

24<sup>th</sup>  
ANNIVERSARY



# ANNUAL REPORT 2024 (FROM 56-1 ONE REPORT)



## CONQUER EVERY CHALLENGE



AJ ADVANCE TECHNOLOGY PUBLIC CO., LTD.





## Vision and Mission

### Vision

"AJA will be a Holding Company who distributes the new business investment and build up only the sustainable growth business"

### Mission

"AJA perform be a Holding Company who has the best technology in Southeast Asia with the intention to build up the high technology and good service branding"





## CONTENTS

### Preface

|   |   |
|---|---|
| Vision and Mission                                |   |
| Financial Highlights                              | 2 |
| Message from Chairman and Chief Executive Officer | 3 |

### Section 1 Structure and Business Operation 4

|  |    |
|--|----|
| 1. Structure and Business Operation          | 5  |
| 2. Risk Management                           | 48 |
| 3. Driving of Business for Sustainability    | 57 |
| 4. Management Discussion and Analysis        | 63 |
| 5. General Information and Other Information | 83 |

### Section 2 Corporate Governance 84

|  |     |
|--|-----|
| 6. Corporate Governance Policy   | 85  |
| 7. Corporate Governance Structure and Important Information about the Board of Directors Sub-Committees, Executives, Employees, etc. | 92  |
| 8. Corporate Governance Milestones   | 103 |
| 9. Internal Control and Related Party Transactions   | 111 |

### Section 3 Financial Statements 115

#### Attachments

|                     |  |     |
|---------------------|--|-----|
| <b>Attachment 1</b> | Information of the Board of Directors, Executives, Controlling Persons Account and Company Secretary | 208 |
| <b>Attachment 2</b> | Details of Subsidiaries' Directors   | 219 |
| <b>Attachment 3</b> | Detail of Head of the Offiifce of Corporate Audit  | 220 |
| <b>Attachment 4</b> | Assets Used in Business and Details of Assets Appraisal Report                                       | 221 |
| <b>Attachment 5</b> | Corporate Governance Policy and Practice   | 222 |
| <b>Attachment 6</b> | Report of the Audit Committee  | 223 |

## Financial Highlights

Unit: Million Baht

|  | 2022     | 2023    | 2024     |
|--|----------|---------|----------|
| <b>Statement of Financial Position</b>               |          |         |          |
| Total assets   | 982.13   | 883.67  | 778.83   |
| Total liabilities                                    | 198.36   | 126.93  | 118.75   |
| Total equity   | 783.77   | 756.75  | 660.08   |
| <b>Statement of Comprehensive Income</b>             |          |         |          |
| Revenues from sales and service                      | 241.88   | 277.57  | 225.97   |
| Revenues from Bitcoin Mining                         | 28.64    | 11.56   | 24.69    |
| Cost of sales and services                           | 204.06   | 179.43  | 159.95   |
| Cost (expense) Bitcoin Mining                        | 47.61    | 48.60   | 75.41    |
| Profit (loss) before income tax expense              | (144.89) | (32.22) | (100.94) |
| Net profit (loss) for attributable to equity holders | (145.46) | (37.99) | (95.46)  |
| <b>Financial Ratios</b>                              |          |         |          |
| Net profit margin (%)                                | (50.04)  | (11.64) | (32.21)  |
| Return on equity (%)                                 | (18.99)  | (4.95)  | (14.22)  |
| Return on assets (%)                                 | (14.56)  | (4.07)  | (12.13)  |
| Debt to equity ratio (time)                          | 0.25     | 0.17    | 0.18     |
| Net profit per share (Baht)                          | (0.028)  | (0.007) | (0.018)  |

Investors can study additional information of the issuing company from the annual registration statement (Form 56-1 One Report) of the company shown in [www.set.or.th](http://www.set.or.th) or company website [www.ajthai.com](http://www.ajthai.com)





## Message from the Chairman and Chief Executive Officer

In 2024, the Thai economy experienced slow growth, fragility, and high volatility, leading to a weakening of household financial stability and a reduced ability to service debt. Despite these challenges, Thai businesses continue to face significant risks arising from global economic fluctuations, intense international competition, and structural issues within the country's manufacturing sector. However, the extent of these impacts will ultimately depend on each business's ability to adapt and respond effectively. The Group's businesses have inevitably been affected, particularly the EV Bike business, which has encountered numerous challenges, including technology and infrastructure development, fostering public awareness and acceptance, and ensuring that pricing remains reasonable for both consumers and operators. Addressing these challenges and developing sustainable solutions will be essential to driving AJ EV Bike toward widespread adoption and long-term success.

The results of the operation in 2024, the company groups had to total income of THB 313.07 million, a decreased of THB 13.22 million, or 4.05%, compared to the previous year. The Group reported a net loss of THB 95.46 million, an increase of THB 57.47 million, or 151.28%, from the prior year. The decline in financial performance was primarily due to the EV Bike business, as the transition from fuel-powered motorcycles to electric vehicles remains an ongoing challenge for both entrepreneurs and consumers. Key factors such as high production costs, affordability, driving range, charging infrastructure, battery technology, and overall consumer confidence continue to influence purchasing decisions.

As we enter 2025, the year ahead will require all executives and employees to navigate challenges, embrace change, and collaborate in creating new opportunities. We must continue to enhance our capabilities, improve operational efficiency, refine our strategies, and adapt to market dynamics to achieve our objectives, drive business growth, and return to positive performance.

On behalf of the Board of Directors and the Executive Committee, I would like to express my sincere appreciation to our valued customers, shareholders, business partners, and both government and private sector organizations for their continued trust and support of AJ Advance Technology Public Company Limited. I would also like to extend my deepest gratitude to our executives and employees for their dedication, expertise, and unwavering commitment to the company's development. The Board of Directors and the Executive Committee remain fully committed to fulfilling their responsibilities with the highest standards of integrity and transparency to ensure sustainable, long-term growth.



M.R. Chirakom Kitiyakara  
Chairman



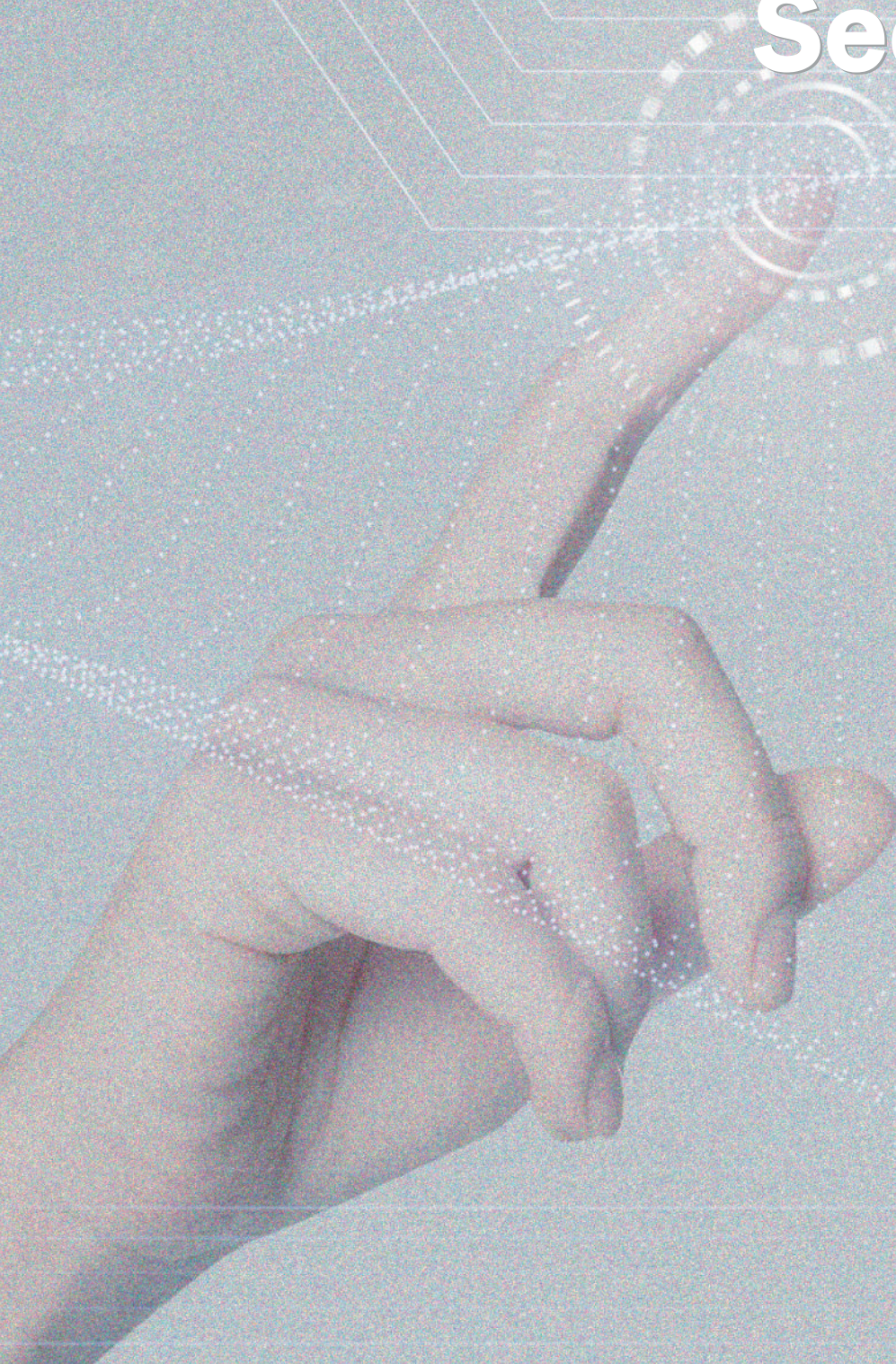
Mr. Pichai Panjasanka  
Chief Executive Officer





# Structure and Business Operation

## Section 1





# Structure and Business Operation

## 1.1 Policy and business overview

AJ Advance Technology Public Company Limited (the “Company” or “AJA”) (formerly name “Crown Tech Advance Public Company Limited”) engages in procuring and distributing of electrical appliance products under brand “AJ”. The Company started business since 2001 until present for more than 24 years. The Company’s executives intended to develop the Company’s brand to be aware and accepted by customers as the Thai appliance distributor which have quality and appropriate price, and can compete with foreign appliance distributor. In the beginning of the business, the Company imported audio and visual appliance, e.g., VCD player, DVD player, and home theater etc. Then, expanding business scope by adding electric home appliance, e.g., mobile air conditioner, multipurpose pot, induction cooker, washing machine, thermal pot, and air fryer etc. In this regard, the Company has imported new appliances continuously, since 2021 has reduced the size of the electrical appliance business due to high competition and the emergence of other technologies as well as consumer behavior changes the electrical appliance business is therefore not the main business of the company at present.

However, the company has expanded its business to more other types of businesses with a policy of focusing on production. Selling products and service which must be adjusted to keep pace and be consistent with changing consumer behavior as a result of the rapid advancement of technology. and has resulted in changes to the entire economy Society and environment.

### 1.1.1 Vision Objective and goal and Business strategy

#### 1.1.1.1 Vision

“AJA will be a Holding Company who distributes the new business investment and build up only the sustainable growth business.”

#### 1.1.1.2 Mission

Mission “AJA operates as Holding Company in with the best technology in Southeast Asia, focusing on building high technology brands and best services.”

#### 1.1.1.3 Objective and goal

The company still adheres to the aforementioned vision and mission in setting business objectives to be Thai entrepreneurs who are leaders in the group’s business. At present, the Company has a total of 6 established subsidiaries and 1 joint venture companies which operate different businesses.

In 2024, the company has main business target as follows:

1. Distributing of electric motorcycle (AJ EV BIKE), electric bike, as well as leasing, distributing, and servicing of battery.
2. Bitcoin mining business and investment in digital asset to generate return from capital gain.
3. Outlet Pro stores sell sports shoes. sportswear and equipment bags and other.etc.
4. Representing and servicing Alibaba members (Alibaba) in Thailand.
5. Chemical Fertilizer Manufacture and Distribution etc.



5

Chemical Fertilizer  
Manufacture and  
Distribution.



4

Representing and servicing  
Alibaba members (Alibaba)  
in Thailand.



3

Outlet Pro stores sell sports  
shoes, sportswear and  
equipment bags and other,  
etc.



2

Bitcoin mining business and  
Investment in digital asset to  
generate return from capital  
gain.



1

Distributing of electric  
motorcycle (AJ EV Bike),  
electric bike, as well as  
leasing, distributing, and  
servicing of battery.





#### 1.1.1.4 Business strategy

In term of business strategy, the Company will define to be in appropriate with market positioning of products by focusing on middle level user and lower. The main strategy are as follows:

1. Strategy for electric motorcycle, electric bike, as well as leasing, distributing, and servicing of battery.
  - 1.1 Increasing distribution channel to penetrate to target customer with most efficiency.
  - 1.2 Increasing new product to be up to date, align with current era, and meet the customer's need.
  - 1.3 Developing online channel for purchasing, payment, distribution to create speed, economy, and reduce risk.
  - 1.4 Advertising products via electronic channel, online media, and marketing campaign.
  - 1.5 Assessing worthiness of each distribution channel to be appropriate and create the highest benefit.
  - 1.6 Reorganize sale team by selling via agent and online channel.
  - 1.7 Join with partners to develop a complete business to expand the AJ EV Bike user base, increase confidence in the product, and meet the needs of users and small entrepreneurs.
2. Strategy of investing in digital asset.
  - 2.1 Studying market and trend of cryptocurrency price continuously.
  - 2.2 Managing investment in digital asset to yield the highest benefit.
  - 2.3 Implementing various technologies to reduce electricity cost, and maintaining to extend useful life of mining machine, having efficiency, and longest useful life.
3. Strategies for expanding sports shoe outlet portswear and equipment bags.
  - 3.1 Adding outlet branches beyond Bangkok and its vicinity to other provinces in each region of Thailand.
  - 3.2 Add new products a variety of quality brands to promote exercise; and good health of customers.
  - 3.3 Search for popular models, new models, good brands and reasonable, tangible prices.
  - 3.4 Increase product diversity in the exercise promotion group.
4. Strategy for expanding to business relating to E-Commerce
  - 4.1 Maintaining existing customer base and create new related business to increase new customers.
  - 4.2 Being partnership with supplier in providing service "Bundle Alibaba Package" with respect to financial service.
  - 4.3 Arranging seminar with government agency to create customer's understanding on export of Thai product to the world market.
  - 4.4 Business Trip Alibaba for Thai entrepreneurs to study, visit businesses and meet partners in China.

## 5. Strategy for Chemical Fertilizer Manufacture and Distribution

- 5.1 Strengthen the organization to have strength in capabilities and resources for use in operating according to Business plan to be successful
- 5.2 Set budget, policies and regulations How to do it clearly
- 5.3 Training seminars to educate employees and farmers to have correct knowledge about the use of fertilizers.
- 5.4 Expand the market in more cultivated areas. Especially during the time of selling fertilizer.
- 5.5 Produced a variety of organic fertilizers
- 5.6 Use information systems for communication and operations to help people perform their roles, duties to be successful.
- 5.7 Offer rewards and incentives. Given to those who have achieved results according to the objectives.

The company is confident that the concept that the company has set and pushing for the implementation of the strategy set out above. It will be able to create good sales and operating results for the company in the future.

### 1.1.2 Major Events and Developments

| Year | Detail  |
|------|---|
| 2017 | <ul style="list-style-type: none"> <li>The Company changed its registered name from Crown Tech Advance Public Company Limited to AJ Advance Technology Public Company Limited in order to be in line with its well-known trademark “AJ”.</li> <li>The Company incorporated 2 subsidiaries - AJ Vending Co., Ltd., a provider of automatic water dispensers and water vending machines, and Rizen Energy Co., Ltd., an importer and retailer of electric vehicles, charging stations as well as operator of a manufacturing plant under the brand “BYD” from China. Furthermore.</li> <li>The Company made an investment, via a purchase of additional shares, in Happy Visions Co., Ltd., a producer of television programs and various entertainment media.</li> <li>The Company sold investments in Siam Advance Electronic Co., Ltd., totaling 24,000 shares or 48% of registered and paid-up capital (the Company previously held 99%). The sale of such investments was a part of the subsidiary’s restructuring plans to shift from a trader of home electrical appliances to a retailer of mobile phones and related accessories through the company’s various existing distribution channels. The aforementioned investment was sold to a strategic investor, who is experienced in the field of mobile phones retailing, which would help strengthen the subsidiary’s operation as well as the Group.</li> </ul> |
| 2018 | <ul style="list-style-type: none"> <li>the Company’s business operations, the Company incorporated 2 subsidiaries - BLTC Incorporation (Thailand) Co., Ltd., a logistics business operator, and Youtai Group Co., Ltd., an exporter of products to China. With these investments, the Board of Directors realized the opportunities to strengthen the Group’s operations as well as to reduce the risk of over-reliance on the Company’s main business.</li> <li>the Company sold its entire investment in Vending Corporation Co., Ltd. on the rationale that the proceeds could be used to fund the Company’s working capital and further in-vestments in sustainable business expansions.</li> </ul>   |



| Year | Detail  |
|------|---|
| 2019 | <ul style="list-style-type: none"> <li>On July, 2019 the Company's management resumed the operation and transformed the business of Happy Visions Co., Ltd. from a producer of entertainment media to a seller of sports sneakers in response to the health-conscious trend that many Thais are adopting. The trend boosted the popularity of physical activities.</li> <li>In August, 2019 the Company made an investment in Bangkok Pay Co., Ltd., a company engaging in the sale of electronic transfers and top-up kiosks and is the agent of authorized service providers of electronic transfers and payments. The management foresaw the growth opportunity which could strengthen the Group's operations as well as reduce the risk of over-reliance on the Company's main business</li> <li>In October, the Company approved the sale of its entire investment in AJ Vending Co., Ltd., totaling 3,850,000 shares or 55% of all voting shares, to Snack to Go (Thailand) Co., Ltd., ceasing the company of its subsidiary status.</li> </ul>   |
| 2020 | <ul style="list-style-type: none"> <li>On 11 February 2020, the Board of Directors has approved the establishment of 2 new subsidiaries to support the business expansion of the group of company. <ul style="list-style-type: none"> <li>AJ Beauty Group Co., Ltd. was established on 24 February, 2020, where the company has recognized an opportunity in the beauty business. The goal is to operate a beauty business in Bangkok and other provinces serving Thais and foreigners. Since the impact of the COVID-19, Therefore postponed business operation and wait for the right moment to start the business is to operate a beauty business in Bangkok and other provinces serving Thais and foreigners. Since the impact of the COVID-19, Therefore postponed business operation and wait for the right moment to start the business.</li> <li>Union Thai Platform Co., Ltd. Was established on April 15<sup>th</sup>, 2020, the company has jointly invested with partners operating an investment, management and online services platform for Thai SMEs. Nevertheless the business has not been started operating due to the COVID-19 pandemic, the venture capitalist who is aboard is inconvenient for traveling internationally. The project, therefore, has been suspended for such and wait for the right moment to start the business.</li> </ul> </li> <li>On 24 July 2020, The Annual General Meeting of Shareholders for the year 2020 has passed a resolution to decrease the Company's registered capital by eliminating the remaining ordinary shares from the exercise of warrants to purchase ordinary shares of the Company, Class 1 (AJA-W1) from THB 526,925,023 to be registered capital THB 424,029,474.40</li> </ul> |
| 2021 | <ul style="list-style-type: none"> <li>On 25 June 2021, the Company disposed all ordinary shares in which the Company held in Siam Advance Electronic Company Limited in the amount of 357,000 shares, or equivalent to 51.00 percent of total issued and paid-up shares, with objective to utilize proceed from disposing in other business that the Company interested to invest.</li> <li>On 1 July 2021, the Company's extraordinary general meeting of shareholders no.1/2021 resolved to approve following matters: <ul style="list-style-type: none"> <li>Issuance and offering of warrant to purchase the Company's ordinary shares no.3 (AJA-W3) in the amount not exceeding 1,060,073,686 units, by offering to the Com-pany's existing shareholders in proportion to their shareholding.</li> </ul> </li> </ul>  |

| Year | Detail  |
|------|---|
|      | <ul style="list-style-type: none"> <li>• Issuance and offering of convertible bonds in the amount not exceeding THB 300.00 million to Advance Opportunities Fund and/or Advance Opportunities Fund 1 with objective to use as working capital and/or investing in mobile phone project and/or the Company's new project.</li> <li>• Increase the Company's registered capital from existing registered capital of THB 424,029,474.40 to new registered capital of THB 623,815,477.60 to reserve for exercise of warrant to purchase the Company's ordinary shares no.3 (AJA-W3) and convertible bonds.</li> <li>• On 17 September 2021, the Company entered to memorandum of understanding with Cho Thavee Public Company Limited with objective to study on part structural and price of electric motorcycle for analyzing feasibility of manufacturing or assembling whole or part of electric motorcycle and electric motorcycle battery, and objective to reduce cost of electric motorcycle manufacturing for sale and allow customer to use after sale service.</li> <li>• On 27 September 2021, the Company acquired ordinary shares in Yutai Group Company Limited in the amount of 245,000 shares, or equivalent to 49.00 percent of total issued and paid-up shares with objective to invest in all shares of Yutai Group Company Limited (Formerly, the Company holds shares of 51.00 percent of total issued and paid-up shares) and increase flexibility in management.</li> <li>• On 28 October 2021, the Company entered to memorandum of understanding with National Telecom Public Company Limited ("NT") with main objective to promote, drive, and coordinate in cooperation in accordance with government's policy and guidelines with respect to technology in public sector and private sector to be in line with national strategy, government's policy, and relevant guidelines, to develop digital fundamental infrastructure with high efficiency to cover nationwide and transforming into digital government.</li> <li>• On 7 December 2021, the Company entered into memorandum of understanding with China Mobile International (Thailand) Company Limited ("CMI") with objective to promote cooperation for creating maximum mutual benefit in development of modern technology and smart solution, including but not limited to smart city and mobile virtual network operator, as well as exchange of technology and smart solution in various aspects.</li> </ul> |
| 2022 | <ul style="list-style-type: none"> <li>• On 3 February 2022, the Company's extraordinary general meeting of shareholders no.1/2020 resolved to approve following matters: <ul style="list-style-type: none"> <li>• Reducing the Company registered capital of THB 31,815,521.20 from existing registered capital of THB 623,815,477.60 to THB 591,999,956.40 by cancelling residual ordinary shares from exercise of convertible bonds in the amount of 318,155,212 shares, with par value of THB 0.10 per share.</li> <li>• Increasing the Company's registered capital of THB 82,319,146.20 from existing registered capital of THB 591,999,956.40 to THB 674,319,102.60 by issuing newly issued ordinary shares in the amount of 823,191,462 shares, with par value of THB 0.10 per share, to reserve for (1) offering of newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering), (2) exercise of warrant to purchase ordinary share of the Company no.4 (AJA-W4), and (3) rights adjustment of warrant to purchase ordinary share of the Company no.3 (AJA-W3).</li> <li>• Issuance and offering of newly issued ordinary shares in the amount not exceeding 246,051,076 shares, with par value of THB 0.10 per share to existing shareholders in proportion to their shareholding (Rights Offering).</li> </ul> </li> </ul>   |



| Year | Detail  |
|------|---|
|      | <ul style="list-style-type: none"> <li>• Issuance and offering of warrant to purchase ordinary share of AJ Advance Technology Public Company Limited no.4 (AJA-W4) in the amount not exceeding 492,102,152 units to the Company's existing shareholders whom subscribe and being allotted newly issued ordinary shares.</li> <li>• On April 28, 2022, the Company's Annual General Meeting of Shareholders No. 1/2022 passed a resolution approving as follows: <ul style="list-style-type: none"> <li>• Issuance and offering of convertible debentures with the total value not ex-ceeding 300,000,000 baht to specific investors, namely Advance Opportunities Fund and/or Advance Opportunities Fund 1, with the purpose of working capital and/or investing in mobile phone projects and/or new projects of the Company.</li> <li>• Increased the registered capital of the company in the amount of 93,655,430.90 baht from the original registered capital of 674,319,102.60 baht is the registered capital of 767,974,533.50 baht by issuing shares Ordinary capital increase in the amount of not more than 936,554,309 shares at a par value of 0.10 baht per share.</li> <li>• Allocation of not more than 936,554,309 newly issued ordinary shares with a par value of 0.10 baht per share to accommodate the exercise of convertible debentures issued and offered to AO Fund and AO Fund 1.</li> </ul> </li> <li>• On May 12, 2022, resolved to sell all investments in Risen Energy Company Limited held by the Company in the amount of 225,000 shares or 45.00 percent of the total issued and sold shares. At the selling price of 11.67 baht per share, totaling 2.63 million baht. The objective is to use the investment received from the sale of ordinary shares to invest in businesses that the Company is interested in, including working capital for business operations.</li> <li>• On August 15, 2022, the Company has signed a Memorandum of Understanding (MOU) with AMR Asia Public Company Limited ("AMR") with the main objective of studying and developing business in "Ma Charge Platform" (Ma Charge Cloud or MCC) for electric motorcycles (EV bikes). and installation of electric motorcycle battery stations as well as providing repair and maintenance services for battery switching stations. and software system in the management of electric motorcycle usage data Batteries and battery replacement stations for electric motorcycle users in Thailand.</li> </ul> |
| 2023 | <ul style="list-style-type: none"> <li>• On March 31, 2023, it was resolved to sell all investments in Bangkok Pay Company Limited that the Company held, totaling 4,140,000 shares, or equivalent to 60.00 percent of the total number of shares issued and sold. At a selling price of 8.11 baht per share, totaling 33.58 million baht, with the objective of using the investment received from the sale of common shares to invest in businesses in which the company is interested, including use as working capital for business operations.</li> <li>• On April 27, 2023, the Company's Annual General Meeting of Shareholders No. 1/2023 passed a resolution approved as follows: <ul style="list-style-type: none"> <li>• Decreasethe registered capital of the company by 75,567,545.60 baht from the original registered capital of 767,974,533.50 baht to a registered capital of 692,406,987.90 baht by canceling the remaining common shares from exercising the conversion rights of the debentures, amounting to 755,675,456 shares, with a par value of 0.10 per share.</li> </ul> </li> </ul>  |

| Year | Detail   |
|------|--|
|      | <ul style="list-style-type: none"> <li>• Increase the registered capital of the company by 107,707,753.60 baht from the original registered capital of 107,707,753.60 baht. 692,406,987.90 baht is the registered capital of 800,114,741.50 baht by issuing shares Ordinary capital increase amount not exceeding 1,077,077,536 shares, par value 0.10 baht per share.</li> <li>• Allocation of additional common shares, amount not exceeding 1,077,077,536 shares, with a par value of 0.10 baht per share, to support the exercise of conversion rights of convertible bonds issued and offered for sale to AO Fund and AO Fund 1.</li> </ul>   |
| 2024 | <ul style="list-style-type: none"> <li>• On 12 January 2024 Established a subsidiary company named AJ Aek Kaset Co., Ltd. (“AJK”) to operate the business of manufacturing and distributing organic chemical fertilizers.</li> <li>• On 28 May 2024 Change logo (Corporate Logo) “AJ”</li> <li>• On 31 August 2024 The Company’s warrants for the purchase of common shares under the 3<sup>rd</sup> series (AJA-W3) expired after the final exercise on August 31, 2024, and the Company will proceed to cancel the remaining common shares reserved for the exercise of rights.</li> <li>• On 18 September 2024 Songcheng (Pattaya) International Culture Co., Ltd. has made a special resolution to cease operations and has settled accounts with the Department of Business Development on October 7, 2024, ceasing to be a joint venture company.</li> <li>• On 19 September 2024 The Company purchased 49,000 common shares of Union Thai Platform Co., Ltd. from the original shareholders who are not related to the Company at a price of 10 baht per share, totaling 490,000 baht. After this transaction, the Company holds 100 percent of the shares.</li> <li>• On 12 November 2024 The Board of Directors to consider approving the following matters.             <ul style="list-style-type: none"> <li>• 1.A resolution was passed to present to the Extraordinary General Meeting of Shareholders No. 1/2025, approving the reduction of the Company’s registered capital by 106.74 million Baht, from the original registered capital of 692.41 million Baht to 585.66 million Baht, by eliminating 1,067.43 million unissued ordinary shares with a par value of 0.10 Baht per share. These are the remaining ordinary shares allocated to accommodate the exercise of warrants to purchase ordinary shares of the company, Series 3 (AJA-W3), which have expired, in the amount of 1,067.43 million shares, in order to align with the reduction of the Company’s registered capital.</li> <li>• 2.A resolution was passed to present to the Extraordinary General Meeting of Shareholders No. 1/2025 to consider approving the issuance and offering of new convertible debentures by the Company, with a total offering value not exceeding 700.00 million Baht. The debentures will be offered to specific investors, including Advance Opportunities Fund VCC (AOF VCC), Advance Opportunities Fund (“AO Fund”), and Advance Opportunities Fund 1 (“AO Fund 1”), all of whom are not related parties of the company.</li> <li>• 3.A resolution was passed to present to the Extraordinary General Meeting of Shareholders No. 1/2025 to consider approving the increase of the Company’s registered capital by 162.68 million Baht, from the original registered capital of 585.66 million Baht to a new registered capital of 748.35 million Baht, through the issuance of up to 1,626.84 million newly issued ordinary shares with a par value of 0.10 Baht per share. This is to accommodate the conversion rights of the convertible debentures issued and offered for sale to specific investors, with a total of up to 1,626.84 million shares.</li> </ul> </li> </ul> |

| Year | Detail   |
|------|--|
|      | <p>4. A resolution was passed to present to the Extraordinary General Meeting of Shareholders No. 1/2025 to consider approving the allocation of up to 1,626.84 million newly issued ordinary shares, with a par value of 0.10 Baht per share (representing 30.33% of the total outstanding shares of the company), whether in a single or multiple tranches, to accommodate the conversion rights of the convertible debentures issued and offered for sale to AOF VCC, AO Fund, and AO Fund 1, which are not related parties of the company's directors, executives, or major shareholders, and therefore are not considered related parties under the announcement of related party transactions.</p> |





### 1.1.3 Other information about the company



|   |   |
|---|---|
| <b>Company Name</b>                                   | : <b>AJ ADVANCE TECHNOLOGY PUBLIC COMPANY LIMITED</b>   |
| <b>Company Abbreviation</b>                           | : AJA   |
| <b>Head Office Location</b>                           | : 427/2 Rama 2 Road, Kwang Samaedum, Khet Bangkhuntian, Bangkok 10150   |
| <b>Business Type</b>                                  | : Business import and distribution of audio-visual electrical appliances and household electrical appliances under the trademark "AJ" |
| <b>Tax ID</b>   | : 0107554000135   |
| <b>Telephone</b>                                      | : 0-2451-6888   |
| <b>Fax</b>  | : 0-2451-5490   |
| <b>Website</b>  | : <a href="http://www.ajthai.com">www.ajthai.com</a>  |
| <b>Registered Capital</b><br>(As of January 30, 2025) | : THB 748,348,593.70 consist of 7,483,485,937 shares with par value value of THB 0.10 per share.                                      |
| <b>Paid up Capital</b><br>(As of January 30, 2025)    | : THB 536,453,902.80 consist of 5,364,539,028 shares with paid-up value of THB 0.10 per share.  |
| <b>Accounting period</b>                              | : 1 January - 31 December   |





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## 1.2 Characteristic of business

### 1.2.1 Revenue structure by service type

The Company has a revenue structure classified by product groups for the year ended December 31, 2024, December 31, 2023 and December 31, 2022 as follows:

| Statement of comprehensive income                 | Consolidated financial statement period 31 December |               |               |               |               |               |
|---|---|---------------|---------------|---------------|---------------|---------------|
|   | 2022  |               | 2023          |               | 2024          |               |
|   | THB mm  | Percent       | THB mm        | Percent       | THB mm        | Percent       |
| <b>1. Revenue from sales of goods</b>             |   |               |               |               |               |               |
| 1.1 Electrics appliance                           | 86.93   | 29.62         | 5.32          | 1.63          | 5.14          | 1.64          |
| 1.2 Sports shoes                                  | 74.67   | 25.44         | 111.27        | 34.10         | 127.86        | 40.84         |
| 1.3 Electric Vehicle-Bike                         | 61.57   | 20.98         | 140.73        | 43.12         | 69.27         | 22.13         |
| 1.4 Bitcoin Mining                                | 0.72  | 0.25          | -             | -             | -             | -             |
| 1.5 Chemical Fertilizer                           | -   | -             | -             | -             | 11.77         | 3.76          |
| 1.6 Other sales                                   | 0.64  | 0.22          | 3.77          | 1.16          | 2.32          | 0.74          |
| <b>Total Revenue from sales of goods</b>          | <b>224.53</b>                                       | <b>76.51</b>  | <b>261.09</b> | <b>80.02</b>  | <b>216.36</b> | <b>69.11</b>  |
| <b>2. Revenue from rendering of services</b>      |   |               |               |               |               |               |
| 2.1 Income from recruiting Alibaba members        | 17.32   | 5.90          | 16.45         | 5.04          | 9.54          | 3.05          |
| 2.2 Other service                                 | 0.03  | 0.01          | 0.03          | 0.01          | 0.08          | 0.03          |
| <b>Total Revenue from rendering of services</b>   | <b>17.35</b>  | <b>5.91</b>   | <b>16.48</b>  | <b>5.05</b>   | <b>9.62</b>   | <b>3.07</b>   |
| <b>3. Bitcoin Mining</b>                          | <b>28.64</b>  | <b>9.76</b>   | <b>11.56</b>  | <b>3.54</b>   | <b>24.69</b>  | <b>7.89</b>   |
| <b>4. Other Income</b>                            |   |               |               |               |               |               |
| 4.1 Profit from exchange rate                     | 2.20  | 0.75          | 1.10          | 0.34          | 0.28          | 0.09          |
| 4.2 Gain on sale of cryptocurrency assets         | 2.33  | 0.79          | 2.19          | 0.67          | 30.43         | 9.75          |
| 4.3 Reversal loss of impairment of Cryptocurrency | -   | -             | 20.33         | 6.23          | 18.45         | 5.89          |
| 4.4 Other income                                  | 18.43   | 6.28          | 13.54         | 4.15          | 13.24         | 4.23          |
| <b>Total Other Income</b>                         | <b>22.96</b>  | <b>7.82</b>   | <b>37.16</b>  | <b>11.39</b>  | <b>62.40</b>  | <b>19.93</b>  |
| <b>Total Income</b>                               | <b>293.48</b>                                       | <b>100.00</b> | <b>326.29</b> | <b>100.00</b> | <b>313.07</b> | <b>100.00</b> |



## 1.2.2 Information about products and services

### 1.2.2.1 Electrical Motorcycle Business (AJ EV Bike)

#### AJ EV Bike

In 2024, the Company launched the electric motorcycle (EV Bike) distribution business. By importing products from abroad, It is known as AJ EV BIKE, including 9 models: Which are C-LIKE, C-LION, SABER TIGER, MINE PLUS, RAYMAN and BEATS, GODDES, NCV, TAURUS. Electric bicycle including 2 models Which FUN33, FUN53 The unique selling point of these motorbikes is their full electric specification (100% clean energy). The top model is able to travel over 150 km per single charge, which is sufficient for day-to-day usage.



**In late 2024, a new EV model will be launched.**

“BEATS” Exciting driving in every journey. Comes with a large lithium battery 72V 45 AH, UNR 136 standard, maximum distance 100 kilometers, with a 3000 W motor, CBS braking system safety, maximum speed 85 kilometers per hour, Votol EM100GTS control box allows users to travel longer distances and maintains cutting-edge technology with functions that provide convenience with smart NFC that starts the car without using a key, with a USB mobile phone charging port, comes in three colors: white, red, dark blue.



## GODDESS



TITANIUM  
GREY

STELLAR  
BLUE

MATTE  
BLACK

POLAR  
WHITE

## NEV



SONIC  
GREY

FROST  
WHITE

### AJ EV "TAURUS"

Our youngest sibling comes with a 3000 W motor, CBS safety braking system, maximum distance of 80 kilometers, maximum speed of 80 kilometers per hour, compact size, agile, UNR136 standard lithium battery, Votol EM100GTS control box, and can also connect an application to the vehicle via Bluetooth, used for turning the vehicle on and off via a mobile phone. "Taurus" comes in 4 colors: white, gray, green, red.

## TAURUS



WHITE

GREY

GREEN

RED

EV BIKE stories from the past year

AJ Rebranding Major strategic  
Transform On

23  
years.



Shanghai Travel Agent Trip.



The Company Launch slogan

**POWER YOUR  
CONFIDENCE**

มันใจ...  
ไปให้สุดทาง  
AJ EV

and produced an advertisement to  
create awareness for people that the  
AJ brand has changed to sell electric  
motorcycles under the AJ EV



## The new era of E-mobilities



## MOTOR EXPO 2024



Which received positive feedback from customers, the electric motorcycle market is good, due to the overall market of electric motorcycles Just in the beginning and will expand over 3-5 years in line with the realization of air pollution reduction PM 2.5 dust and fuel economy saving. The Group aims to expand service centers, to provide after-sales service and expand sales territories to cover all over the country as follows:

Expand service centers Dealers to provide after-sales service and expand the sales area to cover all over the country. which currently has 190 dealers (Dealers), divided into the following regions:

- 1) Bangkok and perimeter 31 branches
- 2) The Central region 63 branches
- 3) The Eastern 23 branches
- 4) The Western Region 7 branches
- 5) The Southern 27 branches
- 6) The Northern 15 branches
- 7) The Northeast 24 branches



With regard to the operation of AJ EV Bike, the Company targets a wide scope of customers will focus on selling to dealers, government agencies, private sectors, logistic service providers, various projects, and all groups of individuals regardless of income level. This is feasible as the prices are designated in such a way that is affordable for all people, coupled with the fact that the eco-friendly trend is being developed globally - as AJ EV Bikes utilizes 100% clean energy, they can help reduce greenhouse gases and air pollutions compared to using normal oil-consuming vehicles.

In terms of distribution channels, the Company mainly distributes AJ EV Bikes through dealers and is currently accepting applications and granting rights to establish trade and service dealerships in multiple provinces in Thailand such as Ubon Ratchathani, Rayong and Nakhon Ratchasima. In addition, customers can make purchases via the Company's website.



For commercial customers such as Food Delivery or Bike Logistic, they have a higher purpose than retail customers. Which the Company can import new models to meet and propose to projects in the name of “AJ EV BIKE” and to build confidence for customers, the Company will focus on quality and after-sales service including adding new products in the same group, such as electric bicycles, electric scooters according to the direction of the new market.

#### **1.2.2.2 Bitcoin mining business (Mining Bitcoin)**

The Company’s board of directors meeting no. 14/2021, held on 10 December 2021, resolved to approve the Company to invest in bitcoin mining business which is considered as the Company’s new business. The Company’s board of directors opine that investing in bitcoin mining business will general stable revenue to the Company in long term and support the Company to have better operating result. In this regard, the Company will purchase bitcoin mining machine of 200 machines, prepare electrical system, as well as equipment and other relating systems. The investment value shall not exceed THB 90.00 million. In operating of bitcoin mining business, the Company will receive bitcoin as compensation. The mining is the solving of algorithm equation created by blockchain system. The blockchain principle will require all participant to validate correctness of information and if the information is match. The validator will receive compensation in form of bitcoin. To solve such equation, it require to use computer in which such computer is designed for the purpose of solving such equation, as known as bitcoin mining machine. The Company started to recognized revenue from new business since quarter 1 of 2022 onwards. The Company has guideline to manage risk from business by setting up working team to monitor bitcoin price and trend of price movement as well as trading bitcoin on digital asset exchange approved by the Office of the Securities and Exchange Commission.

The Company’s board of directors meeting no. 3/2022, held on 11 March 2022, resolved to approve will increase investment in bitcoin mining business as the Company sees potential of bitcoin mining business to generate return in which the Company has invested in bitcoin mining machine of 200 units in first phase. The Company will procure 300 bitcoin mining machines, prepare electrical system, as well as equipment and other relating systems. The investment value shall not exceed THB 140.00 million in which the source of fund will be from internal working capital. As of 31 December 2021, the Company had cash and cash equivalent as per the Company’s consolidated financial statement of THB 250.72 million and the Company received proceed from offering of newly issued ordinary shares to existing shareholders in proportion to their shareholding between 28 February 2022 to 4 March 2022 in amount of THB 47.01 million. In this regard, the Company will gradually procure bitcoin mining machine and expect to fully procure of 300 machines within quarter 2 of 2022. The Company will pay for the machine in accordance with deliver amount after the Company has accepted such machines. Such investment will result in the Company investing in bitcoin mining machine of 500 units (from existing investment of 200 units as per details in information memorandum disclosed on 13 December 2021).

In this regard, the bitcoin mining occurred as the bitcoin network or Blockchain, which keep information in decentralized format and all computers in network (or Node) throughout the world will keep all transaction information from the beginning until present, and audit such information so that all information kept by each computer are matched. Therefore, the disguise of information in some computers will not be able to do anything with the network. The bitcoin mining will have role when there is new transaction in the network. This new transaction will be announced in network in encryption. In this regard, the computer, that will have rights to update information in blockchain and earn bitcoin as reward, will compete to guess the figure to solve equation before other computers. We called those computers that compete to guess figure as “Miner”, and the guessing is “Mining” which utilize performance of computer to guess millions of figure in split second. The amount of figure in which the Computer will guess is depended on performance or Hash Rate of each computer. Therefore, the computer with high performance will have higher chance to guess before other computers. That system is called Proof-of-work or proven by work, so that network will have conclusion that miner have performed its work and has rights to add new information to blockchain. Furthermore, this system has been compared to mining as it created new bitcoin to the network which is resemble to gold mining which will supply new gold to the market (source: thestandard.co).

The preliminary operation procedure for bitcoin mining business is as follows:

1. Conduct feasibility on operating of bitcoin mining business. The Company has contacted with bitcoin mining machine supplier to procure testing machine for testing. In the test, the Company will analyze financial feasibility by calculating amount of mined bitcoin compared to expenses, e.g., depreciation of bitcoin mining machine and electricity expenses etc. In this regard, in considering of purchasing mining machine, the Company will consider Hash Rate, electricity consumption rate, and usage life of mining machine (e.g. approximate 5 years), and mining machine which can mine mainstream cryptocurrency, e.g., bitcoin and Ethereum etc. In preliminary, the Company opt to mine only bitcoin as it is main cryptocurrency that have largest market capitalization and well as having appropriate trading liquidity.
2. After conducting feasibility study, the Company will order bitcoin mining machine to start mining. In mining process, the Company considers to participate trusted Bitcoin Mining Pool which have strong authentication system and charge not so high fee when comparing to other pools, as well as provide report with all required information. The Company will perform to audit and validate transaction in blockchain system. In this regard, the mining poll will reduce risk on return as the Company will be part of the many miners in which some miner will be able to mine bitcoin or not which is depended on allocation of blockchain. The Bitcoin Mining Pool operator will allocate return in proportion to Hash Rate of participator. For the solo mining, the Company may have risk from not be able to mine any coin while having burden to invest to create connection to blockchain. However, by participating in Mining Pool, the Company will have to pay fee for mining and transferring of coin, but the Company opines that the fee charged by Mining Pool operator is worthwhile when compared to benefit in which the Company expect to receive.



3. During the mining, the Company has information technology team which will monitor the performance of bitcoin mining machine to response to any change in timely manner.
4. After earning bitcoin from mining, the decision to sell bitcoin will be under consideration of chief executive officer and/or person assigned by chief executive officer, e.g., chief financial officer, accounting manager, and information technology manager etc. Those persons will discuss on decision to hold or sell bitcoin by considering market circumstance by concerning best benefit of the Company. In this regard, those personnel have experienced relating to digital asset as the Company has started to study on digital asset since quarter 2 of 2021 and has tested on coin mining as well as started to operate in bitcoin mining business since November 2021, and investing in digital asset since January 2022.

In this regard, the Company has policy to participate in Bitcoin Mining Pool by considering factors in choosing of Bitcoin Mining Pool operator, e.g., creditability, have strong authentication system, and charge not so high fee etc. At present, the Company uses service of Pool Nicehash which is giant operator which have creditability and charge appropriate fee. Pool Nicehash has network in all region throughout the world and have strong authentication system, including various monitoring systems, e.g., via computer and mobile phone etc.



### 1.2.2.3 Investment in digital asset

The Company's board of directors meeting no. 3/2022, held on 11 March 2022, will invest in digital asset by increase investment limit of THB 60.00 million to THB 100.00 million in which the source of fund will be from internal working capital. In this regard, the decision to buy and/or sell digital asset will be under management of chief executive officer and/or person authorized by chief executive officer. The chief executive officer and/or person authorized by chief executive officer will manage investment by considering overall market circumstance and trend in future by concerning the best benefit of the Company. In this regards, chief executive officer and/or person authorized by chief executive officer, e.g., chief financial officer, accounting manager, and IT manager, have duty to report investment in digital assets result to the Company's board of directors meeting every time. The Company will hold board of directors meeting at least 1 time per quarter. Furthermore, the Company has policy to recruit personnel which have knowledge, expertise, and experience in investment in digital assets to support the investment in digital assets, as well as monitor news and information with regard to digital assets regularly to allow the Company to invest in digital assets appropriately. At present, the Company is in the recruitment process of personnel which have knowledge, expertise, and experience in investment in digital assets.

However, the Company has measure to monitor and supervise investment in digital assets by requiring personnel relating to investment in digital assets business, e.g., accounting department and information technology department etc., to monitor news and information on daily basis with respect to digital assets, cryptocurrency, operating performance of bitcoin mining machine, daily power usage, as well as prepare monthly performance report, and report to chief executive officer to use as supporting information to invest in digital assets.

The Company will buy and/or sell digital asset through digital asset exchange, e.g., Bitkub which is cryptocurrency exchange approved by the Office of the Securities and Exchange Commission.

The preliminary operation procedure for investing in digital asset is as follows:

1. Selecting digital asset which will be invested, in which chief executive officer and/or person assigned by chief executive officer, e.g., chief financial officer, accounting manager, and information technology manager etc., will establish committee to discuss on investing in digital asset by considering market circumstance by concerning best benefit of the Company, including qualification of each type of digital asset, e.g., market capitalization of digital asset, supply of digital asset, attractiveness of project backed by issuance of digital asset, and popularity of digital asset etc. In this regard, those personnel have knowledge, expertise, and experienced relating to digital asset and investing in other securities, e.g., equity and debt etc., and as the Company has started to study on digital asset since quarter 2 of 2021 and has tested on coin mining as well as started to operate in bitcoin mining business since November 2021, and investing in digital asset since January 2022.

2. After investing, the Company has specify policy in which chief executive officer and/or person assigned by chief executive officer, e.g., chief financial officer, accounting manager, and information technology manager etc., will have to closely monitor change of market circumstance and price of digital asset at least once per business day, so that they can make appropriate decision to hold or sell digital asset. In this regard, the Company has policy to assign personnel to monitor information to use in decision making, but does not specify quantitative condition as the digital asset have high volatility, and the Company opine that change in information is more important factor which will affect digital asset than statistic information. Furthermore, chief executive officer and/or person assigned by chief executive officer, e.g., chief financial officer, accounting manager, and information technology manager etc., will have duty to report investment in digital assets result to the Company's board of directors meeting every time, in which the Company will hold board of directors meeting at least 1 time per quarter, so that the Company's board of directors could adjust the way of doing business appropriately.

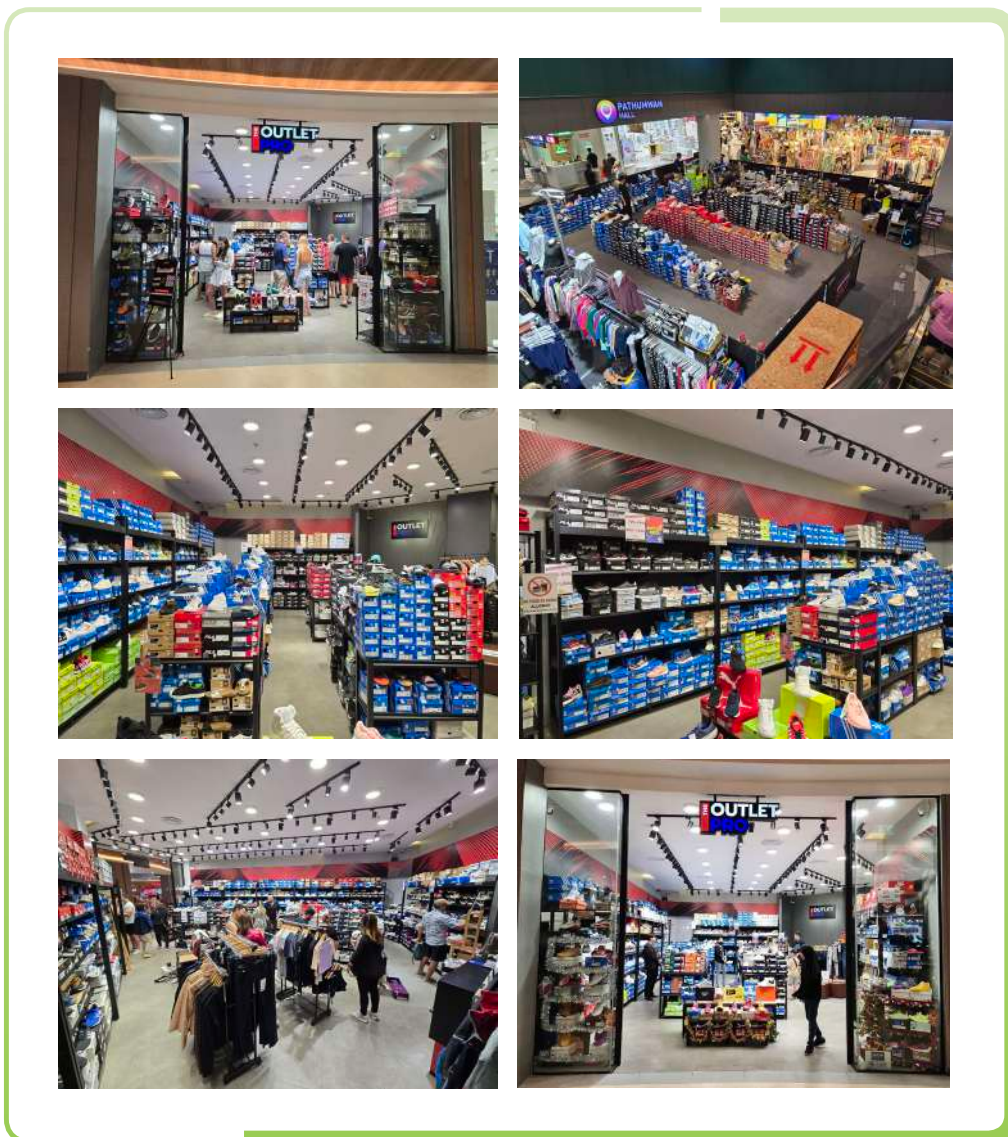
The Company invested in digital asset in the amount of THB 40 million, on 12 January 2022. For the investment in digital asset, including additional limit of THB 60 million, the Company does not have policy to invest in specific digital asset in which chief executive officer and/or person assigned by chief executive officer, e.g., chief financial officer, accounting manager, and information technology manager etc., will establish committee to discuss on investing in digital asset by considering market circumstance by concerning best benefit of the Company, including qualification of each type of digital asset, e.g., market capitalization of digital asset, supply of digital asset, attractiveness of project backed by issuance of digital asset, and popularity of digital asset etc.

In this regard, the investment in digital asset has purpose of long term investment which will not affect working capital. However, the Company may increase or decrease investment position in digital asset by considering business necessity and market condition, or considered as investment to recognize gain from trading. The Company will consider to hold in short term, long term, or sell by concerning on factors, e.g., price of digital asset, popularity of digital asset, market condition of digital asset, market trend of digital asset, and profit/loss position at such time for the best benefit of the Company.



#### 1.2.2.4 The Outlet Pro (Shop) business

Happy Visions Company Limited, a subsidiary Started the business of selling sports shoes. Fashion, sportswear, sports equipment, bags and others, etc., since the third quarter of 2019, using the store name The Outlet Pro and currently has 7 branches in leading department stores in Bangkok such as Seacon Square, MBK Center, Big C Ratchadamri. The Street Ratchada, etc., and 3 branches in upcountry such as Jungceylon branch Phuket Province etc. with the Company setting a goal Expand more branches in Bangkok 2023, the Company aims to open 12 more branches. In addition to distribution channels by opening branches of The Outlet Pro, the Company also set up booths in leading department stores 3-5 booths per month rotating for this business The company focuses on selecting good quality products. from popular quality brands such as Adidas, Nike, Reebok, Onitsuka, etc., and select brand products that are modern in trend at a reasonable price tangible for consumers to meet consumer behavior of all genders and ages Every group, whether it's a street type, a fashion type, or a healthy lover.



Happy Visions Company Limited



MBK 2  
Floor 3



SEACON  
SQUARE



BIC C  
RATCHADA

THE OUTLET  
PRO

THE STREET  
RATCHADA



MBK 1  
Floor G



ONE NIMMAN  
CHIANGMAI

JUNGCEYLON  
PHUKET





### 1.2.2.5 E-commerce business by becoming a member recruiting agent and serving members of Alibaba in Thailand.

The company group under AJ E-commerce Co., Ltd., a subsidiary. It operates e-commerce by representing and serving Alibaba members in Thailand. With the commitment to provide service to members to succeed in selling products. on Alibaba.com So we have been appointed more by Alibaba. To be an additional service provider such as product photography service and website design with members (VAS Authorized Partner), the first and only in Thailand to increase sales opportunities and is also a dream trip provider to take entrepreneurs to study at Alibaba's headquarters. some Hangzhou, China (AJE Dreamtrip Authorized Partner), etc. AJ E-commerce Co., Ltd. started an e-commerce business by representing and serving Alibaba members in Thailand since 2016. The company has an office at True Building. Digital Park and have a new generation team with knowledge and ability to recommend and give advice to entrepreneurs. from experience Taking care of customers makes AJ E-commerce Company Limited gain the trust of more than 2,000 entrepreneurs.

