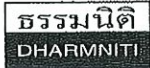


V.L. ENTERPRISE PUBLIC COMPANY LIMITED

FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2022



บริษัท สอบบัญชีธรรมนิติ จำกัด
178 อาคารธรรมนิติ ชั้น 6-7, ซอยเพิ่มพูนสุข
(ประชาธิปไตย 20) ถนนประชาธิปไตย แขวงบางซื่อ
เขตบางซื่อ กรุงเทพมหานคร 10800
DHARMNITI AUDITING CO., LTD.
178 Dharmniti Building, 6th-7th Floor, Soi
Permsap (Prachachuen 20), Prachachuen
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w w w . d a a . c o . t h

INDEPENDENT AUDITOR'S REPORT

To The Shareholders and Board of Directors of
V.L. Enterprise Public Company Limited

Opinion

I have audited the financial statements of V.L. Enterprise Public Company Limited (the Company), which comprise the statement of financial position as at December 31, 2022, and the statement of comprehensive income, statement of changes in shareholders' equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In my opinion, the accompanying financial statements present fairly, in all material respects, the financial position of V.L. Enterprise Public Company Limited as at December 31, 2022, and its financial performance and its cash flows for the year then ended in accordance with Financial Reporting Standards.

Basis for Opinion

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

Key Audit Matters

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

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Revenue recognition on freight charges

The Company has the revenue from providing freight charges in the amount of Baht 726.48 million that is the significant amount. There is also the complicated determination of the freight charges rate which several related factors such as the price of oil according to the market situation at that time, the size of the vessel being transported, transportation route, type and amount of oil transported and including the Company providing domestic and export freight charges that some has different environments may affect the internal control system, existing, accuracy and completeness of revenue recognition from providing freight charges. Therefore, I consider this matter as the significant matter in my audit.

Risk response by the auditor

I have assessed and understood the revenue recognition system, testing the significant control regarding existence and accuracy, completion of revenue recognition by inquiring the management and responsible persons, understand and sampling test the compliance with the controls designed by the Company, audit the service agreement to check the revenue recognition complied with the conditions specified in the agreement, testing the calculation of the freight charges according to the service agreement, compare the maritime operations report with the revenue service recognition of the accounting department, check the evidence of services from third parties, test the calculation of freight in proportion to the lapse time of the voyage compared to the total time of the last voyage of every vessel that freight charges are recognized correctly and completely according to the accounting period and comparative analysis of revenue separate by vessel to check for possible irregularities in the revenue recognition throughout the accounting period.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and my auditor's report thereon. The annual report is expected to be made available to me after the date of this auditor's report.

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

In connection with my audit of the financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance in order for those charged with governance to correct the misstatement.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

The engagement partner responsible for the audit resulting in this independent auditor's report is Mr. Peradate Pongsathiansak.



(Mr. Peradate Pongsathiansak)

Certified Public Accountant

Registration No.4752

Dharmniti Auditing Company Limited

Bangkok, Thailand

February 22, 2023

V.L. ENTERPRISE PUBLIC COMPANY LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT DECEMBER 31, 2022

	Notes	Baht	
		2022	2021
CURRENT ASSETS			
Cash and cash equivalents	7	193,061,659.48	177,260,060.43
Trade and other current receivables	8	76,504,543.60	88,142,612.26
Vessel supplies and spare parts	9	26,850,538.32	21,677,405.57
Other current financial assets	10	100,647,832.59	100,688,656.36
Other current assets		929,787.14	241,552.45
Total current assets		397,994,361.13	388,010,287.07
NON-CURRENT ASSETS			
Vessels and equipment	11	1,467,235,803.08	1,542,248,906.12
Right-of-use assets	12	13,056,312.10	17,992,277.08
Intangible assets	13	3,744,232.91	3,624,054.45
Other non-current assets		65,700.00	87,100.00
Total non-current assets		1,484,102,048.09	1,563,952,337.65
TOTAL ASSETS		1,882,096,409.22	1,951,962,624.72



Signature

Notes to financial statements form an integral part of these statements.

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V.L. ENTERPRISE PUBLIC COMPANY LIMITED
STATEMENT OF FINANCIAL POSITION (CONT.)
AS AT DECEMBER 31, 2022

LIABILITIES AND SHAREHOLDERS' EQUITY

	Notes	Baht	
		2022	2021
CURRENT LIABILITIES			
Trade and other current payables		62,459,802.13	49,325,427.30
Purchase of fixed assets payable		13,987,560.97	1,409,195.22
Current portion of lease liabilities	6, 12	1,568,180.91	1,644,477.61
Current portion of long-term loans from financial institutions	16	154,426,800.00	146,214,000.00
Corporate income tax payable		2,255,178.95	2,536,796.68
Other current financial liabilities	27	5,310,080.00	-
Other current liabilities		4,682,849.48	691,740.56
Total current liabilities		244,690,452.44	201,821,637.37
NON-CURRENT LIABILITIES			
Lease liabilities	6, 12	13,554,369.32	15,122,550.35
Long-term loans from financial institutions	16	670,434,326.61	824,861,126.61
Deferred tax liabilities	14	10,929,904.52	11,250,057.88
Employee benefit obligations	17	4,659,964.08	4,057,331.23
Total non-current liabilities		699,578,564.53	855,291,066.07
TOTAL LIABILITIES		944,269,016.97	1,057,112,703.44



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Notes to financial statements form an integral part of these statements.

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V.L. ENTERPRISE PUBLIC COMPANY LIMITED
STATEMENT OF FINANCIAL POSITION (CONT.)
AS AT DECEMBER 31, 2022

LIABILITIES AND SHAREHOLDERS' EQUITY (CONT.)

	Notes	Baht	
		2022	2021
SHAREHOLDERS' EQUITY			
Share capital	19		
Registered share capital			
1,200,000,000 ordinary shares of Baht 0.50 each		600,000,000.00	600,000,000.00
Issued and fully paid-up share capital			
1,077,990,452 ordinary shares of Baht 0.50 each	22	538,995,226.00	
966,692,700 ordinary shares of Baht 0.50 each			483,346,350.00
Share premium on ordinary shares		231,587,782.52	231,587,782.52
Surplus on business combination under common control		13,524,246.75	13,524,246.75
Retained earnings			
Appropriated - Legal reserve	20	23,645,000.00	22,475,000.00
Unappropriated		130,075,136.98	143,916,542.01
TOTAL SHAREHOLDERS' EQUITY		937,827,392.25	894,849,921.28
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		1,882,096,409.22	1,951,962,624.72



Notes to financial statements form an integral part of these statements.

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V.L. ENTERPRISE PUBLIC COMPANY LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31, 2022

	Notes	Baht	
		2022	2021
REVENUES	23		
Freight charges		726,480,579.37	662,772,141.99
Other income			
Gain on exchange rate		668,086.68	2,468,478.98
Others		2,340,665.70	4,271,403.35
Total revenues		729,489,331.75	669,512,024.32
EXPENSES			
Cost of freight		611,149,097.39	550,991,795.59
Administrative expenses	6	37,826,076.25	32,602,812.36
Management benefit expenses	6	18,393,640.16	19,582,329.69
Total expenses		667,368,813.80	603,176,937.64
Income before finance costs and income tax expenses		62,120,517.95	66,335,086.68
Finance costs	6	35,256,840.19	37,146,262.41
Income before income tax expenses		26,863,677.76	29,188,824.27
Income tax expenses	18	3,531,632.05	6,078,808.20
Income for the year		23,332,045.71	23,110,016.07
Other comprehensive income :-			
Item that will not be reclassified to profit or loss			
Actuarial gain (loss) from defined benefit plans - net of			
income tax	17	56,748.80	(204,792.00)
Other comprehensive income for the year		56,748.80	(204,792.00)
Total comprehensive income for the year		23,388,794.51	22,905,224.07
Earnings per share	25		
Basic earnings per share (Baht per share)		0.023	0.028
Diluted earnings per share (Baht per share)		0.021	0.024

Notes to financial statements form an integral part of these statements.



V.L. ENTERPRISE PUBLIC COMPANY LIMITED
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2022

	Baht					
	Share capital issued and paid-up	Share premium on ordinary shares	Surplus on business combination under common control	Retained earnings		Total
				Appropriated - Legal reserves	Unappropriated	
Beginning balance as at January 1, 2021	400,000,000.00	231,587,782.52	13,524,246.75	21,319,000.00	170,167,317.94	836,598,347.21
Ordinary shares issuance from						
exercised warrants	22 83,346,350.00	-	-	-	-	83,346,350.00
Dividend payment	21 -	-	-	-	(48,000,000.00)	(48,000,000.00)
Total comprehensive income for the year	-	-	-	-	22,905,224.07	22,905,224.07
Legal reserve	20 -	-	-	1,156,000.00	(1,156,000.00)	-
Ending balance as at December 31, 2021	483,346,350.00	231,587,782.52	13,524,246.75	22,475,000.00	143,916,542.01	894,849,921.28
Ordinary shares issuance from						
exercised warrants	22 55,648,876.00	-	-	-	-	55,648,876.00
Dividend payment	21 -	-	-	-	(36,060,199.54)	(36,060,199.54)
Total comprehensive income for the year	-	-	-	-	23,388,794.51	23,388,794.51
Legal reserve	20 -	-	-	1,170,000.00	(1,170,000.00)	-
Ending balance as at December 31, 2022	538,995,226.00	231,587,782.52	13,524,246.75	23,645,000.00	130,075,136.98	937,827,392.25



Notes to financial statements form an integral part of these statements.

