Moong Pattana International Public Company Limited Review report and interim financial information For the three-month period ended 31 March 2022

Independent Auditor's Report on Review of Interim Financial Information

To the Shareholders of Moong Pattana International Public Company Limited

I have reviewed the accompanying statements of financial position in which equity method is applied of Moong Pattana International Public Company Limited as at 31 March 2022, the related statements of comprehensive income, changes in shareholders' equity and cash flows for the three-month period then ended, as well as the condensed notes to the interim financial statements. I have also reviewed the separate financial information of Moong Pattana International Public Company Limited for the same period (collectively "interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34 *Interim Financial Reporting*. My responsibility is to express a conclusion on this interim financial information based on my review.

Scope of Review

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

Conclusion

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34 *Interim Financial Reporting*.

Emphasis of Matter

I draw attention to Note 1.2 to the interim financial statements, the restatement of the statements

of comprehensive income and changes in shareholders' equity for the three-month period ended

31 March 2021, presented herein as comparative information to reflect the impact of the value

adjustment of other long-term investments at fair value. My conclusion is not modified in respect

of this matter.

Other Matter

The statement of financial position in which equity method is applied of Moong Pattana

International Public Company Limited, and the separate statement of financial position of

Moong Pattana International Public Company Limited as at 31 December 2021, presented herein

as comparative information, were audited by another auditor who expressed an unmodified

opinion on those statements and drew attention to the adjustment of other long-term investments

value due to changing in fair value measurement method, under his report dated 22 February

2022.

The statements of comprehensive income, changes in shareholders' equity and cash flows

for the three-month period ended 31 March 2021 (before restatement) of Moong Pattana

International Public Company Limited, presented herein as comparative information,

were reviewed by another auditor who concluded, under her report dated 11 May 2022, that

nothing had come to her attention that caused her to believe that the interim financial information

was not prepared, in all material respects, in accordance with Thai Accounting Standard 34

Interim Financial Reporting.

Klot Suwantararangsri

Certified Public Accountant (Thailand) No. 8025

EY Office Limited

Bangkok: 10 May 2022

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Statement of financial position

As at 31 March 2022

(Unit: Thousand Baht)

Financial statements

		in which the equity method is applied		Separate financial statements		
		As at	As at	As at	As at	
<u>!</u>	Note	31 March 2022	31 December 2021	31 March 2022	31 December 2021	
		(Unaudited	(Audited)	(Unaudited	(Audited)	
		but reviewed)		but reviewed)		
Assets						
Current assets						
Cash and cash equivalents		139,564	119,202	139,564	119,202	
Trade and other receivables	3	169,996	179,472	169,996	179,472	
Inventories	4	85,301	80,466	85,301	80,466	
Other current assets		8,199	4,704	8,199	4,704	
Total current assets		403,060	383,844	403,060	383,844	
Non-current assets						
Investment in associate		580,787	597,526	58,174	58,174	
Other long-term investments		302,162	296,396	302,162	296,396	
Building and equipment		12,200	12,955	12,200	12,955	
Investment properties		27,700	27,700	27,700	27,700	
Right-of-use assets		35,212	37,861	35,212	37,861	
Intangible assets		7,179	8,068	7,179	8,068	
Other non-current assets		506	506	506	506	
Total non-current assets		965,746	981,012	443,133	441,660	
Total assets		1,368,806	1,364,856	846,193	825,504	

Statement of financial position (continued)

As at 31 March 2022

(Unit: Thousand Baht)

Financial statements

	in which the equity method is applied		Separate finan	cial statements
	As at	As at	As at	As at
	31 March 2022	31 December 2021	31 March 2022	31 December 2021
	(Unaudited	(Audited)	(Unaudited	(Audited)
	but reviewed)		but reviewed)	
Liabilities and shareholders' equity				
Current liabilities				
Trade and other payables	186,433	202,417	186,433	202,417
Current portion of lease liabilities	8,755	8,971	8,755	8,971
Other current liabilities	8,628	7,266	8,628	7,266
Total current liabilities	203,816	218,654	203,816	218,654
Non-current liabilities				
Lease liabilities - net of current portion	22,496	24,609	22,496	24,609
Deferred tax liabilities	50,613	49,523	50,613	49,523
Provision for long-term employee benefits	10,005	9,683	10,005	9,683
Other non-current liabilities	1,645	1,645	1,645	1,645
Total non-current liabilities	84,759	85,460	84,759	85,460
Total liabilities	288,575	304,114	288,575	304,114