#### Performance in the year





### 1.2.2.6 Other Businesses

The Company has invested in the following businesses through subsidiaries and associates, :

- (1) Logistics services under “Best Express” trademark in Thailand, which is an affiliate of “Best Group”, a global logistic business operator that expands through franchising. This creates an opportunity for new investors to invest in a high-returns parcel delivery business.
- (2) Dermatology clinics under the trademark “AJ Beauty” which will be located in Bangkok as well as other provinces. The business will be operated via renting and purchasing of assets from existing clinics, which will be selected with a specific guideline as an assurance of quality. Such guideline includes, reviewing the existing medical center’s standard of operation and location. Initially, the Company planned to commence operation in the 2nd quarter of 2020; however, it may have to be postponed due to the impact of COVID-19, which will consider re-operating this business when there is a good chance suitable, ready for investment.

### 1.2.3 Business Strategies of the Group of Companies

The Group establishes its market position by targeting low to mid-level customer groups through the offering of products have high-quality electrical appliances at reasonable prices. The Group formulated the following product and marketing strategies in order to be consistent with the selected target customer groups:

#### (1) Brand Equity and Brand Awareness

In addition to the price and quality factors of the products, the Group recognizes that brand is an important factor in marketing success. Customers’ familiarity of and trust towards the brand are an important factor in the process of making a purchase decision. The Group, therefore, places an emphasis on creating value and brand awareness of “AJ”. As the first phase of marketing, the Group has focused on creating a brand image that “AJ is a Thai brand that provides high-quality and durable products”, consumers’ confidence in the brand. In an attempt of such strategy, the Group has appointed a senior actor, Mr. Sombat Metanee, who has been signed in the Guinness Book as an actor who has made the highest number of performances, as a main character, in entertainment media, to be a presenter for products of the Group with the slogan “AJ The Real Hero” to reinforce the image of durability and long service life, comparable to that of Mr. Sombat Metanee’s, who has been the beloved hero of Thai people for years.

The Group has continuously attempted to create awareness amongst consumers through various channels whether it is in the media, television and radio, billboards, publication, movies or football team sponsor together with interviews on product feedback with celebrities in various fields to create confidence in product quality and make the Group’s brand be recognizable amongst consumers in general. Brand awareness and trust in the Company are considered as one of the most important factors in making a purchase decision at the point of purchase of the consumers.

In 2012, AJ received an award of “Trusted Brand” in the DVD player category based on consumer surveys in 8 countries organized by Reader’s Digest magazine about brands that consumers trust in quality, value, understanding of consumer needs, social responsibility, and innovative through constant

introduction of new products to the market. From the survey results, the management is confident that the brand, AJ, will be one of the first Thai brands that most consumers speak of.

## (2) Product Selection, After-sales Services, and Quality Assurance

The Group understands that brand awareness can influence a consumer's decision to purchase. However, such decision also depends on whether the product quality and features meet the needs of consumers; therefore, the Company's Sale and Marketing Department has been assigned to constantly survey the market and consumer needs as well as compare product characteristics of the Group's with other operators' in order to develop and improve the Group's products to match consumers' demand and compete with other operators. for example, products in the group of electrical appliances, products in the group of EV Bike have a 1-2 Year warranty for product quality, along with distribution centers and after-sales service throughout the country. including sports shoes that chooses to sell leading brand products and has branches in many leading department stores to facilitate the purchasers of the Company's group of products who will come to use the service.

## (3) Reasonable Pricing

As the target customers of the Company are mostly are low to mid-level consumers, pricing is an important strategy because, in terms of consumer spending, customers in these target groups consider the product's value, price and quality rather before durability. Therefore, the price of a product is one of the most important factors in making a purchase decision. The quality of the Company's products is comparable to that of foreign brands' while the price is close to domestic brands. Accordingly, the Group believes that the appropriate quality and pricing are one of the most important factors that has enabled AJ brand to be accepted by consumers.

Although at present, the company group has added product groups. Businesses with more variety of products such as electric motorcycles sports shoes group sports equipment and others which chooses famous brands Leading is popular with consumers. But still realize the reasonable pricing. accessible and worthwhile for the needs of consumers is important.



#### (4) Sales Channel Management and Sales Staff

At present, consumer behaviors, especially those of the target customers', favor the purchase of electrical appliances through modern trade retail stores. Therefore, the Group places an emphasis on the management of distribution channels in a manner consistent with the target customers by primarily focusing on distribution channels in modern trade. With the nature of modern trade business, vendors must form a contract with the modern trade by establishing various trade terms and conditions such as the sales target, trade discounts, expense support for various activities, expenses for product distribution, sales staff at point of sale, and so on. This is considered a barrier of entry for new entrepreneurs. Each of the existing companies must closely follow their sales amounts in every branch in order to make timely adjustments to the promotion plan for each product and to compete with competitors as well as reach the initially agreed sales target with the modern trade.

Management of the company's website It is one of the key mechanisms for managing distribution channels. that will help support the income of the Company Group It is in accordance with the target and is a channel for collecting information at the point of sale of products for the Company Group. which will help the Group of Companies Able to determine and adjust marketing plans quickly and appropriately in each period.

Sales Personnel Management at present, the Group has adjusted the number of salespersons in line with sales, such as reducing employees in the electrical appliances group. Increase sales staff in the group of electric motorcycles, group of outlet stores, sports shoes and others. according to the appropriateness of sales.

At present, the Group has implemented various forms of sales management such as

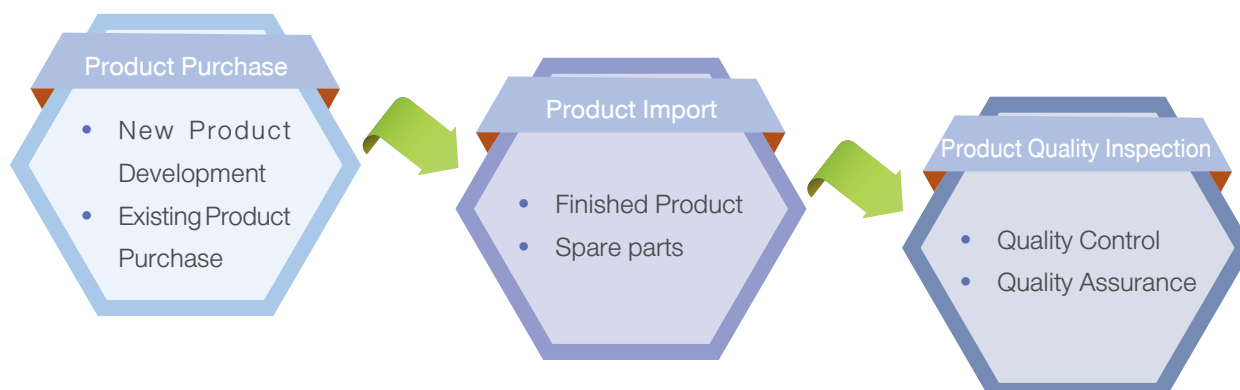
- Sales staff training prior to performing duties in order to understand the Group's products and to able to present and recommend the right product to customers as appropriate which will affect customers' purchase decision at the point of sale.
- Close supervision of sales staff to motivate and solve problems at the point of sale. Organizing sales meetings on monthly basis in order to exchange operation information as well as build a good relationship amongst sales staff and create a feeling of being a part of the organization.
- Determining appropriate sales targets and compensation for sales staff in order to increase motivation for work.
- Daily data delivery system for product sales and inventory stock of each model in order to increase efficiency in inventory management and marketing planning of the Group.

An efficient and effective sales channels and sales staff management will result in the Group's ability to maintain its competitiveness and continuous growth in line with the current situations and economic conditions.



#### 1.2.4 Product Sourcing

The procurement process of the Group can be outlined as follows



At present, The Group imports products from foreign countries, as appropriate and there is a purchase of products in the country as well the imported products are still imported from China, Hongkong, and increasing imports from European zone countries, whether it is importing or purchasing in the country. In regard to the reliability of manufacturers and distributors both in terms of product quality, expertise, production capability and deliver goods on time Including a reliable operating history of manufacturers and distributors as an important principle by adhering to the 6R system which are:

- Right Quality Purchase of products that meet the needs of the market
- Right Quantity Consideration of purchasing quantity that is consistent with sales volume
- Right Time Determination of suitable purchase and delivery periods to prevent supply shortages
- Right Price Determination of prices that corresponds to the product quality and competitive landscape
- Right Source Selection of a reliable manufacturer that produces products with quality in accordance with the Ministry of Industry
- Right Place Confirmation of correct delivery destinations

In selecting a manufacturer for a newly developed product, the Group has a policy to consider the expertise of each manufacturer as well as consider the existing vendors in the vendor list before seeking external parties.

#### 1.2.5 Market and competition circumstance

The Company acknowledges and is aware of the economic slowdown and dramatic changes in consumer behavior after the crisis caused by the recent viral epidemic, that the whole world faces, such as increasing attention to health and the environment Using technology to facilitate everyday life which the company group not calm by the company group There is a way to formulate an operational plan that is in line with economic conditions, technology and consumer behavior at all times. to increase sales and overall performance of the Company Group.

## EV Bike

For Thailand in the past The electric motorcycle market is in its infancy. Important factors regarding product cost, such as the tariff structure of imported cars, are still considered high. Including the car manufacturing industry in the country is not widespread, but in this in a period of 2-3 years the government has foreseen the future of electric vehicles. and is in the long term planning for the electric motorcycle market in Thailand. At present, there are approximately 30 brands in the market with different technologies. Both in terms of features and power capacity, which will soon be standardized by the government.

AJ EV Bike is well known in the electric motorcycle market. and is in the process of expanding the dealer base including publicizing new products which has started since 2022 and will expand more next.

### Industry circumstance of the Company's EV Bike business

Due to COVID-19, it affected the electric motorcycle business to slowdown and decrease in demand. However, there was new demand in cheap electric motorcycle segment which does not require registration and payment of annual tax. Therefore, electric motorcycle so viewed such secondary market segment and started to introduce electric motorcycle product including electric tricycle to serve new normal lifestyle in which people stay more at home, transport in short distance, and need not so expensive vehicle.

In term of electric motorcycle, AJ EV Bike has developed new model as well as battery swap station to increase user confidence.



## 1.2.6 Operating assets

### 1.2.6.1 Fixed Assets

As of December 31, 2024 transactions and net book value after deducting accumulated depreciation of main fixed assets used in the Group's business are as follows:

| Detail  | Ownership   | Book value<br>(THB million)                             | Obligation                      |
|---|---|---|---------------------------------|
| 1. Head office located at 427/2, Rama 2 Road, Samaedum Sub-district, Bangkhuntian District, Bangkok 10150<br>- Land with area in number of 13 rais, 2 ngans, 87.2 square wahs. Title deed number 4123 and 4124  | Ownership   | 346.64  |                                 |
| 2. Branch (factory) located at 30/10-14, Moo 5, Riebklongseewahpasawad Road, Kokkrabue Sub-district, Mueang Samuthsakorn District, Samuthsakorn 74000.<br>- Land with area in number of 6 rais, 80.6 square wahs. Title deed number 56823, 60967, 64921, and 66720.<br>- Land improvement<br>- Building and improvement<br>- Office equipment<br>- Equipment and machine (Forklift)<br>- Bitcoin<br>- Assets during construction and installation | Ownership<br>Ownership<br>Ownership<br>Ownership<br>Ownership<br>Ownership<br>Ownership | 17.32<br>0.06<br>38.18<br>1.92<br>0.97<br>82.82<br>0.78 | -<br>-<br>-<br>-<br>-<br>-<br>- |
| 3. Vehicle  | Ownership   | 10.25   | -                               |
| <b>TOTAL</b>  |   | <b>498.93</b>   |                                 |

As of 31 December 2024, the Group has vehicle use in transportation of goods, e.g., 5 units of four-wheel vehicle (pick-up), 1 unit of six-wheel vehicle, 2 unit of passenger car, 1 unit of electric car, 1 unit of small electric car, 130 units of electric motorcycle, 6 units of tricycle, and 38 units of electric bike. All vehicles have accident insurance

### 1.2.6.2 Intangible asset




As of 31 December 2024, the Group's intangible asset had value of THB 2.69 million. Most of intangible asset consisted of operating system and software license.

As of 31 December 2024, the Company had right-of-use assets, namely building space rental agreements. With book value of THB 44.26 million.



### 1.2.6.3 Trade Mark

As of December 31, 2024, the Group has the following important trademarks:

| Trade Mark   | Owner   | Product/<br>Service<br>Type | Registration<br>number /<br>registered<br>country | Protection<br>period |
|--|---------|-----------------------------|---|----------------------|
|   | Company | Electrical<br>appliance     | C1/251102394<br>Thailand                          | 10 Years             |
|   | Company | Electrical<br>appliance     | C1/251106523<br>Thailand                          | 10 Years             |
|  | Company | EV BIKE                     | C1/251106525<br>Thailand                          | 10 Years             |

### 1.2.6.4 Policy on investment in subsidiary and associated company

The Company has policy to invest in business that align with the Company's vision by focusing on investment in new business that have sustainable growth which will reduce the Company's risk from dependency on core business, including investment in business that support core business to increase the Group's operation flexibility. In this regard, the Company will analyze feasibility of investment and consider potential and risk of investment. There will be appropriate procedure for analyzing investment. In requesting approval of such investment, it will comply with relevant public limited company law, the notification of the Capital Market Supervisory Board, the notification of Securities and Exchange Commission, and the notification of the Stock Exchange of Thailand.



#### 1.2.6.5 Insurance for assets used in business

As of December 31, 2024, the Group has insurance for assets used in business operations. The details are as follows:

##### (1) Insurance Policy Number 14016-108-250010031

|   |  |
|---|--|
| <b>Insurer</b>                          | AJ Advance Technology Public Company Limited   |
| <b>Assured</b>                          | AJ Advance Technology Public Company Limited   |
| <b>Insured company</b>                  | DHIPAYA INSURANCE PUBLIC COMPANY LIMITED   |
| <b>Beneficiary</b>                      | AJ Advance Technology Public Company Limited   |
| <b>Protection period</b>                | 1 Year starting from 27 January 2025 to 27 January 2026  |
| <b>Insured capital</b>                  | THB 278,981,603.99   |
| <b>Location of the insured property</b> | <ol style="list-style-type: none"> <li>427/2, Rama 2 Road, Samaedum Sub-district, Bangkhuntian District, Bangkok 10150</li> <li>427/6, Rama 2 Road, Samacдум Sub-district, Bangkhuntian District, Bangkok 10150</li> <li>30/10-14, Moo 5, Riebklongseewahpasawad Road, Kokkrabue Sub-district, Mueang Samuthsakorn District, Samuthsakorn 74000</li> </ol> |
| <b>Insured asset</b>                    | Office building and warehouse, including improvement of building, machine, equipment, and inventories stored in head office warehouse and warehouse.   |
| <b>Type of protection</b>               | Loss or damage on insured asset from fire, lightning, water, and wind damage.  |

#### 1.2.6.6 Important business agreement

As of 31 December 2024, the Group has important business agreements as follows:

##### (1) Transportation service agreement

The Company appointed 1 transportation service providers to transport the Group's product to store and shop in upcountry with the important details as follows:

| Counterparty                    | Transportation service provider   |
|---------------------------------|---|
| <b>Agreement period</b>         | According to size of package or type of product / charter rate  |
| <b>Termination of agreement</b> | <ul style="list-style-type: none"> <li>Transportation service provider</li> <li>According to size of package or type of product / charter rate</li> <li>The transportation company charge service fee in two forms, i.e., charge service fee based on size of packaging and add on according to product type, e.g., in case of large product, e.g., television and washing machine etc, which need care in transportation. The service fee will be charged based on distance and increase if the destination is in remote area or outside district, or charge on charter basis. In addition, the service fee will be based on type of transportation vehicle, distance, and fuel price. If there is any change on service fee, the transportation service provider will inform in written.</li> </ul> |

- In case of receiving returned product from store, it will change service fee similar to deliver of product. In this regard, the Company will have to receive returned product from transportation service provider within specified period.
- The service provider will be responsible for product lost or damage during transportation as per actual damage by not exceeding maximum compensation rate per package as specified by the service provider, except for not occur from transportation, e.g., expiration of product, lack of product in packaging, or damage on packaging not caused by transportation etc. In this regard, the service provide will strictly not to unpack the package.

## (2) Transportation vehicle service agreement

The Company hired 2 individual persons to act as driver of the Group's transportation vehicle with the important details as follows:

|                          |   |
|--------------------------|---|
| Counterparty             | Transportation service provider.  |
| Agreement period         | 1 year.   |
| Termination of agreement | <ul style="list-style-type: none"> <li>• Either party breaches condition in agreement.</li> </ul>   |
| Important conditions     | <ul style="list-style-type: none"> <li>• The service provider must be approved in accordance with land transport law and have experience in transportation.</li> <li>• The service provider will be responsible for procuring transportation vehicle, including all expenses incurred in transportation, e.g., fuel expense, expressway expense, and tollway expense etc. In this regard, the service provider will be responsible for oversee the Company's asset and provide deposit for damage in the amount of THB 10,000.</li> <li>• The service provider will charge service fee at THB 1,000 per trip plus any additional destination of THB 100 per destination for providing service in Bangkok and vicinity.</li> </ul> |

## (3) Agent appointment agreement

The Company entered to agent appointment agreement with one company. Under such agreement, the agent company will be responsible for procuring member and providing service to member with respect to shopping through website in which the Company has contract to procure member and provide service to member. In this regard, the Company is obliged to pay commission fee per rate as specified in agreement. The agent appointment agreement has period of 12 months.

## (4) Collaboration agreement

The Company entered to collaboration agreement with one financial institution and one company (in which the Company has contract to procure member and provide service to member). The financial institution will be responsible for conducting marketing activity and providing online financial transaction service for shopping through website. In this regard, the Company is obliged



to pay service fee per rate as specified in agreement. The collaboration agreement has period of 12 months.

#### (5) Agent appointment agreement

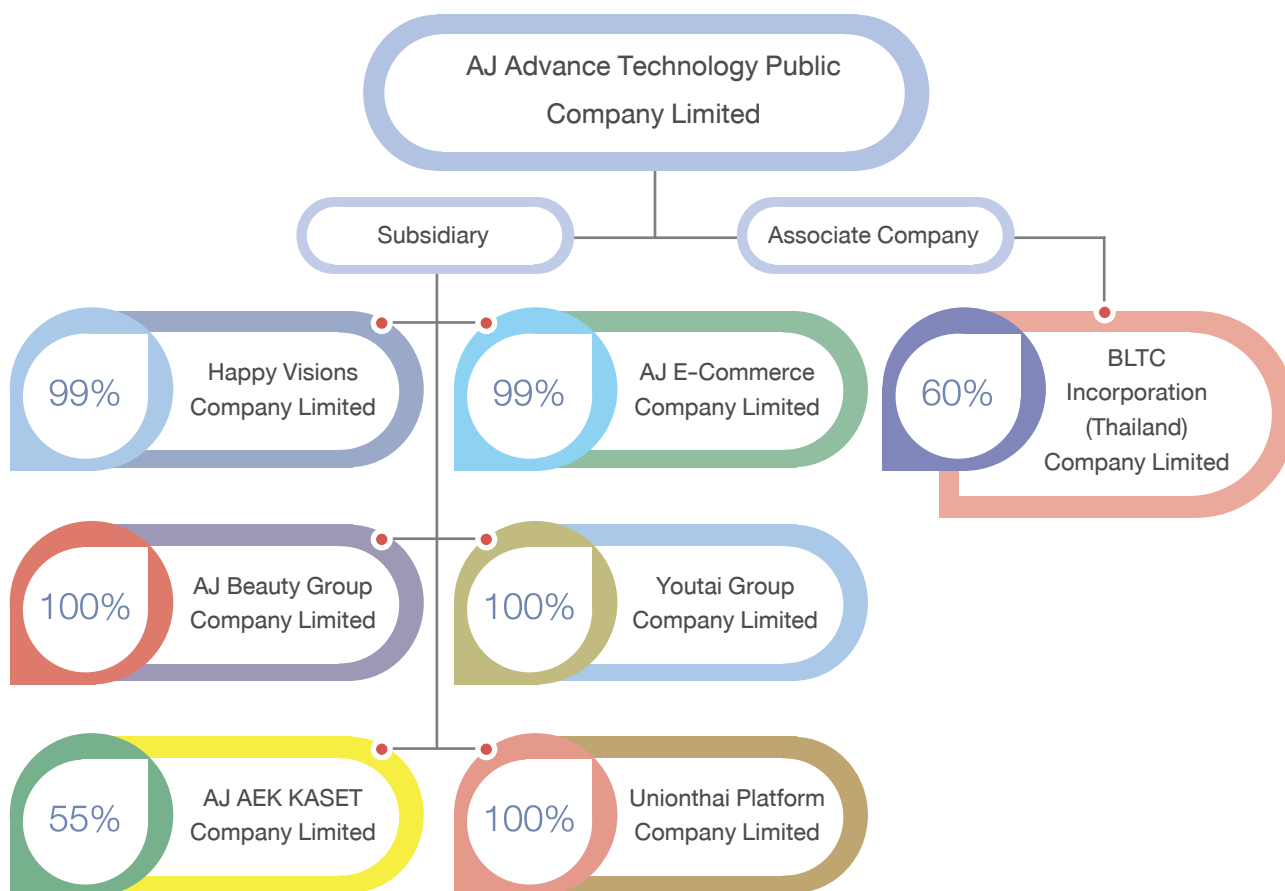
The Company entered to agent appointment agreement with one company. Under such agreement, the agent company will be responsible for procuring member and providing service to member with respect to shopping through website in which the Company has contract to procure member and provide service to member. In this regard, the Company is obliged to pay commission fee per rate as specified in agreement. The agent appointment agreement has period of 12 months.

#### (6) Building space rental agreement

The group of companies entered into a building space rental agreement with an unrelated company for a period of 2-6 years, used for the retail business of sports shoes, sports equipment, and others (Outlet Pro stores).

### 1.3 The Group's shareholding structure

As of 31 December 2024, the Group's shareholding structure is as follows:



**Remark:** 1. Residual shares held by following person:

- Best Incorporation Company Limited of 91,260 shares, or equivalent to 25.00 percent of total issued and paid-up shares.
- Da Yun Yuan Company Limited of 53,752 shares, or equivalent to 14.73 percent of total issued and paid-up shares.

### 1.3.1 Policy to segregate operation of the Group

At present, the Company mainly engages in distributing of electrical appliances electric motorcycle while engaging in other businesses to align with goal to strengthen the Group by investing in business that have sustainable growth. In this regard, the Company has policy to segregate operation in accordance with business of each company. In 2024, the operation was segregated into 4 segments as follows:

- Segment 1: wholesale and retail of electrical appliance, including equipment.
- Segment 2: mobile top-up and electronic payment service. (discontinued operation)
- Segment 3 distribution of sport shoe sports equipment and other (Out let pro)
- Segment 4 Electric motorcycle and equipment.
- Segment 5 Mining digital assets
- Segment 6 Sale chemical organic fertilizer
- Segment 7 others, e.g., member registration of Alibaba etc.

### 1.3.2 Information of subsidiaries and associates

#### (1) AJ Beauty Group Company Limited

|  |  |
|--|--|
| Head office location                           | 427/2 Rama 2 Road, Kwang Samaedum, Khet Bangkhuntian Bangkok 10150                         |
| Type of business                               | : Engages in dermatology and beauty clinics in Bangkok and other provinces                 |
| Telephone                                      | : 0-2451-6888  |
| Fax  | : 0-2451-5490  |
| Registered Capital<br>(As of 31 December 2024) | : THB 20,000,000.00, consist of 2,000,000 shares with par value of THB 10.00 per share     |
| Paid-up capital<br>(As of 31 December 2024)    | : THB 10,000,000.00, consist of 2,000,000 shares with paid-up value of THB 5.00 per share. |
| Number of shares /                             | : 1,999,998 shares / 99%   |
| Shareholding of the Company                    |  |
| Remark   | : At present, AJ Beauty Group Company Limited has not proceed Business.                    |

## (2) Youtai Group Company Limited

|   |   |
|---|---|
| Head office location                              | 427/2 Rama 2 Road, Kwang Samaedum, Khet Bangkhuntian Bangkok 10150                        |
| Type of business                                  | : Exports products and provides trading services for members via website                  |
| Telephone   | : 0-2451-6888   |
| Fax   | : 0-2451-5490   |
| Registered capital<br>(As of 31 December 2024)    | : THB 50,000,000.00, consist of 500,000 shares with par value of THB 100.00 per share.    |
| Paid-up capital<br>(As of 31 December 2024)       | : THB 12,500,000.00, consist of 500,000 shares with paid-up value of THB 25.00 per share. |
| Number of shares /<br>Shareholding of the Company | : 499,998 shares / 100%   |
| Remark  | : At present, Youtai Group Company Limited has ceased its business operation.             |

## (3) AJ E-commerce Company Limited

|   |   |
|---|---|
| Head office location                              | 427/2 Rama 2 Road, Kwang Samaedum, Khet Bangkhuntian Bangkok 10150  |
| Type of business                                  | : Engages in e-commerce business by being a subscription agent and service provider for Alibaba members in Thailand |
| Telephone   | : 0-2451-6888   |
| Fax   | : 0-2451-5490   |
| Registered capital<br>(As of 31 December 2024)    | : THB 5,000,000.00, consist of 50,000 shares with par value of THB 100.00 per share.                                |
| Paid-up capital<br>(As of 31 December 2024)       | : THB 5,000,000.00, consist of 50,000 shares with paid-up value of THB 100.00 per share.                            |
| Number of shares /<br>Shareholding of the Company | : 49,500 shares / 99%   |



**(4) Happy Visions Company Limited**

|   |  |
|---|--|
| Head office location                              | 427/2 Rama 2 Road, Kwang Samaedum, Khet Bangkhuntian<br>Bangkok 10150                          |
| Type of business                                  | : Sells sports sneakers  |
| Telephone   | : 0-2451-6888  |
| Fax   | : 0-2451-5490  |
| Registered capital<br>(As of 31 December 2024)    | : THB 20,000,000.00, consist of 2,000,000 shares with par value<br>of THB 10.00 per share.     |
| Paid-up capital<br>(As of 31 December 2024)       | : THB 20,000,000.00, consist of 2,000,000 shares with paid-up<br>value of THB 10.00 per share. |
| Number of shares /<br>Shareholding of the Company | : 1,980,000 shares / 99%   |

**(5) Unionthai Platform Company Limited**

|   |  |
|---|--|
| Head office location                              | 427/2 Rama 2 Road, Kwang Samaedum, Khet Bangkhuntian<br>Bangkok 10150  |
| Type of business                                  | : Provides investment platform and online management services<br>for small and medium-sized businesses in Thailand |
| Telephone   | : 0-2451-6888  |
| Fax   | : 0-2451-5490  |
| Registered capital<br>(As of 31 December 2024)    | : THB 1,000,000.00, consist of 100,000 shares with par value<br>of THB 10.00 per share.                            |
| Paid-up capital<br>(As of 31 December 2024)       | : THB 1,000,000.00, consist of 100,000 shares with paid-up<br>value of THB 10.00 per share.                        |
| Number of shares /<br>Shareholding of the Company | : 99,997 shares / 100%   |
| Remark  | : At present, AJ Beauty Group Company Limited has not<br>proceed Business.   |

#### (6) AJ AKE KASET Company Limited

|   |  |
|---|--|
| Head office location                              | 427/2 Rama 2 Road, Kwang Samaedum, Khet Bangkhuntian Bangkok 10150   |
| Type of business                                  | : Business of Chemical Fertilizer Manufacture and Distribution   |
| Telephone   | : 0-2451-6888  |
| Fax   | : 0-2451-5490  |
| Registered capital<br>(As of 31 December 2024)    | : THB 20,000,000, consist of 200,000 shares with par value of THB 100.00 per share.  |
| Paid-up capital<br>(As of 31 December 2024)       | : THB 5,000,000, consist of 50,000 shares with paid-up value of THB 100 per share.   |
| Number of shares /<br>Shareholding of the Company | : 110,000 shares / 55%   |
| Remark  | : AJ AKE KASET Company Limited started business in the quarter 1/2024<br><br>On January 12, 2024, the Board of Directors resolved to approve the establishment of a subsidiary.<br><br>Company name: AJ AKE KASET Company Limited. ("AJK") to operate the business of producing and distributing organic chemical fertilizers. |

#### (7) BLTC Incorporation (Thailand) Company Limited

|   |  |
|---|--|
| Head office location                              | : No. 825 Phairotkitcha Building, Floor 12A, Debaratana Road, Bang Na Nuea Sub-district, Bang Na District, Bangkok   |
| Type of business                                  | : Logistic   |
| Telephone   | : 0-2108-8008  |
| Registered capital<br>(As of 31 December 2024)    | : THB 65,710,000.00, consist of 657,100 shares with par value of THB 100.00 per share.   |
| Paid-up capital<br>(As of 31 December 2024)       | : THB 65,710,000.00, consist of 657,100 shares with paid-up value of THB 100.00 per share.   |
| Number of shares /<br>Shareholding of the Company | : 396,047 shares / 60%   |
| Remark  | : According to shareholder agreement, the Company will have voting rights only 13.4 of total voting rights, therefore the Company so does not have controlling power over BLTC Incorporation (Thailand) Company Limited. |

### 1.3.3 List of shareholders

As of November 27, 2024 the Company's top 10 shareholders are as follows:

| No.                        | Name  | Number of shares     | Percent       |
|----------------------------|---|----------------------|---------------|
| 1.                         | Mr. Amorn Meemano   | 530,180,596          | 9.88          |
| 2.                         | Ms. Jintana Meemano                                       | 252,135,474          | 4.70          |
| 3.                         | Ms. Nasikar Meemanonuns                                   | 238,734,354          | 4.45          |
| 4.                         | Mr. Nawat Itsararisil                                     | 202,431,905          | 3.77          |
| 5.                         | Ms. Wanida Wasiphanphong                                  | 187,434,591          | 3.49          |
| 6.                         | Mr. Suwit Pipatwilailul                                   | 179,977,455          | 3.35          |
| 7.                         | Mr. Pipat Patiwetphinyo                                   | 173,586,402          | 3.23          |
| 8.                         | Thai NVDR Company Limited                                 | 116,249,474          | 2.17          |
| 9.                         | Ms. Chinda Meemano  | 109,369,577          | 2.04          |
| 10.                        | Thailand Securities Depository Co., Ltd.<br>for Depositor | 104,705,536          | 1.95          |
| <b>Top 10 shareholders</b> |   | <b>2,094,505,361</b> | <b>39.04</b>  |
| <b>Other shareholders</b>  |   | <b>3,270,033,667</b> | <b>60.96</b>  |
| <b>Total</b>               |   | <b>5,364,539,028</b> | <b>100.00</b> |

**Remark :** 1. Mr. Amorn Meemano's family consists of (1) Mr. Amorn Meemano and (2) Ms. Nasikar Meemanonuns aggregately hold shares of 558,914,950 shares or equivalent to 10.42 percent of total issued and paid-up shares.

2. Mr. Pipat Patiwetphinyo's family consists of (1) Mr. Pipat Patiwetphinyo and (2) Ms. Wanida Wasiphanphong aggregately hold shares of 361,020,993 shares or equivalent to 6.73 percent of total issued and paid-up shares.

### 1.4 Amount of registered and paid-up capital

As of January 30, 2025, the company has registered capital 748,348,593.70 baht divided into ordinary shares 7,483,485,937 shares with a par value of 0.10 baht per share and paid-up capital 536,453,902.80 baht.

As of November 27, 2024, Thai NVDR Company Limited holds ordinary shares in the Company of 116,249,474 shares, or equivalent to 2.17 percent of the Company's total issued and paid-up shares on such date. In this regard, the NVDR holders shall receive benefit similar to investment in the Company's ordinary shares in all aspects, e.g., rights to receive dividend, rights to subscribe newly issued ordinary share or warrant to purchase ordinary share etc.; however, the holders shall not have rights to cast their vote in shareholders' meeting. In this regard, Thai NVDR Company Limited will not exercise their voting rights in shareholders' meeting, except for exercising voting rights on resolution with respect to delist of securities from the Stock Exchange of Thailand.



## 1.5 Issuance of other securities

### 1.5.1 Warrant to Purchase Ordinary Shares of AJ Advance Technology Public Company Limited No. 3

On July 1, 2021, the Extraordinary General Meeting of Shareholders No. 1/2021 passed a resolution approving the issuance and offering of warrants to purchase ordinary shares of the Company No. 3 in the amount not exceeding 1,060,073,686 units to the existing shareholders. according to shareholding free of charge in the allocation ratio of 4 existing ordinary shares per 1 unit of warrant (In the case of fractions to be rounded off) by specifying the names of shareholders who will be allocated warrants on August 4, 2021 and on September 1, 2021, the Company issued warrants in the amount of 1,059,269,011 units of warrants with important details as follows:

| Topic  | Discription  |
|--|--|
| <b>Issuer</b>  | AJ Advance Technology Public Company Limited   |
| <b>Type of warrants</b>                                  | Identify holder and can be transferred   |
| <b>Term of Warrants</b>                                  | Not exceeding 3 years from the issuing and offering date of AJA-W3 the due on August 30, 2024  |
| <b>Exercise Ratio</b>                                    | 1 unit of warrant has a right to purchase 1.071 ordinary share, except to change in accordance with the adjustment of rights.  |
| <b>Exercise Price</b>                                    | Baht 0.186 per share, except to change in accordance with the adjustment of rights.  |
| <b>Exercise Period</b>                                   | Every last business day of March, June, September and December of each year until the maturity date of AJA-W3. The last exercise date is the maturity date. In case the exercise date is on the holiday of the Company, the exercise date will be made on the last business day prior to each exercise date. |
| <b>Last day of exercising</b>                            | August 30, 2024  |
| <b>Number of shares reserved for exercising warrants</b> | 1,060,073,686 shares with par value of Baht 0.10   |
| <b>Number of warrants that have not been exercised</b>   | 982,685,441 units and has expired from the last exercise of conversion rights on August 31, 2024.  |

### 1.5.2 AJ Advance Technology Public Company Limited No. 4 (AJA-W4)

On February 3, 2022, the Extraordinary General Meeting of Shareholders No. 1/2022 passed a resolution approving the issuance and offering of warrants to purchase ordinary shares of the Company No. 4 in the amount not exceeding 492,102,152 units to the existing shareholders. of the company subscribed and allocated newly issued ordinary shares free of charge at the ratio of 1 newly issued ordinary share per 2 warrants. From the calculation according to the aforementioned warrant allocation ratio, the aforementioned fractions must be eliminated and the Company expects to issue such warrants on April 1, 2022. The warrants have important details as follows:

| Topic   | Description   |
|---|---|
| <b>Securities issuer</b>  | AJ Advance Technology Public Company Limited  |
| <b>Type of the Warrants</b>   | In named certificate and transferable.  |
| <b>Term of the Warrants</b>   | Not exceeding 3 years from the issuance date of the Warrants. which will be due within August 31, 2024  |
| <b>Exercise Ratio</b>   | One unit of the Warrants has rights to purchase 1 newly issued ordinary share.<br>(subject to adjustment as specified in adjustment conditions)   |
| <b>Exercise Price</b>   | THB 0.40 per share (at par value of THB 0.10 per share) subject to adjustment of exercise price as specified in adjustment conditions.  |
| <b>Exercise Period and</b>  | The Warrants' holders shall be entitled to exercise their rights on the last business day   |
| <b>Exercise Date</b>  | of March, June, September, and December throughout the term of the Warrants. The last exercise date will be on the expiry date of the Warrants.<br>In case the exercise date is not the business day of the Company or the Stock Exchange of Thailand, the exercise date shall be the last business day before the exercise date. |
| <b>Last day of exercising</b>   | March 31, 2025  |
| <b>Number of Ordinary Shares Reserved for Exercise of the</b>               | 492,102,152 shares (at par value of THB 0.10 per shares).   |
| <b>Number of warrants that have not been exercised as December 31, 2024</b> | 492,102,140 units   |

## 1.6 Dividend Payment Policy

### 1.6.1 Company's dividend policy

The Company has a policy to pay dividend at the minimum of 40% of net profit after corporate income taxes and all statutory reserves. However, the Company may pay dividend less than the amount specified above or may not pay dividend, if the Company requires capital for business expansion.

In addition, the Board of Directors' resolution on approval of the dividend payment is required to be proposed to the shareholders' meeting for approval, except in the case of interim dividends, where the Board of Directors has the authority to approve and then report to the shareholders' meeting for acknowledgement in the next meeting.

### 1.6.2 Dividend Policy of Subsidiaries

Determination of dividend payment of subsidiaries is under the authority of the Board of Directors and/or the shareholders' meeting of each subsidiary. It depends on the operating results, financial status and liquidity of the said subsidiary. including the need to use working capital for operations Future business expansion plans and other factors related to the management of the said subsidiary as the Board of Directors of the said subsidiary deems appropriate.

In addition, in order to make the dividend payment of the subsidiary company in accordance with the good corporate governance be transparent and can check when the subsidiary pays dividends The Board of Directors of each subsidiary company must report to the Board of Directors' meeting of the Company will be informed in the next meeting.





## Risk Management

### 2.1 Risk management policy and plan

The Company emphasizes on risk management which is part of corporate governance principle to drive the organization to grow and expand business with stability. The Company so prepares risk management policy to use as operation guideline for all personnel in the Group which will allow the Group's risk management procedure to be consistent with the details as follows:

#### **Risk identification**

Employee in each division will discuss to identify potential risk which may occur in their operation procedure and propose such with to executive to assess risk. In this regard, to create systematic on risk management, the Company so categorizes risk into 4 types as follows:

- 1.1 Strategic risk:** risk relating to define of strategy, operating plan, and implementation of such plan inappropriately, including change of internal factor and external factor which affect defining of strategy or operation to achieve core objective and goal of the Group.
- 1.2 Operational risk:** risk relating to operation in each process or activity in the Group, including risk relating to manage of information with respect to technology, information, and know-how etc. In this regard, operational risk may affect efficiency of operation procedure and achievement of the Group's core objective.
- 1.3 Financial risk:** risk relating to financial management which may be risk occurred from internal factor, e.g., credit liquidity management and investment risk etc., or external factor, e.g., change of interest rate, change of exchange rate, and counterparty risk etc., which may affect existence or cause damage to the Group.
- 1.4 Compliance risk:** risk occurred from not complying with relevant rules and regulations specified by regulators, e.g., the Office of the Securities and Exchange Commission etc., including legal risk relating to the Group's business, as well as not be able to comply with policies and procedures as specified by relevant regulators. If this risk occur, it may affect overall reputation and image of the organization.

#### **Risk assessment**

The Company specifies procedure to assess operating result and risk which may affect the Group at least 1 time per year. The executives will assess risks which may be occurred to propose to the Company's board of directors and audit committee to acknowledge, and propose alternative to eliminate risk or limit risk within acceptable level.

In risk assessment procedure, the relevant personnel will consider possibility, cause, and potential effect from such risk, and assess the severity of such risk, to prioritize based on importance. If such risk is higher than acceptable level, the Company will implement risk management process to manage further.

### **Risk management**

To define risk management plan, the plan will be proposed to the Company's board of directors and audit committee to consider and approve allocation of necessity resource for using in operation. In this regard, the allocation of such resource will not affect operation of the Group in which the Group can still operate to achieve goal and objective. In this regard, it must compare potential cost with expected benefit to be received, including relevant laws and regulations.

### **Monitoring and evaluation of risk management**

Each division will prepare report to define indicator and criteria to indicate that if such division will be affected from risk more than specified criteria or not, so that the risk management is always effective. In case the indicator reach the threshold criteria, such division will have duty to report to the executives to acknowledge of such risk immediately.

The executives will report risk management evaluation to the audit committee and the Company's board of directors at least every quarter. The audit committee has duty to assess dependability of overall risk management procedure of the Group on annually basis.

### **Information and communication**

The Company will ensure that there is communication and information technology to allow all personnel of the Group, e.g., executives or employees, to understand risk management procedure and their duty on risk management, including reporting of risk management to such personnel to aware incur risk, as well as result of such risk management. In this regard, the Company will ensure that there is communication of information relating to risk management from both inside and outside the Group, and knowledge relating to risk management on regular basis, to allow the Group's personnel to receive current information.

### **Review of policy**

The audit committee will have to review policy on annually basis. In this regard, there will be an audit on efficiency and effectiveness to propose recommendation to the Company's board of directors to approve in case there is any change.

## **2.2 Risk factor on the Company's business**

In determining risk factor, the Company has analyzed risk factor of each company as each company in the Group operates business that have difference characteristic to reflect risk of each business properly. In this regard, the investment in subsidiary by the Company will adhere joint investment policy in which the Company must be major shareholder who have significant shareholding proportion to reduce risk on knowledge and expertise in such business. In the meantime, it can determine direction of business reasonably; however, on the other hand, the Company will expose to risk from joint operation. In this regard, important risk factors of the Company and subsidiaries can be summarized as follows:

## 2.2.1 Risks from the Company's business operations

### 2.2.1.1 Risks from Economic Slowdown

Risks from Economic Slowdown in the past 3 to 7 years: The economic slowdown in the previous 3-6 years has lowered consumers' purchasing power. Since the Company's main products are audio & visual products and home appliances with target groups covering consumers in all segments from low to high income, a reduction in purchasing power will have an adverse direct impact to the Company's sales. However, the Company has made an effort to stimulate sales by creating various promotional campaigns which partly help to boost up revenue.

### 2.2.1.2 Risks from Changes in Technology

Audio products are mainly electronic products such as DVD players, etc. The products in this group change technology quite quickly. It will result in obsolescence of the product. To reduce the risk and the chance of obsolete products, the company needs to constantly develop products to be up-to-date. At the same time, it must keep an eye on changes in consumer behavior, which the company found that responding to changes in technology. market in Bangkok and the main districts and provincial markets have different responses. Therefore, the product must be presented to be different. To reduce the risk of obsolete and outdated products, and for products that start slowing down, the company will stimulate sales. By organizing promotions such as price reductions, organizing products for sale as a set or trailer sales, setting up a booth, organizing an Expo to accelerate the release of products and reduce the impact.

### 2.2.1.3 Risks from Exchange Rates.

The Company has the same exchange rate risk as other importers of products from foreign countries for sale in Thailand. from the fact that the company Major orders for electrical appliances are denominated in US Dollars.

### 2.2.1.4 Risk from operating bitcoin mining business and investment in digital asset.

#### 1. Risk from volatility of bitcoin price

Price of digital assets, including bitcoin, is continuously changing and highly volatile; however, the Company does not need to sell bitcoin immediately after receiving from mining. The Company may wait to sell bitcoin at appropriate timing to yield the best benefit to the Company. However, if the price of coin decrease, it may affect the Company to incur loss from operation or record impairment on digital asset.

Furthermore, the Company has policy to recruit personnel which have knowledge, expertise, and experience in investment in digital assets to support the investment in digital assets, as well as monitor news and information with regard to digital assets regularly to allow the Company to invest in digital assets appropriately.



2. Risk from cybercrime

As the operating of bitcoin mining business and investment in digital assets business are conducted via online system in which there were cybercrime incident continuously. If such incident occur with the Company, it may affect the Company's financial position and performance significantly. The Company has managed such risk by recruiting personnel which have knowledge and experience in information technology, as well as use efficiency hardware and software, to reduce risk from cybercrime. The Company will also only trade bitcoin in the digital assets exchange approved by the Office of the Securities and Exchange Commission, as well as keep digital asset. The Company has implemented various measure with respect to keep of digital asset to prevent potential risk by imposing relevant personnel on mining process to transfer all digital asset, which is receive from the mining process, from the account opened with Mining Pool operator to the digital asset trading account of the Company on daily basis. In this regard, the accounting and finance department will audit on correctness of transfer of digital asset. For the digital asset trading account, the Company has assigned 2 personnel, which are assigned by chief executive officer, to mange account together, i.e., the first personnel will keep username and password, and the second personnel will keep authenticator, in which the access to digital asset trading account will require information from those two portion.

3. Risk from operation result is not as expected

As the mining of cryptocurrency, e.g., bitcoin, the bitcoin earning rate may be differed from the Company's expectation which is depended on Hash Rate of the Company compared to overall bitcoin miner. Therefore, it is possible that the Company may receive bitcoin less than expectation and the operating result will not be as expected. However, the Company well aware of such risk and prudently consider appropriate investment cost of bitcoin mining machine as well as selecting appropriate cryptocurrency to mine, and participate in mining pool to reduce such risk.

4. Risk from tax

At present, the government is in the process of issuing taxation criteria on trading of digital assets. Therefore, the Company may have risk as the taxation criteria may result in the Company paying tax more than expectation. However, the Company well aware of such risk and closely monitor situation on taxation.

**2.2.1.5 Risk from operating bitcoin mining business only.**

1. Risk from operation result is not as expected

As the mining of cryptocurrency, e.g., bitcoin, the bitcoin earning rate may be differed from the Company's expectation which is depended on Hash Rate of the Company compared to overall bitcoin miner. Therefore, it is possible that the Company may receive bitcoin less than expectation and the operating result will not be as expected, and may affect the Company

to incur loss from operation. However, the Company well aware of such risk and prudently consider appropriate investment cost of bitcoin mining machine as well as selecting appropriate cryptocurrency to mine. In this regard, the Company opts to mine bitcoin and participate in mining pool to reduce such risk.

2. Risk from electricity expense is higher than expect

As the main expense in operating of bitcoin mining machine is electricity expense in which electricity expense may change in future by depending on demand and supply of the country. Therefore, the Company so has risk if the electricity expense increase and may result in operating result of bitcoin mining business is not as expected. In addition, as the bitcoin mining operator can do business at any place of the world, in which each country will have difference electricity price structure. Therefore if the overall electricity price of foreign county decrease, it may affect the Company which operate business in Thailand. The Company has measure to manage risk by studying on way to save electricity expense, including investment in alternative energy, e.g., solar power etc. Furthermore, if the Company foresee opportunity to relocation business location to country which have lower electricity price and may be worthiness when compared to relocation cost, the Company may consider to relocate business location. However, the relocation may create risks on other aspects, e.g., exchange rate and regulation etc. Before the Company proceeding in any way, the Company will consider on the appropriateness to maximize benefit of the Company and shareholder.

3. Risk from obsolescence of equipment

As the bitcoin mining machine is information technology equipment. Therefore, if there is new technology, the bitcoin mining machine invested by the Company at present may be obsolete and may have Hash Rate lower than new miner, and the Company's return may be lower than expectation. However, the Company will manage this risk by studying qualification of bitcoin mining machine thoroughly and consider trend of technology development before making investment decision.

4. Risk from engaging in business which may affect environment

As the operating of bitcoin mining business, it required significant electricity to operate which may indirectly affect environment due to the main fuels to generate electricity in Thailand are coal and natural gas. However, the Company aware of importance of environment and has considered various ways to reduce impact to environment, e.g., investment in solar cell to generate electricity from solar etc.

## **2.2.2 Risks from the Company's business operations, AJ E-commerce Co., Ltd., Youtai Group Co., Ltd.**

### **2.2.2.1 Risks from Non-Renewal of Dealer's Contracts**

Dealer Contracts are one of the most important elements for businesses that require the approval of brand suppliers or owners. The nature of the contracts in this field consists of auto-renew, and limited time where both parties have to consider the renewal of contract at the end of each term. For those contracts with scheduled renewal period, the Company has a potential risk of agreement cancellation which may result in a loss of revenue for that product line. However, having been a long-standing business partner with strict adherence to the conditions set forth in each of the contracts, the Company believes it will be trusted as a business partner going forward.

In the contract renewal process, the other party may request to adjust the conditions in the agreement to increase the compensations in accordance to normal business. Nonetheless, from having been in cooperation for a considerable amount of time, if required, the Company will negotiate with the other party to reach an agreement that is a mutual benefit and acceptable for both parties.

### **2.2.2.2 Risks from Overseas Suppliers Doing Business in Thailand**

The Company's subsidiaries, associated companies, and joint ventures are resellers that also recruit new members and distributors. Typically, each dealer is responsible for their own marketing of the products. In the event that the brand owners wish to directly market their own products in Thailand, for example, the right to be an electric vehicle dealer in Thailand, the Company believes it is possible albeit with difficulty as the vehicles market in Thailand is small and Thai vehicle consumers have unique behaviors which requires a substantial understanding and expertise in order to successfully operate. The owner of the product or service has not yet decided to expand its investment in the near term. Thus, cooperation with local entrepreneurs is believed to be the best option, however, for measures to reduce the risk in the opportunity for product owners to enter business in Thailand by themselves, it is more specialized to take care of and provide customer service. Shaking hands with partners with business expertise and experience Have a good customer base, etc. or Alibaba recruitment business, in addition to the right to be an agent to recruit members The company needs to provide additional services to customers such as The service provides information about the product. Suggesting or creating pages that capture the customer's attention. Providing various advice that can support and increase sales for customers, etc.

### **2.2.2.3 Risks from Economic Slowdown**

Since economic slowdowns bring about higher unemployment rates and lower average income per capita, sales figures may drop from reductions in consumer spending. Therefore, risks from economic slowdown have a direct adverse impact on customer's decision to become a member of Alibaba.

### **2.2.2.4 Risks from Exchange Rates:**

As the business involves transactions with Alibaba, which is located overseas, fluctuations in the exchange rates may increase expenses (Baht depreciation) or reduce revenues (Baht appreciation) which could decrease the subsidiary's profit.

## **2.2.3 Risks from the Company's business operations, BLTC Incorporation Co., Ltd.**

### **2.2.3.1 Risk of competition in the transportation logistics service industry.**

As of now, there are multiple similar service providers in Thailand. Therefore, the subsidiary's performance may be adversely affected if the competition intensifies further or if a new operator enters the market. Severe competitions may cause a decline in the number of customers or necessitate a reduction in prices for services, which will result in lower overall profits. Nevertheless, the company focuses on good service, fast delivery, undamaged products and also on improving services to better meet the needs of customers in the 4.0 era as much as possible.

## **2.2.4 Risks from the Company's business operations, Happy Visions Co., Ltd.**

### **2.2.4.1 Risks from Adverse Economic Conditions**

As a consequence of the recent global trade wars, the slowdown in Thailand's private consumption and high household debt level have reduced the spending power of customers in low to medium income segments. This is a potential risk as the Company may have to adjust the pricing of the products according to the economic situation. On the other hand, for customers in the high-income segment, the subsidiary must source high-technology and high-quality products in order to maintain sales figures. In this regard, the Company has alleviated this risk by providing products at reasonable prices for each customer segment which have yielded satisfactory results.

### **2.2.4.2 Risks from Fashion Trends**

Because sneakers' popularity depends on the ever-changing fashion trend, management must continuously monitor global fashion trends in order to source the right products for target customers. In doing so, the subsidiary must sell all products before they become obsolete; therefore, it is important to place an emphasis on the ordering process as well as increase the frequency of orders which will help manage the level of inventory when changes in fashion trends occur.

### **2.2.4.3 Risks from Changes in Technology**

Risks from Changes in Technology: Technological improvements in the material used for sneakers production have an impact on the demand of the products. For example, memory foam's increasing popularity for its comfortable feel has a major impact on products that utilize this material.

### **2.2.4.4 Risks from Exchange Rates**

Since most of the products are imported from abroad. Severe exchange rate fluctuations will affect the cost of imported goods.



## **2.2.5 Risks from the Company's business operations, AJ AKE KASET Co., Ltd.**

### **2.2.5.1 Risks form high fertilizer costs may affect farmers' purchasing power**

Due to importing fertilizer for sale may have higher costs. from protecting against currency risk that may fluctuate during the period causing the price of fertilizer to increase which affects the purchasing power of farmers The company therefore has to control orders. Systematic management of fertilizer stocks to be consistent with the situation on both the demand and supply sides. Able to compete in terms of price and sufficient amount of fertilizer Just in time for the seasonal demand for fertilizer by farmers.

### **2.2.5.2 Risks form fierce competition**

Seller chemical fertilizers will face severe competition from having new entrepreneurs who can easily enter the business The profit potential in the business decreases. Because there are competitors coming in to steal that market share. The company must therefore have a sales strategy. Both product quality, technology, and distribution channels Resources and marketing efforts to increase fertilizer distribution and increase customer numbers and the company has produced organic chemical fertilizers using local raw materials with controlled costs as an option for customers to add.

### **2.2.5.3 Risks form about cultivation areas, soil, weather, and environment**

Important factors of farmers' demand for fertilizer It is a matter of selecting plants that are suitable for the area, environment, and economy. They must be plants that are productive. Create income for farmers The soil conditions The weather is something you can't control. together with the El Nio and La Nia phenomena which are natural phenomena. Affecting agricultural cultivation the company therefore has to organize training projects and seminars to provide knowledge to farmers so that they can grow crops that produce produce. Continuous disease care and plant nourishment in order to return the cultivated produce as a stable income for farmers.

## **2.2.6 Risk relating to environmental, social and corporate governance**

### **2.2.6.1 Risk from environmental conservation trend is becoming more importance continuously**

At present, the consumers turn to focus more on environmental conservation by emphasizing on product production process and consume product that do not create or create minimal effect to environment. Therefore, the Company so may have risk from such environmental conservation trend if the Company cannot procure product to align with such trend. However, the executives have well aware of such risk and has seek new innovative product continuously and align with environmental conservation trend. In 2019, the Company started to import electric motorcycle or AJ EV BIKE which use electricity to mobilize and can reduce greenhouse gas and air pollution when compared to traditional motorcycle which use fuel.

### **2.2.6.2 Risk from breaching of personal data**

According to Personal Data Protection Act, B.E.2019 (including amendment) which will be effective on 1 June 2022, such act will emphasize on rights of each personal on personal data, e.g., name-surname, gender, telephone number, e-mail, and picture etc., in which the Company will have to comply with criteria in order to utilize customer's data in business operation, e.g., request permission to use data etc. If customers do not provide consent or the Company cannot comply with such criteria, it may affect the Company significantly with respect to business operation, financial position, and reputation. In this regard, the Company has well aware of such risk and support the Group's personnel to create knowledge and understanding on such act, including setting up information management system which has efficiency to reduce risk from leak of information and wrongly use of information as per criteria.

### **2.2.7 Risk relating to investment in securities**

#### **2.2.7.1 Risk from volatility of the Company's share price which may cause significant loss to investor who invest in the Company's ordinary shares**

The Company's share price may be increased or decreased sharply, depended on various factors and some factors are beyond the Company's control. The factors which may affect the Company's share price are as follows:

- Perspective on business opportunity and business operation of the Company and overall industry.
- Difference between actual financial performance and operating result, and financial performance and operating in which investors and analysts expect.
- Change of recommendation and view of analyst.
- Change of conditions which affect industry, economy, investment sentiment on the Stock Exchange of Thailand, or other events or factors.
- Announcement of other companies' operating result which operate in same business to the Company or operate in similar business.
- Change of market capitalization and share price of listed companies which operate in business similar to the Company.
- Volatility of share price which is traded on the Stock Exchange of Thailand.