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V.L. ENTERPRISE PUBLIC COMPANY LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2022

	Notes	Baht	
		2022	2021
<u>Cash flows from operating activities :</u>			
Income for the year		23,332,045.71	23,110,016.07
Adjustments to reconcile income for the year to net cash provided by (used in) operating activities :			
Depreciation and amortization		116,454,172.06	114,015,509.12
Allowance for expected credit losses (reversal)		4,755,374.46	1,936,152.50
Bad debts		-	(202,525.78)
Unrealized (gain) loss from other current financial assets measured at fair value		365,732.17	(630,370.64)
Gain from other current financial assets measured at fair value		(762,633.96)	-
(Gain) loss on disposal and write-off of vessels and equipment		(259,223.12)	968,551.91
Unrealized loss from purchase of forward foreign exchange contract	27	5,310,080.00	-
Unrealized (gain) loss on exchange rates		(429,351.48)	261,960.79
Gain on change of payment under the lease agreement		-	(248,060.67)
Employee benefit expenses		570,824.04	2,752,457.04
Interest income		(215,218.13)	(262,023.37)
Interest expenses		35,256,840.19	37,146,262.41
Income tax expenses		3,531,632.05	6,078,808.20
Income from operating before changes in operating assets and liabilities		187,910,273.99	184,926,737.58
(Increase) decrease in operating assets			
Trade and other current receivables		6,662,336.68	(25,830,474.67)
Vessel supplies and spare parts		(5,173,132.75)	(5,546,022.27)
Other current assets		(688,234.69)	(164,961.40)
Other non-current assets		21,400.00	-
Increase (decrease) in operating liabilities			
Trade and other current payables		13,287,972.59	16,598,122.91
Other current liabilities		3,991,108.92	26,069.84
Cash generated from operations		206,011,724.74	170,009,471.99
Payment for employee benefit obligation		-	(2,197,130.00)
Payment for income tax		(4,147,590.34)	(7,254,262.96)
Net cash provided by operating activities		201,864,134.40	160,558,079.03

Notes to financial statements form an integral part of these statements.



V.L. ENTERPRISE PUBLIC COMPANY LIMITED
STATEMENT OF CASH FLOWS (CONT.)
FOR THE YEAR ENDED DECEMBER 31, 2022

	Notes	Baht	
		2022	2021
<u>Cash flows from investing activities :</u>			
Cash paid for invest in other current financial assets		(150,670,938.80)	-
Cash received from sales of other current financial assets		151,108,664.36	-
Cash paid for purchase of the vessels and equipment		(36,531,071.38)	(264,155,346.68)
Cash received from sales of vessels and equipment		13,338,709.75	200.00
Cash paid for purchase of the intangible assets		(595,332.00)	(1,701,920.43)
Cash received from interest income		215,218.13	62,993.32
Net cash provided by (used in) investing activities		(23,134,749.94)	(265,794,073.79)
<u>Cash flows from financing activities :</u>			
Cash received from the issuance of ordinary shares and the exercise of warrants		55,648,876.00	83,346,350.00
Cash received from long-term loans from financial institution		-	227,162,126.61
Cash payment of long-term loans from financial institution		(146,214,000.00)	(112,442,800.00)
Cash payment of lease liabilities		(1,644,477.73)	(2,102,022.50)
Cash paid for dividend		(36,060,199.54)	(48,000,000.00)
Cash paid for interest expenses		(35,279,431.57)	(36,965,818.78)
Net cash provided by (used in) financing activities		(163,549,232.84)	110,997,835.33
Net increase (decrease) in cash and cash equivalents		15,180,151.62	5,761,840.57
Cash and cash equivalents at the beginning of year		177,260,060.43	171,972,851.20
Adjustments to gain (loss) on translation of foreign currency		621,447.43	(474,631.34)
Cash and cash equivalents at the end of year		193,061,659.48	177,260,060.43

Supplementary disclosure of cash flow statement data :

Non-cash items as follows :

Interest expense recorded as cost of the assets		-	1,067,661.99
Increase (decrease) in purchase of fixed assets payable			
Vessels and equipment		12,578,365.75	1,275,267.72

Notes to financial statements form an integral part of these statements.



V.L. ENTERPRISE PUBLIC COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2022

1. GENERAL INFORMATION

(a) Address and legal status

The Company was incorporated as a limited company under Thai law and was registered with the Ministry of Commerce on September 27, 1991 and converted from the Company under the provision of the Civil and Commercial Code to be a Company in accordance with the Public Company Act B.E.2535 on September 7, 2018. The head office is located at 41 Asoke-Dindang Rd., Makkasan, Ratchatevee, Bangkok, 10400.

(b) Nature of the Company's operations

The Company operates a tanker fleet business and provides logistical cargo shipping locally and regionally.

2. CORONAVIRUS DISEASE 2019 PANDEMIC

The Coronavirus disease 2019 pandemic is continuing to evolve, resulting in an economic slowdown and adversely impacting businesses and industries as a whole. This situation may affect the results of operations of business. Nevertheless, the management of the Company have continuously monitored ongoing developments and regularly assess the financial impact in respect of the valuation of assets, provisions and contingent liabilities.

3. BASIS FOR PREPARATION OF THE FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES

3.1 Basis for preparation of the financial statements

The financial statements have been prepared in accordance with the accounting standards prescribed by Thai Accounts Act enunciated under the Accounting Profession Act B.E.2547 by complying with the financial reporting standards. The presentation of the financial statements has been made in compliance with the Notification of the Department of Business Development, the Ministry of Commerce, re : the financial statements presentation for public limited company, issued under the Accounting Act B.E.2543.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

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

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3.2 Recognition of revenues and expenses

Freight charges of each voyage are recognized as revenues on overtime period of service rendering based on the stage of completion by proportion to the lapsed time of the voyage.

The Company recognizes expenses on the accrual basis.

3.3 Cash and cash equivalents

Cash and cash equivalents consist of cash and deposits at financial institutions with an original maturity of 3 months or less and excluded cash at banks which are used for guarantee.

3.4 Vessel supplies and spare parts

Vessel supplies and spare parts mainly comprise bunker, vessel supplies, and spare parts which are stated at cost and determined on the first-in, first-out basis.

3.5 Financial instruments

Classification and valuation of financial assets

Financial assets are classified, at initial recognition, as to be subsequently measured at amortized cost, fair value through other comprehensive income, or fair value through profit or loss. The classification of financial assets at initial recognition is driven by the Company's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

Equity instruments can be classified and cannot be changed by two types of measurement which are measuring fair value through profit or loss or measuring fair value through other comprehensive income that without recycling to profit or loss.

The initial recognition of financial assets that are not measured at fair value through profit or loss with fair value plus or deduct transaction cost directly related to the acquisition or issuance. Financial assets that are measured at fair value through profit or loss, transaction costs of financial assets are recognized as expense in profit or loss. However, trade receivables, that do not contain a significant financing component are measured at the transaction price.

Subsequent measurement of debt instruments by 3 methods depend on the classification of debt instruments.

- Financial assets measured at amortized cost when financial assets are held to receive cash flow under the agreement and condition of the agreement of the financial assets that generate cash flow to pay the principal and interest from the principal balance on the specified date only. Such financial assets have to be calculated using the effective rate and are subject to impairment assessment. Profit or loss arising from derecognized, modified or impaired will be recognized in profit or loss.

- Financial assets measured at fair value through other comprehensive income when financial assets are held to receive cash flow under the agreement and to sell financial assets and the agreement condition of financial assets generating cash flow that only pays the principal and interest from the principal balance on the specified date. The change of value of financial assets is recognized through other comprehensive income except loss on impairment and interest income and gain and loss on exchange rate are recognized as profit or loss upon recognized of financial assets. Earning or deficit previously recognized in other comprehensive income has to be reclassified into profit or loss. Such financial asset has to be calculated using the effective interest rate same as financial assets measured at amortized cost.
- Financial assets measured at fair value through profit or loss when financial assets that do not meet the criteria for amortized cost or financial assets measured at fair value through other comprehensive income will be presented in the statement of financial position at fair value by recognizing the net change of fair value in profit or loss.

Subsequent valuation of equity instruments must present equity instruments using the fair value and record profit/loss from change in fair value through profit or loss or other comprehensive income depending on equity instruments classification.

Classification and valuation of financial liabilities

The Company is recognized initially of financial liabilities at fair value net of transaction costs and classified as financial liabilities as financial liabilities subsequently measured at amortized cost using the effective rate. The amortized cost is calculated taking into account fees or costs that are an integral part of the effective rate. Amortization by the effective rate is presented as part of financial costs in profit or loss.

Derivative

Derivative is recognized at fair value and measured fair value at the end of the reporting period. Profit or loss from fair value remeasurement is recognized in profit or loss immediately unless that derivative is used for hedge.

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Derecognition of financial instruments

Financial assets will be derecognized from the account when the right to receive cash flow of such asset has ended or when the right to receive cash flow of the assets is transferred including upon the transfer of all risk and consideration of that asset or transfer of internal control in that asset although there is no transfer or maintaining of nearly all risk and consideration of such asset.

Financial liabilities will be derecognized from the account when the obligation of such liabilities has been complied, the obligation is cancelled or the obligation has ended. In case existing financial liabilities are changed to new liabilities from one single lender with considerably different requirements or there is a significant amendment in the requirements of existing liabilities, these are considered as recognition old liabilities and recognizing new liabilities by recognizing the difference of such carrying value under profit or loss.

Impairment of financial assets

Expected credit loss for financial assets measured at amortized cost or debt instrument financial asset measured at fair value through other comprehensive income and assets arising from credit facility obligation and financial guarantee agreement are assessed without having to wait for the credit event to occur first. The Company uses the general approach in considering the allowance for loss on impairment. For trade receivables, the Company apply a simplified approach in calculating ECLs. The Company recognizes a loss based on lifetime ECLs at each reporting date. It is based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

Offset of financial instruments

Financial assets and liabilities will be offset and presented at net balance in the statement of financial position in the case legally enforced in offsetting the recognized amount. The Company intend to pay the net balance or intends to receive assets and settle payment of liabilities at the same time.

