basis.

During the year 2020, the Group entered into the Amendment Agreement to the Credit Facility Agreement to extend the repayment period of the outstanding principal for one year, starting from 31 March 2020. Therefore, the financial maturity date of the loan which had been drawn down in 2016 and 2018 shall be repaid within the year 2022 and 2024, respectively.

Under the loan agreement, the Group has to comply with certain conditions including maintaining interest bearing debt to EBITDA plus extraordinary item and non-cash items ratio for the consolidated financial statements not exceeding 5:1 and debt to equity ratio for the consolidated financial statements not exceeding 2.75:1, based on the financial statements as at 30 June and 31 December.

As at 31 December 2019, the Group was unable to maintain interest bearing debt to EBITDA plus extraordinary item and non-cash items ratio and debt to equity ratio as specified in the Credit Facility Agreement, resulting in the long-term loan becoming payable on demand. The Group therefore classified total balance of loan as current portion due within one year. The classification of such liabilities as at 31 December 2019 to current liabilities is in accordance with Thai Financial Reporting Standards.

The above long-term loans from financial institutions are secured by mortgage of the Group's properties and plant thereon.

#### 14. Lease liabilities

			(Unit: Th	nousand Baht)	
	Consc	olidated	Separate		
	financial	statements	ents financial statemer		
	30 September	31 December	30 September	31 December	
	2020	2020 2019		2019	
Long-term lease liabilities	69,350	51,383	8,677	1,623	
Less: Deferred interest expenses	(5,701)	(5,408)	(561)	(116)	
Total	63,649	45,975	8,116	1,507	
Less: Portion due within one year	(30,847)	(15,827)	(3,758)	(568)	
Long-term lease liabilities, net of current portion	32,802	30,148	4,358	939	

The Group has entered into the lease agreements for rental of land, machinery, office equipment and motor vehicles for use in their operation, whereby they are committed to pay rental on a monthly basis. The terms of the agreements are generally between 3 and 5 years.

#### 15. Income tax

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

Income tax expenses (revenue) for the three-month and nine-month periods ended 30 September 2020 and 2019 are made up as follows:

	Consolidated financial statements								
	For the three-m		For the nine-mo	onth periods					
	ended 30 S	·	ended 30 September						
	2020	<u>2019</u>	2020	<u>2019</u>					
Current income tax:									
Interim corporate income tax charge	158	151	460	782					
Deferred tax:									
Relating to origination and reversal of									
temporary differences	5,355	3,883	3,501	6,279					
Income tax expense reported in profit or	_	_							
loss	5,513 4,034		3,961	7,061					
			(Unit: T	housand Baht)					
		Separate financ	cial statements						
	For the three-m	nonth periods	For the nine-month periods						
	ended 30 S	eptember	ended 30 September						
	2020	2019	2020	2019					
Current income tax:									
Interim corporate income tax charge	-	-	-	-					
Deferred tax:									
Relating to origination and reversal of									
temporary differences	(26)	1,881	(171)	1,608					
Income tax expense (revenue) reported in									
profit or loss	(26)	1,881	(171)	1,608					

#### 16. Loss per share

Basic loss per share is calculated by dividing loss for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period.

#### 17. Revenue from contracts with customers

(Unit: Thousand Baht)

	For the three-month periods ended 30 September									
	Consc	olidated	Separate							
	financial	statements	financial statements							
	2020	<u>2019</u>	2020	<u>2019</u>						
Type of goods or service:										
Sales of goods	1,268,611	1,232,660	722,697	569,560						
Service income	11,755	17,032	609	517						
Income from scrap sales	3,266	11,830	1,476	284						
Total revenue from contracts with customers										
- recognised at a point in time	1,283,632	1,261,522	724,782	570,361						

(Unit: Thousand Baht)

	For the nine-month periods ended 30 September									
	Consc	olidated	Separate							
	financial	statements	financial	statements						
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>						
Type of goods or service:										
Sales of goods	3,994,092	4,652,703	2,299,987	2,376,422						
Service income	43,565	50,902	2,205	1,699						
Income from scrap sales	16,411	27,828	2,308	1,656						
Total revenue from contracts with customers										
- recognised at a point in time	4,054,068	4,731,433	2,304,500	2,379,777						

#### 18. Segment information

The Group is organised into business units based on its products and services. During the current period, the Group has not changed the organisation of their reportable segments.