In this regard, there may be other factor apart from factors as aforementioned which may affect the Company's share price significantly.

## 3 Driving of Business for Sustainability

### 3.1 Policy and objective on sustainability

According to the Company vision “AJA will be Holding Company which diversify investment in new business and create business which have sustainable growth”. Therefore, apart from the growth of the Company, the Company also focus on creating value to stakeholders which cover, environmental, social, and governance, as well as business value chain, to create sustainability to the Company and stakeholders. In this regard, the Company has defined operating strategy by categorized into 3perspective, i.e., economic, social, and environmental.

#### Economic

The Company focus on development of the Company business to have strength and create appropriate and sustainable return to shareholders under corporate governance principle by concerning effect on business value chain, as well as participating in development of community to grow with the Company.

#### Social

The Company focus on complying with relevant rules, regulations, and laws, relating to the Company’s business, including operate business under good ethics, e.g., fair treatment on employee and create career to community etc.

#### Environmental

The Company focus on operating business, which is environmentally friendly by introducing product, which is environmentally friendly, as well as promote environmental conservation culture within organization, e.g., preservation of electricity and water etc.

To achieve above goal, the Company has policy to proceed according to Sustainable Development Goal of United Nations which cover 17 topics. The examples of implementation per such guideline are as follows:

| Topic                             | Implementation of the Company   |
|-----------------------------------|---|
| <b>No poverty</b>                 | <ul style="list-style-type: none"> <li>• Pay fair compensation to the Company’s personnel.</li> <li>• Promote employment in community, including create stability in career and progress.</li> <li>• Introduce quality product with appropriate price.</li> </ul> |
| <b>Zero hunger</b>                | <ul style="list-style-type: none"> <li>• Conduct activities to relieve suffering for the community.</li> </ul>  |
| <b>Good health and well-being</b> | <ul style="list-style-type: none"> <li>• Arrange work premise which have safety and good environment.</li> <li>• Arrange appropriate health welfare for the Company’s personnel.</li> </ul>   |
| <b>Quality education</b>          | <ul style="list-style-type: none"> <li>• Promote education by awarding scholarship.</li> <li>• Development knowledge of the Company’s personnel continuously, both internal and external training.</li> </ul>   |

| Topic                  | Implementation of the Company  |
|------------------------|--|
| <b>Gender equality</b> | <ul style="list-style-type: none"> <li>The Company will treat gender equality in which the recruitment will be mainly depended on skill and capability.</li> <li>Promote organization culture to treat gender equality.</li> </ul> |
| <b>Climate action</b>  | <ul style="list-style-type: none"> <li>The Company focus on introducing product, which is environmentally friendly, e.g., electric motorcycle etc.</li> </ul>  |

### 3.2 Management effect on stakeholder in business value chain

#### 3.2.1 Business value chain

The Company manages business value chain as follows:

| Core activity                              | Implementation of the Company  |
|--|--|
| <b>Procurement of product and service</b>  | The Company has policy to procure product and service from supplier, by adhering on corporate governance by focusing on complying with trade condition, not take advantage on supplier, including procurement of product and service, which is environmentally friendly and in accordance with relevant standard, or rule, or regulation of government agency. The details of product and service procurement appeared in topic 1.2.4. |
| <b>Operation</b>                           | Before distributing product and service to customer, the Company will audit quality of product and service to be in line with specified qualification to ensure that customer will receive quality product and meet their expectation.   |
| <b>Distribution of product and service</b> | The Company have distribution channels for distributing product and service, e.g., sale agent and online channel etc., to allow the Company to offer product and service to customer efficiently, and able to deliver product and service hastily. The details of distribution channel appeared in topic 1.2.3 (4).  |
| <b>Marketing and selling</b>               | The Company focus on introducing quality product and service with appropriate price to ensure that the customer will receive quality product and service. The details of marketing and selling appeared in topic 1.2.3 (1) and (3).  |
| <b>After sale service</b>                  | The Company believes that product and service in which the Company will offer to customer is the quality product and service. However, to create customer confidence, the Company so offer after sale service in which the Company has Dealer t more than 190 center nationwide to facilitate customer.  |



| Support activity                         | Implementation of the Company  |
|--|--|
| <b>Procurement</b>                       | The Company has policy to procure with fair and the Company will not accept corruption in procurement process and will ensure that the procurement process is fair.  |
| <b>Human resource management</b>         | The Company emphasizes on human resource and believes that human resource is main factor which will create sustainability to organization. Therefore, the Company so has policy to pay fair compensation, create stability and progress in career, and create skill, capability, and knowledge to the personnel. |
| <b>Finance and accounting management</b> | The Company aware of duty and responsibility as the listed company, and so arrange effective accounting and nance system. The Company will comply with criteria relating to disclosure of nancial information and operating result, including disclosure of important information and benet to the stakeholder.  |

### 3.2.2 Analysis of stakeholders in business value chain

The Company has categorized stakeholders both inside and outside organization which have relationship with business value chain and defined operation guideline to response to stakeholders as follows:

| Stakeholders                           | Communication channel   | Expectation of stakeholders   | Response of the Company to expectation   |
|--|---|---|--|
| <b>Stakeholder inside organization</b> |   |   |  |
| <b>Shareholder</b>                     | <ul style="list-style-type: none"> <li>Shareholders' meeting.</li> <li>The Company's website.</li> <li>Information disclosure channel of the Stock Exchange of Thailand.</li> </ul> | <ul style="list-style-type: none"> <li>Good compensation and sustainable growth.</li> <li>Treat and grant rights to shareholders fairly.</li> <li>Transparent and auditable operation.</li> </ul>                           | <ul style="list-style-type: none"> <li>Operate business with prudent and care by focusing on procurement of product that is aligned with economic condition and environmentally friendly.</li> <li>Ensure that all shareholders will be able to exercise their rights as the shareholders efficiently</li> <li>Manager operation under corporate governance principle and disclosure important information completely and accurately.</li> </ul> |
| <b>Employee</b>                        | <ul style="list-style-type: none"> <li>Internal communication channel of the Company.</li> <li>Evaluation of performance.</li> <li>The Company's activities.</li> </ul>             | <ul style="list-style-type: none"> <li>Appropriate compensation.</li> <li>Appropriate welfare.</li> <li>Job security.</li> <li>Career path.</li> <li>Health and safety in workplace.</li> <li>Work life balance.</li> </ul> | <ul style="list-style-type: none"> <li>Specify compensation scheme based on duty and responsibility.</li> <li>Specify criteria relating to welfare.</li> <li>Specify appropriate criteria to evaluate performance and promote on building skill, capability, and knowledge to grow in work.</li> </ul>   |

| Stakeholders                            | Communication channel   | Expectation of stakeholders  | Response of the Company to expectation  |
|---|---|--|---|
|   |   |  | <ul style="list-style-type: none"> <li>• Arrange work premise which have good environment, including specify appropriate work hour.</li> </ul>  |
| <b>Stakeholder outside organization</b> |   |  |   |
| <b>Customer</b>                         | <ul style="list-style-type: none"> <li>• Distribution channel.</li> <li>• The Company's website.</li> <li>• After sale service center.</li> </ul> | <ul style="list-style-type: none"> <li>• Quality product and service and meet its expectation.</li> <li>• Appropriate product price.</li> <li>• After sale service.</li> </ul> | <ul style="list-style-type: none"> <li>• Continuously procuring new product and service by concerning customers' need.</li> <li>• Seek efficient procuring channel and appropriate price to offer product and service to customer with appropriate price.</li> <li>• Establish after sale service center to facilitate customer.</li> </ul> |
| <b>Supplier</b>                         | <ul style="list-style-type: none"> <li>• Product and service purchasing channel.</li> <li>• Meeting together.</li> <li>• Site visit.</li> </ul>   | <ul style="list-style-type: none"> <li>• Fair procurement process.</li> <li>• Comply with trade condition.</li> <li>• Sustainable growth together.</li> </ul>                  | <ul style="list-style-type: none"> <li>• Ensure that procurement process is fair and not accept corruption.</li> <li>• Adhere to comply with trade condition.</li> <li>• Continuously communicate with supplier with respect to trend of product and service demand.</li> </ul>   |
| <b>Competitor</b>                       | <ul style="list-style-type: none"> <li>• Meetings or seminars.</li> </ul>   | <ul style="list-style-type: none"> <li>• Fair competition.</li> </ul>  | <ul style="list-style-type: none"> <li>• Fair competition and operation under good corporate governance principle.</li> </ul>   |
| <b>Community</b>                        | <ul style="list-style-type: none"> <li>• The Company's website.</li> <li>• Community relation activity.</li> </ul>                                | <ul style="list-style-type: none"> <li>• Effect to community and environment.</li> <li>• Sustainable growth together with community.</li> </ul>                                | <ul style="list-style-type: none"> <li>• Offer product which is environmentally friendly.</li> <li>• Promote employment in community.</li> <li>• Support corporate responsibility project.</li> </ul>   |
| <b>Regulator</b>                        | <ul style="list-style-type: none"> <li>• Contact with regulator.</li> <li>• Participate activity of regulator.</li> </ul>                         | <ul style="list-style-type: none"> <li>• Comply with relevant regulations.</li> <li>• Cooperate with government agency.</li> </ul>   | <ul style="list-style-type: none"> <li>• Operate under corporate governance principle.</li> <li>• Strictly comply with criteria and law.</li> </ul>   |

### 3.3 Management on sustainability in environmental perspective

#### 3.3.1 Policy and practice on environmental perspective

The Company emphasizes on management on sustainability in environmental perspective, including business operation of the Company, and promote environmental conservation in nearby community.

For the Company's business, the Company focus on procuring and offering of product and service which is environmentally friendly, e.g., product powered by electricity instead of oil or decomposable product etc. Furthermore, the Company also has policy to promote environmental conservation inside the Company by creating culture on preservation of electricity and water. With regard to environmental conservation in nearby community, the Company has policy to arrange activities to create awareness and understanding on environmental conservation.

However, in term of greenhouse gas emission, the Company is studying on information relating to greenhouse gas emission, which is caused by the Company's business to use in defining business plan of the Company, and create sustainability in environmental perspective.

#### 3.3.2 Performance on environmental perspective

Distributing product powered by electricity instead of oil which is environmentally friendly



### 3.4 Management on sustainability in social perspective

#### 3.4.1 Policy and practice on social perspective

The Company has policy to operate business under good corporate governance principle and emphasize on stakeholders, including corporate social responsibility in various aspects with the details as follows:

##### Fair treatment on labor

The Company treats employees and staffs with fair and respect human rights, including comply with relevant laws and standards, including promoting of development of personnel capability to create maximize benefit to the Company, as well as promote teamwork to increase flexibility in work and arrange work premise which have safety, and provide appropriate compensation.

##### Fair treatment on consumer

The Company focus on offering quality product and service at appropriate price, including efficient after sale service. Furthermore, the Company will keep customers' information strictly confidentiality, and will not wrongly use such information for own or other party benefit and in compliance with relevant laws.

### Development of community and social

The Company emphasizes on community, social, and environment, by focusing on offering of product and service which is friendly with community, social, and environment, including encouraging employees to aware of responsibility to community, social, and environment.

#### 3.4.2 Performance on social perspective

Participate in donating flood relief supplies at the Disaster Prevention and Mitigation Office, Chiang Mai



Join in giving gifts to children at school



Ekachai School



Wat Pho Chai School



Bang Khun Thian Nok School



Cooperative School, Nihom Kluea



## 4 Management Discussion and Analysis

### 4.1 Financial Position and Operating Results Analysis

#### 4.1.1 Operating Results:

The Operating Results for year 2024 as of December 31st, 2024 which had the net loss attributable to owners of the parent at 95.46 million Baht. If compared with the operation result of same period last year, company had the net loss at 37.99 million baht which was loss increased at 57.47 million baht or 151.28 percent.

#### 4.1.2 Operating Results and Profitability

##### 4.1.2.1 Revenue from sales of goods and Revenue from rendering of services

##### Revenue from sales of goods

| Classify products                        | Consolidated financial statement fiscal years |               | Increased (decreased) |                |
|--|---|---------------|-----------------------|----------------|
|  | December 31,                                  |               |                       |                |
|  | 2023  | 2024          |                       |                |
|  | THB Million                                   | THB Million   | THB Million           | Percent        |
| Electrics appliance                      | 5.32  | 5.14          | (0.18)                | (3.38)         |
| Sports shoes                             | 140.73  | 127.86        | (12.87)               | (9.15)         |
| Electric Vehicle-Bike                    | 111.27  | 69.27         | (42.00)               | (37.75)        |
| chemical organic fertilizer              | -   | 11.77         | 11.77                 | 100.00         |
| Other sales                              | 3.77  | 2.32          | (1.45)                | (38.46)        |
| <b>Total Revenue from sales of goods</b> | <b>261.09</b>                                 | <b>216.36</b> | <b>(44.73)</b>        | <b>(17.13)</b> |

The Company group recorded revenue from sale in fiscal year 2023 and fiscal year 2024 in the amount of THB 261.09 million and THB 216.36 million, respectively. In fiscal year 2024, revenue from sale decreased by THB 44.73 million, or equivalent to 17.13 percent, from same period of previous year, this was mainly due to a decrease in electric motorcycle group (EV Bike) in the amount of THB 42 million, an decrease in Sports shoes in the amount of THB 12.87 million

##### Revenue from rendering of services

| Classify Services                      | Consolidated financial statement fiscal years |             | Increased (decreased) |                |
|--|---|-------------|-----------------------|----------------|
|  | December 31,                                  |             |                       |                |
|  | 2023  | 2024        |                       |                |
|  | THB Million                                   | THB Million | THB Million           | Percent        |
| Income from recruiting Alibaba members | 16.45   | 9.54        | (6.91)                | (42.01)        |
| Other service                          | 0.03  | 0.07        | 0.04                  | 133.33         |
| <b>Total</b>                           | <b>16.48</b>                                  | <b>9.61</b> | <b>(6.87)</b>         | <b>(41.69)</b> |

The Company recorded revenue from rendering of services in fiscal year 2023 and fiscal year 2024 in the amount of THB 16.48 million and THB 9.61 million, respectively. In fiscal year 2024, revenue from sale decreased by THB 6.87 million, or equivalent to 41.69 percent, from same period of previous year, this is mainly due to the decreased of Income from recruiting Alibaba members by THB 6.91 million, or equivalent 42.01 percent.

| Classify Services | Consolidated financial statement fiscal years |             | Increased (decreased) |         |
|-------------------|---|-------------|-----------------------|---------|
|                   | December 31,                                  |             |                       |         |
|                   | 2023  | 2024        |                       |         |
|                   | THB Million                                   | THB Million | THB Million           | Percent |
| Bitcoins mining   | 11.56   | 24.69       | 13.13                 | 113.58  |
| Total             | 11.56   | 24.69       | 13.13                 | 113.58  |

The Company recorded revenue from bitcoins mining in fiscal year 2023 and fiscal year 2024 in the amount of THB 11.56 million and THB 24.69million, respectively. In fiscal year 2024, revenue from bitcoins mining increased by THB 13.13 million, or equivalent to 113.58 percent, from same period of previous year, increased Because the Company increase opened bitcoin mining machines. The reason is that the price of bitcoin has increased.

#### 4.1.2.2 Cost of sales and Cost of rendering services

##### Cost of sales

Cost of sale consists of purchase of product and expense etc. Most of cost will vary with revenue from sale due to the Company's business which import product to sale. The details are as follows:

|                             | Consolidated financial statement fiscal years |             | Increased (decreased) |         |
|-----------------------------|---|-------------|-----------------------|---------|
|                             | December 31,                                  |             |                       |         |
|                             | 2023  | 2024        |                       |         |
|                             | THB Million                                   | THB Million | THB Million           | Percent |
| Cost of sales               | 166.42  | 150.83      | (15.59)               | (9.37)  |
| Percentage of sales revenue | 63.74   | 69.71       | 5.97                  |         |

The Company recorded cost of sale in fiscal year 2023 and fiscal year 2024 in the amount of THB 166.42 million and THB 150.83 million, respectively. In fiscal year 2024, cost of sale decreased by THB 15.59 million, or equivalent to 9.37 percent, from same period of previous year, the main reason is from the company group. This was mainly due to the Group's sales revenue decreased by THB 44.73 million and the cost of sales to revenue ratio increased. 5.97 percent from the adjustment of the selling price of products to drain the stock.

### Cost of rendering services

Cost of services compared to the previous year as follows:

|                                    | Consolidated financial statement fiscal years |              | Increased (decreased) |         |
|------------------------------------|---|--------------|-----------------------|---------|
|                                    | December 31,                                  |              |                       |         |
|                                    | 2023  | 2024         |                       |         |
|                                    | THB Million                                   | THB Million  | THB Million           | Percent |
| Cost of rendering services         | 13.01   | 9.12         | (3.89)                | (29.90) |
| <b>Percentage of sales service</b> | <b>78.94</b>                                  | <b>94.90</b> | <b>15.96</b>          |         |

The Company group recorded cost of service in fiscal year 2023 and fiscal year 2024 in the amount of THB 13.01 million and THB 9.12 million, respectively. In fiscal year 2024, cost of service decreased by THB 3.89 million, or equivalent to 29.90 percent, due to the company group has due to decreased in income from service.

### 4.1.2.3 Gross profit and gross profit margin

|                           | Consolidated financial statement fiscal years |             | Increased (decreased) |         |
|---------------------------|---|-------------|-----------------------|---------|
|                           | December 31,                                  |             |                       |         |
|                           | 2023  | 2024        |                       |         |
|                           | THB Million                                   | THB Million | THB Million           | Percent |
| Gross profit from sale    | 94.67   | 65.53       | (29.14)               | (30.78) |
| Gross profit from service | 3.47  | 0.50        | (2.97)                | (85.59) |

#### Gross profit from sale

The Company groups recorded gross profit from sale in fiscal year 2023 and fiscal year 2024 in the amount of THB 94.67 million and THB 65.53 million, respectively. In 2024, gross profit from sales decreased. Gross profit margin from sales decreased by 30.78% compared to the previous year, mainly due to the Group's lower sales revenue and higher product costs.

#### Gross profit from service

The Company groups recorded gross profit from service in fiscal year 2023 and fiscal year 2024 in the amount of THB 3.47 million and THB 0.50 million, respectively, gross profit from services decreased by 2.97 million baht or a gross profit margin from services decreased by 85.59 percent when compared to the previous year. The main reason was that the group of companies had lower service income and higher service costs.

#### 4.1.2.4 Other income

|  | Consolidated financial statement fiscal years |             | Increased (decreased) |          |
|--|---|-------------|-----------------------|----------|
|  | December 31,                                  |             |                       |          |
|  | 2023  | 2024        |                       |          |
|  | THB Million                                   | THB Million | THB Million           | Percent  |
| Gain from foreign exchange                           | 1.10  | 0.28        | (0.82)                | (74.55)  |
| Gain on sale of cryptocurrency assets                | 2.19  | 30.43       | 28.24                 | 1,289.50 |
| Reversal loss of impairment of cryptocurrency assets | 20.33   | 18.45       | (1.88)                | (9.25)   |
| Other income   | 13.54   | 13.24       | (0.30)                | (2.22)   |
| Total  | 37.16   | 62.40       | 25.24                 | 67.92    |

The Company groups recorded other income in fiscal year 2023 and fiscal year 2024 in the amount of THB 37.16 million and THB 62.40 million, respectively. In fiscal year 2024, Other income increased THB 25.24 million or 67.92% the main reason increase in gain on sale of cryptocurrency assets of THB 28.24 million or 1,289.50% because due to the sale of digital assets, on the date of sale, the market price of the coins sold was higher than the cost price of the acquired coins.

#### 4.1.2.5 Selling expense

Selling expense consists of employee expense, commission expense, and promotion expense etc. The details are as follows

|                 | Consolidated financial statement fiscal years |             | Increased (decreased) |         |
|-----------------|---|-------------|-----------------------|---------|
|                 | December 31,                                  |             |                       |         |
|                 | 2023  | 2024        |                       |         |
|                 | THB Million                                   | THB Million | THB Million           | Percent |
| Selling expense | 57.21   | 91.26       | 34.05                 | 59.52   |

The Company groups recorded selling expense in fiscal year 2023 and in fiscal year 2024 in the amount of THB 57.21 million and THB 91.26 million, respectively. In fiscal year 2024, selling expense decreased by THB 34.05 million, or equivalent to 59.52 percent, from same period of previous year, the company groups subsidiary's business of selling sports shoes and sports equipment has expanded, resulting in increased expenses related to employees and rental space for selling products also has increased sales and marketing expenses for new electric motorcycle models.



#### 4.1.2.6 Administrative expense

Administrative expense consists of employee and executive benefit and operating expenses in administrative etc. The details are as follows:

|                                     | Consolidated financial<br>statement fiscal years<br>December 31, |               | Increased (decreased) |              |
|-------------------------------------|--|---------------|-----------------------|--------------|
|                                     | 2023   | 2024          |                       |              |
|                                     | THB Million  | THB Million   | THB Million           | Percent      |
| Cost (expense) Bitcoin Mining       | 48.60  | 75.41         | 26.81                 | 55.16        |
| Administrative expense              | 67.96  | 89.03         | 21.07                 | 31.00        |
| <b>Total Administrative expense</b> | <b>116.56</b>  | <b>164.44</b> | <b>47.88</b>          | <b>41.08</b> |

The company has administrative expenses in the period 2023 and 2024 equal to THB 116.56 million and THB 164.44 million, respectively. In the period 2024, administrative expenses increased by THB 47.88 million or 41.08 percent from same period of the previous year. The main cause was the cost (expenses) of Bitcoin Mining increased by 26.81 million baht or 55.16 percent due to the opening of more cryptocurrency mining machines, resulting in higher electricity costs and an increase in administrative expenses of 21.07 million baht or 31 percent. The main cause was that the group of companies invested in new businesses, resulting in increased administrative expenses and personnel expenses.

#### 4.1.2.7 Finance expense

The Company groups has financial costs in the period 2023 and the period 2024 equal to THB 4.46 million and THB 5.22 million, respectively. In the period 2024, financial costs increased by THB 17.04 million or 175.31 percent from the same period of previous year This is because the group of companies has increased fees from using credit cards to pay for products and amortized interest under the space rental agreement.

#### 4.1.2.8 Share of profit (loss) from investment in associated company and joint venture

The Group's share of profit (loss) from investments in associates and joint ventures in the year 2023 and the year 2024 is equal to THB 1.24 million and THB (0.24) million, respectively. In the year 2024, the share of profit (loss) From investments in associates and joint ventures, decreased of THB 1.48 million or percentage 119.35 from the same period of the previous year. The are caused by the Company's impairment of investments in subsidiaries and joint ventures that have operating lossed.

#### 4.1.2.9 Profit (loss) for the year from discontinued operation - net of tax

The Company groups has a profit (loss) for the year from discontinued operations - net of taxes in the year 2023 and the year 2024 equal THB 37.99 million and equal to THB 95.46 million, which is mainly due to the year 2024. the loss increased by 57.47 million baht or increased by 151.28 percent. Overall, this was because the group of companies had lower income, higher distribution costs and administrative expenses, mainly due to the group of companies investing in new businesses, resulting in higher administrative expenses and personnel expenses.

#### 4.1.3 Financial position

As of 31 December 2023 and 31 December 2024, the Company's total assets were THB 883.67 million and THB 778.83 million, respectively. The details are as follows:

##### 4.1.3.1 Current assets

As of 31 December 2023 and 31 December 2024, the Company's current assets were THB 239.19 million and THB 188.27 million, respectively. The details of significant change are as follows:

| Statement of financial position<br>(Unit: THB Million) | As at December 31, |               | Increased (Decreased) |                |
|--|--------------------|---------------|-----------------------|----------------|
|  | 2023               | 2024          | THB Million           | Percent        |
| Cash and cash equivalents                              | 47.21              | 25.78         | (21.43)               | (45.39)        |
| Trade and other current receivables                    | 54.77              | 45.63         | (9.14)                | (16.69)        |
| Inventories  | 110.20             | 83.18         | (27.02)               | (24.52)        |
| Right of return products                               | 0.12               | 0.03          | (0.09)                | (75.00)        |
| Current tax assets                                     | 0.99               | 1.05          | 0.06                  | 6.06           |
| Other current assets                                   | 25.90              | 32.59         | 6.69                  | 25.83          |
| <b>Total current assets</b>                            | <b>239.19</b>      | <b>188.27</b> | <b>(50.92)</b>        | <b>(21.29)</b> |

As of 31 December 2023 and 31 December 2024, the Company's current assets were THB 239.19 million and THB 188.27 million, respectively. The current assets as of 31 December 2024 decreased by THB 50.92 million, or equivalent to 21.29 percent, when compared to current assets of previous year with the key items as follows:

- Cash and cash equivalent decreased by THB 21.43 million, or 45.39 percent, Because the company has cash flow used in operating activities and has more expenses than income.
- Inventory decreased by THB 27.02 million, or equivalent to 24.52 percent, Because the company sells products and controls the quality of the remaining products in stock so that they do not remain in stock for a long time.

#### 4.1.3.2 Non-current assets

As of 31 December 2023 and 31 December 2024, the Company's non-current assets were THB 644.49 million and THB 590.56 million, respectively. The details of significant change are as follows:

| Statement of financial position<br>(Unit: THB Million) | As at December 31, |               | Increased (Decreased) |               |
|--|--------------------|---------------|-----------------------|---------------|
|  | 2023               | 2024          | THB Million           | Percent       |
| Other non-current financial assets                     | 3.45               | 13.45         | 10.00                 | 289.86        |
| Investments in associates                              | 1.24               | -             | (1.24)                | (100.00)      |
| Property, plant and equipment                          | 537.42             | 498.93        | (38.49)               | (7.16)        |
| Right-of-use assets                                    | 43.70              | 44.26         | 0.56                  | 1.28          |
| Goodwill   | -                  | -             | -                     | -             |
| Other intangible assets other than goodwill            | 2.56               | 2.69          | 0.13                  | 5.08          |
| Cryptocurrency assets                                  | 48.06              | 22.88         | (25.17)               | (52.38)       |
| Deferred tax assets                                    | 2.91               | 3.01          | 0.10                  | 3.44          |
| Other non-current assets                               | 5.15               | 5.33          | 0.18                  | 3.50          |
| <b>Total non-current assets</b>                        | <b>644.49</b>      | <b>590.56</b> | <b>(53.93)</b>        | <b>(8.37)</b> |

As of 31 December 2024, the Company's non-current assets were THB 590.56 million, decreased by THB 53.93 million, or equivalent to 8.37 percent, when compared to previous year. The change of key asset is as follows:

- Other non-current financial assets increased by THB 10.00 million, or equivalent to 289.86 percent, Because the company has prepared cash as collateral to make an agreement to join the project with the government sector.
- Cryptocurrency assets decreased by THB 25.17 million, or equivalent to 52.38 percent Due to the sells of cryptocurrency assets.

#### 4.1.4 Liquidity and sufficiency of capital

Liquidity and sufficiency of capital for 2023 and 2024 consisting about liabilities 14.36 percent to 15.25 percent of totaling liabilities and equity about 85.64 percent to 84.75 percent of totaling liabilities and equity the details liabilities and equity are as follows:

#### 4.1.4.1 Current liabilities

As of December 31, 2023 and December 31, 2024, the Company's current liabilities are equal to 49.35 million baht and 40.16 million baht, respectively, with details of significant changes as follows:

| Statement of financial position<br>(Unit: THB Million) | As at December 31, |              | Increased (Decreased) |                |
|--|--------------------|--------------|-----------------------|----------------|
|  | 2023               | 2024         | THB Million           | Percent        |
| Trade and other current payables                       | 32.38              | 26.63        | (5.75)                | (17.76)        |
| Current contract liabilities                           | -                  | 0.17         | 0.17                  | 100.00         |
| Current portion of lease liabilities                   | 11.60              | 11.99        | 0.39                  | 3.36           |
| Income tax payable                                     | 3.11               | -            | (3.11)                | (100.00)       |
| Other current provisions                               | 2.03               | 1.14         | (0.89)                | (43.84)        |
| Other current liabilities                              | 0.23               | 0.24         | 0.01                  | 4.35           |
| <b>Total current liabilities</b>                       | <b>49.35</b>       | <b>40.16</b> | <b>(9.19)</b>         | <b>(18.62)</b> |

As December 31, 2024 the company groups had current liabilities of THB 40.16 million, a decreased of THB 9.19 million or 18.62 percent compared to the previous year. Changes in main current liabilities are as follows:

- Trade payables and other current payables amounted to THB 26.63 million baht, a decrease of 5.75 million baht or 17.76 percent, due to the company had decrease of trade payables in end of year.

#### 4.1.4.2 Non-current liabilities

As of December 31, 2023 and December 31, 2024, the Company's non-current liabilities amounted by THB 77.57 million and THB 78.59 million, respectively, with details of significant changes as follows:

| Statement of financial position<br>(Unit: THB Million) | As at December 31, |              | Increased (Decreased) |             |
|--|--------------------|--------------|-----------------------|-------------|
|  | 2023               | 2024         | THB Million           | Percent     |
| Lease liabilities                                      | 32.76              | 33.23        | 0.47                  | 1.43        |
| Deferred tax liabilities                               | 40.62              | 40.62        | -                     | -           |
| Non-current provisions for employee benefit            | 3.68               | 4.23         | 0.55                  | 14.95       |
| Other non-current liabilities                          | 0.51               | 0.51         | -                     | -           |
| <b>Total non-current liabilities</b>                   | <b>77.57</b>       | <b>78.59</b> | <b>1.02</b>           | <b>1.31</b> |



#### 4.1.4.3 Equity

As of December 31, 2023 and December 31, 2024, the Company's shareholders' equity is equal to 756.75 million baht and 660.08 million baht, respectively, with details of significant changes as follows:

| Statement of financial position<br>(Unit: THB Million) | As at December 31, |               | Increased (Decreased) |                |
|--|--------------------|---------------|-----------------------|----------------|
|  | 2023               | 2024          | THB Million           | Percent        |
| Share capital  |                    |               |                       |                |
| Authorised share capital                               | 800.11             | 692.41        | 107.70                | 13.46          |
| Issued and paid-up share capital                       | 535.54             | 536.45        | 0.91                  | 0.17           |
| Surplus from business combination under common control | 27.32              | 27.32         | -                     | -              |
| Surplus on change in shareholding in subsidiary        | 0.02               | (0.10)        | (0.12)                | (600.00)       |
| Premium on ordinary shares                             | 935.08             | 935.87        | (0.79)                | (0.08)         |
| Retained earnings (deficit)                            |                    |               |                       |                |
| Appropriated - Legal reserve                           | 20.90              | 20.90         | -                     | -              |
| Unappropriated   | (925.36)           | (1,020.82)    | (95.46)               | (10.32)        |
| Other components of equity                             | 162.49             | 162.49        | -                     | -              |
| <b>Equity attributable to owners of the parent</b>     | <b>756.00</b>      | <b>662.11</b> | <b>(93.89)</b>        | <b>(12.42)</b> |
| Non-controlling interests                              | 0.75               | (2.03)        | (2.78)                | (370.67)       |
| <b>Total equity</b>                                    | <b>756.75</b>      | <b>660.08</b> | <b>(96.67)</b>        | <b>(12.77)</b> |

In 2023 and 2024, the company's shareholders' equity attributable to owners of the parent at the end of fiscal period was THB 756 million and THB 662.11 million, respectively. It decreased from previous year of THB 93.89 million, or equivalent to 12.42 percent due to the company groups as the loss from operation.

#### 4.1.4.4 Statement of cash flows

In the year 2023 and the year 2024, the important items in the statement of cash flows can be summarized as follows

|   | Consolidated financial statement |                |                       |                 |
|---|----------------------------------|----------------|-----------------------|-----------------|
|   | fiscal years December 31,        |                | Increased (decreased) |                 |
|   | 2023                             | 2024           |                       |                 |
|   | THB Million                      | THB Million    | THB Million           | Percent         |
| Net cash provided by (used in) operation activities         | (29.83)                          | (82.63)        | (52.80)               | (177.00)        |
| Net cash provided by (used in) investing activities         | 48.53                            | 71.60          | 23.07                 | 47.54           |
| Net cash provided by (used in) financing activities         | (8.44)                           | (10.41)        | (1.97)                | (23.34)         |
| <b>Net increase (decrease) in cash and cash equivalents</b> | <b>10.26</b>                     | <b>(21.43)</b> | <b>(31.69)</b>        | <b>(308.87)</b> |
| Cash and cash equivalents, at beginning of year             | 36.96                            | 47.21          | 10.25                 | 27.73           |
| <b>Cash and cash equivalents, at ending of year</b>         | <b>47.21</b>                     | <b>25.78</b>   | <b>(21.43)</b>        | <b>(45.39)</b>  |

#### 4.1.5 Analysis important financial ratios

##### Important financial ratios

|  | As of December 31, |         | Increased (Decreased) |         |
|--|--------------------|---------|-----------------------|---------|
|  | 2023               | 2024    | Ratio                 | %       |
| <b>1. Financial liquidity ratio</b>          |                    |         |                       |         |
| - Current ratio (Time)                       | 4.85               | 4.69    | (0.16)                | (3.30)  |
| - Quick ratio (Time)                         | 2.07               | 1.78    | (0.29)                | (14.01) |
| - Cash flow current ratio (Time)             | (0.52)             | (1.85)  | (1.33)                | 255.77  |
| <b>2. Working Capital Management Ratio</b>   |                    |         |                       |         |
| - Accounts receivable turnover ratio (Time)  | 5.60               | 7.84    | 2.24                  | 40.00   |
| - Average debt collection period ratio (Day) | 64.31              | 45.94   | (18.37)               | (28.56) |
| - Inventory Turnover Ratio (Time)            | 0.70               | 0.66    | (0.04)                | (5.71)  |
| - Average sales period (Day)                 | 511.85             | 545.50  | 33.65                 | 6.57    |
| - Account Payable Turnover                   | 4.42               | 5.42    | 1.00                  | 22.62   |
| - Average Payment Period ratio (Day)         | 81.39              | 66.41   | (14.98)               | (18.41) |
| - Cash Cycle ratio (Day)                     | 494.77             | 525.03  | 30.26                 | 6.12    |
| <b>3. Profitability Ratio</b>                |                    |         |                       |         |
| - Operating Profitability ratio (%)          | (24.00)            | (65.16) | (41.16)               | 171.50  |
| - Net Profit Margin (%)                      | (11.64)            | (32.21) | (20.57)               | 176.72  |
| - Return on Owner's Equity (ROE) (%)         | (4.95)             | (14.22) | (9.27)                | 187.27  |
| <b>4. Financial Policy Ratio</b>             |                    |         |                       |         |
| - Debt to Equity ratio (Time)                | 0.17               | 0.18    | 0.01                  | 5.88    |
| - Debt Service Coverage (cash basis) (Time)  | (1.38)             | (1.18)  | 0.20                  | (14.49) |

##### 4.1.5.1 Financial liquidity ratio

As of 31 December 2024, current ratio and quick ratio was decreased 4.69 times and 1.78 respectively due to the company decreased from the previous year due to the decrease in the Company's current assets such as inventory, cash and cash equivalents, and trade and other current receivables.

##### 4.1.5.2 Ratio to measure working capital management

In year 2024, The Company's (cash conversion cycle) was longer compared to fiscal year 2023, mainly due to increased in average sales period because the company has more products waiting to be sold at the end of the year. At the same time, the average collection period has decreased because the company has a policy of increasing cash sales. In addition, the average debt payment period has decreased because there are purchases of products with shorter credit terms.

##### 4.1.5.3 Ratio to measure profitability

Overall, the profitability ratio in 2024 decreased due to the Group's business performance resulting in a loss due to higher expenses than revenue in operating the business.

#### 4.1.5.4 Ratio to measure debt service capability and risk

As of 31 December 2024, the debt to equity ratio was 0.18 times, slightly decreased from 31 December 2023, mainly due to a decrease in total liabilities, but shareholders' equity decreased more than the Group's accumulated losses.

#### 4.1.6 Off-balance sheet obligation on liability and management

As of 31 December 2023 and 31 December 2024, the Company had minimum obligation to pay in future under non-cancellable operating lease and capital expenditure as follows:

| Consolidated statement of financial position<br>(Unit: THB million)              | As of December 31, |              | Increase (Decrease) |                |
|--|--------------------|--------------|---------------------|----------------|
|  | 2023               | 2024         | Amount              | Percent        |
| <b>Minimum obligation to pay in future under non-cancellable operating lease</b> |                    |              |                     |                |
| Within 1 year  | 4.65               | 4.19         | (0.46)              | (9.89)         |
| After 1 year but not exceed 5 years  | 1.76               | 0.30         | (1.46)              | (82.95)        |
| <b>Total</b>   | <b>6.41</b>        | <b>4.49</b>  | <b>(1.92)</b>       | <b>(29.95)</b> |
| <b>Capital expenditure</b>   |                    |              |                     |                |
| Purchase assets  | 0.76               | -            | (0.76)              | (100.00)       |
| Purchase orders for goods  | 3.34               | 29.56        | 26.22               | 785.03         |
| <b>Total</b>   | <b>4.10</b>        | <b>29.56</b> | <b>25.46</b>        | <b>620.98</b>  |

## 4.2 Factor or event which may affect financial position and operating result in future

In 2024, the Company operated new business to reduce risk from dependency on the Company's core business and to create strength and sustainable growth of the Group. With regard to operation in future, the Company has determined business plan, strategy, and method to achieve specified annual goal in order to response to main factors and influences which may affect financial position and operating result in future as follows:

1. Consumers' behavior and popularity of product.
2. Pricing of product, expense, and distribution channel.
3. Capability on create and implement of modern technology.
4. Seek and collaborate with appropriate partner to do business together and support each other.
5. Volatility of world economic and controlled by government.
6. Preparation of capital for expanding business, either from borrowing from financial institution or fund raising in other form in which the Company will take into account of appropriateness with business form and liability obligation in future.

### Guidelines for implementation

1. The Company has allocated existing products, modified to suit consumer behavior and existing trends, such as finding products that meet the needs of today's consumers as well as controlling the procurement system and maintaining the level of products sufficient for sales Including inventory management for quick turnover. Keep up with fast-changing market prices and keep up with trends. and non-overstocked products to reduce the problem of long-term inventory and loss from impairment according to the accounting policy.
2. Change product which is feasible in future and grow in long term, e.g., electric motorcycle (EV Bike) which will help to reduce fuel expense and reduce pollution. In this regard, the Company focus on development to be appropriate with consumer in term of price, convenient on change and battery recharge, including speed and distance which is appropriate with usage.
3. Risk management and management of Bitcoin mining and digital assets business create profit opportunities for the Company, as well as create consistent income in the long term and improve performance.
4. Expand investment in the Outlet Pro business selling sports shoes, sportswear, sports equipment and others to increase sales by expanding branches and setting up booths that have positive results.
5. Investment in existing and new business. Apart from the Company's cashflow from business at present, after the business has growth trend and become more strength, the Company must borrow from financial institution and raise fund in other form.

In this regard, the Company will proceed in accordance with regulation applied to listed company in the Stock Exchange of Thailand completely, transparently, and auditable as per specified criteria and standard.

## 4.3 Financial statements

### 4.3.1 Statement of financial position

| Statement of financial position     | Consolidated financial statements    |              |                                      |              |                                      |              |
|-------------------------------------|--------------------------------------|--------------|--------------------------------------|--------------|--------------------------------------|--------------|
|                                     | As of December 31,<br>2022 (Audited) |              | As of December 31,<br>2023 (Audited) |              | As of December 31,<br>2024 (Audited) |              |
|                                     | THB Million                          | Percent      | THB Million                          | Percent      | THB Million                          | THB Million  |
| <b>Assets</b>                       |                                      |              |                                      |              |                                      |              |
| <b>Current assets</b>               |                                      |              |                                      |              |                                      |              |
| Cash and cash equivalents           | 36.95                                | 3.76         | 47.21                                | 5.34         | 25.78                                | 3.31         |
| Trade and other current receivables | 86.63                                | 8.82         | 54.77                                | 6.20         | 45.63                                | 5.86         |
| Inventories                         | 96.48                                | 9.82         | 110.20                               | 12.47        | 83.18                                | 10.68        |
| Right of return products            | 0.07                                 | 0.01         | 0.12                                 | 0.01         | 0.03                                 | 0.00.        |
| Current tax assets                  | 1.40                                 | 0.14         | 0.99                                 | 0.11         | 1.05                                 | 0.11         |
| Other current financial assets      | -                                    | -            | -                                    | -            | -                                    | -            |
| Other current assets                | 23.48                                | 2.39         | 25.90                                | 2.93         | 32.59                                | 2.93         |
| <b>Total current assets</b>         | <b>245.02</b>                        | <b>24.95</b> | <b>239.19</b>                        | <b>27.07</b> | <b>188.27</b>                        | <b>27.07</b> |

| Statement of financial position             | Consolidated financial statements    |               |                                      |               |                                      |               |
|---|--------------------------------------|---------------|--------------------------------------|---------------|--------------------------------------|---------------|
|   | As of December 31,<br>2022 (Audited) |               | As of December 31,<br>2023 (Audited) |               | As of December 31,<br>2024 (Audited) |               |
|   | THB Million                          | Percent       | THB Million                          | Percent       | THB Million                          | THB Million   |
| <b>Non-current assets</b>                   |                                      |               |                                      |               |                                      |               |
| Other non-current financial assets          | 4.94                                 | 0.50          | 3.45                                 | 0.39          | 13.45                                | 1.73          |
| Investments in associates                   | -                                    | -             | 1.24                                 | 0.14          | -                                    | -             |
| Investments in joint ventures               | -                                    | -             | -                                    | -             | -                                    | -             |
| Trade and other non-current receivables     | 1.00                                 | 0.10          | -                                    | -             | -                                    | -             |
| Property, plant and equipment               | 569.77                               | 58.01         | 537.42                               | 60.82         | 498.93                               | 64.06         |
| Right-of-use assets                         | 30.82                                | 3.14          | 43.70                                | 4.94          | 44.26                                | 5.68          |
| Contract cost assets                        | 40.85                                | 4.16          | -                                    | -             | -                                    | -             |
| Goodwill                                    | 30.46                                | 3.10          | -                                    | -             | -                                    | -             |
| Other intangible assets other than goodwill | 11.83                                | 1.20          | 2.56                                 | 0.29          | 2.69                                 | 0.35          |
| Cryptocurrency assets                       | 34.46                                | 3.51          | 48.06                                | 5.44          | 22.88                                | 2.94          |
| Deferred tax assets                         | 6.83                                 | 0.70          | 2.91                                 | 0.33          | 3.01                                 | 0.39          |
| Other current assets                        | 6.16                                 | 0.63          | 5.15                                 | 0.58          | 5.33                                 | 0.68          |
| <b>Total non-current assets</b>             | <b>737.11</b>                        | <b>75.05</b>  | <b>644.49</b>                        | <b>72.93</b>  | <b>590.56</b>                        | <b>75.83</b>  |
| <b>Total assets</b>                         | <b>1,035.60</b>                      | <b>100.00</b> | <b>982.13</b>                        | <b>100.00</b> | <b>778.83</b>                        | <b>100.00</b> |
| <b>Liabilities and equity</b>               |                                      |               |                                      |               |                                      |               |
| <b>Current liabilities</b>                  |                                      |               |                                      |               |                                      |               |
| Trade and other current payables            | 48.75                                | 4.96          | 32.38                                | 3.66          | 26.63                                | 3.42          |
| Current contract liabilities                | -                                    | -             | -                                    | -             | 0.17                                 | 0.02          |
| Current portion of lease liabilities        |                                      |               |                                      |               |                                      |               |
| Lease liabilities                           | 7.97                                 | 0.81          | 11.60                                | 1.31          | 11.99                                | 1.54          |
| Current provisions for employee benefit     | 0.56                                 | 0.06          | -                                    | -             | -                                    | -             |
| Other current provisions                    | 7.63                                 | 0.78          | 2.03                                 | 0.23          | 1.14                                 | 0.15          |
| Income tax payable                          | -                                    | -             | 3.11                                 | 0.35          | -                                    | -             |
| Other current liabilities                   | 0.42                                 | 0.04          | 0.23                                 | 0.03          | 0.24                                 | 0.03          |
| <b>Total current liabilities</b>            | <b>65.32</b>                         | <b>6.65</b>   | <b>49.35</b>                         | <b>5.59</b>   | <b>40.16</b>                         | <b>5.59</b>   |
| <b>Non-current liabilities</b>              |                                      |               |                                      |               |                                      |               |
| Lease liabilities                           | 22.02                                | 2.24          | 32.76                                | 3.71          | 33.23                                | 4.27          |
| Contract liabilities                        | 63.41                                | 6.46          | -                                    | -             | -                                    | -             |
| Non-current provisions for employee benefit |                                      |               |                                      |               |                                      |               |
| benefit                                     | 4.78                                 | 0.49          | 3.68                                 | 0.42          | 4.23                                 | 0.54          |
| Deferred tax liabilities                    | 42.32                                | 4.31          | 40.62                                | 4.60          | 40.62                                | 5.22          |
| Other non-current liabilities               | 0.51                                 | 0.05          | 0.51                                 | 0.06          | 0.51                                 | 0.06          |
| <b>Total non-current liabilities</b>        | <b>133.04</b>                        | <b>13.55</b>  | <b>77.57</b>                         | <b>8.78</b>   | <b>78.59</b>                         | <b>10.09</b>  |
| <b>Total liabilities</b>                    | <b>198.36</b>                        | <b>20.20</b>  | <b>126.93</b>                        | <b>14.36</b>  | <b>118.75</b>                        | <b>15.25</b>  |



| Statement of financial position                        | Consolidated financial statements    |               |                                      |               |                                      |               |
|--|--------------------------------------|---------------|--------------------------------------|---------------|--------------------------------------|---------------|
|  | As of December 31,<br>2022 (Audited) |               | As of December 31,<br>2023 (Audited) |               | As of December 31,<br>2024 (Audited) |               |
|  | THB Million                          | Percent       | THB Million                          | Percent       | THB Million                          | THB Million   |
| <b>Liabilities and equity</b>                          |                                      |               |                                      |               |                                      |               |
| Equity   | 767.97                               | 78.20         | 800.11                               | 90.54         | 692.41                               | 88.90         |
| Issued and paid-up share capital                       | 531.09                               | 54.08         | 535.54                               | 60.60         | 536.45                               | 68.88         |
| Premium on ordinary shares                             | 930.38                               | 94.73         | 935.08                               | 105.82        | 935.87                               | 120.16        |
| Surplus from business combination under common control | -                                    | -             | 27.32                                | 3.09          | 27.32                                | 3.51          |
| Surplus on change in shareholding in subsidiary        | -                                    | -             | 0.02                                 | 0.00          | (0.10)                               | (0.01)        |
| Retained earnings (deficit)                            |                                      |               |                                      |               |                                      |               |
| Appropriated - Legal reserve                           | 20.90                                | 2.13          | 20.90                                | 2.37          | 20.90                                | 2.68          |
| Unappropriated   | (887.91)                             | (90.41)       | (925.36)                             | (104.72)      | (1,020.82)                           | (131.07)      |
| Other components of equity                             | 182.89                               | 18.62         | 162.49                               | 18.39         | 162.49                               | 20.86         |
| <b>Equity attributable to owners of the parent</b>     | <b>777.34</b>                        | <b>79.15</b>  | <b>756.00</b>                        | <b>85.55</b>  | <b>662.11</b>                        | <b>85.01</b>  |
| Non-controlling interests                              | 6.43                                 | 0.65          | 0.75                                 | 0.08          | (2.03)                               | (0.26)        |
| <b>Total equity</b>                                    | <b>783.77</b>                        | <b>79.80</b>  | <b>756.75</b>                        | <b>85.64</b>  | <b>660.08</b>                        | <b>84.75</b>  |
| <b>Total liabilities and equity</b>                    | <b>982.13</b>                        | <b>100.00</b> | <b>883.67</b>                        | <b>100.00</b> | <b>778.83</b>                        | <b>100.00</b> |

#### 4.3.2 Statement of comprehensive income

| Statement of comprehensive income          | Consolidated financial statements    |               |                                      |               |                                      |               |
|--|--------------------------------------|---------------|--------------------------------------|---------------|--------------------------------------|---------------|
|  | As of December 31,<br>2022 (Audited) |               | As of December 31,<br>2023 (Audited) |               | As of December 31,<br>2024 (Audited) |               |
|  | THB Million                          | Percent       | THB Million                          | Percent       | THB Million                          | THB Million   |
| <b>Income</b>                              |                                      |               |                                      |               |                                      |               |
| Revenue from sales of goods                | 224.53                               | 76.51         | 261.09                               | 80.02         | 216.36                               | 69.11         |
| Revenue from rendering of services         | 17.35                                | 5.91          | 16.48                                | 5.05          | 9.61                                 | 3.07          |
| Revenue from mining digital currency coins | 28.64                                | 9.76          | 11.56                                | 3.54          | 24.69                                | 7.89          |
| Profit from exchange rate                  | 2.20                                 | 0.75          | 1.10                                 | 0.34          | 0.28                                 | 0.09          |
| Other income                               | 20.77                                | 7.08          | 36.06                                | 11.05         | 62.12                                | 19.84         |
| <b>Total income</b>                        | <b>293.48</b>                        | <b>100.00</b> | <b>326.29</b>                        | <b>100.00</b> | <b>313.07</b>                        | <b>100.00</b> |

| Statement of comprehensive income  | Consolidated financial statements    |                 |                                      |                 |                                      |                 |
|--|--------------------------------------|-----------------|--------------------------------------|-----------------|--------------------------------------|-----------------|
|  | As of December 31,<br>2022 (Audited) |                 | As of December 31,<br>2023 (Audited) |                 | As of December 31,<br>2024 (Audited) |                 |
|  | THB Million                          | Percent         | THB Million                          | Percent         | THB Million                          | THB Million     |
| <b>Expenses</b>  |                                      |                 |                                      |                 |                                      |                 |
| Cost of sales  | (187.42)                             | (63.86)         | (166.42)                             | (51.00)         | (150.83)                             | (48.18)         |
| Cost of rendering services   | (16.64)                              | (5.67)          | (13.01)                              | (3.99)          | (9.12)                               | (2.91)          |
| Distribution costs   | (37.11)                              | (12.64)         | (57.21)                              | (17.53)         | (91.26)                              | (29.15)         |
| Administrative expenses  | (149.26)                             | (50.86)         | (67.97)                              | (20.83)         | (89.04)                              | (28.44)         |
| Cost of mining digital currency  | (47.61)                              | (16.22)         | (48.60)                              | (14.89)         | (75.41)                              | (24.09)         |
| Finance costs  | (1.62)                               | (0.55)          | (4.46)                               | (1.37)          | (5.22)                               | (1.67)          |
| <b>Total expenses</b>  | <b>(439.67)</b>                      | <b>(149.81)</b> | <b>(357.66)</b>                      | <b>(109.61)</b> | <b>(420.87)</b>                      | <b>(134.43)</b> |
| Profit and reversal of impairment loss<br>(impairment loss) determined in<br>accordance with TFRS9 | 2.45                                 | 0.83            | (2.09)                               | (0.64)          | 7.10                                 | 2.27            |
| Share of profit (loss) from investments<br>in associates and joint ventures                        | (1.15)                               | (0.39)          | 1.24                                 | 0.38            | (0.24)                               | (0.08)          |
| <b>Discontinued operation</b>  | <b>(144.89)</b>                      | <b>(49.37)</b>  | <b>(32.22)</b>                       | <b>(9.87)</b>   | <b>(100.94)</b>                      | <b>(32.24)</b>  |
| Profit (loss) for the year from<br>discontinued operation - Net of tax                             | 1.48                                 | 0.51            | (5.85)                               | (1.79)          | 0.09                                 | 0.03            |
| <b>Profit (loss) for the year</b>  | <b>(143.40)</b>                      | <b>(48.86)</b>  | <b>(38.07)</b>                       | <b>(11.67)</b>  | <b>(100.84)</b>                      | <b>(32.21)</b>  |
| <b>Discontinued operation</b>  |                                      |                 |                                      |                 |                                      |                 |
| Profit (loss) for the year from<br>discontinued operation - Net of tax                             | (3.46)                               | (1.18)          | 0.09                                 | 0.03            | -                                    | -               |
| <b>Profit (loss) for the year</b>  | <b>(146.87)</b>                      | <b>(50.04)</b>  | <b>(37.97)</b>                       | <b>(11.64)</b>  | <b>(100.84)</b>                      | <b>(32.21)</b>  |
| <b>Items that will not be reclassified to<br/>profit or loss</b>                                   |                                      |                 |                                      |                 |                                      |                 |
| Profit from land revaluation   | -                                    | -               | 8.69                                 | 2.66            | -                                    | -               |
| Gains on re-measurements of defined<br>benefit plans   | -                                    | -               | 0.68                                 | 0.21            | -                                    | -               |
| Income tax on items that will not be<br>reclassified subsequently to profit or loss.               | -                                    | -               | (1.87)                               | (0.57)          | -                                    | -               |
| <b>Total items that will not be reclassified<br/>to profit or loss</b>                             | <b>-</b>                             | <b>-</b>        | <b>7.50</b>                          | <b>2.30</b>     | <b>-</b>                             | <b>-</b>        |
| <b>Total comprehensive income (expense)<br/>for the year</b>                                       | <b>(146.87)</b>                      | <b>(50.04)</b>  | <b>(30.47)</b>                       | <b>(9.34)</b>   | <b>(100.84)</b>                      | <b>(32.21)</b>  |

| Statement of comprehensive income   | Consolidated financial statements    |                |                                      |                |                                      |                |
|---|--------------------------------------|----------------|--------------------------------------|----------------|--------------------------------------|----------------|
|   | As of December 31,<br>2022 (Audited) |                | As of December 31,<br>2023 (Audited) |                | As of December 31,<br>2024 (Audited) |                |
|   | THB Million                          | Percent        | THB Million                          | Percent        | THB Million                          | THB Million    |
| <b>Profit (loss) attributable to:</b>   |                                      |                |                                      |                |                                      |                |
| Owners of the parent  |                                      |                |                                      |                |                                      |                |
| Profit (loss) for the year from continuing operations                           | (143.38)                             | (48.86)        | (38.05)                              | (11.66)        | (95.46)                              | (30.49)        |
| Profit (loss) for the year from discontinued operations                         | (2.08)                               | (0.71)         | 0.06                                 | 0.02           | -                                    | -              |
| <b>Profit (loss) for the year attributable to equity holders of the Company</b> | <b>(145.46)</b>                      | <b>(49.57)</b> | <b>(37.99)</b>                       | <b>(11.64)</b> | <b>(95.46)</b>                       | <b>(30.49)</b> |
| Non-controlling interest  |                                      |                |                                      |                |                                      |                |
| Profit (loss) for the year from continuing operations                           | (0.02)                               | (0.01)         | (0.02)                               | (0.01)         | (5.38)                               | (1.72)         |
| Profit (loss) for the year from discontinued operations                         | (1.39)                               | (0.47)         | 0.04                                 | 0.01           | -                                    | -              |
| <b>Profit (loss) for the year attributable to non-controlling interests</b>     | <b>(1.40)</b>                        | <b>(0.48)</b>  | <b>0.02</b>                          | <b>0.01</b>    | <b>(5.38)</b>                        | <b>(1.72)</b>  |
| <b>Profit (loss) for the year</b>   | <b>(146.87)</b>                      | <b>(50.04)</b> | <b>(37.97)</b>                       | <b>(11.64)</b> | <b>(100.84)</b>                      | <b>(1.72)</b>  |
| <b>Total comprehensive income (expense) attributable to:</b>                    |                                      |                |                                      |                |                                      |                |
| Owners of the parent  |                                      |                |                                      |                |                                      |                |
| Profit (loss) for the year from continuing operations                           | (143.38)                             | (48.86)        | (30.55)                              | (9.36)         | (95.46)                              | (30.49)        |
| Profit (loss) for the year from discontinued operations                         | (2.08)                               | (0.71)         | 0.06                                 | 0.02           | -                                    | -              |
| <b>Profit (loss) for the year attributable to equity holders of the Company</b> | <b>(145.46)</b>                      | <b>(49.57)</b> | <b>(30.49)</b>                       | <b>(9.34)</b>  | <b>(95.46)</b>                       | <b>(30.49)</b> |
| Non-controlling interest  |                                      |                |                                      |                |                                      |                |
| Profit (loss) for the year from continuing operations                           | (0.02)                               | (0.01)         | (0.02)                               | (0.01)         | (5.38)                               | (1.72)         |
| Profit (loss) for the year from discontinued operations                         | (1.39)                               | (0.47)         | 0.04                                 | 0.01           | -                                    | -              |
| <b>Profit (loss) for the year attributable to non-controlling interests</b>     | <b>(1.40)</b>                        | <b>(0.48)</b>  | <b>0.02</b>                          | <b>0.01</b>    | <b>(5.38)</b>                        | <b>(1.72)</b>  |

| Statement of comprehensive income   | Consolidated financial statements    |                |                                      |               |                                      |                |
|---|--------------------------------------|----------------|--------------------------------------|---------------|--------------------------------------|----------------|
|   | As of December 31,<br>2022 (Audited) |                | As of December 31,<br>2023 (Audited) |               | As of December 31,<br>2024 (Audited) |                |
|   | THB Million                          | Percent        | THB Million                          | Percent       | THB Million                          | THB Million    |
| <b>Total comprehensive income (expense) for the year</b>                  | <b>(146.87)</b>                      | <b>(50.04)</b> | <b>(30.47)</b>                       | <b>(9.34)</b> | <b>(100.84)</b>                      | <b>(32.21)</b> |
| <b>Basic earnings (loss) per share of the parent company shareholders</b> |                                      |                |                                      |               |                                      |                |
| Basic earnings (loss) per share (Baht : Share)                            | (0.028)                              | -              | (0.007)                              | -             | (0.018)                              | -              |
| Basic earnings (loss) per share from continuing operations (Baht : Share) | (0.028)                              | -              | (0.007)                              | -             | (0.018)                              | -              |
| Weighted average number of ordinary shares (Basic) (Shares)               | 5,184.10                             | -              | 5,380.87                             | -             | 5,361.33                             | -              |
| Diluted earnings (loss) per share (Baht : Shares)                         | (0.027)                              | -              | (0.007)                              | -             | (0.018)                              | -              |
| Weighted average number of ordinary shares (diluted) (Shares)             | 5,307.05                             | -              | 5,315.01                             | -             | 5,361.33                             | -              |