Moong Pattana International Public Company Limited Statement of financial position (continued)

As at 31 March 2022

(Unit: Thousand Baht)

Financial statements

	in which the equity method is applied		Separate finan	cial statements
	As at	As at	As at	As at
	31 March 2022	31 December 2021	31 March 2022	31 December 2021
	(Unaudited	(Audited)	(Unaudited	(Audited)
	but reviewed)		but reviewed)	
Shareholders' equity				
Share capital				
Registered				
222,650,523 ordinary shares of Baht 1 each	222,651	222,651	222,651	222,651
Issued and fully paid-up				
168,722,633 ordinary shares of Baht 1 each	168,723	168,723	168,723	168,723
Share premium	37,333	37,333	37,333	37,333
Retained earnings				
Appropriated - statutory reserve	22,265	22,265	22,265	22,265
Unappropriated	630,127	615,250	107,514	75,898
Other components of shareholders' equity	221,783	217,171	221,783	217,171
Total shareholders' equity	1,080,231	1,060,742	557,618	521,390
Total liabilities and shareholders' equity	1,368,806	1,364,856	846,193	825,504

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

Directors

Moong Pattana International Public Company Limited Statement of comprehensive income

For the three-month period ended 31 March 2022

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

Financial statements

		in which equity method is applied		Separate financial statements	
	Note	2022	<u>2021</u>	2022	<u>2021</u>
			(Restated)		(Restated)
Revenues					
Sales of goods		199,375	191,375	199,375	191,375
Other income					
Commission income		2,606	2,844	2,606	2,844
Dividend income from associate		-	-	23,509	18,808
Dividend income from other companies		4,582	4,600	4,582	4,600
Others		5,242	1,011	5,242	1,011
Total revenues		211,805	199,830	235,314	218,638
Expenses					
Cost of sales		121,482	115,819	121,482	115,819
Selling and distribution expenses		42,587	38,394	42,587	38,394
Administrative expenses		38,466	33,431	38,466	33,431
Total expenses		202,535	187,644	202,535	187,644
Profit from operating activities		9,270	12,186	32,779	30,994
Share of profit from investment in associate		6,770	12,925	-	-
Finance cost		(183)	(125)	(183)	(125)
Profit before income tax expenses		15,857	24,986	32,596	30,869
Income tax expenses		(980)	(1,683)	(980)	(1,683)
Profit for the period		14,877	23,303	31,616	29,186
Other comprehensive income:					
Other comprehensive income not to be reclassified					
to profit or loss in subsequent periods:					
Gain on changes in value of equity investments					
designated at fair value through					
other comprehensive income - net of income tax	1.2	4,612	20.055	4,612	20,055
Other comprehensive income not to be reclassified					
to profit or loss in subsequent periods					
- net of income tax		4,612	20,055	4,612	20,055
Other comprehensive income for the period		4,612	20,055	4,612	20,055
Total comprehensive income for the period		19,489	43,358	36,228	49,241
Earnings per share	5				
Basic earnings per share		0.04	0.07	0.09	0.09

Moong Pattana International Public Company Limited Statement of changes in shareholders' equity For the three-month period ended 31 March 2022

(Unit: Thousand Baht)

		Financial statements in which equity method is applied					
						Other components of	
						shareholders' equity	
						Other comprehensive income	-
				Retained	earnings	Surplus on changes in	
		Issued and paid-up		Appropriated		fair value of investments	Total
	Note	share capital	Share premium	- statutory reserve	Unappropriated	in equity	shareholders' equity
Balance as at 1 January 2021 - as previously reported		168,723	37,333	22,265	565,448	-	793,769
Cumulative effect of restated the financial statements	1.2					197,116	197,116
Balance as at 1 January 2021 - as restated		168,723	37,333	22,265	565,448	197,116	990,885
Profit for the period		-	-	-	23,303	-	23,303
Other comprehensive income for the period - restated	1.2	-	-	-	-	20,055	20,055
Total comprehensive income for the period - as restated					23,303	20,055	43,358
Balance as at 31 March 2021 - as restated		168,723	37,333	22,265	588,751	217,171	1,034,243
Balance as at 1 January 2022		168,723	37,333	22,265	615,250	217,171	1,060,742
Total comprehensive income for the period					14,877	4,612	19,489
Balance as at 31 March 2022		168,723	37,333	22,265	630,127	221,783	1,080,231

