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Attachment

Attachment 1 : Details of Directors, Executives, Controlling Persons and Company Secretary.

Attachment 2 : Details of executives with controlling powers and information as of December 31, 2022.

Attachment 3 : Details about the head of the internal auditor

Attachment 4 : Details of the asset appraisal as of 31 December 2022

The Company's Board of Directors' Report

Despite the forecast that the construction business in 2022-2024 will have an average growth of 4.5-5.5% per year, with key driving factors being the government's large-scale investment projects and projects related to the development of the Eastern Economic Corridor (EEC), the investment in the private sector construction projects both for residential and commercial real estate projects still has not fully recovered, with the approximate growth of 3.0-3.5% in 2022, as seen from high competition among bidders that are medium-sized and major contractors both for private and public sector construction projects, ultimately leading to the tender price that may be lower than the expected target, coupled with the impact of the Russia-Ukraine war causing the increase in oil price. The costs of major construction materials such as steel, cement, concrete, copper wires, aluminum and building system installation equipment have risen exponentially, consequently affecting construction contractors' operating results.

In 2022, the Company participated in several bid rounds for public and private sector construction projects, and won 10 of them, accounting for the value of 1.8 billion Baht, which is lower than the target, but due to the outstanding backlog from 2021 of over 10 billion Baht, the Company's backlog at the beginning of 2023 was 15.7 billion Baht that will be realized in 2023 and the upcoming years, after the revenue of 7.84 billion Baht was realized in 2022. Besides, the Company also plans to participate in bid rounds of large-scale infrastructure projects with major construction contractors in Thailand and overseas, as well as the assignment of additional projects from major private sector organizations in 2022 valuing at 12.2 billion Baht.

The Company's operating results in 2022 somehow missed the aspired target both in terms of revenue and profit, as well as the successes in winning the bid rounds for large-scale projects due to the reasons addressed earlier. Even though the backlog was in a good position, the revenue in 2022 increased by 7.8% from 7.63 billion Baht in 2021 to 8.23 billion Baht, though with lower gross profit from 8.5% in 2021 to 2.4% in 2022, due to an exponential increase in construction material costs. The Company reported the loss before income tax of 257.2 million Baht, compared to profit before income tax in 2021 of 144.4 million Baht. Though the financial cost and the loss from investment in joint venture decreased in 2022, the Company booked the loss for the period of 170.5 million Baht (equivalent to the loss per share of 0.13 Baht), compared to the profit of 125.9 million Baht in 2021 (equivalent to the earning per share of 0.09 Baht) in the consolidated statement of financial position. For the separate statement of financial position, the Company's loss for the period was 195.9 million Baht (equivalent to the loss per share of 0.14 Baht), compared to the profit of 181.1 million Baht in 2021 (equivalent to the earning per share of 0.13 Baht).

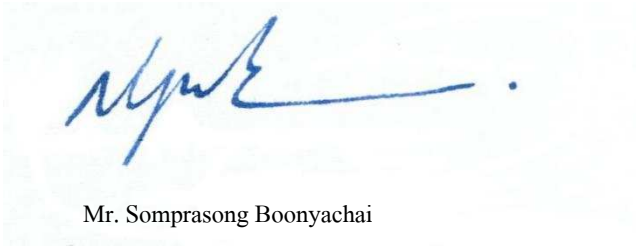
The increased cost of major construction materials especially steel has significantly affected the Company's cost. However, the situation improved in the end of 2022, and it was expected that this portion of the cost can be controlled in a more efficient manner in 2023 and 2024 compared to 2022, allowing the Company to make profit again.

In 2022, the Company's total assets increased by 5.3% from 13.57 billion Baht in 2021 to 14.3 billion Baht in 2022, resulting from the increase in current assets of 6.7% from 11.23 billion Baht in 2021 to 11.98 billion Baht in 2022, mostly from the increase in account receivables and unbilled contractual costs, while cash and cash equivalents decreased from 815.8 million Baht in 2021 to 429.5 million Baht in 2022. Total liabilities increased by 8.4% from 10.85 billion Baht in 2021 to 11.77 billion Baht in 2022; most of them being current liabilities of 10.77 billion Baht (compared to 10.43 billion Baht in 2021), comprising of overdraft and short-term loan from financial institutions in the form of project financing amounting to 4.33 billion Baht, compared to 2.9 billion Baht in 2021. Non-current liabilities increased by 595.7 million Baht, which is the debenture with the validity of 2 years. Shareholders' equity decreased from 2.72 billion Baht in 2021 to 2.52 billion Baht in 2022, resulting from the loss in the same year. Hence, the D/E ratio increased from 3.99x to 4.67x, while the gearing ratio increased from 1.25x in 2021 to 1.98x in 2022, which is in a similar range compared to other major construction contractors, and still in the level accepted by financial institutions and investors in general.