#### 4.3.3 Statement of cash flows

| Statement of cash flows   | Consolidated financial statements       |   |   |
|---|---|---|---|
|   | As of<br>December 31,<br>2022 (Audited) | As of<br>December 31,<br>2023 (Audited) | As of<br>December 31,<br>2024 (Audited) |
|   | THB Million                             | THB Million                             | THB Million                             |
| <b>Cash flows from operating activities</b>                                       |   |   |   |
| Profit (loss) for the year from continuing operations before corporate income tax | (148.23)                                | (31.60)                                 | (100.94)                                |
| Profit (loss) for the year from discontinued operation                            | (3.34)                                  | 6.24                                    | -                                       |
| Profit (loss) before corporate income tax   | (148.23)                                | (31.60)                                 | (100.94)                                |
| <b>Adjustment of profit (loss) on cash received (paid)</b>                        |   |   |   |
| Adjustment on financial cost  | 1.98                                    | 4.46                                    | 5.22                                    |
| Adjustment on trade and other current receivables (increase) decrease             | (3.75)                                  | 7.99                                    | 15.02                                   |
| Adjustment on inventories (increase) decrease                                     | 8.65                                    | (29.17)                                 | 38.35                                   |
| Adjustment on other assets (increase) decrease                                    | (8.72)                                  | (7.66)                                  | (31.59)                                 |
| Adjustment on trade and other current payables increase (decrease)                | (23.26)                                 | 11.74                                   | (4.59)                                  |

| Statement of cash flows   | Consolidated financial statements       |   |   |
|---|---|---|---|
|   | As of<br>December 31,<br>2022 (Audited) | As of<br>December 31,<br>2023 (Audited) | As of<br>December 31,<br>2024 (Audited) |
|   | THB Million                             | THB Million                             | THB Million                             |
| Adjustment on other liabilities (increase) decrease                 | (47.50)                                 | (4.36)                                  | (3.99)                                  |
| Depreciation and amortization charge                                | 46.86                                   | 60.14                                   | 61.81                                   |
| Losses form amortization of assets (reversal)                       | 25.92                                   | -                                       | 7.75                                    |
| Losses form amortization of Cryptocurrency assets (reversal)        | 40.48                                   | (20.33)                                 | (18.45)                                 |
| Adjustment on provisions liabilities (reversal)                     | (13.93)                                 | (6.35)                                  | 0.55                                    |
| Unrealized loss (gain) on exchange rate                             | (0.68)                                  | -                                       | -                                       |
| Share ( Profit) loss from associates and joint ventures             | 0.96                                    | (1.24)                                  | 0.24                                    |
| Adjustment on allowance for credit loss (reversal)                  | (2.07)                                  | 2.09                                    | (5.87)                                  |
| Loss from inventories devaluation (reversal)                        | 7.29                                    | 1.22                                    | (12.71)                                 |
| Estimated return of goods (reversal)                                | 7.64                                    | (0.04)                                  | 0.08                                    |
| Loss (profit) from disposal of investment in subsidiary             | -                                       | (5.93)                                  | -                                       |
| Loss (profit) from disposal of investment in associates company     | (0.02)                                  | -                                       | -                                       |
| Adjustment with loss (gain) on disposal of non-current assets       | 0.02                                    | 0.52                                    | 0.46                                    |
| Adjustment with loss (gain) on sale of cryptocurrency assets        | (2.34)                                  | (2.19)                                  | (30.43)                                 |
| Other adjustment on cash from investing or borrowing                | (0.43)                                  | (1.86)                                  | (0.25)                                  |
| <b>Net cash provided by (used in) operation activities</b>          | <b>(111.12)</b>                         | <b>(22.57)</b>                          | <b>(79.35)</b>                          |
| Interest income   | 0.43                                    | 1.86                                    | 0.24                                    |
| Interest expense  | (2.22)                                  | (5.34)                                  | (2.47)                                  |
| Income tax refund (paid)  | (2.67)                                  | (3.78)                                  | (1.05)                                  |
| Other cash received (paid) from operating activities                |   |   |   |
| provisions employee benefits  | (3.17)                                  | -                                       | -                                       |
| <b>Net cash provided by (used in) operation activities</b>          | <b>(118.76)</b>                         | <b>(29.83)</b>                          | <b>(82.63)</b>                          |
| <b>Cash flows from investing activities</b>                         |   |   |   |
| Cash paid for purchase Investments in associates and joint ventures | 2.63                                    | -                                       | -                                       |
| Cash paid for purchase of property, plant and equipment             | (171.83)                                | (3.21)                                  | (15.92)                                 |
| Cash paid to purchase intangible assets                             | (0.16)                                  | (2.21)                                  | (0.90)                                  |
| Cash paid for buying digital assets                                 | (80.00)                                 | -                                       | (27.91)                                 |
| Cash received from borrowings from related parties                  | -                                       | 33.58                                   | -                                       |
| Cash received from selling off in associated                        | -                                       | -                                       | -                                       |
| Cash received from the sale of property, plant and equipment        | 0.30                                    | -                                       | -                                       |
| Cash received form sale digital assets                              | 35.83                                   | 20.35                                   | 126.33                                  |
| Cash paid other investing activities - financial assets             | (2.64)                                  | 0.03                                    | (10.00)                                 |
| <b>Net cash provided by (used in) investing activities</b>          | <b>(215.89)</b>                         | <b>48.53</b>                            | <b>71.60</b>                            |



| Statement of cash flows   | Consolidated financial statements       |   |   |
|---|---|---|---|
|   | As of<br>December 31,<br>2022 (Audited) | As of<br>December 31,<br>2023 (Audited) | As of<br>December 31,<br>2024 (Audited) |
|   | THB Million                             | THB Million                             | THB Million                             |
| <b>Cash flows from financing activities</b>   |   |   |   |
| Cash received from the issuance of equity shares                                    | 50.59                                   | -                                       | 2.96                                    |
| Cash received from convertible debentures   | 75.00                                   | 10.00                                   | -                                       |
| Cash received from the warrant holder   | -                                       | -                                       | 1.70                                    |
| Cash paid by the lessee to reduce the amount of debt arising from the finance lease | (4.05)                                  | (16.17)                                 | (12.32)                                 |
| Interest expense  | (0.67)                                  | (2.27)                                  | (2.75)                                  |
| <b>Net cash provided by (used in) financing activities</b>                          | <b>120.87</b>                           | <b>(8.44)</b>                           | <b>(10.41)</b>                          |
| <b>Net increase (decrease) in cash and cash equivalents</b>                         | <b>(213.77)</b>                         | <b>10.26</b>                            | <b>(21.43)</b>                          |
| Cash and cash equivalents, at beginning of year                                     | 250.72                                  | 36.95                                   | 47.21                                   |
| <b>Cash and cash equivalents, at ending of year</b>                                 | <b>36.95</b>                            | <b>47.21</b>                            | <b>25.78</b>                            |

#### 4.3.4 Financial ratios

|                                | Unit  | Consolidated financial statements |                               |                               |
|--------------------------------|-------|-----------------------------------|-------------------------------|-------------------------------|
|                                |       | As of<br>December<br>31, 2022     | As of<br>December<br>31, 2023 | As of<br>December<br>31, 2024 |
| FINANCIAL LIQUIDITY RATIO      |       |                                   |                               |                               |
| Current ratio                  | Time  | 3.75                              | 4.85                          | 4.69                          |
| Quick ratio                    | Time  | 1.89                              | 2.07                          | 1.78                          |
| Cash flow current ratio        | Time  | (1.44)                            | (0.52)                        | (1.85)                        |
| Receivable turnover ratio      | Time  | 3.72                              | 5.60                          | 7.84                          |
| Average debt collection period | (Day) | 96.82                             | 64.31                         | 45.94                         |
| Inventory turnover ratio       | Time  | 0.81                              | 0.70                          | 0.66                          |
| Average selling period         | (Day) | 446.26                            | 511.85                        | 545.50                        |
| Payable current ratio          | Time  | 3.37                              | 4.42                          | 5.42                          |
| Days payable outstanding       | (Day) | 106.73                            | 81.39                         | 66.41                         |
| Cash cycle                     | (Day) | 436.35                            | 494.77                        | 525.03                        |

|  |      | Consolidated financial statements |                               |                               |
|--|------|-----------------------------------|-------------------------------|-------------------------------|
|  |      | As of<br>December<br>31, 2022     | As of<br>December<br>31, 2023 | As of<br>December<br>31, 2024 |
| Unit                                   |      |                                   |                               |                               |
| PROFITABILITY RATIO                    |      |                                   |                               |                               |
| Gross profit margin                    | %    | 24.57                             | 37.94                         | 36.19                         |
| Operating profit margin                | %    | (62.05)                           | (24.00)                       | (65.16)                       |
| Other profit margin                    | %    | 7.82                              | 11.39                         | 19.93                         |
| Cash to profit margin                  | %    | 70.75                             | 43.00                         | 48.58                         |
| Net profit margin                      | %    | (50.04)                           | (11.64)                       | (32.21)                       |
| Return on equity                       | %    | (18.99)                           | (4.95)                        | (14.22)                       |
| EFFICIENCY RATIO                       |      |                                   |                               |                               |
| Return on assets                       | %    | (14.56)                           | (4.07)                        | (12.13)                       |
| Return on fixed assets                 | %    | (20.04)                           | (4.00)                        | (7.53)                        |
| Assets turnover                        | Time | 0.29                              | 0.35                          | 0.38                          |
| FINANCIAL POLICY RATIO                 |      |                                   |                               |                               |
| Debt to equity ratio                   | Time | 0.25                              | 0.17                          | 0.18                          |
| Interest Coverage Ratio                | Time | n.a                               | n.a                           | n.a                           |
| Commitment coverage ratio (cash basis) | Time | (0.46)                            | (1.38)                        | (1.18)                        |
| Dividend payout ratio                  | %    | n.a.                              | n.a.                          | n.a.                          |

## 5 General Information and Other Information

### 5.1 General Information

|                  |   |
|------------------|---|
| <b>Registrar</b> | : Thailand Securities Depository Co., Ltd.<br><br>93 Rachadapisek Road, Dindaeng, Bangkok 10400<br>Telephone: 0-2009-9000<br>Fax: 0-2009-9991<br>SET Contact Center 0-2009-9999<br>Thailand Securities Depository Co., Ltd. |
| <b>Auditor</b>   | : Karin Audit Co., Ltd.<br><br>72 Cat Telecom Tower, Floor 24, Charoen Krung Road,<br>Bangrak, Bangkok 10500<br>Telephone: 0-2105-4661<br>Fax: 0-2026-3760  |

### 5.2 Other important information

According to the Company's article of association, "the Company's shares can be freely transfer without limitation, except for such transfer shall cause foreign shareholders to aggregately hold shares in the Company more than 49 percent of total issued and paid-up shares. In case the transfer of shares shall cause foreign shares holders to aggregately hold shares more than such threshold, the Company reserves rights to reject such transfer".

### 5.3 Legal dispute

As of 31 December 2024, the Company does not have any legal dispute which may cause negative effect on the Company more than 5.00 percent of shareholders' equity, and does not have any legal dispute which may affect the Company's business significantly.



# Corporate Governance

## Section 2





## Corporate Governance Policy

### 6.1 Overview of corporate governance policy and practice

The Company aware of the importance of corporate governance. The corporate governance indicates efficient, transparent, and auditable management system which create confidence of shareholders, investors, stakeholders, and other related parties, as well as lead to the Company's value added and long-term sustainable growth. Therefore, the Company's board of directors resolve to amend corporate governance policy by adhering to "The Principles of Good Corporate Governance of Listed Companies" according to guideline of the Stock Exchange of Thailand and "Corporate Governance Code for Listed Companies 2017" according to guideline of the Office of the Securities and Exchange Commission. The Company's corporate governance policy consists of 8 principles as follows:

#### **Principle 1** Duty and responsibility of the Company's board of director as the leader of organization who create sustainable value to business

- The Company has clearly defined duty and responsibility of the Company's board of directors. The Company's board of directors has duty to define main objective and target of business, define strategy, policies (e.g. risk management policy, related party transaction policy, dividend payout policy, and anti-corruption policy etc.), as well as allocate resource to allow the Company's personnel to achieve their duties and objectives, including evaluate performance and supervise the Company's operating result report to be appropriate.
- The Company's board of directors has defined policies to align with corporate governance principle to create sustainable value to the Company and promote ethical business that respect rights and being responsible to shareholders and stakeholders which will lead to successfulness of the Company's business, benefit social, and environmentally friendly, as well as being able to adapt under dynamic environment.
- The Company's board of directors will supervise the Company's directors, sub-committees, and executives to perform duty with care, ethical, and responsibility to shareholders and stakeholders, as well as comply to law, objective, article of association, the Company's board of directors resolution, shareholders' meeting resolution, and policies. The Company's board of directors will also impose sufficient mechanism to ensure that the Company's operation will comply with law, objective, article of association, the Company's board of directors resolution, shareholders' meeting resolution, and policies.
- The Company's board of directors understand role, scope of duty and responsibility of the Company's board of directors as well as clearly define scope of duty and responsibility of sub-committee, chief executive officer, and executives, and supervise said person to perform duties as assigned in which the guideline will be set in written. In addition, the Company's board of directors will review such guideline at least once per year to be in line with the Company's direction.



In this regard, the Company's board of directors will supervise the Company to proceed on the following matters:

1. Matter in which the Company's board of directors will perform:
  - 1.1 Define main objective and target of business.
  - 1.2 Create organization culture that adhere to ethical as well as lead by performing as example.
  - 1.3 Oversee structure and action of the Company's board of directors to be appropriate to achieve main objective and target of business efficiently.
  - 1.4 Recruit, develop, determine compensation, and evaluate performance of chief executive officer.
  - 1.5 Specify compensation structure which is mechanism to attract personnel to perform in compliance with main objective and target of the Company.
2. Matter in which the Company's board of directors will jointly perform with management:
  - 2.1 Specify and review strategy, target, and annual budget.
  - 2.2 Supervise the sufficiency of risk management and internal control system.
  - 2.3 Specify appropriate authority with responsibility of management.
  - 2.4 Specify guideline to allocate resource, development, and budget.
  - 2.5 Monitor and evaluate operating result.
  - 2.6 Supervise the disclosure of financial and other information to be reliable.
3. Matter in which the Company's board of directors will supervise by assigning management to perform:
  - 3.1 Perform in accordance with strategy, policy, and plan as approved by the Company's board of directors.

## Principle 2 Define main objective and target of the Company for sustainability

- The Company's board of directors emphasizes on defining of main objective and target of the Company's business to allow the Company to grow with society sustainably, create value, and benefit to the Company, customers, suppliers, employees, shareholders, stakeholders, and society. The Company's board of directors will promote the communication as well as main objective and target of the Company to reflect in the decision making and performing process of all personnel to become corporate culture under corporate governance principle.
- The Company's board of directors will supervise the Company's annual budget to align with the Company's main objective and target under the factors and risks which may affect stakeholders and will promote to apply technology and innovation as deemed appropriate.
- The Company's board of directors will supervise the allocation of resource and operation controlling as deemed appropriate and will monitor implementation of annual plan to allow the Company to achieve main objective and target of the Company's business.

### Principle 3 Strengthen effectiveness of the Company's board of directors

- The Company's board of directors will review structure of the Company's board of directors with respect to size, composition, and proportion of independent director which is deemed appropriate and necessary for achieving the Company's main objective and target. The Company's board of directors must consist of diversity person that have knowledge and qualification in respect of knowledge, expertise, and experience in relation to business as well as able to benefit the Company. In this regard, at least one-third of the Company's board of directors and not less than 3 directors must be independent director. In addition, the Company's independent director must have qualification pursuant to relevant regulations.
- The Company's board of director will appoint appropriate person as the Company's chairman and will supervise to ensure that composition and operation of the Company's board of directors allow directors to make decision independently. If the chairman is not independent director, the Company's board of directors will assign one independent director to participate in determining meeting agenda of the Company's board of directors meeting to promote check and balance between the Company's board of directors and management.
- The Company's board of directors will supervise directors recruiting process to have transparent and clear to allow the Company to have directors who have qualification per specified guideline.
- The Company's board of directors will consider compensation structure that is appropriate with responsibility and attract the Company's board of directors to lead the organization to achieve both short-term and long-term goal. In this regard, such compensation structure will be proposed to the shareholders' meeting to consider and approve.
- The Company's board of directors will supervise the Company's directors to perform duty and allocate sufficient time, and promote the Company's directors to attend all of the Company's board of directors meetings.
- The Company's board of directors will impose mechanism to supervise policy and operation of subsidiaries and associated companies as deemed appropriate with each entity to align with the Company's business policy.
- The Company's board of directors have policy to evaluate annual performance of the Company's board of directors and sub-committees, both in form of group and individual. The evaluation result will be used to improve the operation.
- The Company's board of directors will supervise the Company's directors to have knowledge and understand their role, business characteristic, and laws that are relevant to business, as well as regularly support the Company's directors to enhance their skill and knowledge to perform their duty.
- The Company's board of directors will supervise to ensure that the operation of the Company's board of directors is smooth and able to access to necessary information, as well as having corporate secretary who have necessary and appropriate knowledge and experience to support the operation of the Company's board of directors.

#### Principle 4 Recruit and develop top executive and personnel management

- The Company's board of directors will perform to ensure that the recruiting and development process of chief executive officer and top executive is appropriate in order to have personnel who have knowledge, skill, experience, and qualification that is necessary to drive the Company to achieve goal, as well as support the Company's personnel to attend the training session as deemed appropriate to enhance their knowledge and experience in relation to their work, and impose succession plan to allow the Company's operation to operate smoothly.
- The Company's board of directors will supervise compensation structure and performance evaluation to align with duty and responsibility of each personnel and align with the Company's main objective.
- The Company's board of directors will monitor and analyze shareholding structure and relationship which may affect operation of the Company to prevent obstacle that may affect operation of the Company's board of directors and will supervise the disclosure of information that may affect the controlling power of the Company as deemed appropriate.
- The Company's board of directors will monitor human development process to allow personnel to have knowledge, skill, experience, and appropriate motivation.

#### Principle 5 Promote innovation and business that have responsibility

- The Company's board of directors emphasizes and supports implementation of innovation that create value to business coupled with create benefit to all stakeholders, and responsible to society and environment. The Company's board of directors will promote the operation that create value to the Company under dynamic environment which may be in form of business model and design and development of product and service.
- The Company's board of directors emphasizes on operating business with responsible to society and environment, as well as emphasize on rights of all stakeholders, and will supervise the Company's business to align with said guideline. In this regard, the Company aware of rights of all stakeholders as per following guidelines:

|                        |   |
|------------------------|---|
| <b>1. Shareholders</b> | The Company will operate business with transparency and efficiency under good corporate governance by focusing on creating operating result and sustainable growth to shareholders, as well as disclose information sufficiently and transparently.   |
| <b>2. Employees</b>    | The Company will treat employees and staffs fairly and respect human rights, as well as comply with relevant laws and standards. The Company will promote the development of human resource to create highest benefit to the Company and promote to work as a team to create flexibility in working, as well as provide appropriate and safe work environment including provide appropriate compensation. |

|   |   |
|---|---|
| <b>3. Customers</b>                           | The Company focus on deliver product and service that have quality with appropriate price, as well as efficient after sale service. Furthermore, the Company will strictly keep customers' information confidential and will not wrongly use such information for its benefit or other person, and comply with relevant laws. |
| <b>4. Suppliers</b>                           | The Company has fair procurement process in which the Company will select supplier that meet specified criteria and concern corporate social responsibility to develop business of parties sustainably.   |
| <b>5. Creditors</b>                           | The Company will adhere to comply with conditions that are specified in agreement including repayment of debts and obligations.   |
| <b>6. Competitors</b>                         | The Company focus on operating business transparently and ethically under laws and avoid competing in dishonest way.  |
| <b>7. Community, society, and environment</b> | The Company emphasize on community, society, and environment by focusing on deliver product and service that is friendly to community, society, and environment, including promote the employee to aware of responsibility to community, society, and environment.  |
| <b>8. Anti-corruption</b>                     | The Company focus on adhering with criteria and standards that are relating to anti-corruption as well as support the Company's suppliers to comply with said criteria.   |

- The Company's board of directors will monitor the management to allocate and manage resource efficiently and effectively by concerning on value chain to achieve main objective and target sustainably.
- The Company's board of directors aware of importance of implementation of information technology to manger business by supporting implementation of information technology to develop business in various aspect, e.g., operation, risk management, as well as specifying policy relating to management of information technology to allow the Company to achieve main objective and target.

#### Principle 6 Ensure on appropriate risk management and internal control system

- The Company's board of directors will supervise to ensure that the Company will have risk management and internal control system that will allow the Company to achieve objective effectively and comply with relevant laws and standards.
- The Company's board of directors will appoint audit committee to assist the Company's board of directors to supervise the Company in various aspects, e.g., financial reporting, internal control, and connected transaction etc. In this regard, audit committee must have qualification in accordance with relevant regulations. The Company's board of directors will ensure that there is internal control audit process to ensure that the Company has internal control process that is efficient and effective.

- The Company's board of directors will monitor and manager conflict of interest which may arise between the Company and management, the Company's board of directors, or shareholders, including prevent wrongly use of assets, information, and opportunities of the Company, as well as entering to transaction with related or connected person with the Company in the inappropriate way.
- The Company's board of directors has clear anti-corruption policy and has communicated with all personnel of the Company and outside person, as well as promote and implant such matter to all employee and perform in accordance with relevant laws and regulations, and impose penalty for person who breach such policy.
- The Company's board of directors has supervised the Company to have mechanism to receive complaint and process in case there is a clue by providing channel to receive complaint on the Company's website.

#### Principle 7 Maintain reliability of financial and information disclosure

- The Company's board of directors will supervise the Company to have financial reporting system and disclosure of information that is correct, sufficient, in time, and comply with relevant regulations, standards, and guidelines, as well as allocate sufficient personnel to achieve said objective.
- The Company's board of directors will monitor sufficiency of financial liquidity and the Company's ability to repay debt.
- In case the Company face financial problem or tend to face problem, the Company's board of directors will supervise to ensure that the Company has plan to solve problem or has other mechanism to solve financial problem. In this regard, with consideration of rights of stakeholders.
- The Company's board of directors will arrange division or person who responsible on investor relation to perform duty on communication with shareholders, investors, or other stakeholders.
- The Company's board of directors will support and promote on using of information technology to disclose information.

#### Principle 8 Promote involvement and communication with shareholders

- The Company's board of directors will supervise to ensure that shareholders involve in decision making of the Company's importance matter and will support the shareholders to participate in shareholders' meeting, e.g. propose meeting agenda, propose person to be appointed as the Company's director etc., as well as prepare invitation letter to shareholders' meeting that have sufficient information to make decision and send to shareholders before the meeting date.
- The Company's board of directors will supervise the shareholders' meeting to proceed smoothly, transparently, efficiently, and allow the shareholders to exercise their rights, as well as will arrange relevant personnel to attend meeting to allow the shareholders to ask question.



- The Company's board of directors will supervise the Company to disclose shareholders' meeting resolution and prepare correct and complete shareholders' meeting report. The shareholders' meeting resolution will be disclosed via channel of the Stock Exchange of Thailand on the next business day of the shareholders' meeting date and will disclose shareholders' meeting report on the Company's website.

## 6.2 Important change and development of policy, practice, and procedure with regard to corporate governance in previous year

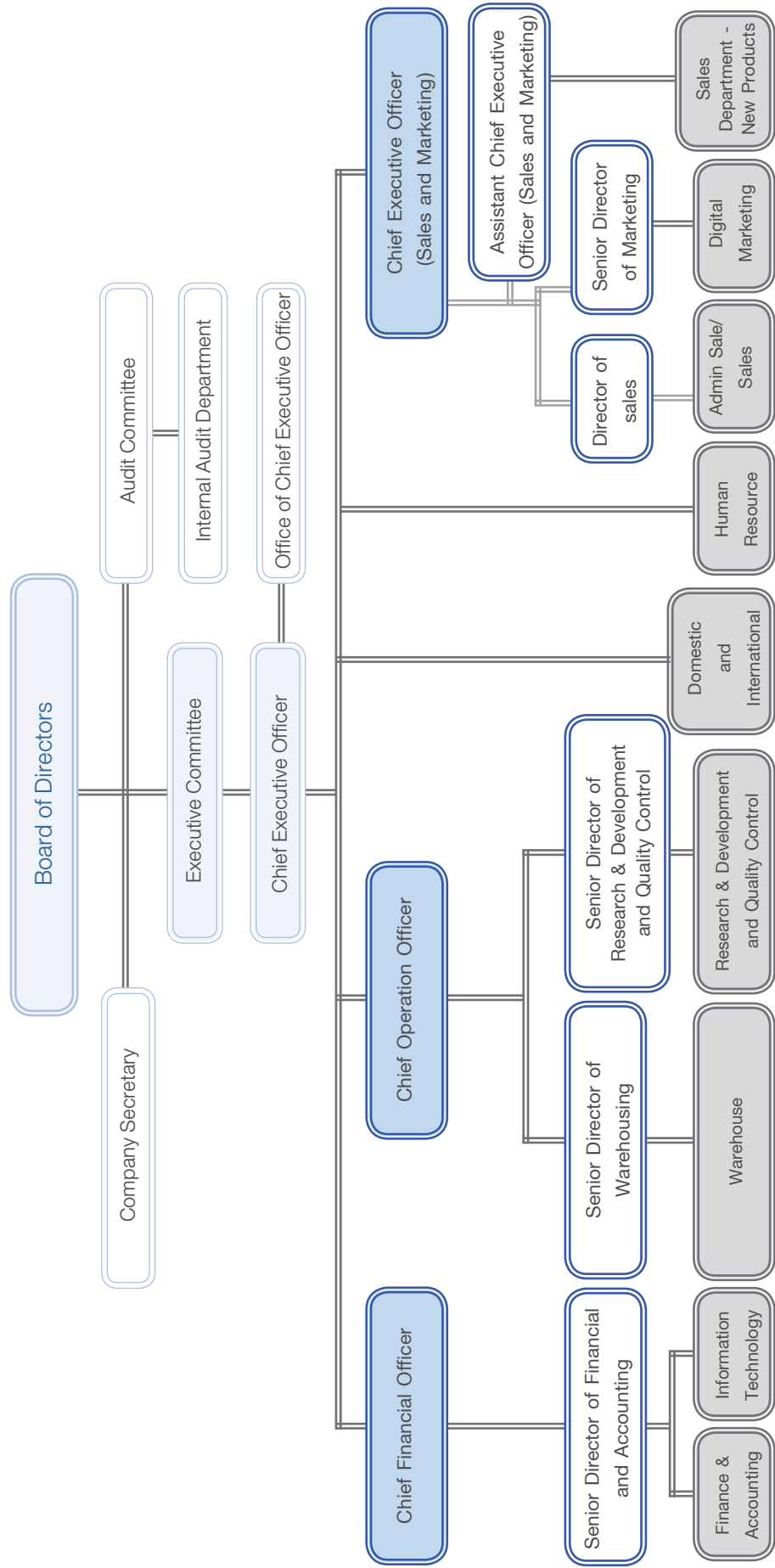
In 2022, the Company has amended policy relating to corporate governance and other related policies, e.g., corporate governance policy, risk management policy, and investment in subsidiary and associated company policy etc., so that the Company's corporate governance is in compliance with relevant criteria or guideline, and align with the Company's business, as well as achieve goal and objective sustainably. In this regard, the Company's board of directors meeting no. 2/2022, held on 24 February 2022, resolved to approve such policies and communicated such policies to all personnel of the Company to aware and understand in same direction.



# Corporate Governance Structure and Important Information about the Board of Directors, Sub-Committees, Executives, Employees, etc.

## 7.1 Management Structure

Organizational Structure of the Company as of December 31, 2024



## 7.2 List of directors

As of 31 December 2024, the Company's board of directors consist of 8 directors as follows:

| No. | Name - Surname                  | Position   |
|-----|---------------------------------|--|
| 1.  | M.R. Chirakom Kitiyakara        | Chairman   |
| 2.  | Lt.Gen. Pajongjed Meepin        | Independent Director / Chairman of Audit Committee |
| 3.  | Dr. Phuvit Panyasit             | Independent Director / Member of Audit Committee   |
| 4.  | Prof. Dr. Thapana Boonlar       | Independent Director / Member of Audit Committee   |
| 5.  | Mr. Anake Pattanaslid           | Director   |
| 6.  | Mr. Boonyasit Saengpongphithaya | Director   |
| 7.  | Mr. Pichai Panjasanka           | Director   |
| 8.  | Mr. Nawat Itsararisil           | Director   |

Mrs. Prangthip Chanvisitsak is the Company Secretary.

### Authorized Director of the Company as of 1 March 2025

Mr. Boonyasit Saengpongphithaya, Mr. Pichai Panjasanka, two directors sign jointly. and seal the company's seal

### Composition of the Company's board of directors

The Company's board of directors consists of personnel who have knowledge, skill, and experience, which can benefit the Company. The Company's board of directors is the entity that have important role in determining policy and business plan, while monitor result on quarterly basis. In addition, it also emphasizes on internal control system and internal audit system for the benefit of the Company and shareholders.

### Scope of Duties and Responsibilities of the Board of Directors

1. To perform duties pursuant to laws, objectives and articles of association of the Company as well as resolutions of shareholders' meetings with honesty, integrity and to preserve the best interest of the Company.
2. To specify vision, policy and operating direction of the Company and to supervise performance of the management to ensure compliance with the specified policies and work plans effectively and efficiently in order to maximize the economic value of the business and the benefits of the shareholders.

To monitor operating results to ensure that they are in accordance with the Company's policies and objectives. Clear indicators must be established to be used as operation guidelines by taking into consideration the possibility and reasonableness. In addition, policies and policy compliance must be reviewed constantly.

3. To attentively consider conflicts of interest and transactions that might have conflicts of interest by specifying clear guidelines for the overall benefits of the Company and the shareholders. A stakeholder in the transaction shall not be involved in the decision-making process. To supervise and to ensure compliance with standard regulations concerning operating procedures and disclosure of information of transactions with potential conflicts of interest correctly, completely and transparently.
4. To specify the authority of approval for undertaking any transactions and operations concerning the Company's business to a group of persons or a person as appropriate and in accordance with relevant laws. This is to be completed in the form of authority manual which must be reviewed at least once a year.
5. To establish a reliable accounting system, processing system, financial reporting and auditing as well as to oversee the assessment process on appropriateness of internal control system by assigning an independent person or function to take responsibility for inspection of such systems and those systems must be constantly reviewed.
6. To specify comprehensive risks management policy throughout the organization where the management shall comply with the policies and report to the Board of Directors on continuous basis. To regularly review or assess the efficiency of risk management and every instance of a change in the risk level as well as place an importance on early warning signs and any abnormal transactions.
7. To appoint the sub-committee or any person to oversee, monitor and control operations of the Company in material matters under supervision of the Board of Directors. To assess performance and fix remuneration of such sub-committee or person or assign authority to such sub-committee or person to be within the period of time as the Board of Directors deemed appropriate. The Board of Directors may cancel, revoke, change or revise such authority.
8. The following operational powers shall be exercised only after an approval is obtained from the shareholders' meeting with the provision that any directors or persons with potential conflicts, interests or conflict of interest regarding any transactions with the Company or its subsidiaries shall not be entitled to vote:
  - Any activities requiring an approval from the shareholders' meeting according to the relevant regulations
  - Any transactions that any director may have some interests and in scope that the laws or regulations of the Stock Exchange of Thailand prescribed that it is required to have an approval from the shareholders' meeting first.
  - In addition, for the following cases, the resolution is required to be passed by the majority vote of not less than three-fourths of total votes of director members presenting at the meeting of the Board of Directors and of the shareholders presenting at the meeting and having the voting right.
  - Purchase or accept the transfer of business of other public company or private company.
  - Execute, amend or terminate the agreement relating to lease out in whole or in substantial parts of business of the Company, assign the other person to manage the business of the Company or merge business of the Company with business of the other person, which objective is for profit sharing.

- Issue new shares to pay to the Company's creditor pursuant to debt to equity conversion project.
  - Decrease the Company's registered capital by decreasing number of shares or decreasing share values.
  - Increase, decrease the capital, issue the debenture, amalgamate or dissolve the Company.
  - Any other issues as per specified by the laws.
9. Furthermore, the chairman will have scope of power, duty, and responsibility in addition to the Company's board of directors as follows:
- Supervise, monitor, and ensure that the performance of the Company's board of directors is effective and achieve the Company's core objective and goal.
  - Convene the Company's board of directors meeting by assigning corporate secretary to dispatch meeting invitation letter not less than 7 days before the meeting date.
  - Determining agenda in the Company's board of directors meeting by discussing with executives and implement measure to ensure that important matter has been included in meeting agenda.
  - The chairman will act as chairman of the Company's board of directors meeting to control the meeting to perform efficiently.
  - Encourage the Company's directors to attend shareholders' meeting and act as the chairman in the meeting to control the meeting to perform efficiently.

### 7.3 The Audit Committee

As of December 31, 2024. the Audit Committee comprised of

| No. | Name - Surname            | Position                        |
|-----|---------------------------|---------------------------------|
| 1.  | LT.Gen Pajongjed Meepin   | Chairman of the Audit Committee |
| 2.  | Dr. Phuvit Panyasit       | Audit Committee                 |
| 3.  | Prof. Dr. Thapana Boonlar | Audit Committee                 |

Ms. Arporn Chum-in is a secretary of the Audit Committee

#### Scope of Duties and Responsibilities of the Audit Committee

1. To audit to ensure that the Company has sufficient, accurate and transparent financial reports by coordinating with the external auditors and the Company's executives who are responsible for preparing quarterly and yearly financial reports.
2. To review the Company's internal control and internal audit systems to ensure that they are suitable and effective jointly with the external auditors and internal auditors (if any) and to determine the independence of the internal audit function or any other functions in charge of internal auditing.



3. To review operations of the Company to ensure compliance with the laws on securities and exchange, regulations of the Stock Exchange of Thailand and any laws related to the Company's businesses.
4. To select and propose the Company's auditor and to fix his or her remuneration by taking into consideration reliability, adequacy of resource, amount of auditing activities and experiences of such auditor as well as to attend the meeting with the auditor without any participation of the executives at least once a year
5. To consider the connected transactions or transactions which may have conflicts of interest to ensure that they are reasonable, in compliance with the laws and regulations of the Stock Exchange of Thailand and are for the maximum benefits of the Company.
6. To review and ensure that the Company has appropriate and efficient risk management system
7. To prepare a report on the Audit Committee's activities and disclose it in the Company's annual report. Such report must be signed by the Chairman of the Audit Committee and included at least the following recommendations:
  - Recommendation on accuracy, completeness and creditability of the preparation process and information disclosure in the Company's financial report,
  - Recommendation on adequacy of the Company's internal control system,
  - Recommendation on compliance with laws on securities and exchange, the stock exchange's regulations, or other laws related to the Company's business,
  - Recommendation on suitability of the auditor,
  - Recommendation on transactions that may cause conflicts of interests,
  - Number of the Audit Committee's meetings and attendance of such meetings by each committee member
  - Overall recommendations or observations that have arisen while the Audit Committee performed its duties in accordance with the Charter, and
  - Other reports which should be made available to the shareholders and general investors within scope of duty and responsibility assigned by the Company's Board of Directors.
8. To perform any other tasks as assigned by the Board of Directors according to the opinions of the Audit Committee, for instance, review of financial management policy & risk management, review compliance with business ethics of the management, review material reports jointly with the Company's management which must be presented to the general public as per specified by the law, i.e. executive report and analysis and etc.

In order to make the Audit Committee perform the work efficiently, the Audit Committee may seek independent opinions from consultants of various professions, if it deems necessary, at the Company's expense.

## 7.4 Executive Committee

As of December 31, 2024, the Executive Committee consists of:

| No. | Name - Surname              | Position                            |
|-----|-----------------------------|-------------------------------------|
| 1.  | Mr. Pichai Panjasanka       | Chairman of the Executive Committee |
| 2.  | Mrs. Prangthip Chanvisitsak | Executive Committee                 |
| 3.  | Mr. Sayon Suntaros          | Executive Committee                 |

with Ms. Arporn Chum-in as the secretary of the Executive Committee.

### Scope of Duties and Responsibilities of the Executive Committee

1. To control management of the Company to ensure that it is in accordance with the policies specified by the Board of Directors and then report operating results to the Board of Directors.
2. To specify strategies and business plans, budget including management structure so that it can achieve policies and objectives of the Board of Directors, then propose to the Board of Directors for considerations.
3. To specify the authority of approval of each person as appropriate, by segregating duties which may promote corruption, and propose to the Board of Directors or the sub-committee assigned by the Board of Directors for approval. To control and ensure adherence to the approved principles and regulations.
4. To consider organizational structure and manage salary structure, define scope and duty of work, assignment, appointment; transfer, cut or reduce salary; remove; dismiss or impose disciplinary penalty; give reward and consider praiseworthy of the employee.
5. To consider and approve financial transactions with banks or financial institutions to support normal business operations, such as opening or closing of accounts; taking on a loan; granting a loan, providing credit amount, pledge, mortgage, guarantee and other activities including purchase, sell and register of title deed ownership of land for normal business operations in accordance to the authority approved by the Company's Board of Directors.
6. To consider and approve investment and specify investment budget as per specified in the delegation of authority manual.
7. To consider about fund raising to propose to the Company's Board of Directors.
8. To approve appointment of consultants in various fields necessary for business operations.
9. To approve the operating plan of each department of the Company including to approve a request from various departments which beyond power of such department.

However, for authorization of such duty and responsibility of the Executive Committee, the authorized person shall not be empowered to approve any transactions that such person or a person who might have a conflict of interest (meaning of “person who might have a conflict of interest” is as per defined by the notification of the Securities and Exchange Commission), or may have conflicts in any other manners against the benefits of the Company or its subsidiaries. The approval of such foregoing transactions are required to be submitted to the Board of Directors’ meeting and/or the shareholders’ meeting for considerations and approval pursuant to the Company’s articles of association or as per required by relevant laws, except where it is can approval of a normal business transaction of the Company according to the policy and criteria approved by the Board of Directors

## 7.5 Information relating to corporate secretary

As of 31 December 2024, Mrs. Prangthip Chanvisitsak held position of corporate secretary and have scope of power, duty, and responsibility as follows:

1. Prepare and keep following documents:
  - 1) The Company’s director register.
  - 2) Invitation letter to the Company’s board of directors meeting, minute of the Company’s board of directors meeting, and the Company’s annual report.
  - 3) Invitation letter to the shareholders’ meeting and minute of shareholders’ meeting.
2. Keep stakeholder report prepared by the Company’s directors, member of sub-committees, or executives.
3. Proceed any actions as specified by the Capital Market Supervisory Board.
4. Submit copy of stakeholder report pursuant to section 89/14 of Securities and Exchange Act, B.E. 2535 (including amendment) to the Company’s chairman of the board and chairman of the audit committee within 7 business days from the date in which the Company receive such report. The Company must ensure that there is system to maintain documents or evidences relating to the information declaration and ensure that the documents will be kept accurate, complete, and can be audited not less than 10 years from the date in which such documents or information are prepared.
5. Provide advice to the Company’s board of directors with regard to laws and regulations as well as good corporate governance practice so that the performance of the Company’s board of directors is in accordance with relevant laws and regulations.
6. Responsible for coordinating with regulators, e.g., the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand etc., and responsible for disclosing information and information memorandum to regulators in accordance with relevant regulations.
7. Perform any actions as assigned by the Company’s board of directors.

## 7.6 The Management

As of December 31, 2024, the Company's management consisted of

| No. | Name - Surname              | Position  |
|-----|-----------------------------|---|
| 1.  | Mr. Pichai Panjasanka       | Chief Executive Officer   |
| 2.  | Mrs. Prangthip Chanvisitsak | Chief Financial Officer   |
| 3.  | Mr. Sayon Suntaros          | Assistance of Chief Operating Office (Sales and Marketing)      |
| 4.  | Ms. Nutchaya Sirariyakul    | Senior Director of Marketing                                    |
| 5.  | Mr. Supalerk Chumkum        | Senior Director of Research and Development and Quality Control |
| 6.  | Mr. Suttithap Udomsub       | Director of sales   |

## 7.7 Directors' and Executives' Remuneration

### 7.7.1 Directors' Remuneration

#### Monetary Remuneration

The 2024 Annual General Meeting of Shareholders held on April 24, 2024 resolved to approve the criteria for payment of remuneration to the Board of Directors. and Audit Committee The details are as follows.

(A) Remuneration for the Board of Director

| Position                 | Monthly package*<br>(Baht) | Meeting allowance<br>(Baht/Meeting) |
|--------------------------|----------------------------|-------------------------------------|
| Chairman of the Board    | 44,000                     | 15,000                              |
| Director (Executive)     | -                          | 10,000                              |
| Director (Non-Executive) | 27,500                     | 10,000                              |

| Audit Committee                 | Monthly package*<br>(Baht) | Meeting allowance<br>(Baht/Meeting) |
|---------------------------------|----------------------------|-------------------------------------|
| Chairman of the Audit Committee | 38,500                     | 15,000                              |
| Audit Committee                 | 24,000                     | 10,000                              |

**Remark:** In the case of assuming multiple positions, the highest remuneration shall be paid.

(B) Remuneration for the Sub-committee

|  |  |
|--|--|
| <b>Every member of the Board of Director</b> | Assign to the Chairman of the Executive Committee to allocate the pension from the remuneration remaining at the end of the year to each director by considering the performance and duration of work. when combined with monthly remuneration and meeting allowance, the total remuneration will not exceeding to 5,000,000 Baht. |
|--|--|

In the year 2024, the Company paid remuneration to the Board of Directors. and sub-committees, totaling 3.68 million baht, with details as follows:

| No.          | Name                                       | Directors   |  | The Audit Committee                               |  | Total<br>(million<br>Baht) |
|--------------|--|---|--|---|--|----------------------------|
|              |  | Monthly +<br>other<br>Compensation (Million Baht) | Meeting<br>allowance<br>(Million baht) | Monthly +<br>other<br>Compensation (Million baht) | Meeting<br>allowance<br>(Million baht) |                            |
|              |  |   |  |   |  |                            |
| 1.           | M.R. Chirakom Kitiyakara                   | 0.53+0.03   | 0.15                                   | -   | -                                      | 0.71                       |
| 2.           | Lt.Gen. Pajongjed Meepin                   | -   | 0.10                                   | 0.46+0.02   | 0.075                                  | 0.66                       |
| 3.           | Dr. Phuvit Panyasit                        | -   | 0.10                                   | 0.33+0.01   | 0.05                                   | 0.49                       |
| 4.           | Prof. Dr. Thapana Boonlar                  | -   | 0.10                                   | 0.33+0.01   | 0.05                                   | 0.49                       |
| 5.           | Mr. Anake Pattanasid                       | 0.33+0.01   | 0.10                                   | -   | -                                      | 0.44                       |
| 6.           | Mr. Boonyasit Saengpongpathaya             | 0.33+0.01   | 0.10                                   | -   | -                                      | 0.44                       |
| 7.           | Mr. Pichai Panjasanka                      | 0.01  | 0.10                                   | -   | -                                      | 0.11                       |
| 8.           | Mrs. Prangthip Chanvisitsak <sup>1/2</sup> | 0.01  | 0.03                                   | -   | -                                      | 0.04                       |
| 9.           | Mr. Nawat Itsararisil <sup>2/2</sup>       | 0.28  | 0.03                                   | -   | -                                      | 0.31                       |
| <b>Total</b> |  | <b>1.53</b>                                       | <b>0.81</b>                            | <b>1.16</b>                                       | <b>0.18</b>                            | <b>3.68</b>                |

**Remark:** <sup>1/2</sup> Mrs. Prangthip Chanvisitsak Resign from the position of director on February 23, 2024.

<sup>2/2</sup> Mr. Nawat Itsararisil Get appointed as a director on February 23, 2024.

#### Non-monetary Remuneration

- None -

#### 7.7.2 Executives' Remuneration

##### Monetary compensation

In 2024 the Company paid compensation to 6 executives in the total amount of 10.80 million baht. The executive compensation consists of salary, bonus, commission, social security, other compensation and provident fund etc. In this regard, the Company has policy to pay compensation to executive based on scope of duty and responsibility in combining with the Company's overall operating result. The Company's board of directors opines that executive compensation scheme is deemed appropriate and comparable to other operators in industry.

##### Non-monetary Remuneration

- None -



## 7.8 Information about employees

As of December 31, 2024, the Company's group has a total of 63 employees (excluding executives), which can be divided by line of work as follows:

| No.          | Department                                | Number of employees |
|--------------|---|---------------------|
| 1.           | Finance                                   | 4                   |
| 2.           | Operations                                | 34                  |
| 3.           | Sales and Marketing                       | 19                  |
| 4.           | HR  | 4                   |
| 5.           | Domestic / Overseas Purchasing Department | 2                   |
| <b>Total</b> |   | <b>63</b>           |

In 2024, the Company paid compensation to employees (excluding executive) in the total amount of 23.25 million baht. The employee compensation consists of salary, bonus, commission, social security, and provident fund etc. In this regard, the Company has established provident fund pursuant to Provident Fund Act, B.E. 2530 (including amendment). The Company assigned Krungsri Asset Management Company Limited to manage provident fund under name "Ayudhya Master Fund Registered Provident Fund" with objective to attract employees to work with the Company and used as reserved fund for employee in future.

Furthermore, the Company has policy to train and develop personnel to have knowledge, understanding, and expertise, as well as good attitude on the Company and increase productivity for the Company with quality, and ensuring that the Company has personnel that have knowledge and skill that is aligned with vision and goal of the Company with most efficiency.

## 7.9 Other important information

### **The person taking the highest responsibility in finance and accounting**

Mrs. Prangthip Chanvisitsak by information on educational qualifications and work experience Details are shown in Attachment 1.

### **Head of Internal Audit**

The Company has hired BKIA & IC Company Limited to perform internal audit. Ms. Boonnee Kusolsopit was appointed by BKIA & IC Company Limited to be the head of the Company's internal audit.

### **Investor Relations**

Miss Arporn Chumin

Telephone: 02-451-6888 # 301

E-mail: arporn.c@ajthai.com

### Auditor compensation

The 2024 annual general meeting of shareholders held on 24 April 2024, resolved to approve the Company's auditor compensation for the year 2024 in amount of 1.29 million baht, and subsidiary/associated companies in amount of 1.05 million baht, does not include discontinued operation-net, totaling amount of 2.34 million baht. In 2024, the Company and subsidiary/associated paid compensation to auditor for providing audit service on quarterly and annually financial statement of the Company of 2.34 million baht and other compensation, transportation of 0.05 million baht and subsidiary 0.04 million baht, totaling amount of 2.43 million baht.



## 8 Corporate Governance Milestones

### 8.1 Performance of the Board of Directors

In 2022, the Company has amended policy relating to corporate governance and other related policies, e.g., corporate governance policy, risk management policy, and investment in subsidiary and associated company policy etc., so that the Company's corporate governance is in compliance with relevant criteria or guideline, and align with the Company's business, as well as achieve goal and objective sustainably. In this regard, the Company's board of directors meeting no. 2/2022, held on 24 February 2022, resolved to approve such policies and communicated such policies to all personnel of the Company to aware and understand in same direction.

#### 8.1.1 Nomination, development, and evaluation of performance of the Company's board of directors, sub-committees, and top executives

##### 8.1.1.1 Nomination of the Company's directors, member of sub-committee, and top executives

###### Nomination of the Company's directors

As the Company does not have a Nomination Committee, the selection and appointment of the Board of Directors shall be made by committees and consideration shall be based on knowledge, capability, experience, vision and credibility. In addition, such candidate must be a qualified person and must not possess prohibited characteristics specified by the laws. The appointment is required to have an approval from the shareholders' meeting. Criteria and method can be summarized as follows:

1. The Company's Board of Directors shall consist of at least 5 directors, who possess qualification pursuant to the laws and not less than one-half of total directors must reside in the kingdom.
2. The selection of the director by the shareholders' meeting shall elect the directors shall be based on majority votes pursuant to the following criteria and methods.
  - 2.1 A shareholder shall have a number of votes which is equivalent to the number of shares held by him/her.
  - 2.2 The shareholder shall vote for election of a director individually.
  - 2.3 The persons receiving the highest number of votes in the respective order of the votes shall be elected as directors up to the total number of directors required or to be elected at such time. In the event that a number of persons receive an equal number of votes for the last directorship exceed the number of directors the Company required or to be elected at such time, the chairman of the meeting shall have a casting vote.
3. During every annual general meeting, at least one-third of directors shall retire. If the number of directors is not a multiple of three, then the number of directors closest to one-third shall retire. The directors who shall retire in the first and the second year after the registration of the Company shall be selected by drawing lot, and for subsequently years, the longest serving directors shall be retired. A retired director may be reappointed

4. The directors shall be entitled to receive remunerations from the Company as gratuity, meeting allowance, pension, bonus or any benefits pursuant to the regulations or as per approved by the shareholders' meeting. Such remunerations may be as per an exact amount or as per defined criteria and shall be specified occasionally or it shall be in effect until further change. Moreover, they shall also receive allowances and fringe benefits pursuant to the Company's regulations without having any impact to the rights of the officers and employees, who have been elected as the committee, with regard to remuneration as part of the committee and benefits as the Company's officer or employee.
5. Any director who will resign from directorship position shall submit a resignation letter to the Company and such resignation shall be effective from the date such letter arrives at the Company. The resigned director may inform his or her resignation to the registrar.
6. In case of vacancy of director's position due to reasons other than by retirement in due course, the Board of Directors may appoint a person who is qualified and does not possess any prohibited qualifications specified in the Public Limited Act and laws on securities and exchange to be the director in the next Board of Directors' meeting. Except in the case where the remaining term of a director is less than 2 months, then the term of the newly appointed director shall expire at the same time as the director he/she substitutes. The resolution of the Board of Directors under paragraph one shall consist of votes not less than three-fourths of the remaining directors.
7. The shareholders' meeting may have a resolution to remove a director prior to the expiration of his or her term with the votes not less than three-fourths of the total votes of shareholders present at the meeting and have the voting right which must have accumulated shares not less than one half of total shares of the shareholders present at the meeting and have the voting right.
8. The committee members shall appoint one of them as the Chairman. In case they deem reasonable, one or more than one member shall be selected as the Vice Chairman/Chairmen.