Moong Pattana International Public Company Limited
Statement of changes in shareholders' equity (continued)
For the three-month period ended 31 March 2022

(Unit: Thousand Baht)

		Separated financial statements					
						Other components of	
						shareholders' equity	
						Other comprehensive income	-
				Retained	earnings	Surplus on changes in	
		Issued and paid-up		Appropriated		fair value of investments	Total
	Note	share capital	Share premium	- statutory reserve	Unappropriated	in equity	shareholders' equity
Balance as at 1 January 2021 - as previously reported		168,723	37,333	22,265	69,909	-	298,230
Cumulative effect of restated the financial statements	1.2					197,116	197,116
Balance as at 1 January 2021 - as restated		168,723	37,333	22,265	69,909	197,116	495,346
Profit for the period		-	-	-	29,186	-	29,186
Other comprehensive income for the period - restated	1.2	-	-	-	-	20,055	20,055
Total comprehensive income for the period - as restated					29,186	20,055	49,241
Balance as at 31 March 2021 - as restated		168,723	37,333	22,265	99,095	217,171	544,587
Balance as at 1 January 2022		168,723	37,333	22,265	75,898	217,171	521,390
Total comprehensive income for the period					31,616	4,612	36,228
Balance as at 31 March 2022		168,723	37,333	22,265	107,514	221,783	557,618

Statement of cash flows

For the three-month period ended 31 March 2022

(Unit: Thousand Baht)

Financial statements

	in which equity method is applied		Separate financial statements	
	<u>2022</u>	<u>2021</u>	<u>2022</u>	<u>2021</u>
Cash flows from operating activities				
Profit before tax	15,857	24,986	32,596	30,869
Adjustments to reconcile profit before tax to				
net cash provided by (paid from) operating activities:				
Depreciation and amortisation	4,327	4,482	4,327	4,482
Allowance for expected credit losses (reversal)	(28)	411	(28)	411
Reduction of inventory cost to net realisable value	343	272	343	272
Unrealised loss on exchanges	2	145	2	145
Loss from written-off of assets	22	-	22	-
Provision for long-term employee benefits	322	189	322	189
Dividend received from investment in associate	-	-	(23,509)	(18,808)
Dividend received from investment in other companies	(4,582)	(4,600)	(4,582)	(4,600)
Share of profits from investment in associate	(6,770)	(12,925)	-	-
Finance cost	183	125	183	125
Profit from operating activities before changes in				
operating assets and liabilities	9,676	13,085	9,676	13,085
Operating assets (increase) decrease				
Trade and other receivables	13,089	7,009	13,089	7,009
Inventories	(5,177)	7,790	(5,177)	7,790
Other current assets	(3,495)	(6,963)	(3,495)	(6,963)
Operating liabilities increase (decrease)				
Trade and other payables	(15,988)	(3,776)	(15,988)	(3,776)
Other current liabilities	648_	2,955	648	2,955
Cash flows from operating activities	(1,247)	20,100	(1,247)	20,100
Cash paid for interest expenses	(183)	(125)	(183)	(125)
Cash paid for income tax	(334)	(323)	(334)	(323)
Net cash flows from (used in) operating activities	(1,764)	19,652	(1,764)	19,652

Cash flows statement (continued)

For the three-month period ended 31 March 2022

(Unit: Thousand Baht)

Financial statements

	in which equity method is applied		Separate financial stateme	
	<u>2022</u>	<u>2021</u>	2022	<u>2021</u>
Cash flows from investing activities				
Dividend received from investment in associate	23,509	18,808	23,509	18,808
Dividend received from investment in other company	1,000	1,000	1,000	1,000
Acquisition of equipment	-	(2)	-	(2)
Acquisition of intangible assets	(55)	(253)	(55)	(253)
Net cash flows from investing activities	24,454	19,553	24,454	19,553
Cash flows from financing activities				
Payment of lease liabilities	(2,328)	(2,343)	(2,328)	(2,343)
Net cash flows used in financing activities	(2,328)	(2,343)	(2,328)	(2,343)
Net increase in cash and cash equivalents	20,362	36,862	20,362	36,862
Cash and cash equivalents at beginning of the period	119,202	65,839	119,202	65,839
Cash and cash equivalents at end of the period	139,564	102,701	139,564	102,701

Moong Pattana International Public Company Limited Notes to interim financial statements For the three-month period ended 31 March 2022

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 Moong Pattana International Public Company Limited ("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 financial statements.