3.6 Vessels and equipment and depreciation and amortization

Vessels and equipment are stated at cost less accumulated depreciation and accumulated amortization and allowance on decline in value (if any).

Cost is initially recognized upon acquisition of assets along with other direct costs attributing to acquiring such assets in the condition ready to serve the objectives, including the costs of asset demolition, removal and restoration of the asset location, which are the obligations of the Company (if any).

Depreciation is calculated by cost less residual value on the straight-line method over the estimated useful lives of the assets as follows:-

	<u>Years</u>
Vessels and vessels improvement	6 - 25
Leasehold improvement	5
Fixture and vessels and office equipment	5
Vehicle	5

The estimated useful lives of vessel are based on the remaining useful lives at the acquisition date. Depreciation is calculated on the cost of the vessels less their estimated residual values.

Expenditure in overhauling the vessel is a capital expenditure when incurred and will be amortized by the straight-line method over a period of 30 months. When significant specific dry-docking costs are incurred prior to the expiry of the amortization periods, the remaining costs of the previous dry-docking are written off immediately.

The Company has reviewed the residual value and useful life of the assets at least every year end.

The depreciation for each component is calculated on the separate components when each component has significant cost component has compared to the total cost of that asset.

Depreciation is included in determining income.

Vessels and equipment are written off at disposal. Gains or losses arising from sale or write-off of assets are recognized in the statement of comprehensive income.

3.7 Intangible assets

Intangible assets are stated at cost less accumulated amortization and allowance on decline in value (if any). Intangible assets are amortized in the statement of comprehensive income on a straight-line basis over their estimated useful lives from the date that they are available for use. The estimated useful lives are as follows:

Software	3 - 10	years
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3.8 Borrowing costs

Borrowing costs directly attributed to the acquisition or construction of an asset that necessarily takes long time to put in ready to use or available for sale state are capitalized as part of the cost of the respective asset until that asset condition is ready for its intended use. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs arising from such borrowing.

3.9 Derivatives and hedging activities

Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument in hedge accounting, and if so, the nature of the item being hedged. The Company designate certain derivatives as either:

- hedges of the fair value of recognized assets or liabilities or unrecognized firm commitments (fair value hedges); or
- hedges of a particular risk associated with the cash flows of recognized assets and liabilities and highly probable forecast transactions (cash flow hedges).

At inception of the hedge relationship, the Company document the economic relationship between hedging instruments and hedged items including whether changes in the cash flows of the hedging instruments are expected to offset changes in the cash flows of hedged items. There is the document its risk management objective and strategy for undertaking its hedge transactions. The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 12 months; it is classified as a current asset or liability when the remaining maturity of the hedged item is less than 12 months. Derivatives that is not applied hedge accounting is classified as an asset or liability when the remaining maturity of the hedged item is more than 12 months; it is classified as a current asset or liability when the remaining maturity of the hedged item is less than 12 months.

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The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognized in the cash flow hedge reserve within equity. The gain or loss relating to the ineffective portion is recognized immediately in profit or loss, within other gains (losses).

When forward contracts are used to hedge forecast transactions, the Company generally designate only the change in fair value of the forward contract related to the spot component as the hedging instrument. Gains or losses relating to the effective portion of the change in the spot component of the forward contracts are recognized in the cash flow hedge reserve within equity. The change in the forward element of the contract that relates to the hedged item ('aligned forward element') is recognized within other comprehensive income in the costs of hedging reserve within equity. In some cases, the Company may designate the full change in fair value of the forward contract (including forward points) as the hedging instrument. In such cases, the gains or losses relating to the effective portion of the change in fair value of the entire forward contract are recognized in the cash flow hedge reserve within equity.

Amounts accumulated in equity are reclassified in the periods when the hedged item affects profit or loss.

When a hedging instrument expires, or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative deferred gain or loss and deferred costs of hedging in equity at that time remains in equity until the forecast transaction occurs. When the forecast transaction is no longer expected to occur, the cumulative gain or loss and deferred costs of hedging that were reported in equity are immediately reclassified to profit or loss.

Certain derivative instruments do not qualify for hedge accounting. Changes in the fair value of any derivative instrument that does not qualify for hedge accounting are recognized immediately in profit or loss and are included in other gains (losses).

3.10 Leases

At inception of a contract, the Company assess whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company assess the lease term for the non-cancellable period as stipulated in lease contract or the remaining period of active leases at the date of initial application together with any period covered by an option to extend the lease if it is reasonably certain to be exercised or any periods covered by an option to terminate the lease if it is reasonably certain not to be exercise by considering the effect of changes in technology and/or the other circumstance relating to the extension of the lease term.

Right-of-use assets-as a lessee

Right-of-use assets are recognized at the commencement date of the lease. Right-of-use assets are stated at cost, less any accumulated depreciation and impairment losses (if any), and adjusted for any remeasurement of lease liabilities (if any). The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date, less any lease incentives received.

The cost of right-of-use assets also includes an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Right-of-use assets are calculated by reference to their costs on a straight-line basis over the shorter of the lease term and the estimated useful lives for each of right-of-use assets.

Lease liabilities

At the commencement date of the lease, lease liabilities are stated at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable (if any) and amount expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate.

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In calculating the present value of lease payments, the Company use its incremental borrowing rate, which is determined by referring to the government bond yield adjusted with risk premium depending on the lease term, at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of the interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets

The Company apply the short-term lease recognition exemption to its short-term leases (those leases that have a lease term of 12 months or less from the commencement date and not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered of low value. Lease payments on short-term and leases of low-value assets are recognized as expense in profit and loss on a straight-line basis over the lease term.

3.11 Related parties

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

3.12 Impairment of assets

Vessels and equipment and other assets are reviewed for impairment whenever events or changes in circumstances indicated that the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognized in the statements of comprehensive income. Impairment loss is reversed to other income wherever there is any indication that the impairment loss recognized may no longer exists or may have decreased.

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3.13 Foreign currency conversions

Foreign currency transactions during the year are translated into Baht at the rates ruling on the transaction dates. Monetary assets and liabilities denominated in foreign currency outstanding on the reporting date are translated into Baht at the rates ruling on the reporting date. Exchange gains and losses are recorded as income or expense in the current period.

3.14 Provisions

A provision is recognized in the financial statements when the Company has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

3.15 Income tax

Income tax comprises current income tax and deferred tax.

Current tax

The Company records income tax expense, if any, based on the amount currently payable under the Revenue Code at the income tax rates 20% of net profit before income tax, after adding back certain expenses which are non-deductible for income tax computation purposes, and less certain transactions which are exempt or disallowable from income tax calculation. The tax privileges include exemption from income tax on profits from the promoted activities.

Deferred tax

Deferred tax assets and liabilities are provided on the temporary differences between the carrying amount and the tax bases of assets and liabilities at the end of the reporting period. Changes in deferred tax assets and liabilities are recognized as deferred tax income or deferred tax expense which are recognized in the profit or loss except to the extent that it relates to items recognized directly in shareholders' equity or other comprehensive income.

The deductible temporary differences are recognized as deferred tax assets when it is probable that the Company will have future taxable profit to be available against which the deferred tax assets can be utilized. The taxable temporary differences on all taxable items are recognized as deferred tax liabilities.

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Deferred tax assets and liabilities are measured at the tax rates that the Company expects to apply to the period when the deferred tax assets are realized or the deferred tax liabilities are settled, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

At the end of each reporting period, the carrying amount of deferred tax assets are reviewed and reduced the value when it is probable that the Company will no longer have the future taxable profit that is sufficient to be available against which all or some parts of deferred tax assets are utilized.

Deferred tax assets and deferred tax liabilities are offset when there is the legal right to settle on a net basis and they relate to income taxes levied by the same tax authority on the same taxable entity.

3.16 Employee benefits

Short-term employment benefits

The Company recognizes salary, wage, bonus and contributions to social security fund and provident fund as expenses when incurred.

Post-employment benefits (Defined contribution plans)

The Company and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company. The fund's assets are held in a separate trust fund and the Company's contributions are recognized as expenses when incurred.

Post-employment benefits (Defined benefit plans)

The Company has obligations in respect of the severance payments that it must pay to the employees upon retirement under the labor law and policy of the Company and other employee benefit plans (if any). The Company treats these severance payment obligations as a defined benefit plan.

The Company calculates liabilities for post-employment benefits of the employees by using the discount rate by the Projected Unit Credit Method. The independent actuary has assessed the obligations under the actuarial principles. Such estimate is based on the assumptions relating to the discount rate, future salary increase rate, change in the number of staff, mortality rate and inflation rate.

The actuarial gains and losses based on the actuarial principles for post-employment benefits of the employees are recognized immediately in other comprehensive income.

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4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect amounts reported in the financial statements and disclosures and actual results could differ from these estimates. Significant judgements and estimates are as follows:

Allowance for expected credit losses

In determining an allowance for expected credit losses, the management needs to make judgement for expected loss rates based on the payment profiles and the corresponding historical credit losses which are adjusted to reflect the current and forward-looking information on macroeconomic factors.

Vessels and equipment, right-of-use assets and depreciation and amortize of intangible assets

In determining depreciation of vessels and equipment including right-of-use assets and amortizations of intangible assets, the management is required to make estimates of the useful lives and residual values of the vessels and equipment and to review the estimated useful lives and residual values when there are any changes.

In addition, the management is required to review vessels and equipment, right-of-use assets and intangible assets for impairment on a periodical basis and record the impairment loss when it is determined that the recoverable amount is lower than the carrying amount. This requires judgement regarding forecast of future revenues and expenses relating to the assets subject to the review.

Deferred tax assets

Deferred tax assets are recognized for deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the temporary differences and losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized based upon the likely timing and level of estimated future taxable profits.