#### **Nomination of independent director**

In nomination of person to hold position as independent director, apart from having qualification as per specified, such person must have qualification in accordance with qualification of independent director as specified by the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand. In this regard, independent director must not less than 3 person and at least one-third of total number of the Company's director.

#### **The Audit Committee/Independent Director**

The Board of Directors or the Annual General Meeting of Shareholders is authorized to appoint at least 3 directors to be the Company's Audit Committee by selecting from the members of the Board of Directors. In addition, at least 1 member of the Audit Committee shall have adequate knowledge, understandings and experiences on accounting or finance. Upon the number of the Audit Committee

is less than 3, the Board of the Directors or the shareholders' meeting shall appoint other director to replace such vacant position within 3 months from the date the number of Audit Committee is less than 3.

### Executive Committee

The Company's Board of Directors is authorized to appoint the Executive Committee which shall not be less than 2 persons, by selecting from the committee members or the employees who possess skill and capability. However, such person must not be the Audit Committee to perform and supervise operations of the Company as per assigned by the Board of Directors on its behalf. The Executive Committee shall directly report to the Board of Directors.

### Nomination of top executives

In nomination of top executives, the Company's board of directors will be responsible for screening to nominate qualified personnel. That person must have knowledge, expertise, skill, and experience that is benefit the Company's operation, as well as well understand the Company's business, to drive the Company to achieve objective and goal as specified by the Company's board of directors.

#### 8.1.1.2 Development of the Company's directors, member of sub-committees, and top executives

The Company emphasizes on skill and knowledge the Company's directors, member of sub-committees, and top executives to promote such personnel to have knowledge, expertise, and skill that is appropriate and align with the Company's operation and achieve goal and objective sustainably. The Company's board of directors will encourage the Company's directors, member of sub-committees, and top executives to attend various training seminar that is relating to duty. In 2024, the director and executive has attended training session as follows:

| Session name   | Objective   | Participant                 |
|--|---|-----------------------------|
| - CFO Course (TAX) 2025<br>Accounting that executives should know                                | Executives have learned to be careful tax considerations financial reporting standards with current and future tax calculation standards and ethics of professional accountants.  | Mrs. Prangthip Chanvisitsak |
| - Director's Guide to Legal<br>Obligation and Duties<br>(DLD2/2024)                              | To perceived laws and regulations related to the performance of duties of directors and executives.   |                             |
| - Insight in SET: Know all about<br>growth and sustainability in<br>the capital market (3/2024). | To executives of listed companies to understand their roles and responsibilities in compliance with important regulations, and the use of capital market tools to create growth for the company so that the company can fully and sustainably utilize the capital market. |                             |



| Session name  | Objective  | Participant           |
|---|--|-----------------------|
| - Hot issue for Director Empowering Board: Enhancing Governance, Standards and Financial Insights | To perceived the components of good corporate governance mechanisms that will help strengthen the auditing system and to understand the principles of maintaining financial trust. | Mr. Pichai Panjasanka |

## 8.1.2 Attendance of the Board of Directors' Meeting and sub-committees

### 8.1.2.1 Board of Directors

In the year 2024, the directors of the company Each of them attended the Board of Directors' meeting. and the shareholders' meeting as follows:

| No. | Name                                       | Number of times attending the meeting /<br>Number of times having the right to attend the meeting |                     |
|-----|--|---|---------------------|
|     |  | Board of Directors  | Shareholder meeting |
| 1.  | M.R. Chirakom Kitiyakara                   | 10 / 10   | 1 / 1               |
| 2.  | Lt.Gen. Pajongjed Meepin                   | 10 / 10   | 1 / 1               |
| 3.  | Dr. Phuvit Panyasit                        | 10 / 10   | 1 / 1               |
| 4.  | Prof. Dr. Thapana Boonlar                  | 10 / 10   | 1 / 1               |
| 5.  | Mr. Anake Pattanaslid                      | 10 / 10   | 1 / 1               |
| 6.  | Mr. Boonyasit Saengpongphithaya            | 10 / 10   | 1 / 1               |
| 7.  | Mr. Pichai Panjasanka                      | 3 / 10  | -                   |
| 8.  | Mrs. Prangthip Chanvisitsak <sup>1/2</sup> | 3 / 10  | 1 / 1               |
| 9.  | Mr. Nawat Itsarasil <sup>2/2</sup>         | 10 / 10   | 1 / 1               |

**Remark:** <sup>1/2</sup> Mrs. Prangthip Chanvisitsak Resign from the position of director on February 23, 2024.

<sup>2/2</sup> Mr. Nawat Itsarasil Get appointed as a director on February 23, 2024.

### 8.1.2.2 Audit Committee

In the year 2024, each member of the Audit Committee attended the Audit Committee meeting as follows:

| No. | Name                      | Number of times attending the meeting /<br>Number of times having the right to attend the meeting |  |
|-----|---------------------------|---|--|
|     |                           |   |  |
| 1.  | LT.Gen. Pajongjed Meepin  | 5 / 5   |  |
| 2.  | Dr. Phuvit Panyasit       | 5 / 5   |  |
| 3.  | Prof. Dr. Thapana Boonlar | 5 / 5   |  |

### 8.1.2.3 Executive Committee

In the year 2024, each Executive Committee attended the Executive Committee meeting as follows:

| No. | Name                        | Number of times attending the meeting /<br>Number of times having the right to attend the meeting |
|-----|-----------------------------|---|
| 1.  | Mr. Pichai Panjasanka       | 7 / 7   |
| 2.  | Mrs. Prangthip Chanvisitsak | 7 / 7   |
| 3.  | Mr. Sayon Suntaros          | 7 / 7   |

### 8.1.3 Supervision of subsidiary and associated company

To allow the Company to supervise operation of subsidiary company as if it was part of the Company and/or effectively supervise operation of associated company. The Company so require that the nomination and exercise of voting rights in appointing person as directors in subsidiary and associated company must get approval from the Company's board of directors. The person who is appointed as director in subsidiary and associated company has duty to perform for the best benefit of such subsidiary or associated company (not the best benefit of the Company). In this regard, such person must receive approval from the Company's board of directors to cast his/her vote on important matter of subsidiary and associated company which is same importance as if it was carried out by the Company. In this regard, sending of representative to be director in subsidiary and associated company shall be in accordance with shareholding proportion of the Company and/or shareholders' agreement of such subsidiary and associated company.

Furthermore, in case of subsidiary company, the Company will require such person, which is appointed by the Company, to ensure that subsidiary company will have article of association with respect to connected transaction, acquisition or disposition transaction, or other important transaction of such subsidiary company, and in accordance with criteria of the Office of the Securities and Exchange Commission and/or the Stock Exchange of Thailand, as well as apply similar criteria of the Company relating to disclosure of information and entering into transaction, including ensure that there is mechanism to keep information and accounting record so that the Company can audit and collect information to prepare consolidated financial statement in accordance with criteria of the Stock Exchange of Thailand.

### 8.1.4 Monitoring to ensure compliance of corporate governance policy and practice

In 2024, the Company's board of directors supervised the Company's directors, member of sub-committees, executives, and employees of the Company and subsidiary to comply with matters in relation to corporate governance, e.g., staff care, fair competition, and environment care etc., as well as 4 important matters relating to corporate governance as follows:

**Prevent conflict of interest**

The Company has set policy that the Company's board of directors, member of sub-committees, executives, and employees of the Company and subsidiary to perform their duty for the best benefit of the Company. In case person who has interest or relation to the transaction to be considered or approved, such person must not participate in consideration or approval of such transaction. In previous year, the Company does not have significant matter with respect to conflict of interest.

**Use insider information to exploit benefit**

The Company has set policy to supervise the Company's directors, sub-committees, executives, and employees on using of the Company's insider information which has not been disclosed to public to exploit personal interest, including trading of securities as follows:

- Provide knowledge to the Company's directors and executives with regard to duty to disclose their securities holding, as well as their spouse and underage child securities holding, to the Office of the Securities and Exchange Commission pursuant to section 59 and penalty pursuant to section 275 of the Securities and Exchange Act, B.E.2535.
- The Company has informed executives to report on change in securities holding to the Office of the Securities and Exchange Commission pursuant to section 59 of the Securities and Exchange Act, B.E.2535. The Company also requires executives to submit copy of such documents to the Company on the same date of submission to the Office of the Securities and Exchange Commission.
- The Company prohibit the Company's board of directors, sub-committees, executives, or staffs who perceive insider information to disclose such information to outside party or person who does not have relevant duty, and should refrain from trading shares of the Company for the period of 30 days prior the disclosure of the Company's financial statement, status, other important information, and should wait at least 24 hours after disclosure of information to public before trading the Company's shares.

Furthermore, the Company also set penalty for person who exploit benefit from using the Company's insider information or disclose which may cause damage to the Company. The penalty measure will be considered case by case, e.g., warning by verbal, warning in letter, probation, as well as termination of employment etc. In 2024, the Company did not find any case in which the Company's personnel using insider information to exploit benefit.

**Anti-corruption**

The Company commits to operate business with honesty, integrity, transparency, and responsible for society and all stakeholders. The Company so adheres good governance, code of conduct, and ethics in operating business. In addition, the Company has intention to resist against corruption in which the Company has set anti-corruption policy and set appropriate system to monitor so that the Company's directors, member of sub-committees, executives, and employees of the Company and subsidiary can adhere and strictly perform in accordance with this policy and practice. The guideline is as follows:

1. Prohibit the Company's directors, member of sub-committees, executives, and employees of the Company and subsidiary to accept all form of corruption even directly or indirectly. This will cover all relevant function and there will be a procedure to review the implementation of anti-corruption policy regularly.
2. The Company's directors, member of sub-committees, executives, and employees of the Company and subsidiary have duty to report to the Company with respect to any actions that are considered as corruption and related to the Company by reporting to the supervisor or responsible person, and such reporting person will be cooperate on investigation of such matter.
3. The Company will provide fairness and protect person who report corruption matter as well as person who cooperate in reporting and investigating of matter relating to corruption.
4. The Company's board of directors and management has duty to act as role model in anti-corruption to employees of the Company and subsidiary, and has duty to promote and support anti-corruption policy, as well as review appropriateness of policies and measures to align with change of business conditions, regulations, and laws.
5. Person who conduct corruption will be punished as per policy of Company and may be punished by law if such action violate law. The Company's board of directors will have power to consider and punish the employees of the Company and subsidiary who offend or not comply with regulations specified by the Company.
6. The Company will arrange training session to provide knowledge on compliance with anti-corruption policy to the Company's directors, member of sub-committees, executives, and employees of the Company and subsidiary as well as promote such personnel to have moral, honesty, and responsibility on their duty.
7. The Company support counterparty, supplier, or any person relating to the Company to report any action that violate the Company's anti-corruption policy.
8. The Company has policy to recruit and select personnel, promotion, training, evaluation of performance, and specify compensation scheme of employees of the Company and subsidiary fairly to prevent corruption inside organization, as well as being collateral for employees of the Company and subsidiary.
9. The Company will arrange whistleblowing channel to receive information, clue, or complaint with respect to corruption, and submit such information to the audit committee to consider. In this regard, the Company will keep information of informer confidently.

In 2024, the Company did not find any case relating to corruption and did not receive information, clue, or complaint with respect to corruption.

### Whistleblowing

The Company has arranged whistleblowing channel to receive clue and complaint with respect to corruption and violation of corporate governance policy on the Company's website. In this regard, the audit committee who is independent from executives will be person who consider such clue and complaint. In 2023, the Company did not receive clue and complaint with respect to corruption and violation of corporate governance policy.

## 8.2 Summary of the audit committee performance in previous year

In 2024, the audit committee performed duties as assigned by the Company's board of directors, including reviewing the Company's financial statement, reviewing internal control system, providing opinion of related party transaction, and attending meeting with auditor without management team etc. In this regard, the audit committee opined that the Company's financial statement properly reflected financial position and operating performance of the Company and was in according with relevant financial reporting standard, the Company's internal control system was sufficient to prevent potential risk, and the Company's related party transaction was in accordance with normal business term and benefit to the Company.

## 8.3 Summary of the executive committee performance in previous year

In 2024, the executive committee performed duties as assigned by the Company's board of directors, including exploring business opportunities by focusing on business management to achieve main goal of the Company to create return to the Company and shareholders of the Company sustainably.





## Internal Control and Related Party Transactions.

### 9.1 Internal control

#### 9.1.1 Opinion of the Company's board of directors on internal control system

The Company's board of directors has considered sufficiency of the Company's internal control system pursuant to internal control system sufficiency evaluation from of the Office of the Securities and Exchange Commission by inquiring executives on 5 perspectives as follows:

1. Control environment
2. Risk assessment
3. Control activity
4. Information and communication
5. Monitoring activity

The Company's board of directors opines that the Company has sufficient and appropriate internal control system in all aspects and effectively, and comply with acceptable financial reporting standard, notification of the Office of the Securities and Exchange Commission, and regulation of the Stock Exchange of Thailand in reporting of quarterly and annually financial statement of the Company. The Company also has procedure to prepare and disclose financial information, which is accurate, complete, sufficient, and timely, and has internal control system, which is sufficient, appropriate, and improve to align with situation, which is changing, efficiently. This is to allow the Company to achieve specified objective and comply with relevant laws and regulations. In this regard, there is no significant issues or defects which may cause damage to the Company's operation. In addition, the internal control system on transaction with major shareholder, director, executive, and person relating to such person, can protect the Company's assets from wrongly use by executives. In this regard, independent director and audit committee does not have opinion that is differed from the Company's board of directors.

The Company has policy to hire outsource internal audit, in which the Company has appoint BKIA and IC Company Limited (the "Internal Auditor") as internal audit for the year 2024 to review and assess the Company's internal control system, and provide recommendation on appropriate internal control system, by applying internal control system guideline pursuant to concept of COSO (The Committee of Sponsoring Organizations of the Treadway Commission), consisting of (1) control environment, (2) risk assessment, (3) control activity, (4) information and communication, and (5) monitoring and evaluation. In this regard, audit committee has approved internal control assessment result for the year 2024. 1st to 4th time of the company according to the inspection plan This includes (1) Controlling the sales of goods and receiving payments (2) Controlling personnel (3) Controlling the purchase of goods for sale (4) Controlling inventory. The risk issues found include: 1. Customer documentation in the history file is incomplete and not current. 2. The job description and position qualifications are not complete. 3. The purchase order report data does not show the status of the purchase order. In this regard, the Company has improved all issues in accordance with recommendation of internal audit.

In this regard, Karin Audit Company Limited, the Company's auditor, has reviewed and assessed control on accounting system of the Company and subsidiary, and not find any material defects which may significantly affect opinion of the auditor on the financial statement of the Company and subsidiary for the fiscal year ended 31 December 2024. The audit committee also have opinion similar to auditor that the Company's internal control system is sufficient and appropriate for the Company's business and able to prevent executives to use the Company's assets wrongly or without authority. In the Company's board of directors meeting no.2/2025, held on March 11,2025 the Company's board of directors have acknowledged opinion of audit committee with regard to sufficiency of the Company's internal control system.

According to annual internal audit plan, internal audit will assess and review potential risk, review sufficiency and effectiveness of internal control system, and report defect in internal control system, which is material or non-compliance, as well as guideline for improvement to the executives. The internal audit will continuously monitor to ensure that the executives have improved as per recommendation of internal audit. In this regard, the audit committee will be reported on progress of improvement of internal control system on quarterly basis.

#### **9.1.2 Opinion of audit committee on head of internal audit**

In the audit committee meeting no. 2/2025, held on March 11, 2025 the audit committee has approved appointment of BKIA and IC Company Limited as the Company's internal audit for the year 2025, and the Company's board of directors meeting no. 2/2025, held on March 11, 2025, resolved to approve appointment of BKIA and IC Company Limited as the Company's internal audit for the year 2025. In this regard, BKIA and IC Company Limited has assigned Ms.Boonee Kusolsopit as the operation controller. The details regarding education and work experience of Ms.Boonee Kusolsopit appeared in attachment 3. The audit committee opines that Ms.Boonee Kusolsopit has qualification to perform her duty in reviewing and assessing the Company's internal control system effectively by considering education and work experience. In addition, Ms.Boonee Kusolsopit holds CPIAT license issued by Institute of Internal Auditors (Thailand), and does not have any relationship with the Company so she can perform her duty independently and neutrally.

#### **9.1.3 Appointment, removal, and transfer of head of internal audit**

According to scope of power, duty, and responsibility of the audit committee as approved by the Company's board of directors, the audit committee has scope of power, duty, and responsibility in considering independence of internal audit department as well as approve the appointment, removal, or transfer of head of internal audit department or other department who have responsibility on internal audit.

### **9.2 Related party transaction**

#### **9.2.1 Summary of relationship of individual and juristic person who may have conflict of interest**

In 2022, 2023, and 2024, the Group does not have related party transaction with individual and juristic person who may have conflict of interest.

#### **9.2.2 Related party transaction policy**

If there is related party transaction between the Company and person who have interest or may have conflict of interest in future, e.g., major shareholder, the Company's director, executive, controlling person, or related

person. The Company will comply with securities and exchange law, regulation, notification, and instruction of the Capital Market Supervisory Board, the Office of the Securities and Exchange Commission, and the Stock Exchange of Thailand. The person who have interest will not be able to participate in such matter. In this regard, in entering into the transaction, the Company will concern on the best benefit of the Company and all shareholders. In addition, such transaction will not cause the transfer of benefit among the Company and person who may have conflict of interest. In case the relevant law require such related party transaction to get approval from the Company's board of directors meeting and/or shareholders' meeting, the Company will convene audit committee meeting to consider and provide opinion on necessity and reasonableness of such transaction.

In entering into transaction which have general business condition and does not have general business condition will be in accordance with following principle:

#### **Transaction which have general business condition**

The Company's board of directors will have power to define the concept in which the executives can approve transaction with general business condition between the Company and the Company's directors, executives, or related person. In this regard, the general business condition must be transaction that meet one of the following characteristics:

1. Transaction in which the commercial term is similar to condition in which normal person will agree with counterparty under similar situation and bargaining power without influence from his/her status as directors, executives, or related person (as the case may be), which include transaction that meet one of the following characteristics:
  - 1.1 Transaction in which the Company normally do with other parties (who is not the Company's directors, executives, or related person), and the products or services have standard characteristic and price. If comparing with transaction in which the Company do with other party and transaction in which the Company do with the Company's directors, executives, or related person, it has same price, conditions, or other agreements.
  - 1.2 Transaction in which the Company only do with the Company's directors, executives, or related person, but the products or services have standard characteristic and price, and there are many buyers and sellers in the market. The Company can seek information on standard characteristic and price in market to compare with the transaction in which the Company do with the Company's directors, executives, or related person. And, if comparing such transactions, it has same price, conditions, or other agreements.
  - 1.3 Transaction in which the Company only do with the Company's directors, executives, or related person, and the products or services have unique characteristic or made to order. So, it is not comparable in term of price, but the Company can demonstrate that gross profit in which the Company will receive from transaction is not differed from doing with other party or the gross profit in which the Company's directors, executives, or related person will receive from transaction is not differed from doing with other party, and the conditions or agreements are not differed.

In this regard, above transaction must be normal business transaction or normal business supporting transaction of the Company.

2. Lending to employees per specified policy.
3. Transaction in which party or both parties have status as follows:
  - 3.1 The subsidiary in which the Company holds shares not less than amount specified by securities and exchange law; or
  - 3.2 The subsidiary in which the Company's directors, executives, or related person hold shares or having directly or indirectly interest not exceeding amount, proportion, or characteristic as specified by the Capital Market Supervisory Board.
4. Transaction which has type or value not exceeding amount or proportion as specified by the Capital Market Supervisory Board.

In this regard, the management will prepare summary of transactions to report to audit committee meeting and the Company's board of directors meeting on quarterly basis.

#### **Transaction which does not have general business condition**


In order to enter into transaction which does not have general business condition, it will be considered and approved by the audit committee before proposing to the Company's board of directors and/or shareholders' meeting (as the case may be) to approve. In this regard, the audit committee must perform in accordance with securities and exchange law, including regulations, notifications, and instructions of the Capital Market Supervisory Board, the Office of the Securities and Exchange Commission, the Stock Exchange of Thailand, as well as comply with regulation with regard to disclosure of information on connected transaction.

In case the audit committee does not have expertise to provide opinion on related transaction, the Company will appoint independent expert or auditor to provide opinion on such related party transaction so that the audit committee and/or the Company's board of directors and/or shareholders' meeting (as the case may be) use as information to make decision and to ensure that such transaction is necessity and reasonableness by concerning benefit of the Company. In this regard, the Company will disclose related party transaction in note to financial statement, which will be audited or reviewed by the Company's auditor, annual registration statement, and annual report.

#### **9.2.3 Trend of related party transaction**

The Company expects that in future, the Company may still have transaction with individual and juristic person who may have conflict of interest as such transaction may be the transaction that occur in accordance with necessity and benefit to the Company. In this regard, the Company will comply with securities and exchange law, regulations, notifications, and instructions of the Capital Market Supervisory Board, the Office of the Securities and Exchange Commission, the Stock Exchange of Thailand.



The image features a hand in the lower-left corner, with the index finger pointing upwards towards the center. The background is a light blue-grey with a subtle grid of small dots and faint white lines that create a sense of depth and digital connectivity. Overlaid on this background is the text 'Financial Statements Section 3' in a large, bold, white sans-serif font. The text is positioned in the upper-middle part of the frame, with the number '3' being significantly larger than the other words. The overall aesthetic is clean, modern, and tech-oriented.

# **Financial Statements Section 3**



AJ Advance Technology Public  
Company Limited and Its Subsidiaries

**Consolidated and  
Separate Financial Statements**

December 31, 2024  
and Independent Auditor's Report

## INDEPENDENT AUDITOR'S REPORT

To the Shareholders of AJ Advance Technology Public Company Limited.

### Opinion

I have audited the financial statements of AJ Advance Technology Public Company Limited and its subsidiaries (the Group), which comprise the consolidated and separate statements of financial position as at December 31, 2024, the consolidated and separate statements of comprehensive income, changes in shareholders' equity, cash flows for the year ended, and notes to the consolidated and separate financial statements including a summary of significant accounting policies.

In my opinion, the consolidated and separate financial statements referred to above present fairly, in all material respects, the financial position of AJ Advance Technology Public Company Limited and its subsidiaries as at December 31, 2024, their financial performance and cash flows for the year ended in accordance with Thai Financial Reporting Standards.

### Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the consolidated and separate financial statements section of my report. I am independent of the Group in accordance with the 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 consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

### Key Audit Matters

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

## **Inventories**

### **Risk**

As described in Note 8 to the financial statements, the Company's inventories are technology and electronic products. It has changed rapidly and continuously, including the needs of consumers are changing rapidly as well. the Group is exposed to the risk that inventories may exceed net realizable value, including the risk of obsolete products. the Group considers estimates for diminution in value and obsolete inventories based on management estimates, which has used discretion in estimating. I consider the matter to be important. Therefore, the matter is considered as an important matter in the investigation.

### **Risk Responses of Auditor**

My audit procedures responded to the risk referred to above are summarized as follows:

- To understand the policies and methods that the Group's management uses to estimate declines in inventory values.
- To test of the reasonableness of obsolete goods estimates calculation method and assess the reasonableness of the product life report, by sampling items from the inventory aging report to consider that the inventory was properly classified in each age group or not.
- To sampling for test the net realizable value of the inventories, by subsequent sales documents that there are sale at a price lower than the cost or not to assess the estimation and decisions of the management about an appropriate and adequate estimate of the decrease in inventory value or not.
- To consider the sufficient of the historical declining value of inventories to appropriately assess of the assumptions that used in the current and assess the reasonableness of the assumptions that the management used to consider long outstanding products, selling at a lower cost and future operation plans to determine the appropriateness of the estimation of declining inventories.
- To evaluate the sufficiency of disclosure of the Company's Group that accordance with Thai Financial Reporting Standards.

### **Investments in subsidiaries**

#### **Risk**

As described in Note 12 to the financial statements, the Company have an indication of the impairment of investments in certain subsidiaries. Due to the actual operating results were lower than the estimates by the management. Affects revaluation of the expected future cash flows discounted to their present value. The information has been prepared using the management's judgment, which effects to the impairment of investment recording of subsidiaries. I consider of judgement is significant to take this as the key audit matter.

#### **Risk Responses of Auditor**

My audit procedures responded to the risk referred to above are summarized as follows:

- Evaluate the appropriateness of identifying cash-generating assets.
- Compare the recoverable amount with the investment at the end of the accounting period. According to the adjusted net book value method or method for estimating the expected future cash flows discounted to present value, whichever is higher.
- Reviewed the reasonableness of the management assumptions to estimate future cash flows that are discounted to present value.
- Reading the minutes of the meeting about estimate discount of cash flow to be received and review the reasonableness of the estimates provided by the management.
- Reviewed the operating results after the year end and management review the estimation close to actual data occurred.
- Performed calculation test for determine the value of impairment recording of assets invested in subsidiaries.

## **Cryptocurrency assets**

### **Risk**

As described in Note 16 to the financial statements, the Group has risk to cryptocurrency holdings. As at December 31, 2024, has a cost of Baht 22.88 million (The cost is 24.58 million Baht and the impairment allowance is 1.70 million Baht.) Due to the high volatility of cryptocurrency market prices, there is a risk regarding the valuation of the cryptocurrency at the time of acquisition from mining each day, in comparison with the value at the end of the period when calculating the impairment allowance. Additionally, there is a risk concerning the ownership of the coins obtained from mining. I consider this issue to be significant and therefore regard it as an important matter for examination.

### **Risk Responses of Auditor**

My audit procedures responded to the risk referred to above are summarized as follows:

- I understand to acquisition cryptocurrency asset of the Group. Earned by mining digital and obtained by investing in buying cryptocurrencies. Including understanding the control system whether it is safe enough for the storage of digital currency assets or not.
- I have additionally considered the internal control system. To control both the increase and decrease of the company's internal digital assets whether it is appropriate enough or not
- I have considered account that holding digital currency is under the name of the group or not
- I have audited the existence of digital currency as the year ended to see if the company actually holds them.
- I have considered measure valuation of digital currency as the year ended under appropriately observable market prices. (Level 2 fair value)

### **Other Information**

Management is responsible for the other information. The other information comprise the information included in annual report, but does not include the financial statements and my auditor's report thereon. The annual report of the Group 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 do 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 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 of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

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

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

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

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

### **Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements**

My objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai 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 consolidated and separate financial statements.

As part of an audit in accordance with Thai 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 consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

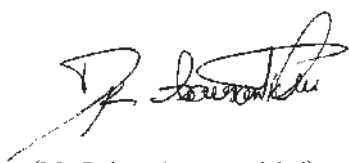
Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

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

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, 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 consolidated and separate financial statements of the current year 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 on the audit resulting in this independent auditor's report is Mr. Pojana Asavasontichai



(Mr. Pojana Asavasontichai)

Certified Public Accountant

Registration No. 4891

Karin Audit Company Limited

Bangkok, Thailand.

February 25, 2025

## AJ Advance Technology Public Company Limited and its subsidiaries

### Statement of financial position

As at December 31, 2024

(Unit : Baht)

|   | Notes | Consolidated<br>financial statements |                               | Separate<br>financial statements |                               |
|---|-------|--------------------------------------|-------------------------------|----------------------------------|-------------------------------|
|   |       | As at<br>December 31,<br>2024        | As at<br>December 31,<br>2023 | As at<br>December 31,<br>2024    | As at<br>December 31,<br>2023 |
|   |       |                                      |                               |                                  |                               |
| <b>Assets</b>                               |       |                                      |                               |                                  |                               |
| <b>Current assets</b>                       |       |                                      |                               |                                  |                               |
| Cash and cash equivalents                   | 6     | 25,779,950                           | 47,210,159                    | 6,192,461                        | 37,839,232                    |
| Trade and other current receivables         | 7     | 45,630,332                           | 54,769,169                    | 31,731,185                       | 27,993,921                    |
| Short-term loans to related parties         | 5     | -                                    | -                             | 30,300,000                       | 29,541,190                    |
| Inventories                                 | 8     | 83,181,291                           | 110,203,420                   | 50,586,265                       | 70,349,295                    |
| Right of return products                    |       | 33,853                               | 115,019                       | 33,853                           | 115,019                       |
| Current tax assets                          |       | 1,051,537                            | 992,317                       | 309,514                          | 155,202                       |
| Other current financial assets              | 9     | -                                    | -                             | -                                | -                             |
| Other current assets                        |       | 32,593,598                           | 25,895,515                    | 30,634,478                       | 23,382,137                    |
| <b>Total current assets</b>                 |       | <b>188,270,561</b>                   | <b>239,185,599</b>            | <b>149,787,756</b>               | <b>189,375,996</b>            |
| <b>Non-current assets</b>                   |       |                                      |                               |                                  |                               |
| Other non-current financial assets          | 9     | 13,453,860                           | 3,453,860                     | 12,800,000                       | 2,800,000                     |
| Investments in associates                   | 11    | -                                    | 1,239,580                     | -                                | 1,000,000                     |
| Investments in subsidiaries                 | 12    | -                                    | -                             | 43,577,972                       | 42,538,472                    |
| Property, plant and equipment               | 13    | 498,932,296                          | 537,420,899                   | 493,484,543                      | 530,339,182                   |
| Right-of-use assets                         | 14    | 44,264,204                           | 43,696,894                    | -                                | -                             |
| Goodwill                                    | 10    | -                                    | -                             | -                                | -                             |
| Other intangible assets other than goodwill | 15    | 2,694,902                            | 2,558,984                     | 116,336                          | 187,609                       |
| Cryptocurrency assets                       | 16    | 22,882,931                           | 48,056,883                    | 22,882,931                       | 41,306,536                    |
| Deferred tax assets                         | 26    | 3,007,804                            | 2,914,175                     | -                                | -                             |
| Other non-current assets                    |       | 5,325,624                            | 5,145,756                     | 1,184,552                        | 1,013,102                     |
| <b>Total non-current assets</b>             |       | <b>590,561,621</b>                   | <b>644,487,031</b>            | <b>574,046,334</b>               | <b>619,184,901</b>            |
| <b>Total assets</b>                         |       | <b>778,832,182</b>                   | <b>883,672,630</b>            | <b>723,834,090</b>               | <b>808,560,897</b>            |

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

# Statement of financial position (Cont.)

As at December 31, 2024

(Unit : Baht)

|   | Notes | Consolidated<br>financial statements |                               | Separate<br>financial statements |                               |
|---|-------|--------------------------------------|-------------------------------|----------------------------------|-------------------------------|
|   |       | As at<br>December 31,<br>2024        | As at<br>December 31,<br>2023 | As at<br>December 31,<br>2024    | As at<br>December 31,<br>2023 |
|   |       |                                      |                               |                                  |                               |
| <b>Liabilities and equity</b>               |       |                                      |                               |                                  |                               |
| <b>Current liabilities</b>                  |       |                                      |                               |                                  |                               |
| Trade and other current payables            | 17    | 26,628,019                           | 32,384,213                    | 19,954,544                       | 28,005,494                    |
| Current contract liabilities                |       | 166,750                              | -                             | -                                | -                             |
| Current portion of lease liabilities        | 18    | 11,988,316                           | 11,603,781                    | -                                | -                             |
| Short-term loans to related parties         | 5     | -                                    | -                             | 5,000,000                        | -                             |
| Income tax payable                          |       | -                                    | 3,110,346                     | -                                | -                             |
| Other current provisions                    |       | 1,144,381                            | 2,029,892                     | 777,722                          | 1,663,233                     |
| Other current liabilities                   |       | 236,066                              | 226,636                       | 91,290                           | 67,360                        |
| <b>Total current liabilities</b>            |       | <b>40,163,532</b>                    | <b>49,354,868</b>             | <b>25,823,556</b>                | <b>29,736,087</b>             |
| <b>Non-current liabilities</b>              |       |                                      |                               |                                  |                               |
| lease liability                             | 18    | 33,231,057                           | 32,759,496                    | -                                | -                             |
| Deferred tax liabilities                    | 26    | 40,623,128                           | 40,623,128                    | 39,598,348                       | 39,598,348                    |
| Non-current provisions for employee benefit | 19    | 4,230,576                            | 3,682,695                     | 3,767,789                        | 3,301,961                     |
| Other non-current liabilities               |       | 505,418                              | 505,418                       | 505,418                          | 505,418                       |
| <b>Total non-current liabilities</b>        |       | <b>78,590,179</b>                    | <b>77,570,737</b>             | <b>43,871,555</b>                | <b>43,405,727</b>             |
| <b>Total liabilities</b>                    |       | <b>118,753,711</b>                   | <b>126,925,605</b>            | <b>69,695,111</b>                | <b>73,141,814</b>             |

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

## AJ Advance Technology Public Company Limited and its subsidiaries

### Statement of financial position (Cont.)

As at December 31, 2024

(Unit : Baht)

|  | Notes | Consolidated         |                    | Separate             |                    |
|--|-------|----------------------|--------------------|----------------------|--------------------|
|  |       | financial statements |                    | financial statements |                    |
|  |       | As at                | As at              | As at                | As at              |
|  |       | December 31,         | December 31,       | December 31,         | December 31,       |
|  |       | 2024                 | 2023               | 2024                 | 2023               |
| <b>Liabilities and equity (Cont.)</b>                    |       |                      |                    |                      |                    |
| <b>Equity</b>  |       |                      |                    |                      |                    |
| Share capital:   |       |                      |                    |                      |                    |
| Authorised share capital                                 |       |                      |                    |                      |                    |
| 6,924,069,879 Ordinary shares                            |       |                      |                    |                      |                    |
| with par value of Baht 0.10 each                         |       |                      |                    |                      |                    |
| (As at 2023 : 8,001,147,415 Ordinary shares              |       |                      |                    |                      |                    |
| with par value of Baht 0.10 each)                        | 20    | 692,406,988          | 800,114,742        | 692,406,988          | 800,114,742        |
| Issued and paid-up share capital                         |       |                      |                    |                      |                    |
| 5,364,539,035 Ordinary shares                            |       |                      |                    |                      |                    |
| with par value of Baht 0.10 each                         |       | 536,453,904          | 535,538,409        | 536,453,904          | 535,538,409        |
| (As at 2023 : 5,355,384,074 Ordinary shares              |       |                      |                    |                      |                    |
| with par value of Baht 0.10 each)                        |       |                      |                    |                      |                    |
| Surplus from business combination under                  |       |                      |                    |                      |                    |
| common control   |       | 27,321,019           | 27,321,019         | -                    | -                  |
| Surplus on change in shareholding in subsidiary          |       | (104,801)            | 23,508             | -                    | -                  |
| Premium on ordinary shares                               |       | 935,867,168          | 935,079,842        | 935,867,168          | 935,079,842        |
| Retained earnings (deficit)                              |       |                      |                    |                      |                    |
| Appropriated-Legal reserve                               |       | 20,900,000           | 20,900,000         | 20,900,000           | 20,900,000         |
| Unappropriated   |       | (1,020,817,295)      | (925,355,087)      | (1,001,574,604)      | (918,591,679)      |
| Other components of equity                               |       | 162,492,511          | 162,492,511        | 162,492,511          | 162,492,511        |
| <b>Total equity attributable to owners of the parent</b> |       | <b>662,112,506</b>   | <b>756,000,202</b> | <b>654,138,979</b>   | <b>735,419,083</b> |
| Non-controlling interests                                |       | (2,034,035)          | 746,823            | -                    | -                  |
| <b>Total equity</b>                                      |       | <b>660,078,471</b>   | <b>756,747,025</b> | <b>654,138,979</b>   | <b>735,419,083</b> |
| <b>Total liabilities and equity</b>                      |       | <b>778,832,182</b>   | <b>883,672,630</b> | <b>723,834,090</b>   | <b>808,560,897</b> |

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



# AJ Advance Technology Public Company Limited and its subsidiaries

## Statement of comprehensive income

For the year ended December 31, 2024

(Unit : Baht)

|   | Notes | Consolidated         |                     | Separate             |                     |
|---|-------|----------------------|---------------------|----------------------|---------------------|
|   |       | financial statements |                     | financial statements |                     |
|   |       | 2024                 | 2023                | 2024                 | 2023                |
| <b>Income</b>   |       |                      |                     |                      |                     |
| Revenue from sales of goods   |       | 216,363,475          | 261,087,287         | 76,734,764           | 120,331,091         |
| Revenue from rendering of services  |       | 9,613,029            | 16,482,095          | 65,243               | 16,767              |
| Revenue from mining digital currency coins  |       | 24,692,308           | 11,561,018          | 24,692,308           | 11,561,018          |
| Other income  | 22    | 62,400,796           | 37,162,546          | 61,902,120           | 40,679,660          |
| <b>Total income</b>   |       | <b>313,069,608</b>   | <b>326,292,946</b>  | <b>163,394,435</b>   | <b>172,588,536</b>  |
| <b>Expenses</b>   |       |                      |                     |                      |                     |
| Cost of sales   |       | 150,830,233          | 166,421,456         | 74,914,046           | 98,357,473          |
| Cost of rendering services  |       | 9,115,105            | 13,010,450          | -                    | -                   |
| Distribution costs  | 23    | 91,260,746           | 57,211,679          | 36,262,107           | 21,599,187          |
| Administrative expenses   |       | 164,441,256          | 116,563,720         | 142,007,650          | 111,372,381         |
| Finance costs   |       | 5,218,700            | 4,455,983           | 290,099              | 93,045              |
| <b>Total expenses</b>   |       | <b>420,866,040</b>   | <b>357,663,288</b>  | <b>253,473,902</b>   | <b>231,422,086</b>  |
| Profit and reversal of impairment loss (impairment loss) determined in accordance with TFRS 9 |       | 7,098,008            | (2,090,528)         | 7,096,542            | (2,656,965)         |
| Share of profit (loss) from investments in associates and joint ventures                      |       | (239,580)            | 1,239,580           | -                    | -                   |
| <b>Profit (loss) before income tax expense</b>  |       | <b>(100,938,004)</b> | <b>(32,221,290)</b> | <b>(82,982,925)</b>  | <b>(61,490,515)</b> |
| Tax income (expense)  | 26    | 93,629               | (5,846,632)         | -                    | -                   |
| <b>Profit (loss) for the year</b>   |       | <b>(100,844,375)</b> | <b>(38,067,922)</b> | <b>(82,982,925)</b>  | <b>(61,490,515)</b> |
| Discontinued operation  |       |                      |                     |                      |                     |
| Profit (loss) for the year from discontinued operation-Net of tax                             | 10    | -                    | 93,527              | -                    | -                   |
| <b>Total comprehensive income (expense) for the year</b>                                      |       | <b>(100,844,375)</b> | <b>(37,974,395)</b> | <b>(82,982,925)</b>  | <b>(61,490,515)</b> |
| <b>Items that will not be reclassified to profit or loss</b>                                  |       |                      |                     |                      |                     |
| Gain from Revaluation of land   | 13    | -                    | 8,690,000           | -                    | 8,690,000           |
| Gains on re-measurements of defined benefit plans   | 19    | -                    | 684,343             | -                    | 171,189             |
| Income tax on items that will not be reclassified to profit or loss later                     | 26    | -                    | (1,874,869)         | -                    | (1,772,238)         |
| <b>Total items that will not be reclassified to profit or loss</b>                            |       | <b>-</b>             | <b>7,499,474</b>    | <b>-</b>             | <b>7,088,951</b>    |
| <b>Total comprehensive income (expense) for the year</b>                                      |       | <b>(100,844,375)</b> | <b>(30,474,921)</b> | <b>(82,982,925)</b>  | <b>(54,401,564)</b> |

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

## AJ Advance Technology Public Company Limited and its subsidiaries

### Statement of comprehensive income (Cont.)

For the year ended December 31, 2024

(Unit : Baht)

|   | Notes | Consolidated         |                     | Separate             |                     |
|---|-------|----------------------|---------------------|----------------------|---------------------|
|   |       | financial statements |                     | financial statements |                     |
|   |       | 2024                 | 2023                | 2024                 | 2023                |
| <b>Profit (loss) attributable to:</b>                                     |       |                      |                     |                      |                     |
| Owners of the parent  |       |                      |                     |                      |                     |
| Profit (loss) for the year from continuing operations                     |       | (95,462,208)         | (38,046,937)        | (82,982,925)         | (61,490,515)        |
| Profit (loss) for the year from discontinued operations                   |       | -                    | 56,116              | -                    | -                   |
| Profit (loss) for the year attributable to equity holders of the Company  |       | (95,462,208)         | (37,990,821)        | (82,982,925)         | (61,490,515)        |
| Non-controlling interests   |       |                      |                     |                      |                     |
| Profit (loss) for the year from continuing operations                     |       | (5,382,167)          | (20,985)            | -                    | -                   |
| Profit (loss) for the year from discontinued operations                   |       | -                    | 37,411              | -                    | -                   |
| Profit (loss) for the year attributable to non-controlling interests      |       | (5,382,167)          | 16,426              | -                    | -                   |
| <b>Profit (loss) for the year</b>   |       | <b>(100,844,375)</b> | <b>(37,974,395)</b> | <b>(82,982,925)</b>  | <b>(61,490,515)</b> |
| <b>Total comprehensive income (expense) attributable to:</b>              |       |                      |                     |                      |                     |
| Owners of the parent  |       |                      |                     |                      |                     |
| Profit (loss) for the year from continuing operations                     |       | (95,462,208)         | (30,547,463)        | (82,982,925)         | (54,401,564)        |
| Profit (loss) for the year from discontinued operations                   |       | -                    | 56,116              | -                    | -                   |
| Profit (loss) for the year attributable to equity holders of the Company  |       | (95,462,208)         | (30,491,347)        | (82,982,925)         | (54,401,564)        |
| Non-controlling interest  |       |                      |                     |                      |                     |
| Profit (loss) for the year from continuing operations                     |       | (5,382,167)          | (20,985)            | -                    | -                   |
| Profit (loss) for the year from discontinued operations                   |       | -                    | 37,411              | -                    | -                   |
| Profit (loss) for the year attributable to non-controlling interests      |       | (5,382,167)          | 16,426              | -                    | -                   |
| <b>Total comprehensive income (expense) for the year</b>                  |       | <b>(100,844,375)</b> | <b>(30,474,921)</b> | <b>(82,982,925)</b>  | <b>(54,401,564)</b> |
| <b>Basic earnings (loss) per share of the parent company shareholders</b> |       |                      |                     |                      |                     |
| Basic earnings (loss) per share (Baht : Share)                            | 27    | (0.018)              | (0.007)             | (0.015)              | (0.011)             |
| Basic earnings (loss) per share from continuing operations (Baht : Share) | 27    | (0.018)              | (0.007)             | (0.015)              | (0.011)             |
| Weighted average number of ordinary shares (Basic)(Shares)                | 27    | 5,361,326,630        | 5,350,871,527       | 5,361,326,630        | 5,350,871,527       |
| Diluted earnings (loss) per share (Baht : Share)                          | 27    | (0.018)              | (0.007)             | (0.015)              | (0.012)             |
| Weighted average number of ordinary shares (Diluted)(Shares)              | 27    | 5,361,326,630        | 5,315,012,227       | 5,361,326,630        | 5,315,012,227       |

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

(Unit : Baht)

Balance at December 31, 2024

The common

## AJ Advance Technology Public Company Limited and its subsidiaries

### Statement of changes in equity

For the year ended December 31, 2024

(Unit : Baht)

|  | Notes | Separate financial statements    |                            |                              |                            |                     |                                  |  |                          |                                  |                    |
|--|-------|----------------------------------|----------------------------|------------------------------|----------------------------|---------------------|----------------------------------|--|--------------------------|----------------------------------|--------------------|
|  |       | Retained earnings (deficit)      |                            |                              | Other components of equity |                     |                                  |  | Total equity             |                                  |                    |
|  |       | Issued and paid-up share capital | Premium on ordinary shares | Appropriated - Legal reserve | Unappropriated             | Convertible options | Cash advance received for shares | Difference from change estimate of actuary | Land revaluation surplus | Total other components of equity |                    |
| Balance at January 1, 2023                         |       | 531,086,842                      | 930,381,409                | 20,900,000                   | (857,238,115)              | -                   | -                                | -  | 155,540,511              | 155,540,511                      | 780,670,647        |
| Ordinary shares increase (decrease)                | 20    | 4,451,567                        | 4,698,433                  | -                            | -                          | -                   | -                                | -  | -                        | -                                | 9,150,000          |
| Comprehensive income (expense) for the year        |       | -                                | -                          | -                            | (61,490,515)               | -                   | -                                | 136,951                                    | -                        | 136,951                          | (61,353,564)       |
| Other Comprehensive Income                         | 13,26 | -                                | -                          | -                            | -                          | -                   | -                                | -  | 6,952,000                | 6,952,000                        | 6,952,000          |
| Transfer to retained earnings (deficit)            |       | -                                | -                          | -                            | 136,951                    | -                   | -                                | (136,951)                                  | -                        | (136,951)                        | -                  |
| <b>Balance at December 31, 2023</b>                |       | <b>535,538,409</b>               | <b>935,079,842</b>         | <b>20,900,000</b>            | <b>(918,591,679)</b>       | <b>-</b>            | <b>-</b>                         | <b>-</b>                                   | <b>162,492,511</b>       | <b>162,492,511</b>               | <b>735,419,083</b> |
| Other - Advance received for not shares registered | 20    | -                                | -                          | -                            | -                          | -                   | 1,702,821                        | -  | -                        | -                                | 1,702,821          |
| Other - Advance received for shares registered     | 20    | 915,495                          | 787,326                    | -                            | -                          | -                   | (1,702,821)                      | -  | -                        | -                                | -                  |
| Comprehensive income (expense) for the year        |       | -                                | -                          | -                            | (82,982,925)               | -                   | -                                | -  | -                        | -                                | (82,982,925)       |
| <b>Balance at December 31, 2024</b>                |       | <b>536,453,904</b>               | <b>935,867,168</b>         | <b>20,900,000</b>            | <b>(1,001,574,604)</b>     | <b>-</b>            | <b>-</b>                         | <b>-</b>                                   | <b>162,492,511</b>       | <b>162,492,511</b>               | <b>654,138,979</b> |

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

## Statement of cash flows

For the year ended December 31, 2024

(Unit : Baht)

|  | Notes    | Consolidated         |                     | Separate             |                     |
|--|----------|----------------------|---------------------|----------------------|---------------------|
|  |          | financial statements |                     | financial statements |                     |
|  |          | 2024                 | 2023                | 2024                 | 2023                |
| <b>Cash flows from operating activities</b>  |          |                      |                     |                      |                     |
| Profit (loss) for the year from continuing operations before corporate income tax      |          | (100,938,004)        | (32,221,290)        | (82,982,925)         | (61,490,515)        |
| Profit (loss) for the year from discontinued operation                                 | 10       | -                    | 623,899             | -                    | -                   |
| Profit (loss) before corporate income tax  |          | (100,938,004)        | (31,597,391)        | (82,982,925)         | (61,490,515)        |
| Adjustment of profit (loss) on cash received (paid)                                    |          |                      |                     |                      |                     |
| Adjustment on financial cost   |          | 5,218,700            | 4,455,983           | 290,099              | 93,045              |
| Adjustment on trade and other current receivables (increase) decrease                  |          | 15,016,765           | 7,994,496           | 2,133,051            | 17,093,703          |
| Adjustment on inventories (increase) decrease  |          | 38,346,302           | (29,172,682)        | 31,946,185           | (3,199,221)         |
| Adjustment on other assets (increase) decrease   |          | (31,585,095)         | (7,661,421)         | (31,635,527)         | (19,544,323)        |
| Adjustment on trade and other current payables increase (decrease)                     |          | (4,589,445)          | 11,739,646          | (7,056,540)          | (1,093,546)         |
| Adjustment on other liabilities increase (decrease)                                    |          | (3,986,427)          | (4,356,318)         | (861,580)            | (873,000)           |
| Depreciation and amortization expense  | 13,14,15 | 61,814,408           | 60,136,521          | 45,380,440           | 43,118,264          |
| Losses from amortization of assets(reversal)   | 13       | 7,745,831            | -                   | 7,745,831            | -                   |
| Losses from amortization of cryptocurrency assets (reversal)                           | 16       | (18,452,438)         | (20,330,020)        | (15,202,785)         | (18,893,754)        |
| Adjustment on provisions liabilities (reversal)  | 19       | 547,881              | (6,346,623)         | 465,828              | (6,502,364)         |
| Share (profit) loss from associates and joint ventures                                 | 11       | 239,580              | (1,239,580)         | -                    | -                   |
| Adjustment on allowance for credit loss (reversal)                                     | 7        | (5,871,780)          | 2,090,527           | (5,870,314)          | 2,656,964           |
| Loss from inventories devaluation (reversal)   | 8        | (12,712,087)         | 1,219,445           | (13,571,069)         | (3,001,725)         |
| Adjustment on allowance for impairment of investments in subsidiaries (reversal)       | 12       | -                    | -                   | 4,950,000            | (914,299)           |
| Adjustment on allowance for impairment of investments in associates company (reversal) | 11       | -                    | -                   | -                    | (1,000,000)         |
| Adjustment with loss (gain) on disposal of non-current assets                          | 13       | 461,647              | 515,573             | 69,918               | -                   |
| Adjustment with loss (gain) on sale of cryptocurrency assets                           | 16       | (30,433,868)         | (2,188,045)         | (28,281,659)         | (2,188,045)         |
| Estimated return of goods (reversal)   |          | 81,165               | (43,296)            | 81,165               | (43,296)            |
| Loss (profit) from disposal of investment in subsidiary                                | 10       | -                    | (5,930,713)         | -                    | 7,824,600           |
| Other adjustment on cash from investing or borrowing                                   |          | (253,961)            | (1,856,567)         | (2,159,307)          | (2,818,865)         |
| Net cash provided by (used in) operation   |          | (79,350,826)         | (22,570,465)        | (94,559,189)         | (50,776,377)        |
| Interest income  |          | 241,665              | 1,856,567           | 2,159,307            | 2,818,865           |
| Interest expense   |          | (2,467,374)          | (5,339,028)         | (284,510)            | (93,045)            |
| Income tax refund (paid)   |          | (1,051,537)          | (3,780,960)         | (309,514)            | (155,202)           |
| <b>Net cash provided by (used in) operation activities</b>                             |          | <b>(82,628,072)</b>  | <b>(29,833,886)</b> | <b>(92,993,906)</b>  | <b>(48,205,759)</b> |

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



## AJ Advance Technology Public Company Limited and its subsidiaries

### Statement of cash flows (Cont.)

For the year ended December 31, 2024

(Unit : Baht)

|  | Notes | Consolidated         |                    | Separate             |                   |
|--|-------|----------------------|--------------------|----------------------|-------------------|
|  |       | financial statements |                    | financial statements |                   |
|  |       | 2024                 | 2023               | 2024                 | 2023              |
| <b>Cash flows from investing activities</b>  |       |                      |                    |                      |                   |
| Cash received from the sale of subsidiaries net of cash paid                           | 10    | -                    | 33,575,400         | -                    | 33,575,400        |
| Cash paid to acquire subsidiary, net of cash acquired                                  | 12    | -                    | -                  | (5,989,500)          | -                 |
| Cash paid for purchase of property, plant and equipment                                | 13    | (15,923,364)         | (3,212,794)        | (14,882,363)         | (346,183)         |
| Cash paid to purchase other intangible assets other than goodwill                      | 15    | (899,890)            | (2,208,440)        | -                    | -                 |
| Cash received from sale cryptocurrency assets  | 16    | 126,333,860          | 20,345,777         | 114,181,651          | 20,345,777        |
| Cash paid for buying cryptocurrency assets   | 16    | (27,906,664)         | -                  | (27,906,664)         | -                 |
| Cash paid for loans to related parties   | 5     | -                    | -                  | (12,530,000)         | (38,030,000)      |
| Cash received from loans to related parties  | 5     | -                    | -                  | 11,771,190           | 36,500,000        |
| Other cash (paid) from investing activities - financial assets                         | 9     | (10,000,000)         | 31,140             | (10,000,000)         | 660,000           |
| <b>Net cash provided by (used in) investing activities</b>                             |       | <b>71,603,942</b>    | <b>48,531,083</b>  | <b>54,644,314</b>    | <b>52,704,994</b> |
| <b>Cash flows from financing activities</b>  |       |                      |                    |                      |                   |
| Cash received from the issuance of equity shares                                       | 12    | 2,963,000            | -                  | -                    | -                 |
| Cash received from the warrant holder  | 20,21 | 1,702,821            | -                  | 1,702,821            | -                 |
| Cash received from convertible debentures  | 20    | -                    | 10,000,000         | -                    | 10,000,000        |
| Cash paid by the lessee to reduce the amount of debt arising from the financial leases | 18    | (12,320,574)         | (16,172,436)       | -                    | -                 |
| Cash received from borrowings  | 5     | -                    | -                  | 5,000,000            | -                 |
| Interest expense   | 18    | (2,751,326)          | (2,268,458)        | -                    | -                 |
| <b>Net cash provided by (used in) financing activities</b>                             |       | <b>(10,406,079)</b>  | <b>(8,440,894)</b> | <b>6,702,821</b>     | <b>10,000,000</b> |
| <b>Net increase (decrease) in cash and cash equivalents</b>                            |       | <b>(21,430,209)</b>  | <b>10,256,303</b>  | <b>(31,646,771)</b>  | <b>14,499,235</b> |
| Cash and cash equivalents, at beginning of years (Note 6)                              |       | 47,210,159           | 36,953,856         | 37,839,232           | 23,339,997        |
| <b>Cash and cash equivalents, at ending of years (Note 6)</b>                          |       | <b>25,779,950</b>    | <b>47,210,159</b>  | <b>6,192,461</b>     | <b>37,839,232</b> |

#### Non-cash transactions

- For the purpose of preparing the cash flow statement, cash and cash equivalents refer to cash, bank deposits, and short-term investments in promissory notes, which are due for repayment within a period not exceeding 3 months.
- During the year 2024, the company transferred inventory to be recorded as land, buildings, and equipment, as management determined that the assets were for use, amounting to 1.39 million baht (Note 13).
- During the year 2023, the company transferred assets under installation to be recorded as inventory, as management determined that the assets were intended for sale, amounting to 2.63 million baht.
- During the year 2023, the group entered into property lease agreements, with a financial lease recognized in the financial statements amounting to 34.83 million baht.
- During the year 2023, the company transferred assets under installation from inventory, as management determined that the assets were for use, amounting to 1.94 million baht.
- During the year 2023, the company revalued land, resulting in an increase of 8.69 million baht.
- During the year 2023, the group and the company remeasured employee benefits, resulting in an increase of 0.69 million baht and 0.17 million baht, respectively.

