

Kumwell Corporation Public Company Limited and its subsidiaries
Condensed notes to the interim financial statements
For the three-month and six-month periods ended 30 June 2025

1. General information

1.1 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 presenting condensed interim financial statements. The Company has presented the statements of financial position, comprehensive income, changes in shareholders' equity, and cash flows in the same format as that used for the annual financial statements and has presented notes to the interim financial statements on a condensed basis.

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

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

1.2 Basis of consolidation

The interim consolidated financial statements include the financial statements of Kumwell Corporation Public Company Limited (“the Company”) and its subsidiaries company (“the subsidiaries”) (collectively as “the Group”) and have been prepared on the same basis as that applied for the consolidated financial statements for the year ended 31 December 2024. However, during the current period, there were changes in the composition of the Group as described in Note 4 to the interim financial statements.

1.3 Accounting policies

The interim financial statements are prepared using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2024.

The revised financial reporting standards which are effective for fiscal years beginning on or after 1 January 2025, do not have any significant impact on the Group’s financial statements.

2. Related party transactions

During the period, the Group had significant business transactions with its related parties. Such transactions arose in the ordinary course of business. There were no significant changes in the transfer pricing policy of transactions with related parties during the current period.

Summarised significant business transactions with related parties are as follows.

	(Unit: Million Baht)			
	For the three-month periods ended 30 June			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
<u>Transactions with related company</u>				
Purchases of goods and services	1	-	1	-
	(Unit: Million Baht)			
	For the six-month periods ended 30 June			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
<u>Transactions with subsidiary</u>				
(eliminated from the consolidated financial statements)				
Rental and service expenses	-	-	-	1
<u>Transactions with related company</u>				
Purchases of goods and services	1	-	1	-

(Unaudited but reviewed)

The balances of the accounts between the Group and those related parties are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	30 June 2025	31 December 2024	30 June 2025	31 December 2024
		(Audited)		(Audited)
<u>Other current receivable - related party</u>				
<u>Accrued income - related party (Note 3)</u>				
Subsidiary	-	-	11	-
Total accrued income - related party	-	-	11	-
Total other current receivable - related party	-	-	11	-
<u>Other current payables - related parties</u>				
<u>Other current payable - related party (Note 6)</u>				
Related company (Common shareholders/directors)	156	269	156	269
Total other current payables - related party	156	269	156	269
<u>Accrued expenses - related party (Note 6)</u>				
Management and director	568	-	568	-
Total accrued expenses - related party	568	-	568	-
Total other current payables - related parties	724	269	724	269

Directors and management's remuneration

For the three-month and six-month periods ended 30 June 2025 and 2024, the Group had employee benefit expenses payable to its directors and management as below.

	(Unit: Thousand Baht)	
	For the three-month periods ended 30 June	
	Consolidated financial statements/ Separate financial statements	
	2025	2024
Short-term employee benefits	4,866	4,568
Post-employment benefits	193	195
Total	5,059	4,763

(Unaudited but reviewed)

(Unit: Thousand Baht)

For the six-month periods ended 30 June

	Consolidated financial statements/ Separate financial statements	
	<u>2025</u>	<u>2024</u>
Short-term employee benefits	8,505	8,479
Post-employment benefits	386	390
Total	<u>8,891</u>	<u>8,869</u>

3. Trade and other current receivables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	30 June	31 December	30 June	31 December
	2025	2024	2025	2024
		(Audited)		(Audited)
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	54,934	56,253	54,934	56,253
Past due				
Up to 3 months	67,903	74,990	67,903	74,990
3 - 6 months	5,092	2,711	5,092	2,711
6 - 12 months	3,666	23	3,666	23
Over 12 months	7,532	8,546	7,532	8,546
Total	139,127	142,523	139,127	142,523
Less: Allowance for expected credit losses	(9,778)	(9,010)	(9,778)	(9,010)
Total trade receivables - unrelated parties, net	129,349	133,513	129,349	133,513
Total trade receivables - net	129,349	133,513	129,349	133,513
<u>Other current receivables</u>				
Other current receivables - unrelated parties	159	157	159	157
Accrued income - related party (Note 2)	-	-	11	-
Accrued income - unrelated parties	158	1,739	158	1,739
Total	317	1,896	328	1,896
Less: Allowance for expected credit losses	(157)	(157)	(157)	(157)
Total other current receivables - net	160	1,739	171	1,739
Total trade and other current receivables - net	129,509	135,252	129,520	135,252

4. Investments in subsidiaries

Details of investments in subsidiaries as presented in separate financial statements.