The following tables present revenue and profit (loss) information regarding the Group's operating segments for the three-month and nine-month periods ended 30 September 2020 and 2019, respectively.

(Unit: Million Baht)

	For the three-month periods ended 30 September													
	Adjustments													
	Compr	essors					Stee	l coil			an	ıd		
	and	parts	Ename	led wire	Steel	sheet	cer	nter	Total Se	egments	elimina	ations	Conso	lidated
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
Revenue														
External customers	763	611	227	273	178	197	116	180	1,284	1,261	-	-	1,284	1,261
Inter-segment	27	42	32	33	84	49	56	26	199	150	(199)	(150)		
Total revenue	790	653	259	306	262	246	172	206	1,483	1,411	(199)	(150)	1,284	1,261
Results														
Segment gross profit (loss)	(51)	(67)	6	-	20	2	12	5	(13)	(60)	10	1	(3)	(59)
Other income													9	4
Gain on exchange													1	3
Selling and distribution expenses													(17)	(26)
Administrative expenses and allowance for														
impairment													(98)	(136)
Finance cost													(49)	(53)
Loss before income tax													(157)	(267)
Income tax													(6)	(4)
Loss for the period													(163)	(271)

(Unit: Million Baht)

	For the nine-month periods ended 30 September													
											Adjust	ments		
	Compr	essors					Stee	l coil		and				
	and	parts	Ename	led wire	Steel	sheet	cer	nter	Total Se	egments	elimin	ations	Conso	lidated
	2020	<u>2019</u>	<u>2020</u>	<u>2019</u>										
Revenue														
External customers	2,404	2,539	714	891	545	696	391	605	4,054	4,731	-	-	4,054	4,731
Inter-segment	113	119	134	158	302	218	178	121	727	616	(727)	(616)		
Total revenue	2,517	2,658	848	1,049	847	914	569	726	4,781	5,347	(727)	(616)	4,054	4,731
Results														
Segment gross profit (loss)	(1)	(176)	26	12	66	(2)	33	38	124	(128)	1	10	125	(118)
Other income													17	11
Gain (loss) on exchange													(20)	2
Selling and distribution expenses													(56)	(76)
Administrative expenses and allowance for														
impairment													(403)	(453)
Finance cost													(161)	(161)
Loss before income tax													(498)	(795)
Income tax													(4)	(7)
Loss for the period													(502)	(802)

#### 19. Commitment and contingent liabilities

#### 19.1 Capital commitments

As at 30 September 2020, the Group has capital commitments of approximately Baht 19.1 million (31 December 2019: Baht 147.1 million) (the Company only: Baht 17.3 million, 31 December 2019: Baht 133.4 million), relating to the construction of factory building and installation of machinery.

# 19.2 Long-term service commitments

a) The Group has commitments relating to service agreements payable in the future as follows:

(Unit: Million Baht)

	Consolidated fina	ancial statements	Separate financial statements			
	30 September	31 December	30 September	31 December		
	2020	2020 2019		2019		
Payable:						
In up to 1 year	10.9	13.8	4.3	5.1		
In over 1 year	-	7.2	-	3.0		

b) The Group has commitments related to sales commissions payable to sale agents at the rate stipulated in the agreements or rate agreed between parties.