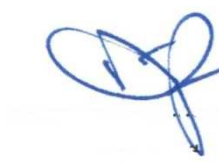
The Company appointed sub-committees to supervise operations in different areas under the good governance framework, with the monitoring of potential risks to be at the minimum, in order to be able to identify measures to rectify, improve and minimize risks in the Company's transactions effectively.

The Company has improved operational procedures for enhanced efficiency and effectiveness, by devising departmental strategies to follow the ESG framework and emphasizing on environmental conservation both in the business premises, in terms of waste and pollution that may affect operators within the site, and surrounding communities. The focus is placed on safety and good environment, as well as the selection and utilization of materials that have the least impact on the environment, especially the contribution to reduce greenhouse gas emission (CO₂). The waste sorting campaign has been launched in every construction site to promote recycling. The labors are encouraged to develop knowledge and competencies both in terms of construction techniques and system installation, which are important factors that promote quality of the work delivered to customers and to gain acceptance from the general public. The Company has always been prioritizing the importance of value chain, with the exchange of knowledge and work experiences, as well as provision of support in construction innovation and the use of new materials. The mentioned improvement continues to encourage the company's sustainable growth.

The Company is well aware of the significance of all stakeholders in order to operate the business in a sustainable manner. Over the course of the past 30 years, support from customers, partners, the management, and staff members, as well as government institutes and private sector organizations, have been an important force that has helped the Company prosper and sustain. On this occasion, the Board of Directors hereby would like to extend our gratitude and appreciation towards all parties involved.



Mr. Somprasong Boonyachai
Chairman of the Board of Directors



Mr. Swake Srisuchart
Chairman of the Executive Committee

Audit Committee's Report

The Audit Committee has performed duties and responsibilities as prescribed in the Audit Committee's Charter, whereby the Committee is comprised of members with sufficient knowledge, competences and experiences in auditing the trustworthiness of the statement of financial position in 2022.

The Audit Committee is comprised of 3 independent directors as follows:

Mr. Singchai Aroonvuthiphong	Chairman of the Audit Committee
Lt. General Sinchai Nutsatid	Member of the Audit Committee
Mr. Somprasong Boonyachai	Member of the Audit Committee

In 2022, there were 4 meetings held altogether, with discussions with the internal auditor and CPAs on relevant matters, which were proposed to the Company's Board of Directors' meeting to take actions as necessary.

Key points from the Audit Committee's performance can be summarized as follows:

1. Verify the quarterly and annual financial reports to ensure that they are appropriately prepared with significant points included in accordance with the financial reporting standards and legal requirements, that they are reliable and timely, as well as with sufficient and accurate information disclosure that are of benefits to the users of financial information.
2. Ensure that the Company complies with the laws on securities and stock exchange, regulations of the Stock Exchange of Thailand and laws relevant to the Company's business operations.
3. Verify and evaluate the sufficiency of the internal control system and the Company's corporate governance procedures. Offer advice to the Company to ensure good internal control system and appropriate internal audit operations, with enhanced effectiveness in operational control, as well as providing support to enable systematic risk management system in the Company's operations.
4. Participate in the meeting with the CPAs on a quarterly basis to obtain explanations on the reports and inspection of the statement of financial position, issues from the audit, inspection and suggestions regarding the internal control system and the direction in financial reporting standards.
5. Consider and offer an approval on the annual internal audit plan, acknowledge the audit results and arrange for the follow-up, rectification of the results especially on critical issues, to ensure good governance and propose significant matters to the management.
6. Consider, select and nominate the Company's CPAs, as well as propose the remuneration package to the Board of Directors to consider and propose to the shareholders.

7. Offer suggestions and follow up on the development, changes and improvement of the operational systems to enable cross-functional audit in accordance with the changing scenarios, and follow up on the audit reports.

The Audit Committee is of the view that the Company has good internal control, risk management and internal audit systems in place, with the operational systems that are aligned with the laws.

On behalf of the Audit Committee,

A handwritten signature in blue ink, appearing to read 'Singchai Aroonvuthiphong', with a large circular flourish at the end.