Company	Cost		Allowance for impairment of investments		(Unit: Thousand Baht) Investments in subsidiaries - net	
	30 June 2025	31 December 2024	30 June 2025	31 December 2024	30 June 2025	31 December 2024
		(Audited)		(Audited)		(Audited)
Kumwell-Nowcast Company Limited	102,148	102,148	(102,148)	(102,148)	-	-
CTA Engineering and Solutions Company Limited	3,750	-	-	-	3,750	-
Total	105,898	102,148	(102,148)	(102,148)	3,750	-

On 9 May 2025, the Company's Board of Directors Meeting passed a resolution approving the incorporation of a new subsidiary, CTA Engineering and Solutions Company Limited ("CTAES"), which is principally engaged in operating the business of design, procurement, construction, testing and installation services of electrical, mechanical, and remote control systems (MEP) for sluice gates, pumping stations and control buildings. CTAES has a registered share capital of Baht 5 million (0.5 million ordinary shares with a par value of Baht 10 each), and the Company holds a 75 percent shareholding after making payment of Baht 3.75 million for the shares. The payment for the remaining shares of Baht 1.25 million in non-controlling interests of CTAES was made after the reporting period. The Company has already completed the registration of CTAES incorporation on 27 May 2025.

On 18 July 2025, the Company's Board of Directors Meeting passed a resolution approving the acquisition of additional shares in CTAES from non-controlling interests for Baht 0.75 million (75,000 ordinary shares with a par value of Baht 10 each), representing a 15 percent interest in CTAES. Consequently, the Company's shareholding proportion in CTAES increased from 75 percent to 90 percent.

5. Property, plant and equipment

Movements of property, plant and equipment account for the six-month period ended 30 June 2025 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
Net book value as at 1 January 2025	444,763	444,762
Acquisitions during the period - at cost	2,446	2,446
Write-off during the period - net book value as at write-off date	(1,393)	(1,393)
Depreciation for the period	(13,720)	(13,719)
Net book value as at 30 June 2025	432,096	432,096

6. Trade and other current payables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	30 June 2025	31 December 2024 (Audited)	30 June 2025	31 December 2024 (Audited)
Trade payables - unrelated parties	25,264	22,825	25,264	22,825
Other current payable - related party (Note 2)	156	269	156	269
Other current payables - unrelated parties	3,328	2,266	3,148	2,266
Accrued expenses - related party (Note 2)	568	-	568	-
Accrued expenses - unrelated parties	10,759	3,336	10,699	3,290
Total trade and other current payables	40,075	28,696	39,835	28,650

7. Long-term loans from financial institutions

Movements of long-term loans from financial institution account for the six-month period ended 30 June 2025 are summarised below.

	(Unit: Thousand Baht)
	Consolidated financial statements/ Separate financial statements
Balance as at 1 January 2025	185,433
Repayments	(19,290)
Balance as at 30 June 2025	166,143
Less: Current portion	(39,283)
Long-term loans from financial institutions - net of current portion	126,860

Long-term loans from financial institutions are secured as described in Note 8 to the interim financial statements.

8. Credit facilities

Credit facilities granted to the Company by financial institutions, comprising short-term loans and long-term loans, are secured by the following:

- a) The guarantee provided by Thai Credit Guarantee Corporation.
- b) The mortgages of certain items of property of management and directors.
- c) The mortgages of certain items of property and plant of the Company. As at 30 June 2025, net book value of the guaranteed property and plant amounted to Baht 170 million (31 December 2024: Baht 172 million).