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

## Notes to the Financial Statements

December 31, 2024

### 1. GENERAL INFORMATION

AJ Advance Technology Public Company Limited, the “Company”, is incorporated in Thailand and was listed on the Stock Exchange of Thailand in January 2014. The Company’s registered office at No. 427/2 Rama 2 Road, Kwaeng Samaedum, Khet Bangkhunthien, Bangkok.

The principal activities of the Group and the Company are wholesaling and retailing of electric vehicle, provide service to member relating access of website of such Company for purchase and sales of goods, logistic business and export business, distribution of sport shoes and invest in digital assets, mining, trading digital assets including investment or providing other services about cryptocurrency and digital token transactions.

### 2. BASIS FOR FINANCIAL STATEMENT PREPARATION AND PRINCIPLES OF CONSOLIDATION

#### 2.1 Basis for financial statements preparation

The financial statements are prepared in accordance with generally accepted accounting principles under the Accounting Act, BE 2000, which refers to the financial reporting standards issued under the Accounting Profession Act BE 2004 and the Securities and Exchange Commission. Stock Exchange of Thailand Re: Formulation and presentation of financial statements under the Securities and Exchange Act.

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

The preparation of financial statements in conformity with generally accepted accounting principles in Thailand. Use accounting estimates significant accounting judgments and estimates the preparation of financial statements in conformity with generally accepted accounting principles requires management to make subjective judgments and estimates regarding matters that are inherently uncertain. The Company discloses the use of management discretion. Or complexity or significant assumptions and estimates to the financial statements in Note 4.

The financial statements in English language have been derived from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

#### 2.2 Basis for consolidated financial statements preparation

A) The consolidated financial statements have been prepared by including the financial statements of AJ Advance Technology Public Company Limited and its subsidiaries which are under its control with more than 50% voting rights as follows :

## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

| Company's name               | Type of business  | Country of establish | Percentage of investment (%) |                         |
|------------------------------|---|----------------------|------------------------------|-------------------------|
|                              |   |                      | As at December 31, 2024      | As at December 31, 2023 |
| AJ E-Commerce Co., Ltd.      | Providing service to members relating to the access of website of such Company for purchase and sales of goods.   | Thailand             | 99                           | 99                      |
| Happy Vision Co., Ltd.       | Retailing of sport shoes.   | Thailand             | 99                           | 99                      |
| Youtai Group Co.,Ltd.        | Export product and service to members relating to the access of website of such Company for purchase and sales of goods, mining, trading, and investing in crypto assets. | Thailand             | 100                          | 100                     |
| AJ Beauty Group Co., Ltd.    | Beauty service business.  | Thailand             | 100                          | 100                     |
| Unionthai Platform Co., Ltd. | Investment platform business manages and services online for small and medium-sized businesses of the company.  | Thailand             | 100                          | 51                      |
| AJ AEKKASET Co., Ltd.        | Business of manufacturing and distributing organic-chemical fertilizers.  | Thailand             | 55                           | -                       |

#### B) Business combinations

The Group applies the acquisition method for all business combinations when control is transferred to the Group, as describe in subsidiaries section, other than those with entities under common control.

The acquisition date is the date on which control is transferred to the acquirer. Judgment is applied in determining the acquisition date and determining whether control is transferred from one party to another.

## Notes to the Financial Statements

December 31, 2024

Goodwill is measured as the fair value of the consideration transferred including the recognised amount of any non-controlling interest in the acquiree, less the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed, all measured as of the acquisition date. Any gain on bargain purchase is recognised in profit or loss immediately.

Consideration transferred includes the fair values of the assets transferred, liabilities incurred by the Group to the previous owners of the acquiree, and equity interests issued by the Group. Consideration transferred also includes the fair value of any contingent consideration.

Any contingent consideration is measured at fair value at the date of acquisitions and remeasured at fair value at each reporting date. Subsequent changes in the fair value are recognised in profit or loss.

A contingent liability of the acquiree is assumed in a business combination only if such a liability represents a present obligation and arises from a past event, and its fair value can be measured reliably.

Transaction costs that the Group incurs in connection with a business combination, such as legal fees, and other professional and consulting fees are expensed as incurred.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date.

### C) Loss of control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related non-controlling interests and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

#### Interests in equity-accounted investees

The Group's interests in equity-accounted investees comprise interests in associates and joint venture.

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies. A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in associates and joint venture are accounted for using the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of equity-accounted investees, until the date on which significant influence ceases.

## Notes to the Financial Statements

December 31, 2024

### D) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

## 2.3 Functional and presentation currency

The financial information are prepared in Thai Baht, which is the Company's functional currency. All financial information presented in Thai Baht has been rounded in the notes to the financial statement to the nearest baht unless otherwise stated.

## 2.4 New financial reporting standards

### A) Financial reporting standards that became effective in the current year

During the year, the Group has adopted the revised financial reporting standards and interpretations which are effective for fiscal years beginning on or after January 1, 2024. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The adoption of these financial reporting standards does not have any significant impact on the Group's financial statements.

### B) Financial reporting standards that will become effective for fiscal years beginning on or after January 1, 2025

The Federation of Accounting Professions issued a number of revised financial reporting standards, which are effective for fiscal years beginning on or after January 1, 2025. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and, for some standards, providing temporary reliefs or temporary exemptions for users.

The Group's management believes that the adoption of these amendments will not have a material impact on the Group's financial statements.

## 3. ACCOUNTING POLICIES CONSOLIDATION

### 3.1 Cash and cash equivalents

Cash and cash equivalents in the statements of cash flows comprise cash balances, call deposits and highly liquid short-term investments. Bank overdrafts that are repayable on demand are a component of financing activities for the purpose of the statement of cash flows.



**Notes to the Financial Statements**

December 31, 2024

**3.2 Financial instruments**

The Group initially measures financial assets at its fair value plus, in the case of financial assets that are not measured at fair value through profit or loss, transaction costs. However, trade receivables, that do not contain a significant financing component are measured at the transaction price as disclosed in the accounting policy relating to revenue recognition.

**Classification and measurement of financial assets**

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

**Financial assets at amortised cost**

The Group measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate ("EIR") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

**Financial assets at FVTPL**

Financial assets measured at FVTPL are carried in the statement of financial position at fair value with net changes in fair value recognised in profit or loss.

These financial assets include derivatives, security investments held for trading, equity investments which the Group has not irrevocably elected to classify at FVOCI and financial assets with cash flows that are not solely payments of principal and interest.

Dividends on listed equity investments are recognised as other income in profit or loss.

**Classification and measurement of financial liabilities**

Except for derivative liabilities, at initial recognition the Group's financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. In determining amortised cost, the Group takes into account any fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

The Group may elect to measure financial liabilities at FVTPL if doing so eliminates, or significantly reduces a recognition inconsistency (sometimes referred to as an accounting mismatch).

**Notes to the Financial Statements**

December 31, 2024

**Derecognition of financial instruments**

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or have been transferred and either the Group has transferred substantially all the risks and rewards of the asset, or the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

**Impairment of financial assets**

For trade receivables and contract assets, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance 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.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**3.3 Inventories**

Inventories are measured at the lower of cost and net realisable value.

Cost is calculated using the weighted average cost principle, and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs to complete and to make the sale.

A right to recover returned products is recognised when the products are expected to be returned by customers and measured by reference to the former carrying amount of the sold inventories less any expected costs to recover those products.

## Notes to the Financial Statements

December 31, 2024

### 3.4 Investments

Investments in associates and subsidiaries

Investments in associates and subsidiaries in the separate financial statements of the Company are accounted for using the cost method less any impairment losses.

Disposal of investments

On disposal of an investment, the difference between net disposal proceeds and the carrying amount together with the associated cumulative gain or loss that was reported in equity is recognised in profit or loss.

If the Group disposes of part of its holding of a particular investment, the deemed cost of the part sold is determined using the weighted average method applied to the carrying value of the total holding of the investment.

### 3.5 Property, plant and equipment

Recognition and measurement

Owned assets

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses except for land which is measured at their revalued amounts. The revalued amount is the fair value determined on the basis of the property's existing use at the date of revaluation less any impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located, and capitalised borrowing costs. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Any gains and losses on disposal of item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised in profit or loss. When there is disposal of revalued assets, the amount recognised in revaluation surplus is reclassified to retained earnings.

Revalued assets

Revaluations are performed by independent professional valuers with sufficient regularity to ensure that the carrying amount of these assets does not differ materially from that which would be determined using fair values at the reporting date.

## Notes to the Financial Statements

December 31, 2024

Any increase in value, on revaluation, is recognised in other comprehensive income and presented in the revaluation surplus in equity unless it offsets a previous decrease in value recognised in profit or loss in respect of the same asset. A decrease in value is recognised in profit or loss to the extent it exceeds an increase previously recognised in other comprehensive income in respect of the same asset. Upon disposal of a revalued asset, any related revaluation surplus is transferred directly to retained earnings and is not taken into account in calculating the gain or loss on disposal.

### Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

### Depreciation

Depreciation is calculated based on the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment. The estimated useful lives are as follows:

|                                 |                |
|---------------------------------|----------------|
| Land improvement                | 5 years        |
| Buildings and improvement       | 5 and 20 years |
| Office equipment                | 5 years        |
| Tools                           | 5 years        |
| Vehicles                        | 5 years        |
| Vending machine automatic       | 7 years        |
| Cryptocurrency mining equipment | 5 years        |

No depreciation is provided on freehold land or assets under construction.

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate.

### 3.6 Other intangible assets other than goodwill

#### Other intangible assets other than goodwill

Other intangible assets other than goodwill that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment loss.

#### Subsequent expenditure

## Notes to the Financial Statements

December 31, 2024

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

#### Amortisation

Amortisation is based on the cost of the asset, or other amount substituted for cost, less its residual value.

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful lives for the current and comparative periods are as follows:

|                            |                                |
|----------------------------|--------------------------------|
| Computer software          | 5 years                        |
| Music license              | 1 - 5 years (Contractual year) |
| Software license           | 10 years                       |
| Long term service contract | 5 years                        |

No amortisation is provided on computer software under installation.

Amortisation methods, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate.

### 3.7 Cryptocurrency assets

The cryptocurrency business is a new business globally and there are not yet any directly applicable financial reporting standards. Therefore, since the Group considers the objective of investing in cryptocurrency assets to be for long-term investment. The Group has adopted the principles of TAS 38, Intangible Assets, and classifies them as non-current assets. However, a company may increase or decrease its holdings of digital assets when it considers the necessity of the business and the market and conditions surrounding it.

The Group initially recognises cryptocurrency assets at cost, which is the fair value on the asset on the date of receipt. Following initial recognition, the assets are carried at cost (weighted average method) less any accumulated impairment losses (if any). The Group does not amortise cryptocurrency assets because they are indefinite useful lives. The assessment of their status with indefinite useful lives is reviewed annually.

### 3.8 Impairment

The carrying amounts of the Group's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated. For goodwill and intangible assets that have indefinite useful lives or are not yet available for use, the recoverable amount is estimated each year at the same time.



## Notes to the Financial Statements

December 31, 2024

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. The impairment loss is recognised in profit or loss unless it reverses a previous revaluation credited to equity, in which case it is charged to equity.

### Calculation of recoverable amount

The recoverable amount of a non-financial asset is the greater of the asset's value in use or fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

### Reversal of impairment

An impairment loss in respect goodwill is not reversed. Impairment losses recognised in prior periods in respect of non-financial assets are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

## 3.9 Goodwill

Goodwill is any consideration transferred above the fair value of the Group's share in identifiable assets and liabilities, and contingent liabilities of the subsidiary as at the date of acquisition of that subsidiary. Goodwill arising from the acquisition of a subsidiary is separately presented in the consolidated statement of financial position. If the fair value of the net assets acquired exceeds the cost of business combination, the higher is immediately recognized as gain in profit or loss.

The perceived goodwill must be tested for impairment annually, and presented at cost less accumulated allowance for impairment. Allowance for impairment of recognized goodwill is not reversed. The residual carrying amount of goodwill is included in profit or loss when the business is sold.

To test the impairment of goodwill, goodwill is allocated to cash-generating units, where the unit may be the same unit or a combination of units which are expected to benefit from the business combination where goodwill arises from identifiable operating segments.

## 3.10 The Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. At the commencement date of the lease (i.e. the date the underlying asset is available for use), the Group recognises right-of-use assets representing the right to use the underlying assets and lease liabilities based on lease liabilities based on lease payments.

## Notes to the Financial Statements

December 31, 2024

## Right-of-use assets

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

Depreciation of right-of-use assets are calculated by reference to their costs on a straight-line basis over the shorter of their estimated useful lives and the lease term, as follows :

|                 |             |
|-----------------|-------------|
| Office building | 1 - 6 years |
|-----------------|-------------|

## Lease liabilities

Lease liabilities are measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, and amounts expected to be payable under residual value guarantees. Moreover, the lease payments include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses 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 interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is 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

A lease that has a lease term less than or equal to 12 months from commencement date or a lease of low-value assets is recognised as expenses on a straight-line basis over the lease term.

**3.11 Interest-bearing liabilities**

Interest-bearing liabilities are recognised initially at fair value less attributable transaction charges. Subsequent to initial recognition, interest-bearing liabilities are stated at amortised cost with any difference between cost and redemption value being recognised in profit or loss over the period of the borrowings on an effective interest basis.

**Notes to the Financial Statements**

December 31, 2024

**3.12 Trade and other accounts payable**

Trade and other accounts payable are stated at cost.

**3.13 Contract liabilities**

A contract liability is the obligation to transfer goods or services to the customer. A contract liability is recognised when the Group receives or has an unconditional right to receive non-refundable consideration from the customer before the Group recognises the related revenue.

**3.14 Employee benefits**

Defined contribution plan

Obligations for contributions to defined contribution plans are expensed as the related service is provided.

Defined benefit plans

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. In calculating the present value of economic benefits, the minimum capital requirements for various projects of the Group's were considered.

Remeasurements of the net defined benefit liability, actuarial gain or loss are recognised immediately in OCI. The Group determines the interest expense on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

## Notes to the Financial Statements

December 31, 2024

**3.15 Other provisions**

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. 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 the risks specific to the liability. The unwinding of the discount is recognised as a finance cost.

**Provision for warranties**

A provision for warranties of product quality is recognised when the underlying products or services are sold. The provision is based on historical warranty data and a weighting of all possible outcomes against their associated probabilities.

**3.16 Measurement of fair values**

The Group has an established control framework with respect to the measurement of fair values. This includes a valuation team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the chief financial officer.

The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of TFRS, including the level in the fair value hierarchy in which the valuations should be classified.

Significant valuation issues are reported to the Group's Audit Committee.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1 : quoted prices in active markets for identical assets or liabilities.

Level 2 : inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 : inputs for the asset or liability that are based on unobservable input.

If the inputs used to measure the fair value of an asset or liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

**Notes to the Financial Statements**

December 31, 2024

**3.17 Revenue**

Information about the Group's accounting policies relating to revenue from contracts with customers.

Revenue is recognised when a customer obtains control of the goods or services in an amount that reflects the consideration to which the Group expects to be entitled, excluding those amounts collected on behalf of third parties, value added tax and is after deduction of any trade discounts and volume rebates.

**Sale of goods and services**

Revenue from sales of goods is recognised when a customer obtains control of the goods, generally on delivery of the goods to the customers. For contracts that permit the customers to return the goods, revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. Therefore, the amount of revenue recognised is adjusted for estimated returns, which are estimated based on the historical data.

Revenue for rendering of services is recognised over time based on stage of completion and as the services are provided. The stage of completion is assessed based on cost-to-cost method. The related costs are recognised in profit or loss when they are incurred.

For bundled packages, the Group accounts for individual products and services separately if they are distinct (i.e. if a product or service is separately identifiable from other items and a customer can benefit from it) or the multiple services are rendered in different reporting periods. The consideration received is allocated based on their relative stand-alone selling prices which are determined based on the price list at which the Group sells the products and services in separate transactions.

**Commission revenue**

For the contracts that the Group is arranging for the provision of the goods or services on behalf of its customers and does not control the goods or services before the primary sellers or service providers will provide the goods or services to the customers. The Group acts in the capacity of an agent and recognises the net amount of consideration as commission revenue.

**Long-term advances received from customers**

Long-term advances received from customers is recognised as revenue when the Group transferred control over the goods to the customers. For the advances that contain a significant financing component, they include the interest expense accreted on the contract liability under the effective interest method. The Group uses practical expedient which is not adjust the consideration for any effects of a significant financing component if the period of financing is 12 months or less.



**Notes to the Financial Statements**

December 31, 2024

**Principal and agent consideration**

The Group entered into a contract on procurement of products for a customer and also entered into another contract with a supplier to purchase and agreed that the supplier will directly deliver goods to the said customer. Under TAS 18, the Group assessed that it has significant risks and rewards of ownership of the goods based on credit risk and concluded that the Group acted as principal and recognised revenue from sale. Under TFRS 15, the Group assessed whether the Group has control over the goods before transferring them to the customer. The Group has determined that the Group is not primarily responsible for fulfilling the obligation as mentioned in the contract. The Group does not have inventory risk before or after the products have been transferred to the customer. In addition, the Group has no discretion in establishing the price for the said products. Therefore, the Group concluded that Group acts as selling agent. This change results in decreases in revenue from sale, cost of sale of goods, and inventories and an increase in commission revenue.

**3.18 Rental income**

Rental income is recognised on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income. Contingent rentals are recognised as income in the accounting period in which they are earned.

**3.19 Investment income**

Investment income comprises dividend and interest income from investments and bank deposits. Dividend income is recognised in profit or loss on the date the Group's right to receive payments is established. Interest income is recognised in profit or loss as it accrues.

**3.20 Revenue from cryptocurrency mining**

The Group, together with the Bitcoin mining pool, provides verification and validation of blockchain transactions and is compensated with cryptocurrencies by the Bitcoin mining pool. Revenue from cryptocurrency mining is recognised when the Group has provided a service and received cryptocurrency from the bitcoin mining pool, at the fair value of the cryptocurrencies on the date of receipt, measured at the closing price on [www.coinmarketcap.com](http://www.coinmarketcap.com) ("CoinMarketCap"), a central source for cryptocurrency prices.

**3.21 Finance costs**

Interest expenses and similar costs are charged to profit or loss for the period in which they are incurred, except to the extent that they are capitalised as being directly attributable to the acquisition, construction or production of an asset which necessarily takes a substantial period of time to be prepared for its intended use or sale.

**Notes to the Financial Statements**

December 31, 2024

**3.22 Income tax**

Income tax expense for the year comprises current and deferred tax. Current and deferred tax are recognised in profit or loss except to the extent that they relate to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and differences relating to investments in subsidiaries and joint ventures to the extent that it is probable that they will not reverse in the foreseeable future.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

In determining the amount of current and deferred tax, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Group believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Group to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the year that such a determination is made.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Group. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized.

## Notes to the Financial Statements

December 31, 2024

### 3.23 Discontinued operations

A discontinued operation is a component of the Group's business that represents a separate major line of business or geographical area of operations. Classification as a discontinued operation occurs upon abandon line of business. When an operation is classified as a discontinued operation, the comparative statement of comprehensive income is restated as if the operation had been discontinued from the start of the comparative year.

### 3.24 Earnings (loss) per share

Basic earnings (loss) per share

Basic earnings (loss) per share It is calculated by finding the net profit (loss) for the fiscal year by the weighted average number of ordinary shares over the issued and paid-up periods.

Diluted earnings (loss) per share

Diluted earnings (loss) per share Calculated by looking at the average number of ordinary shares held by third parties during the year adjusted by the number of diluted equivalent ordinary shares. assuming that all the diluted equivalent ordinary shares are converted to ordinary shares. The Company has diluted equivalent ordinary shares, which is the option to purchase shares given to the existing shareholders. To calculate diluted earnings per share Diluted equivalent ordinary shares from stock options, the company calculates the number of diluted equivalent shares. based on fair value.

This depends on the monetary value of the option price that accompanies the option. (Determined from the average price of the Company's ordinary shares during the year). This calculation is made to determine the number of ordinary shares that must be added to the ordinary shares held by third parties in the calculation of diluted earnings per share. without any adjustment of net profit.

### 3.25 Related parties

A related parties is a person or entity that has direct or indirect control or has significant influence over the financial and managerial decision-making of the Group a person or entity that are under common control or under the same significant influence as the Group or the Group has direct or indirect control or has significant influence over the financial and managerial decision-making of a person or entity.

### 3.26 Segment reporting

Segment results that are reported to the Group's CEO (the chief operating decision maker) include items directly attributable to a segment as well as those that can be allocated on a reasonable basis

## 4. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTION AND JUDGMENTS

Estimates, assumption and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related

**Notes to the Financial Statements**

December 31, 2024

actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below :

**4.1 Allowance for expected credit losses of trade receivables and contract assets**

In determining an allowance for expected credit losses of trade receivables and contract assets, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the forecast economic condition for groupings of various customer segments with similar credit risks. The Group's historical credit loss experience and forecast economic conditions may also not be representative of whether a customer will actually default in the future.

**4.2 Allowance for decline value and defective inventories**

The Group maintains an allowance for decline value and defective inventories to reflect impairment of inventories. The allowance is based on consideration of inventory turnovers and deterioration of each categories.

**4.3 Impairment of investments**

The Company treats investments as impaired when there has been a significant or prolonged decline in the fair value below their cost or where other objective evidence of impairment exists. The determination of what is "significant" or "prolonged" requires management judgment.

**4.4 Plant and equipment**

Management regularly determines the estimated useful lives and residual values of The Group and the Company plant and equipment and will revise the depreciation where useful lives and residual values previously estimated have changed or subject to be written down for their technical obsolescence or if they are no longer in use.

**4.5 Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Group and the Company apply a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Group and the Company measure fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

Level 1: Use of quoted market prices in an observable active market for such assets or liabilities

Level 2: Use of other observable inputs for such assets or liabilities, whether directly or indirectly

## Notes to the Financial Statements

December 31, 2024

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

At the end of each reporting period, the Group and the Company determine whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

### 4.6 Leases

In determining the lease term, the management is required to exercise judgment in assessing whether the Group is reasonably certain to exercise the option to extend or terminate the lease, considering all relevant factors and circumstances that create an economic incentive for The Group and the Company to exercise either the extension or termination option. After the commencement date, The Group and 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 extend or to terminate.

To consider the type of lease agreement as either a operating lease or financial lease, The management of The Group's and the company will be consider by reviewing the condition term and detail on agreement that who transfer the risk and advantage of leased asset agreement.

### 4.7 Impairment of assets

The Group and the Company treat assets as impaired when there has been a significant or prolonged decline in the fair value below their cost or where other objective evidence of impairment exists. The determination of what is "significant" or "prolonged" requires management judgment.

### 4.8 Deferred tax assets

The Group recognizes deferred income tax assets based on the temporary difference at the end of reporting period between the tax base of assets or liabilities and the book value of assets or liabilities. When it is reasonably possible that future operating profit will be sufficient to take advantage of such taxable assets. In this regard, management needs to estimate how much of the company's deferred tax assets should be recognized by considering the expected tax gains in each period.

### 4.9 Employee benefits obligations

The present value of employee benefit obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. Including, the assumptions about the discount rate. Any changes in these assumptions will have an impact on the carrying amount of employee benefit obligations.

The Group determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash flows expected to be required to settle the employee benefit obligations. In determining the appropriate discount rate, the Group considers the market yield of government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related employee benefit obligations.



## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

Other key assumptions for employee benefit obligations are based in part on current market conditions. Additional information is disclosed in Note 19.

#### 5. TRANSACTIONS WITH RELATED PARTIES

Relationships with associates and subsidiaries are described in notes 11 and 12 Relationships with key management were as follows :

| Name of entities         | Country of incorporation/<br>nationality | Nature of relationships   |
|--------------------------|--|---|
| Key management personnel | Thai                                     | Persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of the Group. |

Significant transactions with related parties for the year ended December 31, 2024 and 2023 are summarized as follows :

(Unit : Baht)

|  | Consolidated       |                   | Separate           |                   |
|--|--------------------|-------------------|--------------------|-------------------|
|  | For the year ended |                   | For the year ended |                   |
|  | December 31,       |                   | December 31,       |                   |
|  | 2024               | 2023              | 2024               | 2023              |
| <b>Subsidiaries</b>                                |                    |                   |                    |                   |
| Sales of goods                                     | -                  | -                 | 15,187             | -                 |
| Management service income                          | -                  | -                 | 3,420,910          | 3,219,000         |
| Other income                                       | -                  | -                 | 343,000            | 427,772           |
| Office rental income                               | -                  | -                 | 1,992,000          | -                 |
| Interest income                                    | -                  | -                 | 1,907,993          | 1,697,625         |
| <b>Key management personnel</b>                    |                    |                   |                    |                   |
| Key management personnel compensation              |                    |                   |                    |                   |
| Short-term employee benefit                        | 16,186,267         | 13,423,306        | 13,478,217         | 13,164,172        |
| Post-employment benefits                           | 339,692            | 308,482           | 339,307            | 308,482           |
| <b>Total key management personnel compensation</b> | <b>16,525,959</b>  | <b>13,731,788</b> | <b>13,817,524</b>  | <b>13,472,654</b> |

## Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|                               | Consolidated       |      | Separate           |           |
|-------------------------------|--------------------|------|--------------------|-----------|
|                               | For the year ended |      | For the year ended |           |
|                               | December 31,       |      | December 31,       |           |
|                               | 2024               | 2023 | 2024               | 2023      |
| <b>Discontinued operation</b> |                    |      |                    |           |
| <b>Subsidiaries</b>           |                    |      |                    |           |
| Revenue from sales of goods   | -                  | -    | -                  | 3,683,229 |
| Management service income     | -                  | -    | -                  | 255,000   |
| Interest income               | -                  | -    | -                  | 48,514    |
| Fee                           | -                  | -    | -                  | 19,380    |

Balances with related parties as at December 31, 2024 and 2023 were as follows :

(Unit : Baht)

|  | Consolidated |              | Separate     |              |
|--|--------------|--------------|--------------|--------------|
|  | As at        | As at        | As at        | As at        |
|  | December 31, | December 31, | December 31, | December 31, |
|  | 2024         | 2023         | 2024         | 2023         |
| <b>Trade accounts receivable</b>           |              |              |              |              |
| <b>Subsidiaries</b>                        | -            | -            | 16,250       | -            |
| <b>Other receivables</b>                   |              |              |              |              |
| <b>Subsidiaries</b>                        | -            | -            | 1,956,313    | 657,622      |
| <b>Accrued Interest receivable</b>         |              |              |              |              |
| <b>Subsidiaries</b>                        | -            | -            | 2,258,138    | 1,014,148    |
| <b>Short-term loans to related parties</b> |              |              |              |              |
| <b>Subsidiaries</b>                        | -            | -            | 30,300,000   | 29,541,190   |

## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|   | Consolidated         |                      | Separate             |                      |
|---|----------------------|----------------------|----------------------|----------------------|
|   | As at                | As at                | As at                | As at                |
|   | December 31,<br>2024 | December 31,<br>2023 | December 31,<br>2024 | December 31,<br>2023 |
| <b>Movements in short-term loans to related parties during the year :</b>       |                      |                      |                      |                      |
| Balance at the beginning of the year  | -                    | -                    | 29,541,190           | 28,011,190           |
| Increase during the year  | -                    | -                    | 12,530,000           | 38,030,000           |
| Decrease during the year  | -                    | -                    | (11,771,190)         | (36,500,000)         |
| <b>Balance at the ending of the year</b>  | <b>-</b>             | <b>-</b>             | <b>30,300,000</b>    | <b>29,541,190</b>    |
| <b>Accrued Interest payable</b>   |                      |                      |                      |                      |
| <b>Subsidiaries</b>   | <b>-</b>             | <b>-</b>             | <b>5,589</b>         | <b>-</b>             |
| <b>Short-term borrowing from related parties</b>                                |                      |                      |                      |                      |
| <b>Subsidiaries</b>   | <b>-</b>             | <b>-</b>             | <b>5,000,000</b>     | <b>-</b>             |
| <b>Movements in short-term borrowing from related parties during the year :</b> |                      |                      |                      |                      |
| Balance at the beginning of the year  | -                    | -                    | -                    | -                    |
| Increase during the year  | -                    | -                    | 5,000,000            | -                    |
| Decrease during the year  | -                    | -                    | -                    | -                    |
| <b>Balance at the ending of the year</b>  | <b>-</b>             | <b>-</b>             | <b>5,000,000</b>     | <b>-</b>             |

During the year 2024, the company has provided loans to several subsidiaries totaling Baht 30.30 million, with an interest rate of 6.80% per annum, payable upon demand.

During the year 2024, the company has provided a loans to a subsidiaries totaling Baht 5.00 million, with an interest rate of 6.80% per annum, payable upon demand.

# Notes to the Financial Statements

December 31, 2024

## 6. CASH AND CASH EQUIVALENTS

(Unit : Baht)

|                                      | Consolidated      |                   | Separate         |                   |
|--------------------------------------|-------------------|-------------------|------------------|-------------------|
|                                      | As at             | As at             | As at            | As at             |
|                                      | December 31,      | December 31,      | December 31,     | December 31,      |
|                                      | 2024              | 2023              | 2024             | 2023              |
| Cash on hand                         | 895,253           | 278,406           | 79,111           | 112,384           |
| Cash at banks - current accounts     | 635,194           | 1,185,302         | 360,592          | 1,025,574         |
| Cash at banks - savings accounts     | 23,060,252        | 44,572,264        | 4,563,507        | 35,527,087        |
| Highly liquid short-term investments | 1,189,251         | 1,174,187         | 1,189,251        | 1,174,187         |
| <b>Total</b>                         | <b>25,779,950</b> | <b>47,210,159</b> | <b>6,192,461</b> | <b>37,839,232</b> |

## 7. TRADE AND OTHER CURRENT RECEIVABLES

(Unit : Baht)

|  | Consolidated      |                   | Separate          |                   |
|--|-------------------|-------------------|-------------------|-------------------|
|  | As at             | As at             | As at             | As at             |
|  | December 31,      | December 31,      | December 31,      | December 31,      |
|  | 2024              | 2023              | 2024              | 2023              |
| <b>Trade receivables</b>                         |                   |                   |                   |                   |
| Related parties                                  | -                 | -                 | 16,250            | -                 |
| Other persons or parties                         | 26,198,349        | 37,783,186        | 24,448,501        | 31,124,222        |
| <b>Total trade receivables</b>                   | <b>26,198,349</b> | <b>37,783,186</b> | <b>24,464,751</b> | <b>31,124,222</b> |
| <u>Less</u> allowance for credit loss            | (20,418,593)      | (25,180,775)      | (20,400,816)      | (25,161,532)      |
| <b>Total trade receivables - Net</b>             | <b>5,779,756</b>  | <b>12,602,411</b> | <b>4,063,935</b>  | <b>5,962,690</b>  |
| <b>Other receivables</b>                         |                   |                   |                   |                   |
| Related parties                                  | -                 | -                 | 4,214,451         | 1,671,770         |
| Prepaid expenses                                 | 11,080,152        | 15,623,623        | 1,169,133         | 1,632,952         |
| Advance payment                                  | 1,450,735         | 1,606,342         | 1,372,948         | 1,432,585         |
| Other  | 27,869,065        | 27,821,995        | 21,460,094        | 20,179,126        |
| <b>Total</b>                                     | <b>40,399,952</b> | <b>45,051,960</b> | <b>28,216,626</b> | <b>24,916,433</b> |
| <u>Less</u> allowance for credit loss            | (549,376)         | (2,885,202)       | (549,376)         | (2,885,202)       |
| <b>Total other receivables - Net</b>             | <b>39,850,576</b> | <b>42,166,758</b> | <b>27,667,250</b> | <b>22,031,231</b> |
| <b>Total trade and other current receivables</b> | <b>45,630,332</b> | <b>54,769,169</b> | <b>31,731,185</b> | <b>27,993,921</b> |

## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

Trade receivable classified by outstanding age are as follows :

(Unit : Baht)

|                                       | Consolidated         |                      | Separate             |                      |
|---------------------------------------|----------------------|----------------------|----------------------|----------------------|
|                                       | As at                | As at                | As at                | As at                |
|                                       | December 31,<br>2024 | December 31,<br>2023 | December 31,<br>2024 | December 31,<br>2023 |
| <b>Trade receivables</b>              |                      |                      |                      |                      |
| <b>Related parties</b>                |                      |                      |                      |                      |
| Within credit terms                   | -                    | -                    | -                    | -                    |
| Overdue :                             |                      |                      |                      |                      |
| Less than 3 months                    | -                    | -                    | 16,250               | -                    |
| <b>Total</b>                          | <b>-</b>             | <b>-</b>             | <b>16,250</b>        | <b>-</b>             |
| <b>Other parties</b>                  |                      |                      |                      |                      |
| Within credit terms                   | 6,016,566            | 13,876,346           | 4,453,444            | 7,293,985            |
| Overdue :                             |                      |                      |                      |                      |
| Less than 3 months                    | 1,116,896            | 60,339               | 947,947              | 2,979                |
| 3 - 6 months                          | 7,787                | 6,707                | 7,787                | 6,707                |
| 6 - 12 months                         | 5,530                | 1,153,715            | 5,530                | 1,153,715            |
| Over 12 months                        | 19,051,570           | 22,686,079           | 19,033,793           | 22,666,836           |
|                                       | <b>26,198,349</b>    | <b>37,783,186</b>    | <b>24,448,501</b>    | <b>31,124,222</b>    |
| <u>Less</u> allowance for credit loss | (20,418,593)         | (25,180,775)         | (20,400,816)         | (25,161,532)         |
| <b>Total</b>                          | <b>5,779,756</b>     | <b>12,602,411</b>    | <b>4,407,685</b>     | <b>5,962,690</b>     |
| <b>Trade receivables - Net</b>        | <b>5,779,756</b>     | <b>12,602,411</b>    | <b>4,063,935</b>     | <b>5,962,690</b>     |

The normal credit terms granted by the Group ranges from 7 days to 120 days.

## Notes to the Financial Statements

December 31, 2024

Allowance for credit loss on trade accounts receivable have changed during the year as follows :

(Unit : Baht)

|                       | Consolidated                  |                               | Separate                      |                               |
|-----------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|
|                       | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 |
| Beginning balance     | (25,180,775)                  | (25,582,742)                  | (25,161,532)                  | (25,011,650)                  |
| Increase              | (435,236)                     | (1,948,225)                   | (244,033)                     | (1,917,349)                   |
| Decrease              | 5,197,418                     | 1,931,495                     | 5,004,749                     | 1,767,467                     |
| Loss of control       | -                             | 418,697                       | -                             | -                             |
| <b>Ending balance</b> | <b>(20,418,593)</b>           | <b>(25,180,775)</b>           | <b>(20,400,816)</b>           | <b>(25,161,532)</b>           |

As at December 31, 2024, the Group reversed the allowance for credit loss on trade accounts in amount of Baht 5.20 million and separate financial statement in amount of Baht 5.00 million. Due to the Company has calculated the allowance for credit losses in accordance with the Financial Reporting Standard No. 9. It was found that the allowance for loss changed in a positive direction, resulting in the reversal of the allowance for loss with that amount.

Allowance for credit loss in other receivables have changed during the year as follows :

(Unit : Baht)

|                       | Consolidated                  |                               | Separate                      |                               |
|-----------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|
|                       | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 |
| Beginning balance     | (2,885,202)                   | (811,405)                     | (2,885,202)                   | (378,120)                     |
| Increase              | (931,710)                     | (2,507,082)                   | (931,710)                     | (2,507,082)                   |
| Writ - off Bad Debt   | 1,226,228                     | -                             | 1,226,228                     | -                             |
| Decrease              | 2,041,308                     | 433,285                       | 2,041,308                     | -                             |
| <b>Ending balance</b> | <b>(549,376)</b>              | <b>(2,885,202)</b>            | <b>(549,376)</b>              | <b>(2,885,202)</b>            |

As at December 31, 2024, the Group reversed the allowance for credit losses on other receivable in amounting of Baht 2.04 million and separate financial statements in amounting of Baht 2.04 million, as the company received debt repayment from other debtors, resulting in the reversal of the allowance for credit losses by the same amount.

As at December 31, 2024, the company wrote off one bad debt account, amounting of Baht 1.23 million.



## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

#### 8. INVENTORIES

(Unit : Baht)

|  | Consolidated         |                      | Separate             |                      |
|--|----------------------|----------------------|----------------------|----------------------|
|  | As at                | As at                | As at                | As at                |
|  | December 31,<br>2024 | December 31,<br>2023 | December 31,<br>2024 | December 31,<br>2023 |
| Merchandised goods                         | 157,031,077          | 189,238,940          | 113,854,658          | 144,774,812          |
| Spare parts                                | 67,922,308           | 70,530,878           | 67,903,253           | 70,511,823           |
| Goods in transit                           | 194,625              | 5,112,408            | 194,625              | -                    |
|  | <b>225,148,010</b>   | <b>264,882,226</b>   | <b>181,952,536</b>   | <b>215,286,635</b>   |
| <u>Less</u> allowance for decline in value | (141,966,719)        | (154,678,806)        | (131,366,271)        | (144,937,340)        |
| <b>Net</b>                                 | <b>83,181,291</b>    | <b>110,203,420</b>   | <b>50,586,265</b>    | <b>70,349,295</b>    |

During the year 2023, the Company the transfer of assets under installation to inventories amount of Baht 1.94 million. (Note 13).

Allowance for declining in value of inventories have changed during the year as follows :

(Unit : Baht)

|                       | Consolidated         |                      | Separate             |                      |
|-----------------------|----------------------|----------------------|----------------------|----------------------|
|                       | As at                | As at                | As at                | As at                |
|                       | December 31,<br>2024 | December 31,<br>2023 | December 31,<br>2024 | December 31,<br>2023 |
| Beginning balance     | (154,678,806)        | (154,994,780)        | (144,937,340)        | (147,939,065)        |
| Increase              | (6,030,606)          | (16,173,767)         | (4,156,335)          | (11,508,832)         |
| Decrease              | 18,742,693           | 14,954,322           | 17,727,404           | 14,510,557           |
| Loss of control       | -                    | 1,535,419            | -                    | -                    |
| <b>Ending balance</b> | <b>(141,966,719)</b> | <b>(154,678,806)</b> | <b>(131,366,271)</b> | <b>(144,937,340)</b> |

As at December 31, 2024, the Group has reverse allowance for declining in value of inventories amount of Baht 18.74 million, and separate financial statement amount of Baht 17.73 million. Because the Company's sold inventories.

As at December 31, 2023, the Group has reverse allowance for declining in value of inventories amount of Baht 14.95 million, and separate financial statement amount of Baht 14.51 million. Because the Company's sold inventories.

## Notes to the Financial Statements

December 31, 2024

## 9. OTHER CURRENT FINANCIAL ASSETS

(Unit : Baht)

|   | Consolidated         |                      | Separate             |                      |
|---|----------------------|----------------------|----------------------|----------------------|
|   | As at                | As at                | As at                | As at                |
|   | December 31,<br>2024 | December 31,<br>2023 | December 31,<br>2024 | December 31,<br>2023 |
| <b>Other current financial assets</b>         |                      |                      |                      |                      |
| Other non-marketable equity securities        | 296,760,124          | 296,760,124          | 296,760,124          | 296,760,124          |
| <u>Less</u> allowance for impairment          | (296,760,124)        | (296,760,124)        | (296,760,124)        | (296,760,124)        |
| <b>Net</b>                                    | <b>-</b>             | <b>-</b>             | <b>-</b>             | <b>-</b>             |
| <b>Other non-current financial assets</b>     |                      |                      |                      |                      |
| Restricted deposits at financial institutions | 13,453,860           | 3,453,860            | 12,800,000           | 2,800,000            |
| <b>Total</b>                                  | <b>13,453,860</b>    | <b>3,453,860</b>     | <b>12,800,000</b>    | <b>2,800,000</b>     |

**Current financial assets**

The Company had investment in a private foreign investment fund of 91,000 units at cost of USD 100 per unit each, in totaling amount of USD 9.10 million (equivalent of Baht 296.76 million) and a foreign asset management company was the fund manager and a foreign trustee was the custodian. The fund invested in a private investment fund which has the policy to invest in marketable and non-marketable securities.

As the reporting from the trustee, the net asset value shown as follows :

|                             | As at<br>December 31, 2024**                          | As at<br>December 31, 2023*                           |
|-----------------------------|---|---|
| Number of units             | 90,975 Units  | 90,975 Units  |
| Net asset value per unit    | USD 8.87  | USD 8.87  |
| Total investment unit value | USD 0.00 million<br>(equivalent of Baht 0.00 million) | USD 0.00 million<br>(equivalent of Baht 0.00 million) |

\* The value of NAV per unit has shown as at April 30, 2020.

\*\* The value of NAV per unit has shown as at December 31, 2024.

Causes of impairment of said investment since the Company invests in private fund units of foreign funds and experiences investment conditions that are not in line with the target in late March 2019, the fund manager is still confident that he will see a positive operating

## Notes to the Financial Statements

December 31, 2024

result within 6 - 24 months, so it is recommended that the Company hold investment units for another 12 - 18 months at least and if the turn-around fund's performance, the Company will consider selling to reduce such damage.

On June 5, 2020, the Company received a letter from a foreign fund stating that experiencing a temporary suspension due to the major holding in the fund has been suspended from trading from May 31, 2020 as a result. Making it impossible to assess the value of the investment units at the end of the period the displayed value of investment units is therefore the latest value displayed on April 30, 2020. At present, there is no normal trading.

In the year 2022, The fund that has been suspended for more than 2 years and from the follow-up on the progress of the fund qualifications, there is still uncertainty that the fund will resume normal trading. The management considers that at present there is a high possibility that the fund will not be able to return to normal trading. Therefore, the remaining allowance of Baht 25.92 million.

As at December 31, 2024, the Company received a letter from a foreign fund stating amount of 90,975 units and value of investment per units USD 0.00 million.

### Restricted deposits at financial institutions

As at December 31, 2024, the Group and the Company had restricted fixed deposits at financial institutions in the consolidated and separate financial statement of Baht 13.45 million and Baht 12.80 million, respectively which were used as collateral for electricity usage, fuel credit card usage and other guarantees.

## 10. DISPOSAL OF SUBSIDIARY AND DISCONTINUED OPERATION

### Disposal of investment in Bangkok Pay Company Limited

On March 31, 2023, the Board of Directors meeting of the Company, the Board approved to sell ordinary shares of Bangkok Pay Company Limited., a subsidiary of the Company. The Company has entered into a sell and purchase share agreement of 41.40 million shares or equivalent to 60% of its share capital, at the total price of Baht 33.58 million. The management expects the company to reduce risk through recognition of Bangkok Pay Company Limited's performance that is likely to not meet expectations. In addition, the Company can use the proceeds of the sold of ordinary shares to invest in companies of interest to it. Including being used as working capital in business operations. However, Gains from sale of investments in the consolidated statement of Baht 5.93 million and losses from sale of investments in the separate financial statements of Baht 7.83 million, respectively. The Company recorded loss on sale of investment in the consolidated and separate statement of comprehensive income. After the disposal, Bangkok Pay Company Limited., will be no longer a subsidiary of the Company. The comparative statement of comprehensive income for the year ending December 31, 2023.

## Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|   | Consolidated |                    |
|---|--------------|--------------------|
|   | 2024         | 2023               |
| <b>Results of discontinued operation</b>                |              |                    |
| <b>For the year ended December 31,</b>                  |              |                    |
| Revenue   | -            | 11,690,492         |
| Expenses  | -            | (11,066,593)       |
| <b>Results from operating activities</b>                | -            | <b>623,899</b>     |
| Income tax  | -            | (530,372)          |
| <b>Results from operating activities (net of tax)</b>   | -            | <b>93,527</b>      |
| <b>Profit (loss) attributable</b>                       |              |                    |
| Owners of parent  | -            | 56,116             |
| Non-controlling interest                                | -            | 37,411             |
| <b>Results from operating activities (net of tax)</b>   | -            | <b>93,527</b>      |
| <b>Profit (Loss) per share (Baht : share)</b>           | -            | <b>0.0000</b>      |
| <b>Cash flows from (used in) discontinued operation</b> |              |                    |
| <b>For the year ended December 31,</b>                  |              |                    |
| Net cash from (used in) operating activities            | -            | (2,351,880)        |
| Net cash form (used in) investing activities            | -            | 495,747            |
| Net cash from (used in) financing activities            | -            | (1,000,000)        |
| <b>Net cash flows from discontinued operation</b>       | -            | <b>(2,856,133)</b> |

**AJ Advance Technology Public Company Limited and its subsidiaries**
**Notes to the Financial Statements**

December 31, 2024

(Unit : Baht)

|   | 2023                |
|---|---------------------|
| <b>Effect of loss control on the consolidated statement of financial position at loss of control date</b> |                     |
| Decrease in assets  |                     |
| Cash and cash equivalents   | 1,930,447           |
| Trade and other current receivables   | 22,165,325          |
| Inventories   | 13,543,479          |
| Current tax assets  | 153,874             |
| Trade and other non-current receivables   | 552,601             |
| Property, plant and equipment   | 119,239             |
| Goodwill  | 30,457,602          |
| Intangible assets   | 10,249,811          |
| Contract cost assets  | 38,047,918          |
| Deferred tax assets   | 3,263,560           |
| Other non-current financial assets  | 1,450,000           |
| Other non-current assets  | 2,900,000           |
|   | <b>124,833,856</b>  |
| Decrease in liabilities   |                     |
| Trade and other current payables  | (27,225,589)        |
| Other current liabilities   | (228,959)           |
| Non-current provision for employee benefit  | (737,681)           |
| Contract liabilities  | (59,864,034)        |
| Deferred tax liabilities  | (3,436,800)         |
|   | <b>(91,493,063)</b> |
| <b>Carrying amounts of net assets and liabilities</b>   | <b>33,340,793</b>   |
| <u>Less</u> non-controlling interest  | (5,696,106)         |
| <b>Carrying amounts of interest in subsidiary</b>   | <b>27,644,687</b>   |
| Consideration received, satisfied in cash   | 33,575,400          |
| <b>Loss from disposal of subsidiary</b>   | <b>5,930,713</b>    |

Notes to the Financial Statements

December 31, 2024

11. INVESTMENTS IN ASSOCIATES

Investments in associates as at December 31, 2024 and 2023 were as follows :

(Unit : Baht)

|  | Consolidated                  |                               |                               |                               |                               |                               |                               |                               |
|--|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|
|  | Ownership interest (%)        |                               | Paid-up capital               |                               | Cost                          |                               | Equity                        |                               |
|  | As at<br>December<br>31, 2024 | As at<br>December<br>31, 2023 | As at<br>December<br>31, 2024 | As at<br>December<br>31, 2023 | As at<br>December<br>31, 2024 | As at<br>December<br>31, 2023 | As at<br>December<br>31, 2024 | As at<br>December<br>31, 2023 |
| <b>Associates</b>  |                               |                               |                               |                               |                               |                               |                               |                               |
| BLTC Incorporation (Thailand) Co., Ltd. <sup>(1)</sup>             | 60                            | 60                            | 65,707,000                    | 65,707,000                    | 39,604,700                    | 39,604,700                    | -                             | -                             |
| Songcheng (Pattaya) International Culture Co., Ltd. <sup>(2)</sup> | -                             | 20                            | -                             | 5,000,000                     | -                             | 1,000,000                     | -                             | 1,239,580                     |
| <b>Total</b>   |                               |                               |                               |                               | <b>39,604,700</b>             | <b>40,604,700</b>             | <b>-</b>                      | <b>1,239,580</b>              |



## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|   | Ownership interest (%)        | Paid-up capital               | Separate                      | Impairment                    | At cost-Net                   |
|---|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|
|   |                               |                               |                               |                               |                               |
|   |                               |                               | Cost                          |                               |                               |
|   | As at<br>December<br>31, 2024 | As at<br>December<br>31, 2023 | As at<br>December<br>31, 2024 | As at<br>December<br>31, 2023 | As at<br>December<br>31, 2023 |
| <b>Associates</b>   |                               |                               |                               |                               |                               |
| BLTC Incorporation<br>(Thailand) Co., Ltd. <sup>(1)</sup>             | 60                            | 65,707,000                    | 65,707,000                    | 39,604,700                    | (39,604,700)                  |
| Songcheng (Pattaya)<br>International Culture Co., Ltd. <sup>(2)</sup> | -                             | -                             | -                             | 1,000,000                     | -                             |
| <b>Total</b>  |                               |                               | <b>39,604,700</b>             | <b>40,604,700</b>             | <b>1,000,000</b>              |

(1) Associates operate the business in Thailand of holding company which invested in logistic business.

(2) Associates operate the business in Thailand of cultural center.

None of the Group's associates and joint ventures are publicly listed and consequently do not have published price quotation

## Notes to the Financial Statements

December 31, 2024

According to the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024, held on September 18, 2024, of Songcheng (Pattaya) International Culture Co., Ltd., a special resolution was passed to dissolve the company. The accounts were settled with the Department of Business Development on October 7, 2024, marking the cessation of the associates.

During the year 2023, the company reviewed the reversal of the impairment loss on its investment in Songcheng (Pattaya) International Culture Co., Ltd., amounting to 1.00 million baht, as the joint venture reported a profit for the year, which the company recognized in its comprehensive income statement.

## Notes to the Financial Statements

December 31, 2024

### 12. INVESTMENTS IN SUBSIDIARIES

Investments in subsidiaries as at December 31, 2024 and 2023 were as follows :

| Direct subsidiaries       | Type of business  | (Unit : Baht)          |                 |                   |                   |                   |  |
|---------------------------|---|------------------------|-----------------|-------------------|-------------------|-------------------|--|
|                           |   | Ownership interest (%) | Separate        |                   | At cost           |                   |  |
|                           |   |                        | Paid-up capital | December 31, 2023 | December 31, 2024 | December 31, 2023 |  |
| AJ E-Commerce Co., Ltd.   | Providing service to members relating to the access of website of such Company for purchase and sales of goods.   | 99                     | 5,000,000       | 5,000,000         | 4,950,000         | 4,950,000         |  |
| Happy Vision Co., Ltd.    | Retailing of sport shoes.   | 99                     | 20,000,000      | 20,000,000        | 19,800,000        | 19,800,000        |  |
| Youtai Group Co.,Ltd.     | Export product and service to members relating to the access of website of such Company for purchase and sales of goods, mining, trading, and investing in crypto assets. | 100                    | 12,500,000      | 12,500,000        | 11,000,550        | 11,000,550        |  |
| AJ Beauty Group Co., Ltd. | Beauty service business   | 100                    | 10,000,000      | 10,000,000        | 9,999,985         | 9,999,985         |  |

## Notes to the Financial Statements

December 31, 2024

| Direct subsidiaries                    | Type of business   | Separate               |                      |                      |                      |                      |                      | (Unit : Baht) |
|--|--|------------------------|----------------------|----------------------|----------------------|----------------------|----------------------|---------------|
|  |  | Ownership interest (%) |                      | Paid-up capital      |                      | At cost              |                      |               |
|  |  | December<br>31, 2024   | December<br>31, 2023 | December<br>31, 2024 | December<br>31, 2023 | December<br>31, 2024 | December<br>31, 2023 |               |
| Unionthai Platform Co.,<br>Ltd.        | Investment platform business manages and services online for<br>small and medium-sized businesses of the company | 100                    | 51                   | 1,000,000            | 1,000,000            | 999,970              | 509,970              |               |
| AJ Aekkaset Co., Ltd.                  | The business of manufacturing and distributing organic-<br>chemical fertilizers.                                 | 55                     | -                    | 5,000,000            | -                    | 5,499,500            | -                    |               |
|  |  |                        |                      |                      |                      | 52,250,005           | 46,260,505           |               |
|  |  |                        |                      |                      |                      | (8,672,033)          | (3,722,033)          |               |
| Less Impairment losses from investment |  |                        |                      |                      |                      | 43,577,972           | 42,538,472           |               |
| <b>Total</b>                           |  |                        |                      |                      |                      |                      |                      |               |

Less Impairment losses from investment

**Total**

## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

Allowance for declining in impairment of investment in subsidiaries have changed during the year as follows

(Unit : Baht)

|                       | Separate                   |                            |
|-----------------------|----------------------------|----------------------------|
|                       | As at December<br>31, 2024 | As at December<br>31, 2023 |
| Beginning balance     | (3,722,033)                | (4,636,332)                |
| Increase              | (4,950,000)                | (112,990)                  |
| Decrease              | -                          | 1,027,289                  |
| <b>Ending balance</b> | <b>(8,672,033)</b>         | <b>(3,722,033)</b>         |

During the year 2024, the company considered the impairment of its investment in the subsidiary, AJ E-Commerce Co., Ltd., amounting of Baht 4.95 million, due to the subsidiary has incurred accumulated losses. The company recognized this in the Separate statement of comprehensive income.

During the year 2024, the company purchased common shares of Union Thai Platform Co., Ltd. from the existing shareholders, who have no affiliation with the company, amounting of 0.05 million, shares or 49% of the issued and paid-up shares, for a total of Baht 0.49 million. This resulted in a gain (loss) from changes in the ownership interest without a change in control, amounting of Baht 0.18 million, which was recorded in the statement of changes in equity (not in the profit or loss statement).

According to the minutes of the Board of Directors Meeting No. 1/2024, held on May 13, 2024, AJ Aekkaset Co., Ltd. called for a 25% capital increase of the total registered capital, amounting of Baht 5.00 million, to be paid by June 14, 2024. The subsidiary received Baht 2.76 million, but the full amount has not yet been received from both parties, so the registration with the Department of Business Development, Ministry of Commerce, has not yet been completed.

According to the minutes of the Board of Directors Meeting No. 1/2024, held on January 12, 2024, the company acquired shares in AJ Aekkaset Co., Ltd., amounting to 110,000 shares with a par value of 100 baht per share, with an investment of Baht 11.00 million, representing 55% of the registered capital, with 25% of the capital already paid, amounting of Baht 2.75 million.

During the year 2023, the company considered an impairment of its investment in the subsidiary, Union Thai Platform Co., Ltd., amounting of Baht 0.11 million, as the subsidiary had no plans to further develop the business. The company recognized this in its comprehensive income statement. Additionally, the company reversed the impairment of its investment in the subsidiary, Uthai Group Co., Ltd., amounting of Baht 0.86 million, and AJ Beauty Group Co., Ltd., amounting of Baht 0.15 million, due to the subsidiaries' improved performance, which was recognized in the separate statement of comprehensive income.