1.2 Correction of prior period error

As disclosed in Note 20 to the interim financial statements for the three-month and nine-month periods ended 30 September 2021, the Company adjusted the value of other long-term investments at fair value in accordance with TFRS 9. The Company's management considers using the book value of other long-term investments that have been audited by the auditor of the investment company to adjust as the fair value. Therefore, in the interim financial statements for the three-month and nine-month periods ended 30 September 2021, the Company has adjusted such transaction as if it had been adjusted at the year of initial application by restating the prior period's financial statements presented as comparative information, with the cumulative effect of the restatement presented as a restatement item in the statement of changes in shareholders' equity.

The Company therefore adjusted the related transaction in the statements of comprehensive income and changes in shareholders' equity for the three-month period ended 31 March 2021, presented herein as comparative information to reflect the above adjustment.

The amounts of the adjustment affecting the statements of comprehensive income for the three-month period ended 31 March 2021 is as follows:

> Increase (decrease) Financial statements

(Unit: Thousand Baht)

Other comprehensive income:

Gain on changes in value of

income - net of income tax

equity investments designated at

fair value through other comprehensive

Other comprehensive income for the period

Total comprehensive income for the period

Financial statements			
in which equity method	Separate financial		
is applied	statements		
20,055	20,055		
20,055	20,055		
20,055	20,055		

The cumulative effect of the restatement presented as a separate item in the statement of changes in shareholders' equity as follows:

(Unit: Thousand Baht)

Financial statements in which equity method

	i mandai statements in which equity method			
	is applied / Separate financial statements			
	As at 1 January 2021			
	As previously reported	As restated		
Other components of shareholders' equity				
Other comprehensive income - surplus on				
changes in fair value of investments in equity	-	197,116		

1.3 Significant 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 2021.

The revised financial reporting standards which are effective for fiscal years beginning on or after 1 January 2022, do not have any significant impact on the Company's financial statements.

2. Related party transactions

During the period, the Company had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Company and those related parties. There were no significant changes in the transfer pricing policy of transactions with related parties during the current period.

Summaries significant business transactions with related parties as follows.

(Unit: Million Baht)

For the three-month periods ended 31 March

	2022	2021
Transactions with associate		
Purchases of goods	26	23
Transactions with related companies		
Purchases of raw materials	18	17
Commission income	2	2
Advisory fee	1	1
Transactions with related person		
Rental fee	1	1

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

(Unit: Thousand Baht) 31 December 2021 31 March 2022 (Audited) Other receivables - related parties (Note 3) Associate 2,730 Related companies (Common directors) 5,195 1,839 Total 4,569 5,195 <u>Trade payables - related parties</u> Associate 38,286 38,757 Related companies (Common directors) 21,157 22,503 61,260 Total 59,443

Directors and management's remuneration

(Unit: Thousand Baht)
For the three-month periods

ended 31 March

	2022	2021
Short-term employee benefits	7,197	5,612
Post-employment benefits	428	109
Total	7,625	5,721

3. Trade and other receivables

(Unit: Thousand Baht)

	31 March 2022 31 December 2021	
		(Audited)
Trade receivables - unrelated parties		
Aged on the basis of due dates		
Net yet due	107,294 119,963	
Past due		
Not over 3 months	44,351	46,284
3 - 6 months	534	107
6 - 12 months	18	129
Over 12 months	9	14
Total	152,206	166,497
Less: Allowance for expected credit losses	(206)	(234)
Total trade receivables - net	152,000	166,263
Other receivables		
Other receivables - related parties (Note 2)	5,195	4,569
Others	12,801	8,640
Total other receivables	17,996	13,209
Total trade and other receivables - net	169,996	179,472

Inventories 4.

(Unit: Thousand Baht)

	31 March 2022	31 December 2021	
		(Audited)	
Inventories - cost	91,073	85,895	
Reduce cost to net realisable value	(5,772)	(5,429)	
Inventories - net	85,301	80,466	

5. Earnings per share

Basic earnings per share is calculated by dividing profit for the period (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period, after adjusting the number of ordinary shares to reflect the impact of the change in the par value, as described in Note 8 to the interim financial statements. The number of ordinary shares of prior period has been adjusted as if the change in the par value had been occurred at the beginning of the earliest period reported.

The following table sets forth the computation of basic earnings per share.