Post-employment benefits under defined benefit plans

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

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Determining the lease term of contracts with renewal and termination options

The Company determines the lease term as the non-cancellable term of the lease, together with any period covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The management is required to use judgment in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease, considering all relevant factors that create an economic incentive to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

Estimating the incremental borrowing rate

The Company cannot readily determine the interest rate implicit of the lease. Therefore, the incremental borrowing rate of the Company is used to discount lease liabilities. The incremental borrowing rate is the rate of interest that the Company would have to pay for necessary borrowing to acquire the assets, or assets with close value to right-of-use assets in similar economic environment, borrowing period and borrowing security.

Fair valuation of financial assets and derivatives

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Company uses judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period. Details of key assumptions used are included in Note 27.7 to the financial statements.

5. NEW FINANCIAL REPORTING STANDARDS

5.1 Financial reporting standards that became effective in the current year

During the year, the Company have adopted the revised financial reporting standards, which are effective for fiscal years beginning on or after January 1, 2022. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting practices, accounting guidance and disclosures in the notes to the financial statements and, for some standards, providing temporary reliefs or temporary exemptions to users of the standards.

The adoption of these financial reporting standards does not have any significant impact on the financial statements in the current year.

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5.2 Revised Financial Reporting Standards that will become effective for the financial statements with the accounting period beginning on or after January 1, 2023

The Federation of Accounting Professions has announced to apply several revised financial reporting standards in the Royal Gazette. This will become effective for the financial statements with the accounting period beginning on or after January 1, 2023. This revision is for the financial reporting standards to be clearer and more appropriate and to conform with international financial reporting standards. Such revision does not affect the principles of the standards and does not affect the users of the financial reporting standards adopted before 2023.

The management of the Company believes that this revision of the standards will not significantly affect the financial statements.

5.3 New Financial Reporting Standards

The Federation of Accounting Professions has announced to apply the Financial Reporting Standard No.17 on "Insurance Contract" in the Royal Gazette. This standard requires to comply with the defined criteria of the international reporting standards including various related improvements. The effective date is to apply on the financial statements for the accounting period beginning on or after January 1, 2025.

6. **RELATED PARTIES TRANSACTIONS**

The Company has certain transactions with related parties. The part of assets, liabilities, revenue, cost and expense of the Company occurred from transactions with related parties. These related parties are related through common shareholdings and/or directorships. The effects of these transactions are reflected in the accompanying financial statements on the basis determined by the Company and the parties concerned.

Nature of relationships between the Company and related parties:

Name of persons or related company	Nature of relationships
<u>Related persons</u> Mrs.Chutipaa Klinsuwan	The Company's shareholders and directors

For the years ended December 31, 2022 and 2021, the significant transactions with persons or related parties can be summarized as follows:

	Pricing policy	Baht	
		2022	2021
<u>Related persons</u>			
Office rental expenses			
Mrs.Chutipaa Klinsuwan	Agreed price	1,865,187.48	1,865,187.48
Interest expense under the lease			
Mrs.Chutipaa Klinsuwan	Effective rate	723,039.36	770,069.69

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The outstanding balances as at December 31, 2022 and 2021 are as follows:

	Baht	
	2022	2021
<u>Lease liabilities - related person</u>		
Mrs.Chutipra Klinsuwan	15,122,550.23	16,259,510.87

Management benefit expenses

Management benefit expenses represent the benefits paid to the Company's management such as salaries and related benefit including the benefit paid by other means. The Company's management are the persons who are defined under the Securities and Exchange Act.

For the years ended December 31, 2022 and 2021, management benefit expenses are as follows:

	Baht	
	2022	2021
Management benefit expenses		
Short-term employee benefits	18,233,291.80	18,055,672.58
Post-employment benefits	160,348.36	1,526,657.11
Total	<u>18,393,640.16</u>	<u>19,582,329.69</u>

7. CASH AND CASH EQUIVALENTS

Cash and cash equivalents consisted of:

	Baht	
	2022	2021
Cash on hand	308,735.47	213,593.76
Cash at bank - current accounts	11,425,178.59	1,799,455.96
Cash at bank - savings accounts	181,327,745.42	175,247,010.71
Total	<u>193,061,659.48</u>	<u>177,260,060.43</u>

Savings accounts carry interest at the floating rates which are set by the banks.

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8. TRADE AND OTHER CURRENT RECEIVABLES

Trade and other current receivables consisted of:

	Baht	
	2022	2021
<u>Trade receivables, classified by age analysis:</u>		
<u>- Domestic</u>		
Not yet due	57,412,720.79	63,325,406.65
Overdue:		
Not over 3 months	7,247,602.65	2,549,811.23
Over 3 - 6 months	60,949.10	4,799,437.50
Over 6 - 12 months	959,887.50	3,839,550.00
Over 12 months	5,488,286.70	-
Total	<u>71,169,446.74</u>	<u>74,514,205.38</u>
<u>- Foreign</u>		
Not yet due	-	2,353,821.67
Total	<u>-</u>	<u>2,353,821.67</u>
Total trade receivables	71,169,446.74	76,868,027.05
<u>Less</u> Allowance for expected credit losses	<u>(6,698,887.11)</u>	<u>(1,943,512.65)</u>
Total trade receivables - net	<u>64,470,559.63</u>	<u>74,924,514.40</u>
<u>Other current receivables</u>		
- Advance payable	102,116.90	172,352.43
- Prepaid expenses	9,854,846.64	8,580,153.28
- Accrued income	1,913,607.03	4,184,274.65
- Others	163,413.40	281,317.50
Total	<u>12,033,983.97</u>	<u>13,218,097.86</u>
Total trade and other current receivables - net	<u>76,504,543.60</u>	<u>88,142,612.26</u>

For the years ended December 31, 2022 and 2021, the movements of allowance for expected credit losses were as follow:

	Baht	
	2022	2021
Allowance for expected credit losses		
Beginning balance	1,943,512.65	209,885.93
Increase (decrease) during the year	4,755,374.46	1,936,152.50
Bad debts written off during the year	-	(202,525.78)
Ending balance	<u>6,698,887.11</u>	<u>1,943,512.65</u>

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9. VESSEL SUPPLIES AND SPARE PARTS

Vessel supplies and spare parts consisted of:

	Baht	
	2022	2021
Fuel	19,131,127.01	14,179,467.35
Supplies and spare parts	7,719,411.31	7,497,938.22
Total	26,850,538.32	21,677,405.57

10. OTHER CURRENT FINANCIAL ASSETS

As at December 31, 2022 and 2021, details of other current financial assets consisted of:

	Baht	
	2022	2021
<u>Investment in debt securities</u>		
Unit trusts Mutual Fund - at cost	100,324,908.40	100,000,000.00
<u>Add Unrealized gain (loss) on changes in the fair value</u> of financial assets	322,924.19	688,656.36
Investment in debt securities - at fair value	100,647,832.59	100,688,656.36

11. VESSELS AND EQUIPMENT

11.1 For the year 2022, vessels and equipment consisted of:

	Baht						Total
	Vessels and vessels improvement	Vessels dry-docking	Leasehold improvement	Fixture and vessels and office equipment	Vehicle	Assets in progress	
<u>Cost</u>							
As at December 31, 2021	2,144,023,213.49	66,092,084.99	3,634,002.27	42,074,943.71	977,729.00	-	2,256,801,973.46
Acquisition of assets	214,090.75	-	-	4,200,245.54	-	44,695,100.84	49,109,437.13
Transfer from right-of-use assets	-	-	-	-	4,369,000.00	-	4,369,000.00
Transfers in (out)	-	39,525,258.53	256,500.00	425,000.00	-	(40,206,758.53)	-
Disposal/write-off	(98,928,269.55)	(35,979,338.27)	-	(3,580,004.92)	-	-	(138,487,612.74)
As at December 31, 2022	2,045,309,034.69	69,638,005.25	3,890,502.27	43,120,184.33	5,346,729.00	4,488,342.31	2,171,792,797.85
<u>Accumulated depreciation and accumulated amortization</u>							
As at December 31, 2021	637,215,485.84	39,623,600.32	3,051,729.14	34,075,614.64	586,637.40	-	714,553,067.34
Additions	87,083,083.70	23,069,375.68	330,716.15	3,160,655.49	258,082.20	-	113,901,913.22
Transfer from right-of-use assets	-	-	-	-	1,510,140.32	-	1,510,140.32
Transfers in (out)	-	-	-	-	-	-	-
Disposal/write-off	(86,159,337.17)	(35,979,334.27)	-	(3,269,454.67)	-	-	(125,408,126.11)
As at December 31, 2022	638,139,232.37	26,713,641.73	3,382,445.29	33,966,815.46	2,354,859.92	-	704,556,994.77
<u>Net book value</u>							
As at December 31, 2022	1,407,169,802.32	42,924,363.52	508,056.98	9,153,368.87	2,991,869.08	4,488,342.31	1,467,235,803.08

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11.2 For the year 2021, vessels and equipment consisted of:

	Baht						Total
	Vessels and vessels improvement	Vessels dry-docking	Leasehold improvement	Fixture and vessels and office equipment	Vehicle	Assets in progress	
Cost							
As at December 31, 2020	1,881,118,285.62	65,925,264.69	3,579,342.27	39,221,756.96	977,729.00	26,485,727.69	2,017,308,106.23
Acquisition of assets	1,029,349.35	-	54,660.00	3,560,815.54	-	260,785,789.51	265,430,614.40
Transfers in (out)	262,896,821.30	24,162,112.90	-	212,583.00	-	(287,271,517.20)	-
Disposal/write-off	(1,021,242.78)	(23,995,292.60)	-	(920,211.79)	-	-	(25,936,747.17)
As at December 31, 2021	2,144,023,213.49	66,092,084.99	3,634,002.27	42,074,943.71	977,729.00	-	2,256,801,973.46
Accumulated depreciation and accumulated amortization							
As at December 31, 2020	555,643,132.69	37,593,503.89	2,749,741.93	31,565,368.34	586,637.40	-	628,138,384.25
Additions	82,504,948.42	25,422,298.53	301,987.21	3,153,444.19	-	-	111,382,678.35
Transfers in (out)	-	-	-	-	-	-	-
Disposal/write-off	(932,595.27)	(23,392,202.10)	-	(643,197.89)	-	-	(24,967,995.26)
As at December 31, 2021	637,215,485.84	39,623,600.32	3,051,729.14	34,075,614.64	586,637.40	-	714,553,067.34
Net book value							
As at December 31, 2021	1,506,807,727.65	26,468,484.67	582,273.13	7,999,329.07	391,091.60	-	1,542,248,906.12

Depreciation and amortization expenses of vessels and equipment which are included in the statements of comprehensive income

	Baht	
	2022	2021
Depreciation and amortization	113,901,913.22	111,382,678.35
Gain (loss) on disposal of fixed assets	259,223.12	968,551.91

Some vessels with net book value as at December 31, 2022 and 2021 of Baht 1,450.09 million and Baht 1,522.37 million, respectively, were pledged to guarantee against loan from financial institution (see Note 15 and 16).