#### 19.3 Guarantees

- a) As at 30 September 2020, the Company and Kulthorn Materials and Controls Company Limited have contingent liability relating to the guarantee of credit facility of Suzhou Kulthorn Magnet Wire Co., Ltd. to an oversea branch of a commercial bank amounting to RMB 60 million or equivalent to Baht 283 million (31 December 2019: RMB 60 million or equivalent to Baht 262 million).
- b) As at 30 September 2020, there were outstanding bank guarantees of approximately Baht 57.2 million (31 December 2019: Baht 48.2 million), the Company only: Baht 13.0 million (31 December 2019: Baht 17.0 million) issued by the banks on behalf of the Group in respect of certain performance bonds as required in the normal course of business of the Group. These include letter of guarantee to guarantee electricity usage amounting to Baht 44.2 million (31 December 2019: Baht 38.2 million), the Company only: Baht 7.2 million (31 December 2019: Baht 7.2 million) and to guarantee import duty, natural gas agreements and others amounting to Baht 13.0 million (31 December 2019: Baht 10.0 million), the Company only: Baht 12.8 million (31 December 2019: Baht 9.8 million).

# 20. Foreign currency risk

The Group's exposure to foreign currency risk arises mainly from purchases and sales of goods in foreign currencies. The Group seeks to reduce this risk by entering into forward exchange contracts which generally mature within one year, when they consider appropriate.

Below is the summary of the Group's foreign currencies-denominated financial assets/liabilities.

	As at 30 September 2020							
	Consolidated financial statements		Separate financial statements		Exchange rate			
	Financial	Financial	Financial	Financial				
Foreign currency	assets	liabilities	assets	liabilities	Buying	Selling		
	(Million)	(Million)	(Million)	(Million)	(Baht per one forei	gn currency unit)		
US dollar	7	5	7	3	31.4900	31.8258		
Japanese yen	-	9	-	3	0.2961	0.3037		
Euro	-	0.2	-	-	36.7782	37.5314		
	As at 31 December 2019							
	Consolidated financial statements		Separate financial statements		Exchange rate			
	Financial	Financial	Financial	Financial				
Foreign currency	assets	liabilities	assets	liabilities	Buying	Selling		
	(Million)	(Million)	(Million)	(Million)	(Baht per one forei	gn currency unit)		
US dollar	4	9	4	2	29.9767	30.3313		
Japanese yen	-	4	-	-	0.2723	0.2796		
Euro	-	0.2	-	=	33.3775	34.0711		

# Forward exchange contracts

The Group had outstanding forward exchange contract with maturities less than one year as follows:

As at 30 September 2020									
Consolidated and Separate financial statements									
	Bought	Sold		Contractual exchange rate					
Foreign currency	amount	amount	Contractual maturity date	Bought amount	Sold amount				
	(Million)	(Million)		(Baht per one fore	ign currency unit)				
			29 December 2020 -	31.69	30.77 - 31.64				
US Dollar	0.2	2.4	31 March 2021						
			As at 31 December 2019						
Consolidated and Separate financial statements									
	Bought	Sold		Contractual e	xchange rate				
Foreign currency	amount	amount	Contractual maturity date	Bought amount	Sold amount				
	(Million)	(Million)		(Baht per one fore	ign currency unit)				
US Dollar	0.1	3.7	6 February - 19 June 2020	30.79	30.02 - 30.08				

#### Interest rate swap contracts

In November 2017, the Company entered into an interest rate swap contract with a commercial bank for a long-term loan of Baht 850 million in order to change interest calculation from using floating interest rate of THB-THBFIX-Reuters plus 3 percent per annum to fixed interest rate at 4.65 percent per annum, calculated based on the loan principal balance as the agreed schedule.

However, the Company had already terminated the interest rate swap contract with a commercial bank on 29 April 2020, with an early termination fee of Baht 3.3 million.

# 21. Fair value hierarchy

As at 30 September 2020, the Group had the following financial liabilities that were measured at fair value using different level of input as follow:

		(Unit: Million Baht)
	Consolidated	Separate
	financial statements	financial statements
	Level 2	Level 2
Financial liabilities measured at fair value		
Derivatives		
Foreign currency forward contracts	1.3	1.3

During the current period, there were no transfers within the fair value hierarchy.

#### 22. Approval of interim financial statements

These interim financial statements have been authorised for issue by the Company's authorised directors on 11 November 2020.