## Notes to the Financial Statements

December 31, 2024

**Non-controlling interest**

Details of non-wholly owned subsidiaries which have material non-controlling interests as at December 31, 2024 and 2023, are as follows;

(Unit : Baht)

| Company's name               | Proportion of equity interest held by non-controlling interests |      | Accumulated balance of non-controlling interests |         | Profit/loss allocated to non-controlling interests during the year |          |
|------------------------------|---|------|--|---------|--|----------|
|                              | 2024  | 2023 | 2024   | 2023    | 2024   | 2023     |
|                              | (%)   | (%)  |  |         |  |          |
| Unionthai Platform Co., Ltd. | -   | 49   | -  | 365,824 | -  | (21,705) |
| AJ Aekkaset Co., Ltd.        | 45  | -    | (2,418,113)                                      | -       | (5,381,113)  | -        |



Notes to the Financial Statements

December 31, 2024

13. PROPERTY, PLANT AND EQUIPMENT

(Unit : Baht)

|  | Consolidated         |                           |                   |                   |                   |                               |  |                    |
|--|----------------------|---------------------------|-------------------|-------------------|-------------------|-------------------------------|--|--------------------|
|  | Land and improvement | Buildings and improvement | Office equipment  | Tools             | Vehicles          | Cryptocurrency mining machine | Assets under construction and installation | Total              |
| <b>Cost / revaluation</b>              |                      |                           |                   |                   |                   |                               |  |                    |
| As at January 1, 2023                  | 375,557,936          | 116,774,559               | 18,829,328        | 26,667,990        | 19,140,813        | 169,730,906                   | 2,300,533                                  | 729,002,065        |
| Additions                              | -                    | 13,000                    | 524,254           | 757,005           | 184,755           | -                             | 1,733,780                                  | 3,212,794          |
| Appraisal surplus                      | 8,690,000            | -                         | -                 | -                 | -                 | -                             | -  | 8,690,000          |
| Transfer in / (Transfer out)           | -                    | 1,733,780                 | -                 | -                 | -                 | -                             | (1,733,780)                                | -                  |
| Receive transfer/Transfer out (Note 8) | -                    | -                         | 5,420             | -                 | 2,627,336         | -                             | (1,943,267)                                | 689,489            |
| Loss of control (Note 10)              | -                    | -                         | (209,281)         | (10,701)          | (32,243)          | -                             | -  | (252,225)          |
| <b>As at December 31, 2023</b>         | <b>384,247,936</b>   | <b>118,521,339</b>        | <b>19,149,721</b> | <b>27,414,294</b> | <b>21,920,661</b> | <b>169,730,906</b>            | <b>357,266</b>                             | <b>741,342,123</b> |
| Additions                              | -                    | 898,176                   | 1,051,985         | 586,877           | 2,934,694         | -                             | 10,451,632                                 | 15,923,364         |
| Disposals                              | -                    | (518,045)                 | -                 | -                 | (87,956)          | -                             | -  | (606,001)          |
| Transfer in / (Transfer out)           | -                    | -                         | -                 | -                 | 152,782           | 10,988,103                    | (11,140,885)                               | -                  |
| Receive transfer/Transfer out (Note 8) | -                    | -                         | -                 | -                 | -                 | -                             | 1,387,914                                  | 1,387,914          |
| <b>As at December 31, 2024</b>         | <b>384,247,936</b>   | <b>118,901,470</b>        | <b>20,201,706</b> | <b>28,001,171</b> | <b>24,920,181</b> | <b>180,719,009</b>            | <b>1,055,927</b>                           | <b>758,047,400</b> |

## Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|                                       | Consolidated         |                           |                   |                   |                   |                               |  |
|---------------------------------------|----------------------|---------------------------|-------------------|-------------------|-------------------|-------------------------------|--|
|                                       | Land and improvement | Buildings and improvement | Office equipment  | Tools             | Vehicles          | Cryptocurrency mining machine | Assets under construction and installation |
|                                       |                      |                           |                   |                   |                   |                               | Total                                      |
| <b>Accumulated depreciation</b>       |                      |                           |                   |                   |                   |                               |  |
| As at January 1, 2023                 | 20,028,636           | 67,176,310                | 16,926,069        | 26,154,601        | 8,183,985         | 20,490,274                    | -  |
| Depreciation for the year             | 104,112              | 6,797,316                 | 717,117           | 384,132           | 2,888,802         | 33,927,856                    | -  |
| Loss of control (Note 10)             | -                    | -                         | (108,611)         | (7,194)           | (17,181)          | -                             | -  |
| <b>As at December 31, 2023</b>        | <b>20,132,748</b>    | <b>73,973,626</b>         | <b>17,534,575</b> | <b>26,531,539</b> | <b>11,055,606</b> | <b>54,418,130</b>             | <b>-</b>                                   |
| Depreciation for the year             | 98,242               | 6,873,225                 | 751,147           | 495,858           | 3,634,221         | 35,739,710                    | -  |
| Disposals                             | -                    | (126,316)                 | -                 | -                 | (18,038)          | -                             | -  |
| Loss of control (Note 10)             | -                    | -                         | -                 | -                 | -                 | -                             | -  |
| <b>As at December 31, 2024</b>        | <b>20,230,990</b>    | <b>80,720,535</b>         | <b>18,285,722</b> | <b>27,027,397</b> | <b>14,671,789</b> | <b>90,157,840</b>             | <b>-</b>                                   |
| <b>Allowance for impairment</b>       |                      |                           |                   |                   |                   |                               |  |
| As at December 31, 2023               | -                    | -                         | -                 | -                 | -                 | -                             | 275,000                                    |
| Allowance for impairment for the year | -                    | -                         | -                 | -                 | -                 | 7,745,831                     | -  |
| <b>As at December 31, 2024</b>        | <b>-</b>             | <b>-</b>                  | <b>-</b>          | <b>-</b>          | <b>-</b>          | <b>7,745,831</b>              | <b>8,020,831</b>                           |

## Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|                         | Consolidated         |                           |                  |         |            |                               |  |
|-------------------------|----------------------|---------------------------|------------------|---------|------------|-------------------------------|--|
|                         | Land and improvement | Buildings and improvement | Office equipment | Tools   | Vehicles   | Cryptocurrency mining machine | Assets under construction and installation |
| Net book value          |                      |                           |                  |         |            |                               | Total                                      |
| As at December 31, 2023 | 364,115,188          | 44,547,713                | 1,615,146        | 882,755 | 10,865,055 | 115,312,776                   | 537,420,899                                |
| As at December 31, 2024 | 364,016,946          | 38,180,935                | 1,915,984        | 973,774 | 10,248,392 | 82,815,338                    | 498,932,296                                |

## Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|                                | Separate             |                           |                   |                   |                   |                                 |  |
|--------------------------------|----------------------|---------------------------|-------------------|-------------------|-------------------|---------------------------------|--|
|                                | Land and improvement | Buildings and improvement | Office equipment  | Tools             | Vehicles          | Cryptocurrency mining equipment | Assets under construction and installation |
| <b>Cost / revaluation</b>      |                      |                           |                   |                   |                   |                                 |  |
| <b>As at December 31, 2023</b> | 375,557,936          | 116,662,410               | 18,292,579        | 26,605,790        | 12,167,170        | 169,730,906                     | 2,461,892                                  |
| Additions                      | -                    | 13,000                    | 123,848           | 24,580            | 184,755           | -                               | -  |
| Appraisal surplus              | 8,690,000            | -                         | -                 | -                 | -                 | -                               | -  |
| Receive transfer/ Transfer out |                      |                           |                   |                   |                   |                                 |  |
| (Note 8)                       | -                    | -                         | 5,420             | -                 | 2,627,336         | -                               | (1,943,268)                                |
| <b>As at December 31, 2023</b> | <b>384,247,936</b>   | <b>116,675,410</b>        | <b>18,421,847</b> | <b>26,630,370</b> | <b>14,979,261</b> | <b>169,730,906</b>              | <b>518,624</b>                             |
| Additions                      | -                    | 898,176                   | 392,133           | 205,729           | 2,934,694         | -                               | 10,451,631                                 |
| Disposals                      | -                    | -                         | -                 | -                 | (87,956)          | -                               | -  |
| Transfer in / (Transfer out)   | -                    | -                         | -                 | -                 | 152,782           | 10,988,103                      | (11,140,885)                               |
| Receive transfer/ Transfer out |                      |                           |                   |                   |                   |                                 |  |
| (Note 8)                       | -                    | -                         | -                 | -                 | -                 | -                               | 1,387,914                                  |
| <b>As at December 31, 2024</b> | <b>384,247,936</b>   | <b>117,573,586</b>        | <b>18,813,980</b> | <b>26,836,099</b> | <b>17,978,781</b> | <b>180,719,009</b>              | <b>1,217,284</b>                           |
|                                |                      |                           |                   |                   |                   |                                 | <b>747,386,675</b>                         |

Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|                                       | Separate             |                           |                   |                   |                   |                                 |  | Total              |
|---------------------------------------|----------------------|---------------------------|-------------------|-------------------|-------------------|---------------------------------|--|--------------------|
|                                       | Land and improvement | Buildings and improvement | Office equipment  | Tools             | Vehicles          | Cryptocurrency mining equipment | Assets under construction and installation |                    |
| <b>Accumulated depreciation</b>       |                      |                           |                   |                   |                   |                                 |  |                    |
| As at January 1, 2023                 | 20,028,636           | 67,172,196                | 16,850,378        | 26,041,537        | 6,981,255         | 20,490,274                      | -  | 157,564,276        |
| Depreciation for the year             | 104,112              | 6,646,261                 | 583,220           | 264,751           | 1,499,696         | 33,927,856                      | -  | 43,025,896         |
| <b>As at December 31, 2023</b>        | <b>20,132,748</b>    | <b>73,818,457</b>         | <b>17,433,598</b> | <b>26,036,288</b> | <b>8,480,951</b>  | <b>54,418,130</b>               | <b>-</b>                                   | <b>200,590,172</b> |
| Depreciation for the year             | 98,242               | 6,506,694                 | 490,173           | 231,448           | 2,242,900         | 35,739,710                      | -  | 45,309,167         |
| Disposals                             | -                    | -                         | -                 | -                 | (18,038)          | -                               | -  | (18,038)           |
| <b>As at December 31, 2024</b>        | <b>20,230,990</b>    | <b>80,325,151</b>         | <b>17,923,771</b> | <b>26,537,736</b> | <b>10,705,813</b> | <b>90,157,840</b>               | <b>-</b>                                   | <b>245,881,301</b> |
| <b>Allowance for impairment</b>       |                      |                           |                   |                   |                   |                                 |  |                    |
| As at December 31, 2023               | -                    | -                         | -                 | -                 | -                 | -                               | 275,000                                    | 275,000            |
| Allowance for impairment for the year | -                    | -                         | -                 | -                 | -                 | 7,745,831                       | -  | 7,745,831          |
| <b>As at December 31, 2024</b>        | <b>-</b>             | <b>-</b>                  | <b>-</b>          | <b>-</b>          | <b>-</b>          | <b>7,745,831</b>                | <b>275,000</b>                             | <b>8,020,831</b>   |
| <b>Net book value</b>                 |                      |                           |                   |                   |                   |                                 |  |                    |
| As at December 31, 2023               | 364,115,188          | 42,856,953                | 988,249           | 324,082           | 6,498,310         | 115,312,776                     | 243,624                                    | 530,339,182        |
| <b>As at December 31, 2024</b>        | <b>364,016,946</b>   | <b>37,248,435</b>         | <b>890,209</b>    | <b>298,363</b>    | <b>7,272,968</b>  | <b>82,815,338</b>               | <b>942,284</b>                             | <b>493,484,543</b> |

## Notes to the Financial Statements

December 31, 2024

During the year 2024, the Company the transfer of inventories to assets under installation because management considered that such assets were for use in the amount of Baht 1.39 million. (Note 8).

As at December 31, 2023, the Group and the Company recorded land at revalued prices. (Land of Office Location and Factory Land) According to the appraisal report of the independent appraiser in 2023, the appraisal of land is based on the market value approach. There was a surplus from land revaluation according to the consolidated financial statements of Baht 8.69 million, separate financial statements of Baht 8.69 million. Has been listed in the account “Land revaluation surplus” under “equity” in the statement of financial position, this land revaluation surplus is not available for dividend distribution. This is the fair value level 2 of the fair value hierarchy.

Measurement of fair value

Fair value hierarchy

The fair value of land was appraised by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued.

The fair value measurement for land has been categorised as a Level 2 fair value based on the inputs to the valuation technique used which Market Comparison Approach Valuation technique.

#### 14. RIGHT-OF-USE ASSETS

Movement in right-of-use assets for the year ended December 31, 2024 as follow :

|                                 | (Unit : Baht)     |
|---------------------------------|-------------------|
|                                 | Consolidated      |
|                                 | Rent Space        |
| <b>Cost</b>                     |                   |
| As at January 1, 2023           | 35,130,768        |
| Increase                        | 34,826,557        |
| Decreased from contract changes | (13,090,652)      |
| <b>As at December 31, 2023</b>  | <b>56,866,673</b> |
| Increase                        | 30,925,874        |
| Decreased from contract changes | (26,835,918)      |
| <b>As at December 31, 2024</b>  | <b>60,956,629</b> |



# AJ Advance Technology Public Company Limited and its subsidiaries

## Notes to the Financial Statements

December 31, 2024

|                                 | (Unit : Baht)       |
|---------------------------------|---------------------|
|                                 | Consolidated        |
|                                 | Rent Space          |
| <b>Accumulated depreciation</b> |                     |
| As at January 1, 2023           | (4,306,651)         |
| Depreciation for the year       | (11,752,284)        |
| Decreased from contract changes | 2,889,156           |
| <b>As at December 31, 2023</b>  | <b>(13,169,779)</b> |
| Depreciation for the year       | (13,458,033)        |
| Decreased from contract changes | 9,935,387           |
| <b>As at December 31, 2024</b>  | <b>(16,692,425)</b> |
| <b>Net book value</b>           |                     |
| <b>As at December 31, 2023</b>  | <b>43,696,894</b>   |
| <b>As at December 31, 2024</b>  | <b>44,264,204</b>   |

## Notes to the Financial Statements

December 31, 2024

## 15. OTHER INTANGIBLE ASSETS OTHER THAN GOODWILL

(Unit : Baht)

|                                 | Consolidated                    |                   |                    |                                 |   |
|---------------------------------|---------------------------------|-------------------|--------------------|---------------------------------|---|
|                                 | Computer software<br>and others | Music copyright   | Software copyright | Long-term service<br>agreements | Computer software<br>under installation |
| <b>Cost</b>                     |                                 |                   |                    |                                 | <b>Total</b>                            |
| As at January 1, 2023           | 8,748,290                       | 18,161,042        | 15,035,000         | 2,149,000                       | -                                       |
| Additions                       | 170,440                         | -                 | -                  | -                               | 2,038,000                               |
| Write-off                       | -                               | (515,573)         | -                  | -                               | -                                       |
| Loss of control (Note 10)       | (230,490)                       | -                 | (15,035,000)       | (2,149,000)                     | -                                       |
| <b>As at December 31, 2023</b>  | <b>8,688,240</b>                | <b>17,645,469</b> | <b>-</b>           | <b>-</b>                        | <b>2,038,000</b>                        |
| Additions                       | 899,890                         | -                 | -                  | -                               | -                                       |
| Transfer in / (Transfer out)    | 2,038,000                       | -                 | -                  | -                               | (2,038,000)                             |
| <b>As at December 31, 2024</b>  | <b>11,626,130</b>               | <b>17,645,469</b> | <b>-</b>           | <b>-</b>                        | <b>-</b>                                |
| <b>Accumulated amortization</b> |                                 |                   |                    |                                 |   |
| As at January 1, 2023           | 8,115,152                       | 6,128,081         | 5,141,779          | 1,470,253                       | -                                       |
| Amortization for the year       | 173,911                         | 56,931            | 481,822            | -                               | -                                       |
| Loss of control (Note 10)       | (70,825)                        | -                 | (5,623,601)        | (1,470,253)                     | -                                       |
| <b>As at December 31, 2023</b>  | <b>8,218,238</b>                | <b>6,185,012</b>  | <b>-</b>           | <b>-</b>                        | <b>-</b>                                |
|                                 |                                 |                   |                    |                                 | <b>14,403,250</b>                       |



|                                      | Consolidated                    |                 |                    |                                 |   |            |
|--------------------------------------|---------------------------------|-----------------|--------------------|---------------------------------|---|------------|
|                                      | Computer software<br>and others | Music copyright | Software copyright | Long-term service<br>agreements | Computer software<br>under installation | Total      |
| Amortization for the year            | 722,872                         | 41,100          | -                  | -                               | -                                       | 763,972    |
| As at December 31, 2024              | 8,941,110                       | 6,226,112       | -                  | -                               | -                                       | 15,167,222 |
| <b>Allowance for impairment</b>      |                                 |                 |                    |                                 |   |            |
| As at January 1, 2023                | -                               | 11,409,475      | -                  | -                               | -                                       | 11,409,475 |
| Reversal of allowance for impairment | -                               | -               | -                  | -                               | -                                       | -          |
| As at December 31, 2023              | -                               | 11,409,475      | -                  | -                               | -                                       | 11,409,475 |
| Reversal of allowance for impairment | -                               | -               | -                  | -                               | -                                       | -          |
| As at December 31, 2024              | -                               | 11,409,475      | -                  | -                               | -                                       | 11,409,475 |
| <b>Net book value</b>                |                                 |                 |                    |                                 |   |            |
| As at December 31, 2023              | 470,002                         | 50,982          | -                  | -                               | 2,038,000                               | 2,558,984  |
| As at December 31, 2024              | 2,685,020                       | 9,882           | -                  | -                               | -                                       | 2,694,902  |

## Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|                                      | Separate          |                   |                                      |                   |
|--------------------------------------|-------------------|-------------------|--------------------------------------|-------------------|
|                                      | Computer software | Music copyright   | Computer software under installation | Total             |
| <b>Cost</b>                          |                   |                   |                                      |                   |
| As at January 1, 2023                | 8,113,780         | 16,870,000        | -                                    | 24,983,780        |
| Additions                            | -                 | -                 | -                                    | -                 |
| Write-off                            | -                 | -                 | -                                    | -                 |
| <b>As at December 31, 2023</b>       | <b>8,113,780</b>  | <b>16,870,000</b> | <b>-</b>                             | <b>24,983,780</b> |
| Additions                            | -                 | -                 | -                                    | -                 |
| Write-off                            | -                 | -                 | -                                    | -                 |
| <b>As at December 31, 2024</b>       | <b>8,113,780</b>  | <b>16,870,000</b> | <b>-</b>                             | <b>24,983,780</b> |
| <b>Accumulated amortization</b>      |                   |                   |                                      |                   |
| As at January 1, 2023                | 7,833,803         | 5,460,525         | -                                    | 13,294,328        |
| Amortization for the year            | 92,368            | -                 | -                                    | 92,368            |
| <b>As at December 31, 2023</b>       | <b>7,926,171</b>  | <b>5,460,525</b>  | <b>-</b>                             | <b>13,386,696</b> |
| Amortization for the year            | 71,273            | -                 | -                                    | 71,273            |
| <b>As at December 31, 2024</b>       | <b>7,997,444</b>  | <b>5,460,525</b>  | <b>-</b>                             | <b>13,457,969</b> |
| <b>Allowance for impairment</b>      |                   |                   |                                      |                   |
| As at January 1, 2023                | -                 | 11,409,475        | -                                    | 11,409,475        |
| Reversal of allowance for impairment | -                 | -                 | -                                    | -                 |
| <b>As at December 31, 2023</b>       | <b>-</b>          | <b>11,409,475</b> | <b>-</b>                             | <b>11,409,475</b> |
| Reversal of allowance for impairment | -                 | -                 | -                                    | -                 |
| <b>As at December 31, 2024</b>       | <b>-</b>          | <b>11,409,475</b> | <b>-</b>                             | <b>11,409,475</b> |
| <b>Net book value</b>                |                   |                   |                                      |                   |
| <b>As at December 31, 2023</b>       | <b>187,609</b>    | <b>-</b>          | <b>-</b>                             | <b>187,609</b>    |
| <b>As at December 31, 2024</b>       | <b>116,336</b>    | <b>-</b>          | <b>-</b>                             | <b>116,336</b>    |

During the year 2023, the Group of Companies amortized intangible assets amounting of Baht 0.52 million due to the expiration of the film copyright contract.

## Notes to the Financial Statements

December 31, 2024

### 16. CRYPTOCURRENCY ASSETS

(Unit : Baht)

|                                      | Cryptocurrency      |                     |
|--------------------------------------|---------------------|---------------------|
|                                      | Consolidated        | Separate            |
| <b>Cost / revaluation</b>            |                     |                     |
| As at January 1, 2023                | 74,941,710          | 64,941,710          |
| Increase                             |                     |                     |
| - from purchase                      | -                   | -                   |
| - from mining                        | 11,426,832          | 11,426,832          |
| Decrease                             |                     |                     |
| - from purchase                      | -                   | -                   |
| - from mining                        | (18,157,732)        | (18,157,732)        |
| <b>As at December 31, 2023</b>       | <b>68,210,810</b>   | <b>58,210,810</b>   |
| Increase                             |                     |                     |
| - from purchase                      | 27,906,664          | 27,906,664          |
| - from mining                        | 24,366,938          | 24,366,938          |
| Decrease                             |                     |                     |
| - from purchase                      | (48,160,260)        | (38,160,260)        |
| - from mining                        | (47,739,732)        | (47,739,732)        |
| <b>As at December 31, 2024</b>       | <b>24,584,420</b>   | <b>24,584,420</b>   |
| <b>Allowance for impairment</b>      |                     |                     |
| As at January 1, 2023                | (40,483,947)        | (35,798,028)        |
| Reversal of allowance for impairment | 20,330,020          | 18,893,754          |
| <b>As at December 31, 2023</b>       | <b>(20,153,927)</b> | <b>(16,904,274)</b> |
| Reversal of allowance for impairment | 18,452,438          | 15,202,785          |
| <b>As at December 31, 2024</b>       | <b>(1,701,489)</b>  | <b>(1,701,489)</b>  |
| <b>Net book value</b>                |                     |                     |
| <b>As at December 31, 2023</b>       | <b>48,056,883</b>   | <b>41,306,536</b>   |
| <b>As at December 31, 2024</b>       | <b>22,882,931</b>   | <b>22,882,931</b>   |

During the year 2024, The Group and the company has sold cryptocurrency assets to unrelated parties in the book value is Baht 95.90 million and Baht 85.90 million respective. There is a gain from sale of assets in amount of Baht 30.43 million and Baht 28.28 million respectively, which are already recorded in the consolidated and separate Statement of comprehensive income.

## Notes to the Financial Statements

December 31, 2024

As at December 31, 2024

from purchase

- The Group and the company have outstanding cryptocurrency assets in the amount of 2.72109782 Bitcoin (BTC) and 2.72109782 Bitcoin (BTC) respective, the fair value on the date of acquisition is Baht 6.14 million and Baht 6.14 million respective.
- The Group and the company have outstanding cryptocurrency assets in the amount of 55,41339584 Ethereum coins (ETH) and 55.41339584 Ethereum coins (ETH) respective, the fair value on the date of acquisition is Baht 5.99 million and Baht 5.99 million respective.
- The Group and the company have outstanding cryptocurrency assets in the amount of 86,238.81893906 bitkub coins (KUB) and 86,238.81893906 bitkub coins (KUB) respective, the fair value on the date of acquisition is Baht 5.92 million and Baht 5.92 million respective.

from mining

- The Group and the company have outstanding cryptocurrency assets in the amount of 3.24901060 Bitcoin (BTC) and 3.24901060 Bitcoin (BTC) respective, the fair value on the date of acquisition is Baht 4.84 million and Baht 4.84 million respective.

By measuring the value above it is a level 2 fair value.

## 17. TRADE AND OTHER CURRENT PAYABLES

(Unit : Baht)

|                             | Consolidated         |                      | Separate             |                      |
|-----------------------------|----------------------|----------------------|----------------------|----------------------|
|                             | As at                | As at                | As at                | As at                |
|                             | December 31,<br>2024 | December 31,<br>2023 | December 31,<br>2024 | December 31,<br>2023 |
| <b>Trade payables</b>       |                      |                      |                      |                      |
| Related parties             | -                    | -                    | -                    | -                    |
| Other parties               | 1,899,353            | 3,550,167            | 367,702              | 3,550,167            |
| <b>Total trade payables</b> | <b>1,899,353</b>     | <b>3,550,167</b>     | <b>367,702</b>       | <b>3,550,167</b>     |



## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|                             | Consolidated         |                      | Separate             |                      |
|-----------------------------|----------------------|----------------------|----------------------|----------------------|
|                             | As at                | As at                | As at                | As at                |
|                             | December 31,<br>2024 | December 31,<br>2023 | December 31,<br>2024 | December 31,<br>2023 |
| <b>Other payables</b>       |                      |                      |                      |                      |
| Related parties             | -                    | -                    | 5,589                | -                    |
| Other parties               |                      |                      |                      |                      |
| Copyright payables          | 252,625              | 252,625              | 252,625              | 252,625              |
| Accrued operating expenses  | 11,958,752           | 12,451,582           | 11,043,804           | 12,156,702           |
| Others                      | 12,517,289           | 16,129,839           | 8,284,824            | 12,046,000           |
| <b>Total other payables</b> | <b>24,728,666</b>    | <b>28,834,046</b>    | <b>19,586,842</b>    | <b>24,455,327</b>    |
| <b>Total</b>                | <b>26,628,019</b>    | <b>32,384,213</b>    | <b>19,954,544</b>    | <b>28,005,494</b>    |

#### 18. LEASE LIABILITIES

As at December 31, 2024 and 2023 comprise the following:

(Unit : Baht)

|  | Consolidated         |                      | Separate             |                      |
|--|----------------------|----------------------|----------------------|----------------------|
|  | As at                | As at                | As at                | As at                |
|  | December 31,<br>2024 | December 31,<br>2023 | December 31,<br>2024 | December 31,<br>2023 |
| As at January 1,   | 44,363,277           | 29,984,554           | -                    | -                    |
| Increase/Estimating the lease term                                 | 30,551,592           | 40,864,073           | -                    | -                    |
| Decrease for changes lease agreements                              | (17,374,922)         | (10,312,914)         | -                    | -                    |
| Repayment  | (12,320,574)         | (16,172,436)         | -                    | -                    |
| As at December 31,   | 45,219,373           | 44,363,277           | -                    | -                    |
| <u>Less</u> portion due within one year                            | (11,988,316)         | (11,603,781)         | -                    | -                    |
| <b>Contract liabilities - net from portion due within one year</b> | <b>33,231,057</b>    | <b>32,759,496</b>    | <b>-</b>             | <b>-</b>             |

## Notes to the Financial Statements

December 31, 2024

Expense for the year ended December 31, 2024 and 2023 about leases that recognized in profit or loss as follows:

(Unit : Baht)

|   | Consolidated         |                      | Separate             |                      |
|---|----------------------|----------------------|----------------------|----------------------|
|   | As at                | As at                | As at                | As at                |
|   | December 31,<br>2024 | December 31,<br>2023 | December 31,<br>2024 | December 31,<br>2023 |
| Depreciation of assets right of use   | 13,458,033           | 11,752,284           | -                    | -                    |
| Interest expense from lease liabilities   | 2,751,326            | 2,268,458            | -                    | -                    |
| Lease expenses related to contracts where the<br>underlying asset has a low value | 90,000               | 90,000               | 90,000               | 90,000               |
| <b>Total</b>  | <b>16,299,359</b>    | <b>14,110,742</b>    | <b>90,000</b>        | <b>90,000</b>        |

## 19. PROVISIONS FOR EMPLOYEE BENEFITS

(Unit : Baht)

|   | Consolidated |             | Separate  |             |
|---|--------------|-------------|-----------|-------------|
|   | 2024         | 2023        | 2024      | 2023        |
| As at January 1,                                | 3,682,695    | 5,340,161   | 3,301,961 | 4,010,830   |
| <b>Recognized in profit or loss</b>             |              |             |           |             |
| Current service cost                            | 447,231      | 854,962     | 376,489   | 566,335     |
| Interest on the obligation                      | 100,650      | 91,376      | 89,339    | 77,765      |
|   | 547,881      | 946,338     | 465,828   | 644,100     |
| <b>Recognized in other comprehensive income</b> |              |             |           |             |
| (Profit) Loss from actuarial estimation         |              |             |           |             |
| - Adjustments from experience                   | -            | 553,592     | -         | 995,709     |
| - Financial Assumptions                         | -            | (1,237,935) | -         | (1,166,898) |
|   | -            | (684,343)   | -         | (171,189)   |

## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|  | Consolidated     |                  | Separate         |                  |
|--|------------------|------------------|------------------|------------------|
|  | 2024             | 2023             | 2024             | 2023             |
| <b>Other</b>   |                  |                  |                  |                  |
| Past service cost-curtailments                           | -                | (1,181,780)      | -                | (1,181,780)      |
| Benefits paid  | -                | -                | -                | -                |
| Estimated compensation in case of dismissal of employees | -                | -                | -                | -                |
| Loss of control (Note 10)                                | -                | (737,681)        | -                | -                |
|  | -                | (1,919,461)      | -                | (1,181,780)      |
| <b>As at December 31</b>                                 | <b>4,230,576</b> | <b>3,682,695</b> | <b>3,767,789</b> | <b>3,301,961</b> |
| Defined employee benefit obligations                     | 4,230,576        | 3,682,695        | 3,767,789        | 3,301,961        |
| <u>Less</u> portion due within one year                  | -                | -                | -                | -                |
| <b>Defined employee benefit obligation - net</b>         | <b>4,230,576</b> | <b>3,682,695</b> | <b>3,767,789</b> | <b>3,301,961</b> |

The key actuarial assumptions used in calculating employee benefit obligations are as follows :

(Unit : percentage)

|  | Consolidated |             | Separate    |             |
|--|--------------|-------------|-------------|-------------|
|  | 2024         | 2023        | 2024        | 2023        |
| <b>Principal actuarial assumptions</b> |              |             |             |             |
| Discount rate                          | 2.78 - 2.99  | 2.78 - 2.99 | 2.78        | 2.78        |
| Future salary increases                | 2.50 - 5.00  | 2.50 - 5.00 | 2.50 - 5.00 | 2.50 - 5.00 |
| Turnover rate                          | 10 - 35      | 10 - 35     | 15 - 35     | 15 - 35     |

Assumptions regarding future mortality are based on published statistics and mortality tables.

## Notes to the Financial Statements

December 31, 2024

**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below :

(Unit : Baht)

|   | Consolidated |           | Separate  |           |
|---|--------------|-----------|-----------|-----------|
|   | Increase     | Decrease  | Increase  | Decrease  |
| <b>Effect to the defined benefit obligation</b> |              |           |           |           |
| <b>As at December 31, 2024</b>                  |              |           |           |           |
| Discount rate (1% movement)                     | (330,653)    | 367,618   | (275,514) | 303,683   |
| Future salary increases (1% movement)           | 409,782      | (372,587) | 341,099   | (312,769) |
| Turnover rate (20% movement)                    | (568,255)    | 704,941   | (474,856) | 575,271   |
| <b>As at December 31, 2023</b>                  |              |           |           |           |
| Discount rate (1% movement)                     | (318,958)    | 357,111   | (270,697) | 300,783   |
| Future salary increases (1% movement)           | 354,552      | (322,767) | 298,519   | (273,853) |
| Turnover rate (20% movement)                    | (492,054)    | 598,714   | (415,782) | 502,310   |

Analyze the maturity of benefit payments before discounting to pay in the future as at December 31, 2024 comprise the following.

(Unit : Baht)

|               | Consolidated      | Separate         |
|---------------|-------------------|------------------|
| Within 1 year | -                 | -                |
| 2 - 5 years   | 630,569           | 630,569          |
| Over 5 years  | 10,108,703        | 7,943,895        |
| <b>Total</b>  | <b>10,739,272</b> | <b>8,574,464</b> |

## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

#### 20. SHARE CAPITAL AND SHARE PREMIUM (DISCOUNT) ON ORDINARY SHARES

Share capital and Share premium (discount) as at December 31, 2024 and 2023 comprise the following :

|   | Consolidated / Separate         |                              |  |                      |
|---|---------------------------------|------------------------------|--|----------------------|
|   | Number of<br>shares<br>(Shares) | Ordinary<br>shares<br>(Baht) | Share premium<br>(discount) on<br>ordinary<br>shares<br>(Baht) | Total<br>(Baht)      |
| Authorized share capital  |                                 |                              |  |                      |
| As at December 31, 2023 (par value<br>of Baht 0.10 per share)               | 8,001,147,415                   | 800,114,742                  | -  | 800,114,742          |
| Increase on authorized share capital  | -                               | -                            | -  | -                    |
| Reduce on authorized share capital  | (1,077,077,536)                 | (107,707,754)                | -  | (107,707,754)        |
| <b>As at December 31, 2024</b>  | <b>6,924,069,879</b>            | <b>692,406,988</b>           | <b>-</b>   | <b>692,406,988</b>   |
| <b>Issued and paid share capital</b>  |                                 |                              |  |                      |
| As at December 31, 2023 (par value<br>of Baht 0.10 per share)               | 5,355,384,081                   | 535,538,409                  | 935,079,842  | 1,470,618,251        |
| Issuing new shares from the exercise<br>of convertible debentures (AJA -W3) | 9,154,954                       | 915,495                      | 787,326  | 1,702,821            |
| <b>Ordinary shares as at December 31, 2024</b>                              | <b>5,364,539,035</b>            | <b>536,453,904</b>           | <b>935,867,168</b>   | <b>1,472,321,072</b> |

During the year 2023, the Company had direct expenses related to the issuance of shares by offered to existing shareholders. Therefore, it was used to reduce capital surplus in the amount of Baht 0.85 million.

On February 2, 2023, the Company exercised the right to convert the debentures into ordinary shares in the amount of Baht 5.00 million with a convertible share value of Baht 0.22, representing 23.15 million ordinary shares with a par value of Baht 0.10 per share, totaling Baht 2.31 million. The company has registered the capital increase with the Department of Business Development on February 6, 2023.

On February 3, 2023, the Company exercised the right to convert the debentures into ordinary shares in the amount of Baht 5.00 million with a convertible share value of Baht 0.23, representing 21.37 million ordinary shares with a par value of Baht 0.10 per share, totaling Baht 2.14 million. The company has registered the capital increase with the Department of Business Development on February 6, 2023.

## Notes to the Financial Statements

December 31, 2024

**21. WARRANTS****Warrants to purchase ordinary shares No.3 (AJA-W3)**

On September 1, 2021, the Company has issued warrants to purchase ordinary shares no.3 allocated to the existing shareholders of the Company. The details are as follows:

|                           |   |
|---------------------------|---|
| Type of warrant           | : Warrants to purchase the Company's ordinary shares in the names of respective holder and negotiable   |
| Term of warrants          | : 3 years from the issuance and offering date   |
| Number of warrants issued | : 1,060,073,686 units   |
| Offering price            | : Baht 0 per unit   |
| Allocation of warrants    | : Allocate to existing shareholders of the Company by specifying list of shareholders who entitled to receive the Warrants on August 4, 2021 at the ratio of 4 existing ordinary shares to 1 unit of the Warrants (any fraction shall be discarded)   |
| Exercise ratio            | : 1 warrant per 1 ordinary shares.<br><br>(the ratio might be adjusted under the conditions for adjustment of rights)   |
| Exercise price            | : Baht 0.20 per share<br><br>(unless the exercise price is adjusted as a result of a rights adjustment)   |
| Exercise date             | : The Warrant Holders shall be entitled to exercise their rights under the Warrants to purchase Company's ordinary shares on the last business day of March, June, September and December of each year throughout the term of the Warrants after the issuance date during 9.30 a.m. and 4.30 p.m. during the exercise period. In this respect, the first exercise date will be on the last business day of September 2021 and the last exercise date will be on August 30, 2024 (3 year after the issuance date). In the case that the last exercise date falls on a non-business day of the Company, the exercise date shall then be the preceding business day before the last exercise date. |
| The last exercise date    | : August 30, 2024   |

During the year 2024, there were applications for the exercise of the 11th warrant to purchase 7.37 million common shares, with a par value of 0.19 baht per share, and a total payment of 1.37 million baht. The company registered this with the Department of Business Development on April 9, 2024.



**Notes to the Financial Statements**

December 31, 2024

**AJ ADVANCE TECHNOLOGY PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES**
**NOTES TO THE FINANCIAL STATEMENTS**
**DECEMBER 31, 2024**

During the year 2024, there were applications for the exercise of the 12th (final) warrant to purchase 1.79 million common shares, with a par value of 0.19 baht per share, and a total payment of 0.34 million baht. The company registered this with the Department of Business Development on September 5, 2024.

As of September 30, 2024, the Company's warrants for the purchase of common shares under the 3rd series (AJA-W3) expired after the final exercise on August 31, 2024, and the Company will proceed to cancel the remaining common shares reserved for the exercise of rights.

**Warrants to purchase ordinary shares No.4 (AJA-W4)**

On April 1, 2022, the Company has issued warrants to purchase ordinary shares no.4 allocated to the existing shareholders of the Company. The details are as follows:

|                           |   |
|---------------------------|---|
| Type of warrant           | : Warrants to purchase the Company's ordinary shares in the names of respective holder and negotiable   |
| Term of warrants          | : 3 years from the issuance and offering date   |
| Number of warrants issued | : 492,102,152 units   |
| Offering price            | : Baht 0 per unit   |
| Allocation of warrants    | : Allocate to existing shareholders of the Company by reserve and who entitled to receive the Warrants at the ratio of 1 existing ordinary shares to 2 unit of the Warrants (any fraction shall be discarded)   |
| Exercise ratio            | : 1 warrant per 1 ordinary shares.<br><br>(the ratio might be adjusted under the conditions for adjustment of rights)   |
| Exercise price            | : Baht 0.40 per share<br><br>(unless the exercise price is adjusted as a result of a rights adjustment)   |
| Exercise date             | : The Warrant Holders shall be entitled to exercise their rights under the Warrants to purchase Company's ordinary shares on the last business day of March, June, September and December of each year throughout the term of the Warrants after the issuance date during 9.30 a.m. and 4.30 p.m. during the exercise period. In this respect, the first exercise date will be on the last business day of June 2022 and the last exercise date will be on March 31, 2025 (3 year after the issuance date). In the case that the last exercise date falls on a non-business day of the Company, the exercise date shall then be the preceding business day before the last exercise date. |
| The last exercise date    | : March 31, 2025  |

## Notes to the Financial Statements

December 31, 2024

As at December 31, 2024, the Company has outstanding balance of unexercised warrants to purchase ordinary share is 492.10 million units.

## 22. OTHER INCOME

(Unit : Baht)

|   | Consolidated       |                   | Separate           |                   |
|---|--------------------|-------------------|--------------------|-------------------|
|   | For the year ended |                   | For the year ended |                   |
|   | December 31,       |                   | December 31,       |                   |
|   | 2024               | 2023              | 2024               | 2023              |
| Other income - related parties                                    | -                  | -                 | 7,663,903          | 5,601,589         |
| Other income - Individuals and other entities                     | 9,808,477          | -                 | 6,702,898          | 1,546,359         |
| Gain on sale of cryptocurrency assets                             | 30,433,868         | 2,188,045         | 28,281,659         | 2,188,045         |
| Gain from foreign exchange  | 284,352            | 1,098,841         | -                  | 796,856           |
| Reversal loss of impairment of<br>cryptocurrency assets - minning | -                  | 7,919,856         | -                  | 7,919,856         |
| Reversal loss of impairment of<br>cryptocurrency assets - trading | 18,452,438         | 12,410,164        | 15,202,785         | 10,973,897        |
| Reversal estimated penalty (TISI)                                 | -                  | 7,500,000         | -                  | 7,500,000         |
| Reversal impairment of investment in<br>associated                | -                  | -                 | -                  | 1,000,000         |
| Transfer of the impaired deposit                                  | -                  | 947,865           | -                  | 947,865           |
| Other income - Brand value  | 3,405,761          | 671,768           | 3,405,761          | 671,768           |
| Other   | 15,900             | 4,426,007         | 645,114            | 1,533,425         |
| <b>Total</b>  | <b>62,400,796</b>  | <b>37,162,546</b> | <b>61,902,120</b>  | <b>40,679,660</b> |

**Notes to the Financial Statements**

December 31, 2024

**23. DISTRIBUTION COSTS**

(Unit : Baht)

|                               | Consolidated       |                   | Separate           |                   |
|-------------------------------|--------------------|-------------------|--------------------|-------------------|
|                               | For the year ended |                   | For the year ended |                   |
|                               | December 31,       |                   | December 31,       |                   |
|                               | 2024               | 2023              | 2024               | 2023              |
| Employee benefit expenses     | 32,295,266         | 17,266,766        | 13,970,911         | 8,796,613         |
| Commission                    | 2,163,454          | 5,315,259         | 1,271,752          | 2,602,261         |
| Sales promotion expenses      | 52,272,602         | 30,903,366        | 19,597,922         | 8,581,114         |
| Shipping cost                 | 3,427,526          | 2,395,877         | 1,307,048          | 1,560,123         |
| Depreciation and amortization | 462,092            | 256,478           | -                  | -                 |
| Other                         | 639,806            | 1,073,933         | 114,474            | 59,076            |
| <b>Total</b>                  | <b>91,260,746</b>  | <b>57,211,679</b> | <b>36,262,107</b>  | <b>21,599,187</b> |

**24. SEGMENT INFORMATION AND DISAGGREGATION OF REVENUE**

Management determined that the Group has seven reportable segments which are the Group's strategic divisions for different products and services, and are managed separately because they require different technology and marketing strategies.

The following summary describes the operations in each of the Group's reportable segments.

|           |   |
|-----------|---|
| Segment 1 | Retailing and wholesaling of electric appliance, including parts                  |
| Segment 2 | Retailing and wholesaling of mobile phone, including parts (Cancellation section) |
| Segment 3 | Retailing of shoe   |
| Segment 4 | Sale of electric motorcycle   |
| Segment 5 | Mining digital assets   |
| Segment 6 | Sale chemical organic fertilizer  |
| Segment 7 | Others  |

Performance is measured based on segment operating profit (loss), before segment's income tax expense as included in the internal management reports that are reviewed by the Group's CODM. Segment operating profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

## Notes to the Financial Statements

December 31, 2024

Financial information by business segment for the consolidated statements of financial position for the year ended December 31, 2024 and 2023 as follows :

(Unit : Baht)

|   | Consolidated for the year ended December 31, 2024                    |  |                    |                             |                       |                                  |                  | Total                |
|---|--|--|--------------------|-----------------------------|-----------------------|----------------------------------|------------------|----------------------|
|   | Retailing and wholesaling of electronics appliances, including parts | Retailing and wholesaling of mobile phone, including parts (discontinued part) | Retailing of shoe  | Sale of electric motorcycle | Mining digital assets | Sale chemical organic fertilizer | Others           |                      |
| <b>Timing of revenue recognition</b>  |  |  |                    |                             |                       |                                  |                  |                      |
| Point in time   | 7,342,752  | -  | 127,861,083        | 69,269,879                  | 24,692,308            | 11,771,745                       | 9,731,044        | 250,668,811          |
| Over time   | -  | -  | -                  | -                           | -                     | -                                | -                | -                    |
| <b>Total revenues</b>   | <b>7,342,752</b>   | <b>-</b>   | <b>127,861,083</b> | <b>69,269,879</b>           | <b>24,692,308</b>     | <b>11,771,745</b>                | <b>9,731,044</b> | <b>250,668,811</b>   |
| Profit (Loss) from Operations by Segment  | (13,085,023)   | -  | 60,467,521         | 6,783,482                   | 24,692,308            | 3,434,122                        | (1,027,883)      | 81,264,527           |
| Allocable Administrative Expenses   | -  | -  | -                  | -                           | (75,405,209)          | -                                | -                | (75,405,209)         |
| Non-Allocable Income and Expenses   |  |  |                    |                             |                       |                                  |                  | (108,437,050)        |
| Finance costs   |  |  |                    |                             |                       |                                  |                  | (5,218,700)          |
| Profit and reversal of impairment loss (impairment loss) determined in accordance with TFRS 9 |  |  |                    |                             |                       |                                  |                  | 7,098,008            |
| Share of profit (loss) from investments in associates   |  |  |                    |                             |                       |                                  |                  | (239,580)            |
| Tax income (expense)  |  |  |                    |                             |                       |                                  |                  | 93,629               |
| <b>Profit (loss) for the year</b>   |  |  |                    |                             |                       |                                  |                  | <b>(100,844,375)</b> |

(Unit : Baht)

## Geographical segments

The Group is managed and operates principally in Thailand. There are no revenues derived from, and assets located in, foreign countries.

## Notes to the Financial Statements

December 31, 2024

## 25. EXPENSE BY NATURE

The financial statements include an analysis of expenses by function. Expenses by nature disclosed in accordance with the requirements of various TFRS were as follows :

(Unit : Baht)

|  | Consolidated |              | Separate     |              |
|--|--------------|--------------|--------------|--------------|
|  | 2024         | 2023         | 2024         | 2023         |
| Purchases of merchandised goods and consumables used | 123,661,993  | 190,648,491  | 56,011,951   | 108,390,320  |
| Employee benefit expenses                            | 83,388,113   | 62,135,718   | 52,063,394   | 46,406,431   |
| Changes in inventories                               | 36,288,134   | (26,791,066) | 28,889,436   | (8,375,708)  |
| Cost of service                                      | 9,115,105    | 13,010,450   | -            | -            |
| Sales promotional expenses                           | 52,272,602   | 30,903,366   | 19,597,922   | 8,581,114    |
| Depreciation and amortization                        | 61,814,408   | 60,136,521   | 45,380,440   | 43,118,264   |
| Impairment loss on assets (reversal)                 | (18,452,437) | (20,330,020) | (15,202,785) | (18,893,754) |
| Freight charges                                      | 3,427,526    | 2,395,877    | 1,307,048    | 1,560,123    |
| Doubtful debts expense (reversal)                    | (5,871,780)  | 2,090,527    | (5,870,314)  | 2,656,964    |
| Bad debt   | 1,226,228    | -            | 1,226,228    | -            |
| Loss from diminution in value (reversal)             | (12,712,086) | 1,219,445    | (13,571,069) | (3,001,725)  |

## 26. INCOME TAX (EXPENSE)

(Unit : Baht)

|  | Consolidated  |                    | Separate |          |
|--|---------------|--------------------|----------|----------|
|  | 2024          | 2023               | 2024     | 2023     |
| <b>Income tax recognised in profit or loss</b>                               |               |                    |          |          |
| <b>Current tax expense</b>   |               |                    |          |          |
| Current year   | -             | (5,504,343)        | -        | -        |
| <b>Deferred tax expense</b>  |               |                    |          |          |
| Movements in temporary differences   | 93,629        | (515,529)          | -        | -        |
| Income tax expenses in the statement of comprehensive income were cancelled. | -             | 173,240            | -        | -        |
| <b>Total</b>   | <b>93,629</b> | <b>(5,846,632)</b> | <b>-</b> | <b>-</b> |



**Notes to the Financial Statements**

December 31, 2024

**Reconciliation of effective tax rate**

|   | Consolidated |               |             |                    |
|---|--------------|---------------|-------------|--------------------|
|   | 2024         |               | 2023        |                    |
|   | Rate<br>(%)  | (Baht)        | Rate<br>(%) | (Baht)             |
| Loss before income tax from continuing operations                       |              | (100,938,004) |             | (32,221,290)       |
| Gain (Loss) before income tax from discontinuing operations             |              | -             |             | 623,899            |
| Loss before income tax from discontinuing operations                    |              | (100,938,004) |             | (31,597,391)       |
| Income tax using the Thai corporation tax rate                          | 20.00        | (20,187,601)  | 20.00       | (6,319,478)        |
| Additional deductible expenses for tax purposes                         |              | (220,583)     |             | 141,777            |
| Current year losses for which no deferred tax asset was recognised      |              | 25,338,637    |             | 2,423,293          |
| Expenses not deductible for tax purposes                                |              | 721,440       |             | 1,569,058          |
| Share of loss of investments in associates and joint venture            |              | (47,916)      |             | 247,916            |
| Expenses not recognized as deferred tax asset                           |              | (5,603,977)   |             | (3,566,909)        |
| Income (expense) tax for the year                                       |              | -             |             | (5,504,343)        |
| Deferred tax for Temporary Differences and reverse Temporary Difference |              | 93,629        |             | (342,289)          |
| <b>Total</b>  |              | <b>93,629</b> |             | <b>(5,846,632)</b> |

# Notes to the Financial Statements

December 31, 2024

|  | Separate    |              |             |              |
|--|-------------|--------------|-------------|--------------|
|  | 2024        |              | 2023        |              |
|  | Rate<br>(%) | (Baht)       | Rate<br>(%) | (Baht)       |
| Loss before income tax expense from continuing operations          |             | (82,982,925) |             | (61,490,515) |
| Income tax using the Thai corporation tax rate                     | 20.00       | (16,596,585) | 20.00       | (12,298,103) |
| Additional deductible expenses for tax purposes                    |             | 252,090      |             | (6,573)      |
| Current year losses for which no deferred tax asset was recognised |             | 20,355,357   |             | 16,105,745   |
| Expenses not deductible for tax purposes                           |             | 714,647      |             | 724,313      |
| Expenses not recognized as deferred tax asset                      |             | (4,725,509)  |             | (4,525,382)  |
| <b>Total</b>   |             | <b>-</b>     |             | <b>-</b>     |

(Unit : Baht)

|                     | Consolidated                  |                               |                               |                               |
|---------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|
|                     | Assets                        |                               | Liabilities                   |                               |
|                     | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 |
| <b>Deferred tax</b> |                               |                               |                               |                               |
| Total               | 4,032,584                     | 3,938,955                     | (41,647,908)                  | (41,647,908)                  |
| Set off of tax      | (1,024,780)                   | (1,024,780)                   | 1,024,780                     | 1,024,780                     |
| <b>Total</b>        | <b>3,007,804</b>              | <b>2,914,175</b>              | <b>(40,623,128)</b>           | <b>(40,623,128)</b>           |

(Unit : Baht)

|                     | Separate                      |                               |                               |                               |
|---------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|
|                     | Assets                        |                               | Liabilities                   |                               |
|                     | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 |
| <b>Deferred tax</b> |                               |                               |                               |                               |
| Total               | 1,024,780                     | 1,024,780                     | (40,623,128)                  | (40,623,128)                  |
| Set off of tax      | (1,024,780)                   | (1,024,780)                   | 1,024,780                     | 1,024,780                     |
| <b>Total</b>        | <b>-</b>                      | <b>-</b>                      | <b>(39,598,348)</b>           | <b>(39,598,348)</b>           |

## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

Movement in total deferred tax assets and liabilities during the year ended December 31, 2024 and 2023 were as follows:

(Unit : Baht)

|   | Consolidated            |                |               |               |              |
|---|-------------------------|----------------|---------------|---------------|--------------|
|   | (Charged) / Credited to |                |               |               |              |
|   | As at                   | Other          |               | The changes   | As at        |
|   | January 1,              |                | comprehensive | investment in | December 31, |
|   | 2024                    | Profit or loss | income        | subsidiaries  | 2024         |
| Deferred tax assets                                   |                         |                |               |               |              |
| Inventory (Loss from inventories devaluation)         | 1,882,865               | 178,286        | -             | -             | 2,061,151    |
| Other current liabilities                             | 26,729                  | -              | -             | -             | 26,729       |
| Non-current provisions for employee benefit           | 927,202                 | 14,807         | -             | -             | 942,009      |
| Difference from recognition revenue and cost of sales | 4,885                   | -              | -             | -             | 4,885        |
| Differences in right-of-use assets                    | 72,494                  | (99,464)       | -             | -             | (26,970)     |
| Total   | 2,914,175               | 93,629         | -             | -             | 3,007,804    |
| Deferred tax liabilities                              |                         |                |               |               |              |
| Property, plant and equipment                         | (40,623,128)            | -              | -             | -             | (40,623,128) |
| Total   | (40,623,128)            | -              | -             | -             | (40,623,128) |
| Net   | (37,708,953)            | 93,629         | -             | -             | (37,615,324) |

# Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|   | Consolidated                |                   |                                      |   |                               |
|---|-----------------------------|-------------------|--------------------------------------|---|-------------------------------|
|   | (Charged) / Credited to     |                   |                                      |   | As at<br>December 31,<br>2023 |
|   | As at<br>January 1,<br>2023 | Profit or<br>loss | Other<br>comprehen<br>sive<br>income | The changes<br>investment<br>in<br>subsidiaries |                               |
| <b>Deferred tax assets</b>                            |                             |                   |                                      |   |                               |
| Trade receivable (allowance for credit loss)          | 200,875                     | (117,136)         | -                                    | (83,739)  | -                             |
| Inventory (Loss from inventories devaluation)         | 1,345,715                   | 844,234           | -                                    | (307,084)                                       | 1,882,865                     |
| Other current liabilities                             | 26,729                      | -                 | -                                    | -   | 26,729                        |
| Non-current provisions for employee benefit           | 1,181,607                   | (117,536)         | (136,869)                            | -   | 927,202                       |
| Difference from recognition revenue and cost of sales | 4,885                       | -                 | -                                    | -   | 4,885                         |
| Unrealised intercompany profit on inventories         | 577,543                     | (577,543)         | -                                    | -   | -                             |
| Gap from recognition revenue                          | 3,403,108                   | (530,371)         | -                                    | (2,872,737)                                     | -                             |
| Differences in right-of-use assets                    | -                           | 72,494            | -                                    | -   | 72,494                        |
| Loss carry forward                                    | 89,671                      | (89,671)          | -                                    | -   | -                             |
| <b>Total</b>  | <b>6,830,133</b>            | <b>(515,529)</b>  | <b>(136,869)</b>                     | <b>(3,263,560)</b>                              | <b>2,914,175</b>              |
| <b>Deferred tax liabilities</b>                       |                             |                   |                                      |   |                               |
| Property, plant and equipment                         | (38,885,128)                | -                 | (1,738,000)                          | -   | (40,623,128)                  |
| Amortization difference                               | (3,436,800)                 | -                 | -                                    | 3,436,800                                       | -                             |
| <b>Total</b>  | <b>(42,321,928)</b>         | <b>-</b>          | <b>(1,738,000)</b>                   | <b>3,436,800</b>                                | <b>(40,623,128)</b>           |
| <b>Net</b>  | <b>(35,491,795)</b>         | <b>(515,529)</b>  | <b>(1,874,869)</b>                   | <b>173,240</b>                                  | <b>(37,708,953)</b>           |

**AJ Advance Technology Public Company Limited and its subsidiaries**
**Notes to the Financial Statements**

December 31, 2024

(Unit : Baht)

|   | Separate                    |                |                                  |                               |
|---|-----------------------------|----------------|----------------------------------|-------------------------------|
|   | (Charged) / Credited to     |                |                                  | As at<br>December 31,<br>2024 |
|   | As at<br>January 1,<br>2024 | Profit or loss | Other<br>comprehensive<br>income |                               |
| <b>Deferred tax assets</b>                            |                             |                |                                  |                               |
| Other current liabilities (provisions)                | 26,729                      | -              | -                                | 26,729                        |
| Non-current provisions for employee benefit           | 993,166                     | -              | -                                | 993,166                       |
| Difference from recognition revenue and cost of sales | 4,885                       | -              | -                                | 4,885                         |
| <b>Total</b>  | <b>1,024,780</b>            | <b>-</b>       | <b>-</b>                         | <b>1,024,780</b>              |
| <b>Deferred tax liabilities</b>                       |                             |                |                                  |                               |
| Property, plant and equipment                         | (40,623,128)                | -              | -                                | (40,623,128)                  |
| <b>Total</b>  | <b>(40,623,128)</b>         | <b>-</b>       | <b>-</b>                         | <b>(40,623,128)</b>           |
| <b>Net</b>  | <b>(39,598,348)</b>         | <b>-</b>       | <b>-</b>                         | <b>(39,598,348)</b>           |

(Unit : Baht)

|   | Separate                    |                |                                  |                               |
|---|-----------------------------|----------------|----------------------------------|-------------------------------|
|   | (Charged) / Credited to     |                |                                  | As at<br>December 31,<br>2023 |
|   | As at<br>January 1,<br>2023 | Profit or loss | Other<br>comprehensive<br>income |                               |
| <b>Deferred tax assets</b>                            |                             |                |                                  |                               |
| Other current liabilities (provisions)                | 26,729                      | -              | -                                | 26,729                        |
| Non-current provisions for employee benefit           | 1,027,404                   | -              | (34,238)                         | 993,166                       |
| Difference from recognition revenue and cost of sales | 4,885                       | -              | -                                | 4,885                         |
| <b>Total</b>  | <b>1,059,018</b>            | <b>-</b>       | <b>(34,238)</b>                  | <b>1,024,780</b>              |

# Notes to the Financial Statements

December 31, 2024

(Unit : Baht)

|                               | Separate                    |                |                         |                               |
|-------------------------------|-----------------------------|----------------|-------------------------|-------------------------------|
|                               | (Charged) / Credited to     |                |                         | As at<br>December 31,<br>2023 |
|                               | As at<br>January 1,<br>2023 | Other          |                         |                               |
|                               |                             | Profit or loss | comprehensive<br>income |                               |
| Deferred tax liabilities      |                             |                |                         |                               |
| Property, plant and equipment | (38,885,128)                | -              | (1,738,000)             | (40,623,128)                  |
| Total                         | (38,885,128)                | -              | (1,738,000)             | (40,623,128)                  |
| Net                           | (37,826,110)                | -              | (1,772,238)             | (39,598,348)                  |

Deferred tax assets have not been recognized in respect of the following items:

(Unit : Baht)

|   | Consolidated       |                    | Separate           |                    |
|---|--------------------|--------------------|--------------------|--------------------|
|   | 2024               | 2023               | 2024               | 2023               |
| <b>Statement of income</b>                                  |                    |                    |                    |                    |
| Current investment (allowance for impairment)               | 59,352,025         | 59,352,025         | 59,352,025         | 59,352,025         |
| Inventories (allowance for decline in value)                | 26,338,683         | 29,052,897         | 26,273,254         | 28,987,468         |
| Investment in associates (allowance for impairment)         | -                  | -                  | 7,920,940          | 7,920,940          |
| Trade accounts receivable (allowance for doubtful accounts) | 4,425,426          | 6,025,968          | 4,421,871          | 6,022,120          |
| Property, plant and equipment (allowance for impairment)    | 1,549,166          | 55,000             | 1,549,166          | 55,000             |
| Other intangible assets (allowance for impairment)          | 2,622,193          | 5,662,750          | 2,622,193          | 5,662,750          |
| Other current liabilities (provisions)                      | 155,544            | 332,647            | 155,544            | 332,647            |
| Investment in subsidiaries (allowance for impairment)       | -                  | -                  | 1,734,406          | 744,406            |
| Non-current provisions for employee benefit                 | 753,558            | 660,392            | 753,558            | 660,392            |
| Tax Losses  | 96,901,897         | 101,934,891        | 89,392,084         | 100,162,691        |
| <b>Total</b>  | <b>192,098,492</b> | <b>203,076,570</b> | <b>194,175,041</b> | <b>209,900,439</b> |



## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

The tax losses expire in 2024 and 2028. The deductible temporary differences are not expired under current tax legislation. The Group has not yet recognized this as a deferred tax asset because it is not quite likely that the Group will have sufficient taxable profit to utilize the this tax benefit.