For the years ended December 31 2021, the Company recorded interest as part of the cost vessels of Baht 1.07 million. Borrowing costs are the actual amount of the loan specific purposes for the each vessel by interest at the rate of 3.65% per annum.

As at December 31, 2022 and 2021, the Company had the fixed assets that have been fully depreciated but they are still in use as follows:

	Baht	
	2022	2021
<u>At cost</u>		
Vessels and vessels improvement	328,756,307.02	420,748,154.97
Leasehold improvement	2,112,530.21	2,112,530.21
Fixture and vessels and office equipment	26,282,607.65	26,174,025.34
Vehicle	977,729.00	977,729.00
Total	<u>358,129,173.88</u>	<u>450,012,439.52</u>

12. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

12.1 Right-of-use assets

	Baht				Book value as at December 31, 2022
	Book value as at December 31, 2021	Transactions during the year			
		Addition/reass essment lease term	Change in conditions/writ ten-off	Transfer-in (Transfer-out)	
<u>At cost</u>					
Building	18,651,874.54	-	-	-	18,651,874.54
Vehicles	4,369,000.00	-	-	(4,369,000.00)	-
Total	<u>23,020,874.54</u>	<u>-</u>	<u>-</u>	<u>(4,369,000.00)</u>	<u>18,651,874.54</u>
<u>Less Accumulated depreciation</u>					
Building	(3,730,374.96)	(1,865,187.48)	-	-	(5,595,562.44)
Vehicles	(1,298,222.50)	(211,917.82)	-	1,510,140.32	-
Total	<u>(5,028,597.46)</u>	<u>(2,077,105.30)</u>	<u>-</u>	<u>1,510,140.32</u>	<u>(5,595,562.44)</u>
Right-of-use assets - net	<u>17,992,277.08</u>				<u>13,056,312.10</u>

	Baht				Book value as at December 31, 2021
	Book value as at December 31, 2020	Transactions during the year			
		Addition/reass essment lease term	Change in conditions/writ ten-off	Transfer-in (Transfer-out)	
<u>At cost</u>					
Building	18,651,874.54	-	-	-	18,651,874.54
Vehicles	4,369,000.00	-	-	-	4,369,000.00
Total	<u>23,020,874.54</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>23,020,874.54</u>
<u>Less Accumulated depreciation</u>					
Building	(1,865,187.48)	(1,865,187.48)	-	-	(3,730,374.96)
Vehicles	(828,222.48)	(470,000.02)	-	-	(1,298,222.50)
Total	<u>(2,693,409.96)</u>	<u>(2,335,187.50)</u>	<u>-</u>	<u>-</u>	<u>(5,028,597.46)</u>
Right-of-use assets - net	<u>20,327,464.58</u>				<u>17,992,277.08</u>

The Company leases 2 types of assets comprising buildings with a lease term of 10 years and vehicles with a lease term of 3 - 4 years. During year 2022, there were costs and accumulated depreciation of vehicles transferred to vessels and equipment of Baht 4.37 million and Baht 1.51 million, respectively.

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12.2 Lease liabilities

The carrying amounts of lease liabilities and the movement for the years ended December 31, 2022 and 2021 are presented below:

	Baht	
	2022	2021
As at January 1	16,767,027.96	19,117,111.13
Increase during the year	-	-
Increase of interest	731,165.62	825,749.50
Payments during the year	(2,375,643.35)	(2,927,772.00)
Decrease from changes in office rental payments	-	(248,060.67)
As at December 31	15,122,550.23	16,767,027.96
Less: current portion	(1,568,180.91)	(1,644,477.61)
Lease liabilities - net of current portion	13,554,369.32	15,122,550.35

The following are the amounts recognized in the statement of comprehensive income for the years ended December 31, 2022 and 2021 are presented below:

	Baht	
	2022	2021
Depreciation of right-of-use assets	2,077,105.30	2,335,187.50
Interest expense on lease liabilities	731,165.62	825,749.50
Total	2,808,270.92	3,160,937.00

For the years ended December 31, 2022 and 2021, the total cash outflow for leases on financial statements amount to Baht 2.38 million and Baht 2.93 million, respectively.

13. INTANGIBLE ASSETS

Intangible assets consisted of:

	Baht				
	Book value as at Dec 31, 2021	Additions	Deductions	Transfer-in (Transfer-out)	Book value as at Dec 31, 2022
<u>Cost</u>					
Computer program	5,751,157.61	118,584.00	-	476,748.00	6,346,489.61
Assets in progress	-	476,748.00	-	(476,748.00)	-
Total	5,751,157.61	595,332.00	-	-	6,346,489.61
<u>Less Accumulated amortizations</u>					
Computer program	(2,127,103.16)	(475,153.54)	-	-	(2,602,256.70)
Intangible assets-net	3,624,054.45				3,744,232.91

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	Baht				Book value as at Dec 31, 2021
	Book value as at Dec 31, 2020	Additions	Deductions	Transfer-in (Transfer-out)	
<u>Cost</u>					
Computer program	3,043,826.66	27,927.00	-	2,679,403.95	5,751,157.61
Assets in progress	1,005,410.52	1,673,993.43	-	(2,679,403.95)	-
Total	4,049,237.18	1,701,920.43	-	-	5,751,157.61
<u>Less Accumulated amortizations</u>					
Computer program	(1,829,459.89)	(297,643.27)	-	-	(2,127,103.16)
Intangible assets-net	<u>2,219,777.29</u>				<u>3,624,054.45</u>

	Baht	
	2022	2021
Amortization is included in the statement of comprehensive income	475,153.54	297,643.27

14. DEFERRED TAX ASSETS AND DEFERRED TAX LIABILITIES

Changes in deferred tax assets and deferred tax liabilities for the years ended December 31, 2022 and 2021 are summarized as follows:

	Baht			Balance per book as at December 31, 2022
	Balance per book as at December 31, 2021	Revenue (expenses) during the year		
		In profit or loss	In other comprehensive income	
Deferred tax assets:				
Account receivables	388,702.53	951,074.89	-	1,339,777.42
Employee benefit obligations	417,583.05	(41,226.39)	(14,187.20)	362,169.46
Leases	70,591.06	47,139.77	-	117,730.83
Total	876,876.64	956,988.27	(14,187.20)	1,819,677.71
Deferred tax liability:				
Depreciation of fixed assets	(12,126,934.52)	(622,647.71)	-	(12,749,582.23)
Total	(12,126,934.52)	(622,647.71)	-	(12,749,582.23)
Deferred tax assets (liabilities) - net	<u>(11,250,057.88)</u>	<u>334,340.56</u>	<u>(14,187.20)</u>	<u>(10,929,904.52)</u>

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	Baht			Balance per book as at December 31, 2021
	Balance per book as at December 31, 2020	Revenue (expenses) during the year		
		In profit or loss	In other comprehensive income	
Deferred tax assets:				
Account receivables	41,977.19	346,725.34	-	388,702.53
Employee benefit obligations	264,456.86	101,928.19	51,198.00	417,583.05
Lease	63,657.36	6,933.70	-	70,591.06
Total	370,091.41	455,587.23	51,198.00	876,876.64
Deferred tax liability:				
Depreciation of fixed assets	(11,504,286.81)	(622,647.71)	-	(12,126,934.52)
Total	(11,504,286.81)	(622,647.71)	-	(12,126,934.52)
Deferred tax assets (liabilities) - net	(11,134,195.40)	(167,060.48)	51,198.00	(11,250,057.88)

15. BANK OVERDRAFTS AND SHORT-TERM LOANS FROM FINANCIAL INSTITUTIONS

As at December 31, 2022 and 2021, the Company has bank overdrafts and short-term loans from financial institution totaling credit lines of Baht 30 million, were guaranteed by some vessels.