9. Leases

9.1 Right-of-use assets

Movements of right-of-use asset account for the six-month period ended 30 June 2025 are summarised below.

	(Unit: Thousand Baht)
	Consolidated financial statements/ Separate financial statements
Net book value as at 1 January 2025	6,690
Depreciation for the period	(793)
Net book value as at 30 June 2025	5,897

9.2 Lease liabilities

Movements of lease liability account for the six-month period ended 30 June 2025 are summarised below.

	(Unit: Thousand Baht)
	Consolidated financial statements/ Separate financial statements
Balance as at 1 January 2025	7,989
Accretion of interest	214
Repayments	(1,121)
Balance as at 30 June 2025	7,082
Less: Current portion	(2,494)
Lease liabilities - net of current portion	4,588

10. Income tax

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

Income tax expenses for the three-month and six-month periods ended 30 June 2025 and 2024 are made up as follows:

(Unit: Thousand Baht)				
For the three-month periods ended 30 June				
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Current income tax:				
Interim corporate income tax charge	2,873	3,680	2,873	3,706
Write-off withholding tax	180	-	-	-
Deferred tax:				
Relating to origination and reversal of temporary differences	(62)	(106)	(62)	(106)
Income tax expenses reported in profit or loss	<u>2,991</u>	<u>3,574</u>	<u>2,811</u>	<u>3,600</u>

(Unit: Thousand Baht)				
For the six-month periods ended 30 June				
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Current income tax:				
Interim corporate income tax charge	6,848	5,645	6,848	5,642
Write-off withholding tax	180	-	-	-
Deferred tax:				
Relating to origination and reversal of temporary differences	(413)	(31)	(413)	(25)
Income tax expenses reported in profit or loss	<u>6,615</u>	<u>5,614</u>	<u>6,435</u>	<u>5,617</u>

11. Segment information

The Group is organised into business units based on its products and services. The Group is principally engaged in production and distribution of electrical equipment, graphite mould, metal powder and ground wire. Its operations are carried on only in Thailand. Segment performance is measured based on operating profit or loss, on a basis consistent with that used to measure operating profit or loss in the financial statements. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain exclusively to the aforementioned reportable operating segment and geographical area.

During the current period, the Group has not changed the organisation of its reportable segments from the last annual financial statements.

12. Dividends

Dividends declared during the six-month periods ended 30 June 2025 and 2024 consisted of the follows:

Dividends	Approved by	Total dividends (Thousand Baht)	Dividend per share (Baht)
Final dividends for 2024	Annual General Meeting of the shareholders on 25 April 2025	25,800	0.06
Total for 2025		<u>25,800</u>	<u>0.06</u>
Final dividends for 2023	Annual General Meeting of the shareholders on 26 April 2024	21,500	0.05
Total for 2024		<u>21,500</u>	<u>0.05</u>

13. Foreign currency risk

As at 30 June 2025 and 31 December 2024, the balances of financial assets and liabilities denominated in foreign currency are summarised below.

Consolidated financial statements/Separate financial statements						
Foreign currency	Financial assets		Financial liabilities		Average rate	
	30 June 2025	31 December 2024	30 June 2025	31 December 2024	30 June 2025	31 December 2024
	(Million)	(Million) (Audited)	(Million)	(Million) (Audited)	(Baht per 1 foreign currency unit)	
US dollar	1.4	1.1	0.1	-	32.5564	33.9488

14. Financial instruments**14.1 Fair values of financial instruments**

Since the majority of the Group's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

14.2 Fair value hierarchy

As at 30 June 2025 and 31 December 2024, the Company had the financial assets that were measured at fair value using different levels of inputs as follows:

	(Unit: Million Baht)	
	Consolidated financial statements/ Separate financial statements	
	Level 2	
	30 June 2025	31 December 2024
	(Audited)	
Assets measured at fair value		
Other non-current financial assets	10	10

During the current period, there were no changes in the methods and assumptions used to estimate the fair value of financial instruments and there were no transfers within the levels of the fair value hierarchy.

15. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's Board of Directors on 14 August 2025.