#### 27. EARNINGS (LOSS) PER SHARE

Earning (loss) per share for the year ended December 31, 2024 and 2023 were based on the profit (loss) for the year attributable to ordinary shareholders of the Company and the weighted average number of ordinary shares outstanding during the year.

Diluted earnings (loss) per share are calculated by dividing loss for the year attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares issued during the year and adjusted by the number of diluted ordinary shares, assuming that the diluted ordinary shares are exercised. Converted to ordinary shares. The Company has diluted ordinary shares, which is warrants to purchase ordinary shares. The Company calculates the equivalent of the discounted shares based on the fair value based on the par value of the share option price accompanying the warrants to purchase the ordinary shares (the calculation is based on the weighted average number of ordinary shares issued during the year). This calculation is made to determine the number of ordinary shares that must be added to the ordinary shares held by third parties in the calculation of diluted earnings (loss) per share without any adjustment in net profit.

Basic earnings (loss) per share and Diluted earnings (loss) per share as following :

|  | Consolidated         |                      | Separate             |                      |
|--|----------------------|----------------------|----------------------|----------------------|
|  | For the year ended   |                      | For the year ended   |                      |
|  | December 31,         |                      | December 31,         |                      |
|  | 2024                 | 2023                 | 2024                 | 2023                 |
| Profit (loss) attributable to ordinary shareholders of the Company (Basic) (Baht)                            | <u>(95,462,208)</u>  | <u>(37,990,821)</u>  | <u>(82,982,925)</u>  | <u>(61,490,515)</u>  |
| Profit (loss) attributable to ordinary shareholders of the Company from continuing operations (Basic) (Baht) | <u>(95,462,208)</u>  | <u>(38,046,937)</u>  | <u>(82,982,925)</u>  | <u>(61,490,515)</u>  |
| Number of ordinary shares at the beginning of the year (Shares)  | 5,355,384,074        | 5,310,868,406        | 5,355,384,074        | 5,310,868,406        |
| Ordinary shares issued during the year by weighted average method (Shares)                                   | <u>5,942,556</u>     | <u>40,003,121</u>    | <u>5,942,556</u>     | <u>40,003,121</u>    |
| Number of ordinary shares by weighted average method (Basic) (Share)   | <u>5,361,326,630</u> | <u>5,350,871,527</u> | <u>5,361,326,630</u> | <u>5,350,871,527</u> |

## Notes to the Financial Statements

December 31, 2024

|  | Consolidated       |               | Separate           |               |
|--|--------------------|---------------|--------------------|---------------|
|  | For the year ended |               | For the year ended |               |
|  | December 31,       |               | December 31,       |               |
|  | 2024               | 2023          | 2024               | 2023          |
| Basic earnings (loss) per share<br>(Baht : Share)  | (0.018)            | (0.007)       | (0.015)            | (0.011)       |
| Basic earnings (loss) per share from<br>continuing operations (Baht : Share)               | (0.018)            | (0.007)       | (0.015)            | (0.011)       |
| Diluted earnings (loss) per share<br>(Baht : Share)  | (0.018)            | (0.007)       | (0.015)            | (0.012)       |
| Number of ordinary shares at the beginning<br>of the year (Shares)                         | 5,355,384,074      | 5,310,868,406 | 5,355,384,074      | 5,310,868,406 |
| Ordinary shares issued during the year by<br>weighted average method (Diluted)<br>(Shares) | 5,942,556          | 4,143,821     | 5,942,556          | 4,143,821     |
| Number of ordinary shares by weighted<br>average method (Diluted) (Share)                  | 5,361,326,630      | 5,315,012,227 | 5,361,326,630      | 5,315,012,227 |

As at December 31, 2024, the Company does not use the AJA - W4 warrants in the calculation of diluted earnings per share because the warrants have an exercise price higher than the market price.

## Notes to the Financial Statements

December 31, 2024

### 28. COMMITMENTS

#### 28.1 Commitments about service agreement

(Unit : Baht)

|   | Consolidated                  |                               | Separate                      |                               |
|---|-------------------------------|-------------------------------|-------------------------------|-------------------------------|
|   | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 |
| <b>Future minimum lease payments under non-cancellable operating leases</b> |                               |                               |                               |                               |
| Within 1 year   | 4,193,200                     | 4,651,717                     | 433,200                       | 490,117                       |
| After 1 year but within 5 years   | 295,800                       | 1,755,000                     | 295,800                       | 255,000                       |
| <b>Total</b>  | <b>4,489,000</b>              | <b>6,406,717</b>              | <b>729,000</b>                | <b>745,117</b>                |
| <b>Capital expenditure</b>  |                               |                               |                               |                               |
| Purchase assets   | -                             | 759,700                       | -                             | -                             |
| Purchase orders for goods   | 29,559,109                    | 3,338,956                     | 29,559,109                    | -                             |
| <b>Total</b>  | <b>29,559,109</b>             | <b>4,098,656</b>              | <b>29,559,109</b>             | <b>-</b>                      |

#### Sale and purchase agreements

The Group entered into sale and purchase agreements with modern trade for distribution of products under brand “AJ”. The Company is committed to pay sales promotion and other sales related expenses at amounts specified in the agreements. The agreements are for the periods within 1 year, which are automatically renewable unless either party notifies for termination.

#### Service agreements

The Company entered into several service agreements with other parties covering services of warehouse rental, security, sales promotional advertising and other services. The Company is committed to pay service charges at amounts specified in the agreements. The agreements are for the periods of 6 to 12 months.

#### Agent agreement

The Company entered into agent agreement with another company, under this agreement the Company is committed to recruit members and provide services related to purchase of goods via such company’s website. The Company receives share of membership fee at amounts specified in the agreement. The agreement is for the period of 12 months.

## Notes to the Financial Statements

December 31, 2024

## Collaboration agreement

The Company has entered into the Collaboration agreement with a financial institution and a company that the Company entered into an agent agreement to get members relating to the access of website. The financial institution will provide marketing activities and financial service for transactions through the website for purchase and sale of goods. The Company is committed to pay fee as specified in the agreement. The Collaboration agreement is for a period of 12 months

## Agent appointment agreement

The Company entered into an appointment agreement with a company. Under the said contract, the agent company is responsible for recruiting members and providing services to members in trading through the website. That the Company has contracted as an agent for memberships and provides services to members. The Company has an obligation to pay commission as stipulated in the agreement. The agent appointment contract has a period of 12 months

## 28.2 Contingent liabilities

As at December 31, 2024 and 2023, the Company and subsidiaries have commitments to financial insulation as follows:

(Unit : Baht)

|                                | Consolidated         |                      | Separate             |                      |
|--------------------------------|----------------------|----------------------|----------------------|----------------------|
|                                | As at                | As at                | As at                | As at                |
|                                | December 31,<br>2024 | December 31,<br>2023 | December 31,<br>2024 | December 31,<br>2023 |
| <b>Unused Letter of Credit</b> | -                    | -                    | -                    | -                    |
| <b>Letter of Guarantee</b>     |                      |                      |                      |                      |
| - Electricity Guarantee        | 1,900,000            | 1,900,000            | 1,900,000            | 1,900,000            |
| - Other Guarantee              | 11,553,860           | 925,000              | 10,900,000           | 900,000              |

## 29. FINANCIAL INSTRUMENTS

## Financial risk management policies

The Group is exposed to normal business risks from changes in market interest rates and currency exchange rates and from non-performance of contractual obligations by counterparties. The Group does not hold or issue derivative for speculative or trading purposes.

Risk management is integral to the whole business of the Group. The Group has a system of controls in place to create an acceptable balance between the cost of risks occurring and the cost of managing the risks. The management continually monitors the Group's risk management process to ensure that an appropriate balance between risk and control is achieved.

## Notes to the Financial Statements

December 31, 2024

### Interest rate risk

Interest rate risk is the risk that future changes in market interest rates will affect the Group's operations and cash flows. The Group is exposed to significant interest rates related to cash at financial institutions, trade and other current receivables and other non-current financial assets. Therefore, the Group is exposed to the risk of future interest rate fluctuations.

As at December 31, 2024 and 2023, significant financial assets and liabilities can be classified by interest rate type in the material areas as follows:

(Unit : Million Baht)

|                                     | Consolidated                  |                               |                               |                               |                               |                               |                               |                               |
|-------------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|
|                                     | Floating interest rate        |                               | Fixed interest rate           |                               | Non-interest bearing          |                               | Total                         |                               |
|                                     | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 |
| <b>Financial assets</b>             |                               |                               |                               |                               |                               |                               |                               |                               |
| Cash and cash equivalents           | 25                            | 46                            | -                             | -                             | 1                             | 1                             | 26                            | 47                            |
| Trade and other current receivables | -                             | -                             | -                             | -                             | 48                            | 55                            | 48                            | 55                            |
| Other current financial assets      | -                             | -                             | -                             | -                             | -                             | -                             | -                             | -                             |
| Other non-current financial assets  | 14                            | 3                             | -                             | -                             | -                             | -                             | 14                            | 3                             |
|                                     |                               |                               |                               |                               |                               |                               | 0.13 - 0.33                   | 0.30 - 1.10                   |
| <b>Financial liabilities</b>        |                               |                               |                               |                               |                               |                               |                               |                               |
| Trade and other current payables    | -                             | -                             | -                             | -                             | 27                            | 32                            | 27                            | 32                            |
| Financial lease liabilities         | -                             | -                             | 45                            | 44                            | -                             | -                             | 45                            | 44                            |
|                                     |                               |                               |                               |                               |                               |                               | 5.58 - 7.27                   | 5.58 - 7.27                   |

## Notes to the Financial Statements

December 31, 2024

**Foreign currency risk**

The Group is exposed to foreign currency risk relating to purchases goods which are denominated in foreign currencies.

As at December 31, 2024 and 2023, the Group was exposed to foreign currency risk in respect of financial assets and liabilities denominated in the following currencies :

|   | (Unit : Baht)                 |                               |                               |                               |
|---|-------------------------------|-------------------------------|-------------------------------|-------------------------------|
|   | Consolidated                  |                               | Separate                      |                               |
|   | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 | As at<br>December 31,<br>2024 | As at<br>December 31,<br>2023 |
| <b>United States Dollars</b>                          |                               |                               |                               |                               |
| Current financial assets                              | 8,051,856                     | 2,062,399                     | 8,051,856                     | 2,062,399                     |
| Trade accounts payable                                | (191,218)                     | -                             | (191,218)                     | -                             |
| <b>Gross statement of financial position exposure</b> | <b>7,860,638</b>              | <b>2,062,399</b>              | <b>7,860,638</b>              | <b>2,062,399</b>              |
| <b>Net exposure</b>                                   | <b>7,860,638</b>              | <b>2,062,399</b>              | <b>7,860,638</b>              | <b>2,062,399</b>              |

**Credit risk**

Credit risk is the potential financial loss resulting from the failure of a customer or counterparty to settle its financial and contractual obligations to the Group when it due.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount. At the reporting date there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position. However, due to the large number of parties comprising the Group's customer base, Management does not anticipate material losses from its debt collection.

**Liquidity risk**

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

**Fair values**

A number of the Group's accounting policies and disclosures require the determination of fair value, for both financial and non- financial assets and liabilities. The fair value is the price at which an orderly transaction to sell an asset or to transfer a liability would take place between market participants at the measurement date. Fair values have been determined for measurement and/or disclosure purposes based on the following methods.



## AJ Advance Technology Public Company Limited and its subsidiaries

### Notes to the Financial Statements

December 31, 2024

The fair value of cash and cash equivalents, trade and other accounts receivable, short-term loans, other current assets, bank overdrafts, short-term borrowings, trade and other accounts payable and other current liabilities is taken to approximate the carrying value.

The fair value of investments in equity securities - available-for-sales, are determined by reference to their quoted bid prices at the reporting date.

The fair value of long-term borrowings is taken to approximate the carrying value because most of these financial instruments bear interest at market rates.

Fair values and the carrying values of financial assets and liabilities other than the aforementioned were as follows:

(Unit : Baht)

|                       | Consolidated |              |              |              |              |              |              |              |
|-----------------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|
|                       | Level 1      |              | Level 2      |              | Level 3      |              | Total        |              |
|                       | December 31, | December 31, | December 31, | December 31, | December 31, | December 31, | December 31, | December 31, |
|                       | 2024         | 2023         | 2024         | 2023         | 2024         | 2023         | 2024         | 2023         |
| Assets                |              |              |              |              |              |              |              |              |
| Land                  | -            | -            | 203,115,639  | 203,115,639  | -            | -            | 203,115,639  | 203,115,639  |
| Cryptocurrency assets | -            | -            | 22,882,931   | 48,056,883   | -            | -            | 22,882,931   | 48,056,883   |

(Unit : Baht)

|                       | Separate     |              |              |              |              |              |              |              |
|-----------------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|
|                       | Level 1      |              | Level 2      |              | Level 3      |              | Total        |              |
|                       | December 31, | December 31, | December 31, | December 31, | December 31, | December 31, | December 31, | December 31, |
|                       | 2024         | 2023         | 2024         | 2023         | 2024         | 2023         | 2024         | 2023         |
| Assets                |              |              |              |              |              |              |              |              |
| Land                  | -            | -            | 203,115,639  | 203,115,639  | -            | -            | 203,115,639  | 203,115,639  |
| Cryptocurrency assets | -            | -            | 22,882,931   | 41,306,536   | -            | -            | 22,882,931   | 41,306,536   |

### 30. CAPITAL MANAGEMENT

Purpose of the Company and subsidiaries in financial management is to maintain the ability to continue as a going concern and to maintain an appropriate capital structure.

As at December 31, 2024 and 2023, Consolidated financial statements disclosure debt to equity ratio 0.18 : 1 and 0.17 : 1 respectively (Separated financial statements : Debt to equity ratio 0.11 : 1 and 0.10 : 1 respectively)

## Notes to the Financial Statements

December 31, 2024

### 31. LAWSUIT

During the year of 2024, the company was sued by a person in a labor contract violation case. In the Central Labor Court case, the management used discretion to assess the effect of the litigation case and recorded a debt estimate of Baht 0.83 million at the end of the reporting period.

### 32. SUBSEQUENT EVENT

According to the minutes of the Extraordinary General Meeting of Shareholders No. 1/2025 held on January 17, 2025, resolutions have been approved as follows.

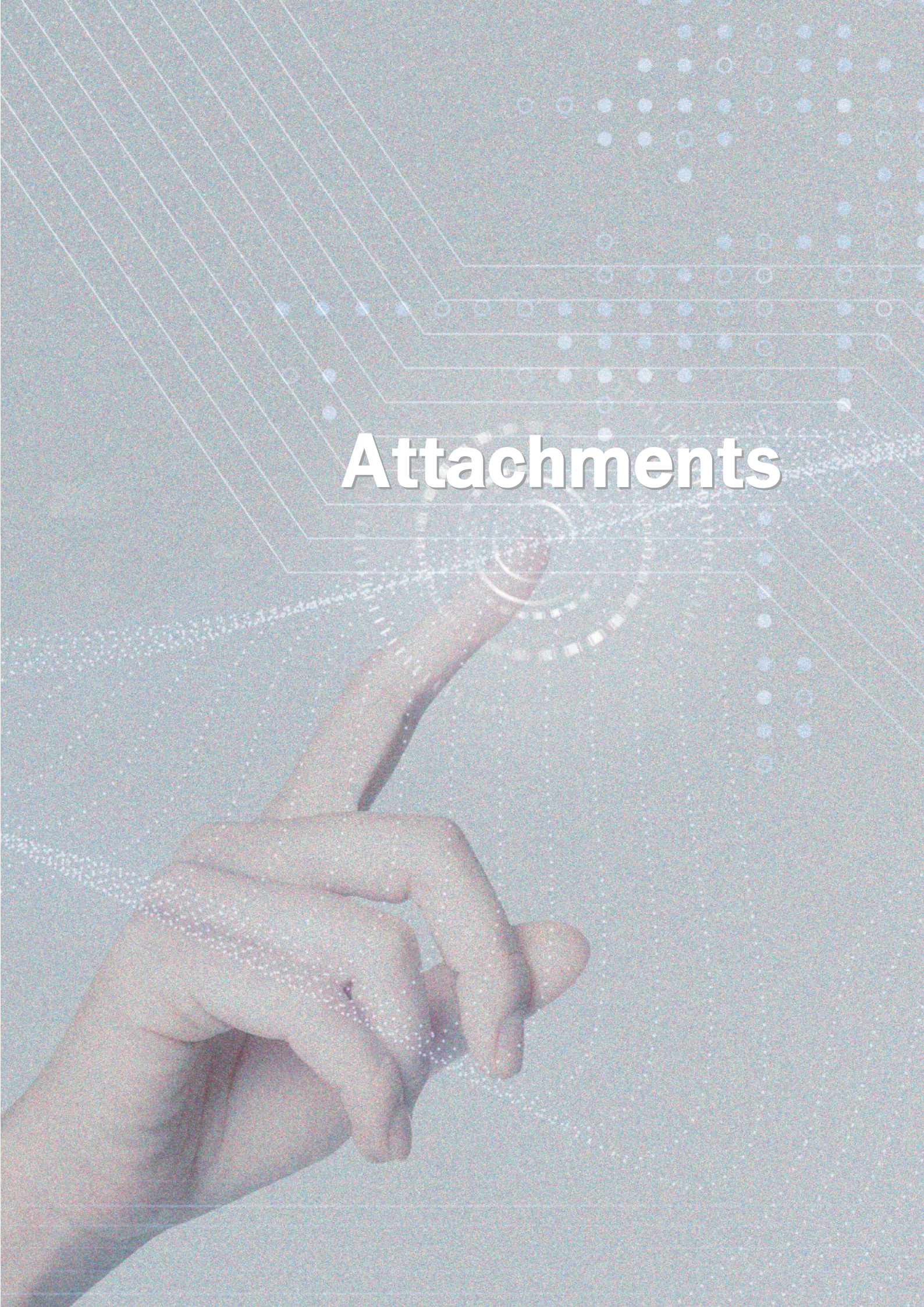
- 32.1** Approving the reduction of the company's registered capital amounting of Baht 106.74 million, from the original registered capital of 692.41 million Baht to 585.66 million Baht, by eliminating 1,067.43 million unissued ordinary shares with a par value of 0.10 Baht per share. These are the remaining ordinary shares allocated to accommodate the exercise of warrants to purchase ordinary shares of the company, Series 3 (AJA-W3), which have expired, in the amount of 1,067.43 million shares, in order to align with the reduction of the company's registered capital.
- 32.2** Approving the issuance and offering of new convertible debentures by the company, with a total offering value not exceeding 700.00 million Baht. The debentures will be offered to specific investors, including Advance Opportunities Fund VCC (AOF VCC), Advance Opportunities Fund ("AO Fund"), and Advance Opportunities Fund 1 ("AO Fund 1"), all of whom are not related parties of the company.
- 32.3** Approving the increase of the company's registered capital by 162.68 million Baht, from the original registered capital of 585.66 million Baht to a new registered capital of 748.35 million Baht, through the issuance of up to 1,626.84 million newly issued ordinary shares with a par value of 0.10 Baht per share. This is to accommodate the conversion rights of the convertible debentures issued and offered for sale to specific investors, with a total of up to 1,626.84 million shares.
- 32.4** Approving the allocation of up to 1,626.84 million newly issued ordinary shares, with a par value of 0.10 Baht per share (representing 30.33% of the total outstanding shares of the company), whether in a single or multiple tranches, to accommodate the conversion rights of the convertible debentures issued and offered for sale to AOF VCC, AO Fund, and AO Fund 1, which are not related parties of the company's directors, executives, or major shareholders, and therefore are not considered related parties under the announcement of related party transactions.

### 33. APPROVAL OF THE FINANCIAL STATEMENTS

These financial statements were authorized for issue by the Company's Board of Director's on February 25, 2025.



# Attachments





## Information of the Board of Directors, Executives, Controlling Persons Account and Company Secretary



M.R. Chirakom Kitiyakara

**Age 78 (Year)**

- Chairman of the board of Director  
(Get appointed on August 27, 2019)

**Education/ Certification**

- Master of Political Science, Utah State University
- Bachelor of Law, Thammasat University

**Training**

- Director Accreditation Program (DAP) 172/2020

**(%) of Share Possession as of 27 November 2024**

-None-

**Family Relationship among Directors and Executives**

-None-

**Working Experiences in the 5 Preceding Years****Position in Company :**

2019-Present Chairman of the board of Director  
AJ Advance Technology Public  
Company Limited

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle  
and bitcoin mining

**Position in Company groups :**

2020-Present Director  
Unionthai Platform Company Limited

**Business type** Provides investment platform

**Position in other Company**

None-Listed Company / Other Organizations : -None-

**Other Experiences**

2004-2007 Minister (Commercial) Tokyo,  
Ministry of Commerce Trade.  
Ministry of Commerce  
Department of Exports

**Business type** Government agencies

Other Listed Company : -None-



**Lt.Gen. Pajongjed Meepin**

**Age 69 (Year)**

- Independent Director  
(Get appointed on February 20, 2019)
- Chairman of audit committee  
(Get appointed on March 13, 2019)

**Education/ Certification**

- Master of Political Science Thammasat University
- Bachelor of Science  
Chulachomklao Royal Military Academy

**Training**

- Director Accreditation Program (DAP) 159/2019
- Easy listening: Accounting tips AC should not miss

**(%) of Share Possession as of 27 November 2024**

-None-

**Family Relationship among Directors and Executives**

-None-

**Working Experiences in the 5 Preceding Years**

**Position in Company :**

2019-Present Independent director  
AJ Advance Technology Public

**Business type** Import and distributing of electronic appliances ,electric motorcycle and bitcoin mining

2019-Present Chairman of audit committee  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic appliances, electric motorcycle and bitcoin mining

**Position in Company groups :** -None-

**Position in other Company**

**None-Listed Company / Other Organizations :** -None-

**Other Experiences**

2015-2016 Deputy Chief of Communications  
Signal Department Royal Thai Army

**Business type** Government agencies

2013-2014 Chief of the Department  
Signal Department Royal Thai Army

**Business type** Government agencies

**Other Listed Company :** -None-



**Dr. Phuvit Panyasit**

#### Age 66 (Year)

- Independent director  
(Get appointed on December 27, 2017)
- Audit committee  
(Get appointed on December 27, 2017)

#### Education/ Certification

- Doctor Business Administration  
South-East Asia University
- Master of Business Administration  
(Management), E-Sarn University
- Bachelor of Business Administration (Management),  
College of Asian Scholars

#### Training

- Director Accreditation Program (DAP) 148/2018
- Director Certification Program (DCP) 262/2018
- Easy listening: Accounting tips AC should not miss
- Advanced Certificate Program Strengthening  
Peace Society Class 7, King Prajadhipok's Institute

#### (%) of Share Possession as of 27 November 2024 -

-None-

#### Family Relationship among Directors and Executives

-None-

#### Working Experiences in the 5 Preceding Years

##### Position in Company :

2017-Present Independent director

AJ Advance Technology Public

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle  
and bitcoin mining

2017-Present Audit committee

AJ Advance Technology Public

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle  
and bitcoin mining

**Position in Company groups :** -None-

**Position in other Company**

**None-Listed Company / Other Organizations :**

Present Advisor to the Chairman of the  
Committee on Prevention and  
Suppression of Corruption  
House of Representatives

**Business type** Government agencies  
Present Executive Editor / Owner  
Police News newspaper

**Business type** Newspaper  
Present Chairman of the Board  
Samui Hotel Resort and Spa Co., Ltd.

**Business type** Hotel  
Present 1<sup>st</sup> Lieutenant Governor  
Alumni Association of Panitchayakan  
Rajdamnern Technological College

**Business type** Association  
Present 1<sup>st</sup> Lieutenant Governor  
The Public Taxi Driver Association -  
Suvarnabhumi

**Business type** Association  
Present Advisory Board/ President  
President of Thai Territorial Preservation  
Reserve Association

**Business type** Association  
Present Vice Chairman/ Deputy Minister.  
Prime Minister's Office

**Business type** Government agencies

**Other Listed Company :** -None-



**Prof. Dr. Thapana Boonlar**

**Age 71 (year)**

- Independent director  
(Get appointed on February 28, 2020)
- Audit committee  
(Get appointed on February 28, 2020)

**Education/ Certification**

- Professor of Logistic Management Intercultural Open University Netherlands
- Ph.D. in Leadership Management, Pacific Western University, USA
- Global Leadership, Open System Leadership University, USA
- Ph.D. in Social Science Magadh University, India
- Master of Public Administration National Institute of Development Administration
- Bachelor of Business Administration (Accounting), Kirk University

**Training**

- Director Accreditation Program (DAP) 171/2020
- Easy listening: Accounting tips AC should not miss

**(%) of Share Possession as of 27 November 2024** -None-

**Family Relationship among Directors and Executives** -None-

**Working Experiences in the 5 Preceding Years**

Position in Company :

2020-Present Independent director  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic, appliances, electric motorcycle and bitcoin mining

2020-Present Audit committee  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic, appliances, electric motorcycle and bitcoin mining

Position in Company groups : -None-

Position in other Company

None-Listed Company / Other Organizations :

Present Chairman of Advisory Board Naret Group Co., Ltd.

**Business type** Technology system installation service

Present Chairman of Advisory Board  
Asian Institute of Logistics Foundation

**Business type** Foundation

Present Chairman Asian Institute of Logistics Foundation

**Business type** Foundation

Present Chairman of Advisory Board  
Thai Community Enterprise Development

**Business type** Wholesale of other agricultural raw materials

Present Chairman of Advisory Board  
Asia Green Innovation Co., Ltd.

**Business type** Retail communication equipment

Present Chairman of Advisory Board  
OTOP Intertrader (Thailand) Co., Ltd.

**Business type** Production and distribution of local products

Present Advisor Leo Global Logistic Plc.

**Business type** Logistic

Present Senior Member of Council Committee  
Rajabhat University, Nakhon Si Thammarat

**Business type** University

Present Honorary Advisor  
Senate Committee on Religion, Ethics, Arts and Culture

**Business type** Government agencies

Other Listed Company : -None-





**Mr. Anake Pattanaslid**

#### Age 73 (Year)

- Director  
(Get appointed on January 1, 2010)

#### Education/ Certification

- Bachelor of Business Administration, Huachiew University, Taiwan

#### Training

- Director Accreditation Program (DAP) 89/2011

#### (%) of Share Possession as of 27 November 2024

818,877 share (0.02%)

#### Family Relationship among Directors and Executives

-None-

#### Working Experiences in the 5 Preceding Years

##### Position in Company :

2010-Present     Director  
AJ Advance Technology Public  
Company Limited

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle  
and bitcoin mining

##### Position in Company groups :

2010-Present     Director  
AJ E-Commerce Co., Ltd.

**Business type** agent and service provider for Alibaba  
2007-Present     Director  
Happy Vision Co., Ltd.

**Business type** Sells sports sneaker

##### Position in other Company

##### None-Listed Company / Other Organizations :

2013-Present     Director  
Losanne Khao Yai Co., Ltd.

**Business type** Property development

2006-Present     Director  
Maxon Herb Marketing (Thailand) Co., Ltd.

**Business type** Sells food supplements

1993-Present     Director  
B.V.S. Trading Co., Ltd.

**Business type** Sells paper boxes

1990-Present     Director  
Flying Fish Service (Thailand) Co., Ltd.

**Business type** Service

1987-Present     Director  
Super Ten Co., Ltd.

**Business type** Sell packaging

Other Listed Company : -None-



**Mr. Boonyasit Saengpongphithaya**

**Age 62 (Year)**

- Authorized Director  
(Get appointed on March 13, 2019)

**Education/ Certification**

- Master of Political Science, Ramkhamhaeng University
- Bachelor of Business Administration (Marketing), Assumption University

**Training**

- Director Accreditation Program (DAP) 159/2019

**(%) of Share Possession as of 27 November 2024**

-None-

**Family Relationship among Directors and Executives**

-None-

**Working Experiences in the 5 Preceding Years**

Position in Company :

2019-Present Director AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic, appliances, electric motorcycle and bitcoin mining

Position in Company groups :

2021-Present Director  
AJ E-Commerce Co., Ltd.

**Business type** Agent and service provider for Alibaba

2021-Present Director  
Happy Vision Co., Ltd.

**Business type** Sells sports sneakers

2020-Present Director  
AJ Beauty Group Co., Ltd.

**Business type** Beauty clinics

2019-Present Director Youtai Group Company Limited

**Business type** Trading services for members via

2020-Present Director  
Unionthai Platform Co., Ltd.

**Business type** Provides investment platform

Present Director  
AJ AKE KASET CO., LTD.

**Business type** Chemical Fertilizer Manufacture

Position in other Company

None -Listed Company / Other Organizations :

2016-Present Director  
Sam Property Development Co., Ltd.

**Business type** Real estate agents and brokers

2019-2023 Director  
Bangkok Pay Company Limited

**Business type** Sells and provides services related to mobile top-up kiosks for authorized service providers of electronic transfers and payments as well as payment machines (POS) and portable charger rental services.

Other Listed Company : -None-



**Mr. Pichai Panjasanka**

**Age 55 (Year)**

- Authorized Director  
(Get appointed on May 5, 2021)
- Chairman of the Executive Committee  
(Get appointed on May 5, 2021)
- Chief Executive Officer  
(Get appointed on May 5, 2021)

**Education/ Certification**

- Bachelor of Business Administration,  
Assumption University

**Training**

- Director Accreditation Program (DAP) 188/2021
- Empowering Boards : Enhancing  
Governance, Standards, and Financial Insights

**(%) of Share Possession as of 27 November 2024** -None-  
**Family Relationship among Directors and Executives** -None-  
**Working Experiences in the 5 Preceding Years**

**Position in Company :**

|                      |   |
|----------------------|---|
| 2021-Present         | Director<br>AJ Advance Technology Public Company Limited                                  |
| <b>Business type</b> | Import and distributing of electronic, appliances, electric motorcycle and bitcoin mining |
| 2021-Present         | Chairman of the Executive Committee<br>AJ Advance Technology Public Company Limited       |
| <b>Business type</b> | Import and distributing of electronic, appliances, electric motorcycle and bitcoin mining |
| 2021-Present         | Chief Executive Officer<br>AJ Advance Technology Public Company Limited                   |
| <b>Business type</b> | Import and distributing of electronic, appliances, electric motorcycle and bitcoin mining |

**Position in Company groups :**

|                      |  |
|----------------------|--|
| 2021-Present         | Director AJ E-Commerce Co., Ltd.                 |
| <b>Business type</b> | Agent and service provider for Alibaba           |
| 2021-Present         | Director Happy Vision Co., Ltd.                  |
| <b>Business type</b> | Sells sports sneakers                            |
| 2021-Present         | Director Youtai Group Company Limited            |
| <b>Business type</b> | Trading services for members via website         |
| 2021-Present         | Director AJ Beauty Group Co., Ltd.               |
| <b>Business type</b> | Beauty clinics                                   |
| 2021-Present         | Director Unionthai Platform Co., Ltd.            |
| <b>Business type</b> | Provides investment platform                     |
| Present              | Director AJ AKE KASET CO., LTD.                  |
| <b>Business type</b> | Chemical Fertilizer Manufacture and Distribution |
| 2019-2023            | Chief Executive Officer Happy Vision Co., Ltd.   |
| <b>Business type</b> | Sells sports sneakers                            |

**Position in other Company**

**None-Listed Company / Other Organizations :**

|                      |   |
|----------------------|---|
| 2012-2022            | Managing Director Thai Auto Paint Co., Ltd.   |
| <b>Business type</b> | Car service center  |
| 2011-Present         | Managing Director Thai Bid Club Co., Ltd.   |
| <b>Business type</b> | Car service center  |
| 2020-Present         | Managing Director<br>Pattanakarn Euro Construction Co., Ltd.  |
| <b>Business type</b> | Construction  |
| 2019-2023            | Director Bangkok Pay Company Limited  |
| <b>Business type</b> | Sells and provides services related to mobile top-up kiosks for authorized service providers of electronic transfers and payments as well as payment machines (POS) and portable charger rental services. |

**Other Listed Company : -None-**



**Mr. Nawat Itsaragrisil**

Age 60 (Year)

- Director  
(Get appointed on February 23, 2024)

#### Education/ Certification

- Bachelor of Economics The University of the Thai Chamber of Commerce

#### Training

- Director Accreditation Program (DAP) 188/2021

#### (%) of Share Possession as of 27 November 2024

220,431,905 (3.77%)

#### Family Relationship among Directors and Executives

-None-

#### Working Experiences in the 5 Preceding Years

Position in Company :

Present Director  
AJ Advance Technology Public  
Company Limited

**Business type** Import and distributing of electronic, appliances, electric motorcycle and bitcoin mining

Position in Company groups : -None-

Position in other Company

#### Other Listed Company :

2020-Present Director Miss Grand International Public  
Company Limited

**Business type** The wholesale and retail for beauty, and food products and artist management agency.

Present Chief Executive Officer  
Miss Grand International Public  
Company Limited

**Business type** The wholesale and retail for beauty and food products and artist management agency.

Present Director Sabuy Technology Public  
Company Limited.

**Business type** Providing electronic services

Present Vice President Executive Director  
Sabuy Technology Public  
Company Limited.

**Business type** Providing electronic services

#### None-Listed Company / Other Organizations :

2003-2023 Director Manager and Owners  
Holiday Television Co., Ltd.

**Business type** TV production and planning  
Advertising Media

1996-2022 Director Manager  
Boeing HolidayTours and Travel Co., Ltd.

**Business type** Ticket and travel Agents





## Mrs. Prangthip Chanvisitsak

### Age 53 (Year)

- Executive Committee (Get appointed on March 13, 2019)
- Chief Financial Officer (Get appointed on April 1, 2019)
- Company Secretary
- The person taking the highest responsibility in finance and accounting
- Person assigned to taking responsibility directly in the supervision of making accounting  
(Get appointed on March 27, 2012)

### Education/ Certification

- Master of Accounting Ramkhamhaeng, University
- Bachelor of Accounting Siam University

### Training

- Anti-Corruption: The practical Guide
- Director Accreditation Program (DAP) 161/2019
- Board Reporting Program
- Effective Minute Taking
- Company Secretary Program
- CFO Current Issues
- Director's Guide to Legal Obligations and Duties DLD2/2024
- Insight in SET Knowing all around for growth and sustainability in the Capital Market (3/2024)
- CFO Course – CFO 2023/2024  
(Overview of current and future accounts and taxes)
- Continuous knowledge development in accounting (CPD)  
Total 14 hours in 2024

(%) of Share Possession as of 27 November 2024 -None-

Family Relationship among Directors and Executives -None-

### Working Experiences in the 5 Preceding Years

#### Position in Company :

2019-Present Executive  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic, appliances,  
electric motorcycle and bitcoin mining

2019-Present Chief Financial Officer  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic, appliances,  
electric motorcycle and bitcoin mining

2012-Present Company Secretary  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic, appliances,  
electric motorcycle and bitcoin mining

#### Position in Company groups :

2019-Present Director AJ E-Commerce Co., Ltd.

**Business type** Agent and service provider for Alibaba

2019-Present Director Happy Vision Co., Ltd.

**Business type** Sells sports sneakers

2020-Present Director AJ Beauty group Co., Ltd.

**Business type** Beauty clinics

2019-Present Director Youtai Group Co., Ltd.

**Business type** Trading services for members via website

2020-present Director Unionthai Platform Co., Ltd.

**Business type** Provides investment platform

#### Position in other Company

None-Listed Company / Other Organizations : -None-

#### Other Experiences :

2019-February 2024 Director AJ Advance Technology Public

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle and bitcoin mining

2012-2019 Senior Director of Accounting

AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle and bitcoin mining

2019-2023 Director Bangkok Pay Company Limited

**Business type** Sells and provides services related to mobile  
top-up kiosks for electronic transfers and  
payments as well as payment machines (POS)  
and portable charger rental services

Other Listed Company : -None-

## Mr. Sayon Suntaros

Age 55 (Year)

- Executive Committee  
(Get appointed on March 13, 2019)
- Assistant Chief Executive Officer  
Sales and Marketing  
(Get appointed on June 7, 2019)

### Education/ Certification

- Bachelor's degree in Computer Science  
Payap University, Chiang Mai

(%) of Share Possession as of 27 November 2024 -None-

Family Relationship among Directors and Executives -None-

### Working Experiences in the 5 Preceding Years

Position in Company :

2019-Present Executive Committee  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle and bitcoin mining

2019-Present Assistant Chief Executive  
Officer Sales and Marketing  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle and bitcoin mining

2017-2019 Senior Director of Sales and Marketing  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle and bitcoin mining

2015-2017 Senior Director of Sales and Marketing  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic,  
appliances

2014-2015 Manager of Sales  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic,  
appliances

Position in Company groups : -None-

## Mr. Suparerker Chumkham

Age 53 (Year)

- Director of Research & Development and Quality Control  
(Get appointed on March 21, 2017)

### Education/ Certification

- Master's degree in Marketing University of the Thai  
Chamber
- Bachelor's degree in electrical-electronic Engineering  
Saint John's University

(%) of Share Possession as of 27 November 2024 -None-

Family Relationship among Directors and Executives -None-

### Working Experiences in the 5 Preceding Years

Position in Company :

2017-Present Director of Research & Development and  
Quality Control

AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle and bitcoin mining

2015-2017 Manager of Research & Development and  
Quality Control

AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle and bitcoin mining

Position in Company groups : -None-



## Ms. Nutchaya Sirariyakul

Age 47 (Year)

- Director of Marketing  
(Get appointed on March 21, 2017)

### Education/ Certification

- Bachelor of Business Administration, Marketing,  
Bangkok University

(%) of Share Possession as of 27 November 2024 -None-

Family Relationship among Directors and Executives -None-

### Working Experiences in the 5 Preceding Years

Position in Company :

2017-Present Director of Marketing  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle and bitcoin mining

2010-2017 Manager of Marketing  
AJ Advance Technology Public Company Limited

**Business type** Import and distributing of electronic,  
appliances, electric motorcycle and bitcoin mining

Position in Company groups : -None-

## Mr. Suttithap Udomsub

Age 39 (Year)

- Director of Marketing  
(Get appointed on March 21, 2017)

### Education/ Certification

- Bachelor of Business Administration, Bangkok University

(%) of Share Possession as of 27 November 2024 -None-

Family Relationship among Directors and Executives -None-

### Working Experiences in the 5 Preceding Years

Position in Company :

2024-Present Director of sales AJ Advance Technology  
Public Company Limited

**Business type** Import and distributing of electronic, appliances,  
electric motorcycle and bitcoin mining

Position in Company groups : -None-

Position in other Company

None-Listed Company / Other Organizations :

2023-2024 Senior sales and technician  
Kowa seiki (Thailand) Company Limited

**Business type** Retail Parts & Accessories of motorcycles  
2022-2023 Vice president business development  
Sleek EV Company Limited

**Business type** Wholesale and Retail Motorcycles  
2020-2022 Sales manager and Dealer development  
specialist  
Vroom Company Limited

**Business type** Selling Motorcycles  
2019-2020 Sale area manager  
Mae Fah Luang Foundation under Royal  
Patronage

**Business type** Foundation  
2015-2018 Sale manager  
Touratech (Thailand) Company Limited

**Business type** Import machinery, equipment, spare parts.  
2013-2015 Wholesales manager  
Kunka Corporation Company Limited

**Business type** Import Sales motorcycle  
2009-2013 Sales and assistant sales  
Hong Jing international (Thailand)  
Company Limited

**Business type** Import and export of finished fruits and  
frozen meat.

Position in Company groups : -None-

## Attachment 2

### Details of Subsidiaries' Directors

Position of the Company's Directors and executives in subsidiaries

| Name of Company                              | Name of Directors/<br>Executives |                           |                     |                               |                      |                                 |                       |                             |                        |                    |                      |                        |                       |
|--|----------------------------------|---------------------------|---------------------|-------------------------------|----------------------|---------------------------------|-----------------------|-----------------------------|------------------------|--------------------|----------------------|------------------------|-----------------------|
|  | M.R. Chirakom Kitiyakara         | Lt.Gen. Pajongjied Meepin | Dr. Phuvit Panyasit | Prof. Dr. Mr. Thapana Boonlar | Mr. Anake Pattanasid | Mr. Boonyasit Saengpongpiithaya | Mr. Pichai Panjasanka | Mrs. Prangthip Charvisitsak | Mr. Nawat Itsaragrisil | Mr. Sayon Suntaros | Mr. Supalerk Chumkum | Ms. Natchaya siraiyaku | Mr. Suttithap Udomsub |
| AJ Advance Technology Public Company Limited | C                                | I                         | I                   | I                             | D                    | D                               | D / E                 | D                           | E                      | E                  | E                    | E                      | E                     |
| AJ E-Commerce Company Limited                |                                  |                           |                     |                               | D                    | D                               | D / E                 |                             | D / E                  |                    |                      |                        |                       |
| Happy Visions Company Limited                |                                  |                           |                     |                               | D                    | D                               | D / E                 |                             | D / E                  |                    |                      |                        |                       |
| Yutai Group Company Limited                  |                                  |                           |                     |                               |                      | D                               | D / E                 |                             | D / E                  |                    |                      |                        |                       |
| AJ Beauty Group Company Limited              |                                  |                           |                     |                               |                      | D                               | D                     |                             | D                      |                    |                      |                        |                       |
| Unionthai Platform Company Limited           | D                                |                           |                     |                               |                      | D                               | D                     |                             | D                      |                    |                      |                        |                       |
| AJ AKE Kaset Company Limited                 |                                  |                           |                     |                               |                      | D                               | D / E                 |                             | D / E                  |                    |                      |                        |                       |

**Remark :** C = Chairman  
D = Director  
I = Independent Director  
E = Executive

## Detail of Head of the Office of Corporate Audit

The Company has hired BKIA & IC Company Limited to perform internal audit. Ms. Boonnee Kusolsopit was appointed by BKIA & IC Company Limited to be the head of the Company's internal audit. The details are as follows.

### 1. Ms. Boonnee Kusolsopit

Age (Year) 52

#### Education/ Certification

- Master's degree in MBA (Executive) Burapha University
- Graduated Diploma (Auditing) Chulalongkorn University
- Bachelor's degree in B.A. (Mass Communication) Ramkhamhaeng University
- Bachelor's degree in B.B.A. (Accounting) Rajamangala University of Technology Krungthep

#### Certificate

- Certificate of Internal Auditor of Thailand (CPIAT)
- Certified Public Accountant (CPA)
- CAC SME IA

#### Training

- Endorsed Internal Auditing Program Chulalongkorn University
- National Cyber Security basic course (NCSC)
- CAE FORUM 2024
- TFRS Update 2024
- Update Corporate Income Tax 2024
- ESG-Standards, Development & Experience
- Internal Control to prepare for IPO

(%) of Share Possession as of 27 November 2024 - None -

Family Relationship among Directors and Executives - None -

#### Working Experiences in the 5 Preceding Years

|              |  |
|--------------|--|
| 2004-Present | Partner, Chief audit executive<br>BK IA & IC Company Limited<br>internal audit and give advice about the internal control system |
|--------------|--|

## Attachment 4

### Assets Used in Business and Details of Assets Appraisal Report

Assets used in business and details of assets appraisal report

- No attachment -

## Corporate Governance Policy and Practice

Please consider details with regard to corporate governance policy and practice on the Company's website

([https://www.irplus.in.th/Listed/AJA/corporate\\_policy.asp](https://www.irplus.in.th/Listed/AJA/corporate_policy.asp))

## Report of the Audit Committee

### To Shareholders

AJ Advance Technology Public Company Limited

The Audit Committee of AJ Advance Technology Public Co., Ltd. consists of 3 Independent Directors who are qualified and experienced in corporate and financial management. The Audit Committee is appointed by the Board of Directors to review financial reports, internal audit, Audit by certified auditors as well as ensure that the Company complies with the duties prescribed by the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission

In this regard, As of December 31, 2024 the Audit Committee consists of 3 Audit Committee members as follows:

- |       |                          |                                 |
|-------|--------------------------|---------------------------------|
| 1.    | LT.Gen. Pajongjed Meepin | Chairman of the Audit Committee |
| 2.    | Dr. Phuvit Panyasit      | Audit Committee                 |
| Prof. | Dr. Thapana Boonlar      | Audit Committee                 |

In this regard, In the year 2024 the Audit Committee had performed duties as assigned by the Board of Directors and as stated in the Audit Committee Charter with compliance to the regulations of the Stock Exchange of Thailand as well as to ensure that the Executive Committee and the management have managed the business according to the Company's policies in a correct and complete manner with adequate standard by emphasizing suitable and effective internal control and risk management, accurate accounting system and financial reporting, as well as strict compliance with the laws, rules and regulations related to the Company's operation based on the principles of good governance.

In the year 2024 the Audit Committee held a total of 5 meetings. Some were with the presence of internal auditors and some with external auditors in order to acknowledge, discuss, resolve, and exchange ideas on various matters. The following summarizes such matters

### 1. Review of financial statements

The Audit Committee reviewed the annual and quarterly consolidated financial statements of the Company and its subsidiaries that have been audited by the external auditors for the year 2024, before proposing to the Board of Directors for approval. This was completed by considering significant issues and providing advice and useful comments to ensure that the process of financial reporting, information disclosure of notes to the financial statements, significant predictions, and other special transactions are correct, complete, timely, and in compliance with relevant laws, notices, rules and regulations of the Stock Exchange of Thailand (SET), the Securities and Exchange Commission (SEC), and the accounting standards. The Audit Committee was of the opinion that the financial statements were essentially correct according to the accounting standards.



## 2. Review of related transactions, connected transactions or transactions with potential conflicts of interest

The Audit Committee reviewed the Company's and its subsidiary companies' connected transactions, transactions with potential conflicts of interest as well as the disclosure of related transactions in order to ensure strict compliance with the rules and regulations of the Stock Exchange of Thailand (SET), the Securities and Exchange Commission (SEC), and the accounting standards by focusing on the transparency, appropriateness, and the interests of stakeholders. The Audit Committee opined that the connected transactions which occurred or has occurred during the year 2024 were in the ordinary and usual course of business, and were beneficial to the Company, including complete and sufficient information disclosure.

## 3. Review of internal control and risk management

The Audit Committee reviewed the adequacy of the internal control system and risk management of the Company through planning, annual inspection, conducting audits, reporting and monitoring of results to ensure that the Company conformed with the advice of the Audit Committee to improve the efficiency and effectiveness. Moreover, the Company has hired an internal auditor to audit the Company's fundamental operating systems, in addition to the internal auditor's plan, to limit the risk should there be any deficiencies, as well as to evaluate the internal control system according to the Committee of Sponsoring Organizations of the Treadway Commission (COSO) guideline. The Audit Committee concluded that the Company has adequate internal control and risk management system as no weaknesses or deficiencies were found in the fundamental internal control systems.

## 4. Review of good corporate governance

The Audit Committee reviewed the Company's policies and operations to ensure compliance with the Securities and Exchange Act and other laws related to business operation and governance. The Audit Committee emphasizes the conformity with business ethics by taking into account social and environmental responsibility as well as anti-corruption policies of executives and employees.

## 5. Charter and self-assessment of the Audit Committee

The Audit Committee reviewed the Charter of the Audit Committee and assessed the performance of both self and the committee on an annual basis according to the best practices of the Stock Exchange of Thailand (SET). The assessment results can be concluded that the Audit Committee has performed its duties with responsibility, prudence and independence in accordance with good practices and the Charter of the Audit Committee. Moreover, the Audit Committee reports its performance to the Board of Directors on a quarterly basis to be used as a guideline for further operational development

## 6. Consideration of auditors and remuneration determination for the year 2025

The Audit Committee considered the selection and remuneration of external auditors and gave an opinion to the Board of Directors to be proposed to the General Meeting of Shareholders. The selection was completed on the basis of experience, reliability, quality of work, availability of resources, independence and auditor certification status, and has been approved by the Securities and Exchange Commission (SEC). The Audit Committee auditor with Karin Audit Co., Ltd. to be the auditor for the Company and its subsidiaries for the fiscal year 2025, as well as determined the auditor's remuneration to be 1.84 Million baht which will be proposed to the General Meeting of Shareholders. The list of auditors is as follows:

|     | List of auditors               | Registration No. |
|-----|--------------------------------|------------------|
| 1.  | Mrs. Sumana Senivongse         | and / or 5897    |
| 2.  | Mr. Komin Linphrachaya         | and / or 3675    |
| 3.  | Mr. Worapol Wiriakulapong      | and / or 11181   |
| 4.  | Mr. Pojana Asavasontichai      | and / or 4891    |
| 5.  | Mr. Wichian Proongpanish       | and / or 5851    |
| 6.  | Ms. Kojchamon Sunhuan          | and / or 11536   |
| 7.  | Mr. Supoj Mahantachaisakul     | and / or 12794   |
| 8.  | Ms. Kanwarat Saksriborworn     | and / or 13273   |
| 9.  | Ms. Bongkotrat Suamsiri        | and / or 13512   |
| 10. | Mr. Thanathit Raksathianraphap | 13646            |

In summary, the Audit Committee had performed its duties as assigned and opined that the Company possessed adequate risk management, corporate governance policies, and internal control and corporate governance systems. Moreover, the Audit Committee concluded that the Company's financial statements for the year ended 31 December 2024 were substantially correct in accordance with the generally accepted accounting standards, and the Company's information disclosures were adequate, complete, and reliable.

On behalf of the Audit Committee



LT. Gen. Pajongjed Meepin

Chairman of the Audit Committee





*www.ajthai.com*