16. LONG-TERM LOANS FROM FINANCIAL INSTITUTION

Long-term loans from financial institution consisted of:

	Baht	
	2022	2021
Long-term loans at the beginning of the year	971,075,126.61	856,355,800.00
Received loans during the year	-	227,162,126.61
Repayment of loans during the year	(146,214,000.00)	(112,442,800.00)
Long-term loans at the end of the year	824,861,126.61	971,075,126.61
<u>Less</u> Current portion of long-term loans	(154,426,800.00)	(146,214,000.00)
Long-term loans - net	670,434,326.61	824,861,126.61

Vessels	Loan (Million Baht)	Interest rate (%)	Payment condition	Balance as at December 31, 2022
1.) V.L.17				
For				
Vessel purchase	166.00	Prime rate - 0.75% per annum	Repayable 108 monthly as follows : The 1 st - 107 th Baht 1,550,000 108 th Baht 150,000 (Requiring payment of the first installment in June 2017)	Baht 68,750,000.00

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Vessels	Loan (Million Baht)	Interest rate (%)	Payment condition	Balance as at December 31, 2022
2.) C.T.P.5 For Vessel purchase	133.66	Prime rate - 0.75% per annum	Repayable 120 monthly as follows : The 1 st - 119 th Baht 1,113,900 120 th Baht 1,105,900 (Requiring payment of the first installment in January 2017)	Baht 57,226,000.00
3.) V.L.18 For Vessel purchase	166.00	Prime rate - 0.75% per annum	Repayable 108 monthly as follows : The 1 st - 107 th Baht 1,550,000 108 th Baht remaining payment (Requiring payment of the first installment in May 2018)	Baht 85,800,000.00
4.) V.L.19 For Vessel purchase	225.00	Prime rate - 1.25 per annum	Repayable 93 monthly as follows : The 1 st - 92 th Baht 2,420,000 93 th Baht remaining payment (Requiring payment of the first installment in September 2017)	Baht 81,160,000.00
5.) V.L.20 For Vessel purchase	148.50	Prime rate - 2.00 per annum	Repayable 93 monthly as follows : The 1 st - 92 th Baht 1,597,000 93 th Baht remaining payment (Requiring payment of the first installment in November 2018)	Baht 75,814,000.00
Maintenance and Vessel improvement	9.00	Prime rate - 2.00 per annum	Repayable 33 monthly as follows : The 1 st - 32 th Baht 273,000 33 th Baht remaining payment (Requiring payment of the first installment in February 2019)	Already paid in October 2021
6.) V.L.21 For Vessel purchase	126.28	Prime rate - 2.10 per annum	Repayable 93 monthly as follows : The 1 st - 92 th Baht 1,358,000 93 th Baht remaining payment (Requiring payment of the first installment in July 2019)	Baht 75,939,000.00
Maintenance and Vessel improvement	9.00	Prime rate - 2.10 per annum	Repayable 33 monthly as follows : The 1 st - 32 th Baht 273,000 33 th Baht remaining payment (Requiring payment of the first installment in August 2019)	Already paid in April 2022

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Vessels	Loan (Million Baht)	Interest rate (%)	Payment condition	Balance as at December 31, 2022
7.) V.L.22				
For Vessel purchase	224.64	Prime rate - 2.00 per annum	Repayable 108 monthly at Baht 2,080,000 (Requiring payment of the first installment in March 2020)	Baht 176,960,000.00
8.) V.L.23				
For Vessel purchase	253.58	Prime rate - 2.10 per annum	Repayable 108 monthly as follows : The 1 st - 107 th Baht 2,350,000 108 th Baht remaining payment (Requiring payment of the first installment in June 2021)	Baht 203,212,126.61
				<u>Baht 824,861,126.61</u>

The long-term loans above were guaranteed by each vessel.

As at December 31, 2022 and 2021, the Company had credit lines of 8 and 9 long-term loans, respectively. The details of changing in regulation and condition specified in the loan agreements during the years 2021 as follows:

- In March 2021, the Company had approval from a financial institution to reduce the amount of principal payment and interest rate at the rate 0.50 - 1.00 percent per annum for a period of 12 months of 7 long-term credit lines. The Company was the reduce of principal payment of Baht 3.81 million per monthly installment (6 credit lines) since from March 2021 and reduce the principal amount of Baht 0.56 million per monthly installment (1 credit line) since from April 2021.
- In July 2021, the Company had been approval from the financial institution to reduce the amount of principal repayment for a period of 30 installments monthly. The Company was the reduce of principal payment of Baht 1.20 million per monthly installment since from July 2021.

As at December 31, 2022 and 2021, the long-term loans due within 1 year had been stated according to the changing amount in regulation and condition as mentioned above.

Other important conditions under the agreement

The Company has to comply with the loan covenants and important terms such as maintain a proper debt-to-equity ratio not more than 2.5 times and grant beneficiary of the asset protection insurance to the lender and not to sell, distribute, transfer, mortgage, pledge, transfer claim entitlement and lay down collateral by any means that will commit an obligation. It does not decrease share capital.

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17. EMPLOYEE BENEFIT OBLIGATION

Employee benefit obligations are as follows:

The statements of financial position

	Baht	
	2022	2021
Defined benefit obligations as at January 1	4,057,331.23	3,205,026.36
Current service cost and interest	673,568.85	2,793,444.87
Less Employee benefit paid by project	-	(2,197,130.00)
Actuarial (gain) loss from defined benefit plans	(70,936.00)	255,990.00
Defined benefit obligations as at December 31	<u>4,659,964.08</u>	<u>4,057,331.23</u>

Expenses recognized in the statements of comprehensive income

For the years ended December 31, 2022 and 2021

	Baht	
	2022	2021
Current service costs		
Cost of freight	397,461.02	1,001,571.52
Administrative expenses	13,014.66	224,228.41
Management benefit expenses	160,348.36	1,526,657.11
	<u>570,824.04</u>	<u>2,752,457.04</u>
Interest on obligation	102,744.81	40,987.83
Total	<u>673,568.85</u>	<u>2,793,444.87</u>

Principal actuarial assumptions at the reporting date

	%	
	2022	2021
Discount rate	2.82	2.22
Salary increase rate	4.16	4.03
Employee turnover rate	Classify by age range	Classify by age range
Mortality rate	100% of Thai mortality rate in 2017	100% of Thai mortality rate in 2017
Disability rate	10% of Thai mortality rate in 2017	10% of Thai mortality rate in 2017

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A sensitivity analysis of the key assumptions used in the calculation

The results of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligations for the years ended December 31, 2022 and 2021 are summarized below:

	Baht	
	2022	2021
<u>Present value of employee benefit obligations</u>		
<u>Discount rate</u>		
Increased rate 0.50	4,515,615.00	3,889,022.00
Decreased rate 0.50	4,812,909.00	4,237,754.00
<u>Salary increase rate</u>		
Increased rate 0.50	4,809,647.00	4,233,274.00
Decreased rate 0.50	4,517,228.00	3,891,412.00
<u>Turnover rate</u>		
Increased rate 0.50	4,490,043.00	3,859,953.00
Decreased rate 0.50	4,840,365.00	4,269,355.00

18. INCOME TAX EXPENSES (REVENUES)

18.1 Major components of income tax expenses (revenues)

For the years ended December 31, 2022 and 2021 consisted of:

	Baht	
	2022	2021
Income tax expense (revenues) shown in profit or loss :		
Current tax expense:		
Corporate income tax expense for the year	3,865,972.61	5,911,747.72
Deferred tax expense :		
Changes in temporary differences relating to the original recognition and reversal	(334,340.56)	167,060.48
Total	<u>3,531,632.05</u>	<u>6,078,808.20</u>
Income tax expense (revenue) shown in other comprehensive income :		
Deferred tax expense :		
Profit (loss) from actuarial estimates	14,187.20	(51,198.00)
Total	<u>14,187.20</u>	<u>(51,198.00)</u>

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18.2 A numerical reconciliation between income tax expense and the product of accounting profit multiplied by the applicable tax rate

For the years ended December 31, 2022 and 2021 are summarized as follows:

	Baht	
	2022	2021
Accounting profit for the year	26,863,677.76	29,188,824.27
The applicable tax rate (%)	20%	20%
Tax expense at the applicable tax rate	5,372,735.55	5,837,764.85
Reconciliation items:		
Tax effect of expenses that are not deductible in determining tax profit:		
- Expenses not allowed as expenses in determining taxable profit	1,339,415.42	486,689.86
Tax effect of income or profit that are not required in determining taxable profit :		
- The exemption of profit of the promoted business (BOI)	(3,103,572.08)	-
- Expenses deducted as expenses added in tax	(76,946.84)	(245,646.51)
Total reconciliation items	(1,841,103.50)	241,043.35
Total income tax expense	3,531,632.05	6,078,808.20

18.3 A numerical reconciliation between the average effective tax rate and the applicable tax rate

For the years ended December 31, 2022 and 2021 are summarized as follows:

	2022		2021	
	Tax amount (Baht)	Tax rate (%)	Tax amount (Baht)	Tax rate (%)
Accounting profit before income tax expense for the year	26,863,677.76		29,188,824.27	
Income tax expenses at the applicable tax rate	5,372,735.55	20.00	5,837,764.85	20.00
Reconciliation items	(1,841,103.50)	(6.85)	241,043.35	0.83
Tax expense at the average effective tax rate	3,531,632.05	13.15	6,078,808.20	20.83

19. SHARE CAPITAL

At the Annual General shareholders' Meeting for 2021, held on April 22, 2021, the shareholders approved to increase of the Company's registered share capital in the amount of Baht 200 million from the registered capital of Baht 400 million to Baht 600 million by issuing capital increase in the number of shares 400 million at the par value of Baht 0.50 per share to be reserved for the exercise of warrants (see Note 22). The Company had registered the capital increase with the Ministry of Commerce on April 23, 2021.

20. LEGAL RESERVE

In compliance with the Public Company Act B.E.2535 (1992), the Company sets aside a legal reserve for at least 5% of its net profits until the reserve equaled 10% of the authorized share capital. This reserve is not available for dividend distribution.

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21. DIVIDEND

For the year 2022

At the Annual General shareholders' Meeting for 2022, held on April 20, 2022, the shareholders approved to pay the annual dividend of 2021 which was paid from the retained earnings-unappropriated under promotional privileges by the Board of Investment (BOI) in the amount of Baht 22.50 million at the rate of Baht 0.025 per share. After deducting the interim dividend of Baht 0.01 per share in the amount of Baht 8 million (payment in September 2021). The remaining dividend balance of Baht 0.015 per share, totaling Baht 14.50 million (payment in May 2022) and the meeting approved the appropriation of legal reserves at the rate not less than 5% of net profit for the year 2021 in the amount of Baht 1.16 million.