<u>-</u>	For the three-month periods ended 31 March				
	Financial statements				
	in which t	he equity	Separate		
_	method is applied		financial statements		
_	2022	2021*	2022	2021*	
Profit for the period (Thousand Baht)	14,877	23,303	31,616	29,186	
Weighted average number of ordinary shares (Thousand shares)	337,445	337,445	337,445	337,445	
Earnings per share (Baht)	0.04	0.07	0.09	0.09	

^{*}Recalculation after the change in the par value

6. **Segment information**

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

For management purposes, the Company is organised into business units based on its product categories and has the following two reportable segments:

- 1. Distribution of baby and infant products
- 2. Distribution of other products

The following table present revenue and profit information regarding the Company's operating segments for the three-month periods ended 31 March 2022 and 2021.

(Unit: Million Baht)

	Financial statements in which equity method is applied					
	for the three-month periods ended 31 March					
	Distribution of baby and infant products		Distribution of other products			
					Total	
	2022	<u>2021</u>	2022	<u>2021</u>	2022	2021
Revenue						
Revenue from external customers	123	121	76	70	199	191
Total revenues	123	121	76	70	199	191
Segment profit	28	28	7	8	35	36
Unallocated income (expenses)						
Commission income					3	3
Dividend income from other compa	nies				5	5
Other income					5	1
Administrative expenses					(39)	(33)
Share of profit from investment in a	ssociate				7	13
Profit before income tax expenses					16	25
Income tax expenses					(1)	(2)
Profit for the period					15	23

7. Commitments and contingent liabilities

7.1 Short-term leases and service agreements

The Company has entered into several lease agreements in respect of the lease of building, equipment and vehicle and relating services. The terms of the agreements are generally between 1 and 5 years. Future minimum payment required under these agreements are as follows.

	(Unit: Million Baht)	
	31 March 2022	
Payable:		
less than 1 year	3	
In over 1 and up to 5 years	4	

7.2 Hire a specialist commitment

The Company has entered into an agreement to hire a specialist with a local related company (related by common shareholders and directors).

As at 31 March 2022, the Company has future commitments to pay an advisory fee within one year under this agreement totaling of Baht 1 million.

7.3 Marketing research service agreements commitment

The Company has entered into agreements with two local companies in respect of marketing research of the Company's products. The terms of the agreements are 5 years.

Future service fee payable under these agreements as at 31 March 2022 was Baht 1 million.

7.4 Long-term service commitment

The Company has entered into an agreement with an overseas company (which is the major shareholder of the associated company) regarding using the trademark of that company. Under this agreement, the Company is to pay this company a royalty fee determined at 3 percent of the sales of those goods.

During the three-month period ended 31 March 2022, the Company recorded royalty fees under the above agreement amounting to Baht 6 million.

7.5 Litigation

In September 2020, a former employee sued the Company through the Central Labor Court claiming damages for the unfair termination of employment amounting to Baht 3 million. The case is being heard by the court. However, the Company's management believes that the Company will not incur significant losses when the case is close.

8. Event after the reporting period

On 26 April 2022, the Annual General Meeting of the Company's shareholders passed resolutions as follows:

- a) To approve the payment of a dividend of Baht 0.21 per share, totaling Baht 35.4 million, from the 2021 operation results. The dividend will be paid to the shareholders on 24 May 2022.
- b) To decrease the Company's registered share capital by cancelling of unissued 53.9 million ordinary shares, at the par value of Baht 1 each from the existing registered capital of Baht 222.7 million to be Baht 168.7 million. The Company registered the decrease in its registered share capital with the Ministry of Commerce on 2 May 2022.
- c) To change in the par value from Baht 1 per share to Baht 0.5 per share, resulting in an increase in the number of ordinary shares from 168.7 million shares to 337.4 million shares.
- d) To issue and offer 4 million warrants to purchase the Company's ordinary shares to the Company's directors, management and employees ("MOONG ESOP#2") free of charge.
- e) To increase of the Company's registered capital by Baht 52.6 million from the existing registered share capital of Baht 168.7 million to Baht 221.3 million by issuing 105.2 million newly issued ordinary shares, with a par value of Baht 0.5 each by considering to allocate as follows.
 - 1) To allocate 101.2 million newly issued ordinary shares to support the capital increase under a general mandate in proportion to their existing shareholding (Right Offering)
 - 2) To allocate 4 million of newly issued ordinary shares to support the exercise of the MOONG ESOP#2.

9. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's Board of Directors on 10 May 2022.