At the Board of Directors' Meeting No.4/2022, held on November 9, 2022, the board approved to pay the interim dividend which was paid from the retained earnings-unappropriated under promotional privileges by the Board of Investment (BOI) in the amount of Baht 21.56 million at the rate of Baht 0.02 per share (payment in December 2022).

Totaling pay dividends in the year 2022 amounting to Baht 36.06 million.

For the year 2021

At the Annual General shareholders' Meeting for 2021, held on April 22, 2021, the shareholders approved to pay the annual dividend of 2020 which was paid from the retained earnings-unappropriated under promotional privileges by the Board of Investment (BOI) in the amount of Baht 56 million at the rate of Baht 0.07 per share. After deducting the interim dividend of Baht 0.02 per share in the amount of Baht 16 million at the rate of Baht 0.02 per share (payment in April 2020). The remaining dividend balance of Baht 0.05 per share, totaling Baht 40 million (payment in May 2021) and the meeting approved the appropriation of legal reserves at the rate not less than 5% of net profit for the year 2020 in the amount of Baht 4.23 million.

At the Board of Directors' Meeting No.4/2021, held on August 11, 2021, the board approved to pay the interim dividend which was paid from the retained earnings-unappropriated under promotional privileges by the Board of Investment (BOI) in the amount of Baht 8 million at the rate of Baht 0.01 per share (payment in September 2021).

Totaling pay dividends in the year 2021 amounting to Baht 48 million.

22. WARRANTS

At the Annual General shareholders' Meeting for 2021, held on April 22, 2021, the shareholders approved the issuance and offering 400 million units of transferable warrants (VL-W1) with registered holders to the existing shareholders free of charge, at the ratio of 1 warrant for every 2 existing shares. These warrants can be exercised for a period of 2 years from the issue date (April 28, 2021) with an exercise ratio of 1 warrant per 1 ordinary share and an exercise price of Baht 0.50 per share. The exercise schedule is divided into 4 times (every 6 months), with the first exercise date on October 27, 2021 and the last exercise date on April 27, 2023.

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In October 2021, the Company received subscriptions for the additional ordinary shares arising from the exercise of 166,692,700 warrants No.1 (VL-W1) at the exercise price of Baht 0.50 per share for a total of Baht 83.35 million. The Company registered the resulting increase share capital of Baht 83.35 million with the Ministry of Commerce on November 4, 2021 and the Stock Exchange of Thailand accepted the capital increase as listed securities on November 9, 2021.

In April 2022, the Company received subscriptions for the additional ordinary shares arising from the exercise of 51,741,502 warrants No.1 (VL-W1) at the exercise price of Baht 0.50 per share for a total of Baht 25.87 million. The Company registered the resulting increase share capital of Baht 25.87 million with the Ministry of Commerce on May 3, 2022 and the Stock Exchange of Thailand accepted the capital increase as listed securities on May 9, 2022.

In October 2022, the Company received subscriptions for the additional ordinary shares arising from the exercise of 59,556,250 warrants No.1 (VL-W1) at the exercise price of Baht 0.50 per share for a total of Baht 29.78 million. The Company registered the resulting increase share capital of Baht 29.78 million with the Ministry of Commerce on November 2, 2022 and the Stock Exchange of Thailand accepted the capital increase as listed securities on November 8, 2022.

23. PRIVILEGES AND BENEFITS UNDER INVESTMENT PROMOTION

The Company has been granted promotional privileges by the Board of Investment under Investment Promotion Act B.E. 2520 for the business of mass transportation and large goods as follows:

	Vessel V.L.15	Vessel V.L.17	Vessel V.L.18	Vessel CTP.5	Vessel V.L.19	Vessel V.L.20	Vessel V.L.21	Vessel V.L.22	Vessel V.L.23
Promotion certificate number	2679(2)/2013	59-0313-1-00-1-0	59-0312-1-00-1-0	60-0737-0-00-1-2	60-0721-1-00-1-0	61-0957-1-00-1-0	62-0240-1-00-1-0	62-0576-1-00-1-0	63-0514-1-00-1-0
Dated	Nov 25, 2013	Feb 26, 2016	Feb 26, 2016	Jul 4, 2017	Jul 3, 2017	Aug 14, 2018	Mar 5, 2019	Apr 23, 2019	Apr 14, 2020
Key privileges and benefits under the promotion certificate									
1. Exemption of import duty on machinery (vessel) subject to import within date	May 25, 2016	Aug 26, 2018	Aug 26, 2018	Feb 24, 2016	Jan 3, 2020	Feb 14, 2021	Sep 5, 2021	Dec 7, 2021	Nov 5, 2022
2. Exemption of corporate income tax on net profit derived from the promoted business for a period Of 8 years, starting from the date income is first derived from suc operation - dated	Dec 1, 2014	Aug 17, 2016	Dec 1, 2016	May 29, 2017*	Aug 10, 2017	Sep 30, 2018	Apr 4, 2019	Apr 25, 2020	Jul 9, 2021
3. Others	As specified in the promotion certificate	As specified in the promotion certificate	As specified in the promotion certificate	As specified in the promotion certificate	As specified in the promotion certificate	As specified in the promotion certificate	As specified in the promotion certificate	As specified in the promotion certificate	As specified in the promotion certificate

* For vessel CTP.5 has been granted promotional privileges until February 20, 2024 which the original privileges before the transfer of business under the promotion certificate number 2169(2)/2012 on August 24, 2012.

The Company has to comply with the conditions and restrictions as specified in the promotion certificate.

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Freight charges for the years ended December 31, 2022 and 2021 consisted of:

	Freight charges (Baht)					
	2022			2021		
	BOI	Non BOI	Total	BOI	Non BOI	Total
Freight charges						
- Domestic	405,862,625.13	93,931,635.13	499,794,260.26	316,366,899.70	86,903,623.66	403,270,523.36
- Export	188,231,883.26	38,454,435.85	226,686,319.11	161,401,120.46	98,100,498.17	259,501,618.63
Other income	2,149,921.92	858,830.46	3,008,752.38	4,651,086.69	2,088,795.64	6,739,882.33
Total	<u>596,244,430.31</u>	<u>133,244,901.44</u>	<u>729,489,331.75</u>	<u>482,419,106.85</u>	<u>187,092,917.47</u>	<u>669,512,024.32</u>

24. EXPENSE BY NATURE

Significant expenses by nature are as follows:

	Baht	
	2022	2021
Fuel oil expenses	266,082,624.88	205,404,654.59
Repair and maintenance expenses	17,521,818.34	14,864,373.92
Employee benefit expenses	134,472,950.25	145,648,297.69
Depreciation and amortization	116,454,172.06	114,015,509.12
Port due expenses	54,145,978.78	59,076,116.40
Other	78,691,269.49	64,167,985.92
	<u>667,368,813.80</u>	<u>603,176,937.64</u>

25. EARNINGS PER SHARE

Basic earnings per share is calculated by dividing net profit for the year (excluding other comprehensive income) by the weighted average number of ordinary shares which are issued and paid-up during the year

Diluted earnings per share is calculated by dividing net profit for the year attributable to equity holders (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year plus the weighted average number of ordinary shares which would need to be issued to convert all dilutive potential ordinary shares into ordinary shares. The calculation assumes that the conversion took place either at the beginning of the year or on the date the potential ordinary shares were issued.

In case the warrant to purchase ordinary shares of the Company has an exercise price higher than the average market price of common shares during the year. The effect of diluted equivalent ordinary shares will not be shown and not effect on the diluted earnings per share.

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The following table sets forth the computation of basic and diluted earnings per share:

	For the year					
	Profit for the year		Weighted average		Earnings per share	
	2022	2021	number of ordinary shares		2022	2021
(Baht)	(Baht)	(shares)	(shares)	(Baht)	(Baht)	
Basic earnings per share						
Profit attributable to equity holders of the Company	<u>23,332,045.71</u>	<u>23,110,016.07</u>	1,012,759,403	830,141,694	<u>0.023</u>	<u>0.028</u>
Effect of dilutive potential ordinary shares						
Warrants (VL-W1)			<u>80,789,668</u>	<u>120,044,783</u>		
Diluted earnings per share	<u>23,332,045.71</u>	<u>23,110,016.07</u>	<u>1,093,549,071</u>	<u>950,186,477</u>	<u>0.021</u>	<u>0.024</u>

26. PROVIDENT FUND

The Company established a contributory registered provident fund covering all permanent employees in accordance with the Provident Fund Act B.E. 2530.

Under the provident fund plan, employee's and Company's contributions are equivalent to certain percentages of the employee's basic salaries. The employees are entitled to the Company's contributions in accordance with the rules and regulations of the fund and on the length of service with the Company. The Company appointed a fund manager to manage the fund in accordance with the terms and conditions prescribed in the Provident Fund Act B.E. 2530.

The Company's contributions for the years ended December 31, 2022 and 2021 amounted to Baht 1,651,469.00 and Baht 1,532,443.00, respectively.

27. FINANCIAL INSTRUMENTS

27.1 Financial risk management

The Company manages its financial risk exposure on financial assets and financial liabilities in the normal business by its internal management and control system, and the Company does not hold or issue derivative financial instruments for speculative or trading purposes.

27.2 Credit risk

The Company is exposed to credit risk primarily relating to trade accounts receivable. The management of the Company manages this risk by establishing appropriate credit control policies and procedures. Therefore, it does not expect to incur material losses from debt collection more than the amount already provided in the allowance for expected credit losses.

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27.3 Interest rate risk

The Company is exposed to interest rate risk which relates primarily to its cash at banks. However, most of the Company's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market. However, the management believed that the future fluctuation of market interest rate would not provide significant effect to their operations and cash flows; therefore, no financial derivative instrument was used to manage such risks.

As at December 31, 2022 and 2021, the carrying amount of significant financial assets and financial liabilities classified by types of interest rates were as follows:

	Baht			
	2022			
	Floating interest rate	Fixed interest rate	Interest - free	Total
Financial assets				
Cash and cash equivalents	181,327,745.42	-	11,733,914.06	193,061,659.48
Trade and other current receivables	-	-	76,504,543.60	76,504,543.60
Other current financial assets	-	-	100,647,832.59	100,647,832.59
Financial liabilities				
Trade and other current payables	-	-	62,459,802.13	62,459,802.13
Purchase of fixed assets payable	-	-	13,987,560.97	13,987,560.97
Other current financial liabilities	-	-	5,310,080.00	5,310,080.00
Lease liabilities	-	15,122,550.23	-	15,122,550.23
Long-term loans from financial institutions	824,861,126.61	-	-	824,861,126.61
Baht				
2021				
	Floating interest rate	Fixed interest rate	Interest - free	Total
Financial assets				
Cash and cash equivalents	175,247,010.71	-	2,013,049.72	177,260,060.43
Trade and other current receivables	-	-	88,142,612.26	88,142,612.26
Other current financial assets	-	-	100,688,656.36	100,688,656.36
Financial liabilities				
Trade and other current payables	-	-	49,325,427.30	49,325,427.30
Purchase of fixed assets payable	-	-	1,409,195.22	1,409,195.22
Lease liabilities	-	16,767,027.96	-	16,767,027.96
Long-term loans from financial institutions	971,075,126.61	-	-	971,075,126.61

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27.4 Foreign currency risk

The Company's exposure to foreign currency risk relates to transactions in foreign currency, which the Company has currently not hedged by derivative financial instruments.

As at December 31, 2022, the Company has outstanding balances of financial assets and financial liabilities in foreign currencies as follows:

Transaction	Currency	Foreign amount (Unit)	Fair value (Baht)
<u>Financial assets</u>			
Cash and cash equivalents	USD	57,980.59	1,994,027.86
<u>Financial liabilities</u>			
Trade and other current payables	USD	31,330.58	1,088,220.70

As at December 31, 2021, the Company has outstanding balances of financial assets and financial liabilities in foreign currencies as follows:

Transaction	Currency	Foreign amount (Unit)	Fair value (Baht)
<u>Financial assets</u>			
Cash and cash equivalents	USD	80,758.21	2,684,960.13
Trade and other current receivables	USD	70,798.23	2,353,821.67
<u>Financial liabilities</u>			
Trade and other current payables	USD	247,453.18	8,312,669.93
	JPY	1,076,707.00	316,945.93

27.5 Liquidity risk

The Company manages its liquidity risk by maintaining adequate level of cash and cash equivalents to support the Company's operations as well as securing short-term credit facilities from financial institutions for necessary reserve and to reduce the impact of the fluctuations in cash flow.

27.6 Forward foreign exchange contracts

The Company has entered into forward foreign exchange contracts to manage exposure to fluctuations in foreign currencies of trade receivables, other current receivables, trade payables and other current payables denominated in foreign currencies.

As at December 31, 2022, the Company has outstanding forward foreign exchange buying contracts with as follows:

Currency	Foreign currency (Million)	Contract amount (Million Baht)	Fair value (Million Baht)
JPY	800	214.04	208.73

As at December 31, 2021, the Company has no outstanding forward foreign exchange buying contracts.

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27.7 Fair value of financial instruments

The Company uses the market approach to measure the fair value of assets and liabilities that are required to be measured at fair value by relevant financial reporting standards, except that the cost approach or income approach is used when there is no active market or when a quoted market price is not available.

Fair value hierarchy

Level 1 - Use of quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Use of inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly (e.g. prices) or indirectly (e.g. derived from prices)

Level 3 - Use of unobservable inputs such as estimates of future cash flows.

As at December 31, 2022 and 2021, the Company had the following assets and liabilities that were measured at fair value using different levels of inputs as follows:

	Baht			
	As at December 31, 2022			
	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value				
Other current financial assets				
- Unit trusts	-	100,647,832.59	-	100,647,832.59
Financial liabilities measured at fair value				
Other current financial liabilities				
- forward foreign exchange buying contracts	-	5,310,080.00	-	5,310,080.00

	Baht			
	As at December 31, 2021			
	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value				
Other current financial assets				
- Unit trusts	-	100,688,656.36	-	100,688,656.36

During year 2022 and 2021, there were no transfers within the fair value hierarchy.

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Valuation techniques and inputs of fair value to level 2

The fair value of investments in unit trusts that not listed on the Stock Exchange of Thailand has been determined by using the net assets value per unit as announced by fund manager.

The fair value of forward foreign exchange contracts is determined by the market rate of each contract, which is calculated by financial institutions dealing with the Company at the date of the statement of financial position.

The fair values of derivative financial instruments, which are cross currency swap contracts, are the market prices adjusted by credit risk of the Company which is calculated by the financial institution of the Company as at the statement of financial position date. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates.

Classification and measurement of financial asset and financial liabilities

	บาท					
	2022			2021		
	FVPL	Amortized cost	Total	FVPL	Amortized cost	Total
Financial assets						
Cash and cash equivalents	-	193,061,659.48	193,061,659.48	-	177,260,060.43	177,260,060.43
Trade and other current receivables	-	76,504,543.60	76,504,543.60	-	88,142,612.26	88,142,612.26
Other current financial assets	100,647,832.59	-	100,647,832.59	100,688,656.36	-	100,688,656.36
	<u>100,647,832.59</u>	<u>269,566,203.08</u>	<u>370,214,035.67</u>	<u>100,688,656.36</u>	<u>265,402,672.69</u>	<u>366,091,329.05</u>
Financial liabilities						
Trade and other current payables	-	62,459,802.13	62,459,802.13	-	49,325,427.30	49,325,427.30
Purchase of fixed assets payable	-	13,987,560.97	13,987,560.97	-	1,409,195.22	1,409,195.22
Other current financial liabilities	5,310,080.00	-	5,310,080.00	-	-	-
Lease liabilities	-	15,122,550.23	15,122,550.23	-	16,767,027.96	16,767,027.96
Long-term loans from financial institutions	-	824,861,126.61	824,861,126.61	-	971,075,126.61	971,075,126.61
	<u>5,310,080.00</u>	<u>916,431,039.94</u>	<u>921,741,119.94</u>	<u>-</u>	<u>1,038,576,777.09</u>	<u>1,038,576,777.09</u>

28. SEGMENT INFORMATION

The Company operates the main business operation that reports on a single segment which is the oil tanker fleet transportation service. The operating results were regularly reviewed by the highest operation decision maker that is the chief executive officer who decides on the allocation of resources to the segment and evaluates performance. The Company evaluates the performance results of the operating segment by using the basis for profit or loss of the operating segment which is the same basis used to measure profit or loss from operation in the financial statements. Therefore, all revenues, profits from operation and assets that are presented in the financial statements are already reported by the operating segment.

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Geographic Information

The Company's freight services provide both domestic and international shipping services in Southeast Asia.

Freight charges for the years ended December 31, 2022 and 2021, shown as follows:

	Baht	
	2022	2021
Domestic Freight Charges	499,794,260.26	403,270,523.36
Export Freight Charges	226,686,319.11	259,501,618.63
Total net income from freight charges	<u>726,480,579.37</u>	<u>662,772,141.99</u>

Information about major customers

For the years ended December 31, 2022 and 2021, the Company had revenue from three major customers from transportation service revenue exceeding 10%, totaling Baht 464.42 million and Baht 430.28 million, respectively.

29. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Changes in the liabilities arising from financing activities for the years ended December 31, 2022 and 2021 are as follows:

	Baht			Balance as at December 31, 2022
	Balance as at December 31, 2021	Cash flows Increase (decrease)*	Non-cash Translation Increase	
Long-term loans from financial institutions	971,075,126.61	(146,214,000.00)	-	824,861,126.61
Lease liabilities	16,767,027.96	(1,644,477.73)	-	15,122,550.23
Total	<u>987,842,154.57</u>	<u>(147,858,477.73)</u>	<u>-</u>	<u>839,983,676.84</u>

	Baht			Balance as at December 31, 2021
	Balance as at December 31, 2020	Cash flows Increase (decrease)*	Non-cash Translation Increase	
Long-term loans from financial institutions	856,355,800.00	114,719,326.61	-	971,075,126.61
Lease liabilities	19,117,111.13	(2,102,022.50)	(248,060.67)	16,767,027.96
Total	<u>875,472,911.13</u>	<u>112,617,304.11</u>	<u>(248,060.67)</u>	<u>987,842,154.57</u>

* Financing cash flows included net proceed and repayment cash transactions in the statements of cash flows.

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30. COMMITMENTS AND CONTINGENT LIABILITIES

As at December 31, 2022, the Company had commitment and contingent liabilities as follows:

- 30.1 The Company had contingent liability in respect of the letters of guarantee issued by the bank to Port Authority of Thailand, Marine Department and guarantee for normal course of business operations in the amount of Baht 17.47 million.
- 30.2 The Company had commitments and obligations to the contract of hiring 6 oil tankers with both local and foreign companies for the period of 1 - 5 years at the specified rates in the contracts.

31. CAPITAL MANAGEMENT

The primary objective of the Company's capital management is to ensure that it has an appropriate financial structure and preserves the ability to continue its business as a going concern.

According to the statements of financial position as at December 31, 2022 and 2021, the debt-to-equity ratios were 1.01:1 and 1.18:1, respectively.

32. EVENTS AFTER THE REPORTING PERIOD

On January 27, 2023, the company has entered into a vessel sale agreement V.L.24 with a foreign company with the contract value of USD 5.26 million and the Company has been paid deposit according to the contract on January 31, 2023 in the amount of USD 1.052 million (Baht 34.51 million) which has schedule to be delivery such vessel within March 2023.

33. APPROVAL OF FINANCIAL STATEMENTS

These financial statements were authorized for issue by the Company's directors on February 22, 2023.

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