(Mr. Singchai Aroonvuthiphong)

Chairman of the Audit Committee

PART 1

Business Operations and Operating Results

1. The Group of Companies' Structure and Operations

1.1 Policy and Outlook of Business Operations

Power Line Engineering Public Co., Ltd was established on July 8, 1988 by a group of engineers led by Mr. Swake Srisuchart and Mr. Amnuay Kanjanopas, to engage in the services of the design, engineering and installation of mechanical and electrical (M&E) system and civil construction for offices, hotels, complex and plaza buildings, hospitals and factories. To be in line with the company's expansion, the Company was registered to be a public company on August 29, 2002 and its shares were listed in the Stock Exchange of Thailand on December 12th, 2002. Over the years, the Company's businesses expanded substantially and PLE has invested in several businesses via its subsidiaries such as real estates, a 10-MW biomass power plant, overseas construction projects and joint ventures with other companies to engage in large-scale government projects.

Regarding the bidding policy in 2022 and beyond, the Company has planned to focus on bidding for more of the government's projects, whereby the Thai government will provide a substantial budget for a number of infrastructure projects i.e. parallel-track trains of the State Railways of Thailand, several routes of MRTA owned by Mass Rapid Transit Authority of Thailand, the expansion of Suvarnabhumi Airport Phase II and Eastern Economic Corridor-EEC. Apart from the government's projects, the Company has continued to take on private sector projects especially from customers that appreciate the Company's performance, for instance, Central Group, Tesco, CP Group, TCC Group, Noble Group, Chulalongkorn University and Walailuk University together with other factories, Pharmaceutical Factory power plants etc.

Details on the operations of the Company and its subsidiaries and associates are as follows:

Power Line Engineering PCL

The Company offers services in design, procurement and installation of complete engineering systems for the government and private sectors as a main contractor or sub-contractor. The works are derived from direct bidding, business negotiation and in the form of joint ventures and consortium. The Company's services can be categorized by the nature of the work and system installation in 5 major types as follows:

- (1) Civil Construction
- (2) Electrical System
- (3) Air Conditioning System
- (4) Sanitary, Plumbing and Fire Protection System
- (5) Telecommunication System and ICT

PLE International Co.,Ltd (formerly UNIMA Engineering Co., Ltd.)

Established on July 16, 1987, PLE International Co., Ltd. (“PLEI”) rendered the services in General Civil Construction for Office buildings, Hospitals, Shopping Complexes, Institutions, Hotels, Industrial Plants and Government facilities. Our public sector customers include Provincial Water Works, Ministry of Public Health, and Ministry of Interior, etc. The Company acquired 99.99% of Unima’s registered capital in September 2000 in order to engage in civil construction business. In June 2005, PLEI’s registered paid up capital increased from 60 million Baht to 300 million Baht. During the last 3 years, PLEI’s business activities had not been very active. The Company currently has plans to join with potential foreign investors to participate in the bidding of future government projects and/or different formats of renewable energy projects.

In 2022, the Company participated in the establishment of “Inter-Ausy Joint Venture”, with the agreement on the shareholding proportion, profit and loss sharing of the joint venture has been finalized as follows:

- PLE International Co., Ltd. (PLEI) 80%
- Ausy Co., Ltd. (AUSY) 20%

The objective is to operate the construction of a highway no.82 project – Bang Khun Tian – Ban Paew elevated highway, in Ekkachai – Ban Paew section 8 area. The construction area is on highway no.35 between KM31+207.250 - KM.33+366.000, with the total distance of 2.159 kilometres, and the total project value of 1,594.85 million Baht (including VAT). The construction period is 36 months, with the subcontracting agreement by CCSP – the CEC; a subsidiary of Civil Engineering PCL. The agreement has been granted from the Department of Highways already. In this regard, this is in order to learn the work procedures, and infrastructure construction project execution, as well as a way to develop human resources to accommodate the expansion of this business in the future.

Techner Co., Ltd.

Techner Co.,Ltd (TN) was established on March 9th,1990 with registered paid up capital of 10 million Baht engaging in construction service business. TN is located at 140 Pacific Place One Building, unit 1001, Sukhumvit road, Klong Toey, Bangkok 10110. On June 4, 2005, Power Line Engineering Public Company Limited (PLE)’s Board of Directors approved to invest in TN by holding 50% of TN shares being Baht 5.0 million in order to proceed the government’s low cost housing project approximately valued of Baht 2 billion during the period of 3 years. This low cost housing project will generate the income to PLE based on shareholding basis starting from 2007 to 2008. In August 2007, the Company increased its capital to 60 million Baht with the paid up capital of 22.5 million Baht, of which 11.25 million Baht was held/paid by PLE. PLE repaid TN shares worth of 18.75 million Baht on August 20th, 2009, therefore, TN shares worth of 30 million Baht owned by PLE was totally and fully repaid. TN entered into the contracts with National Housing Authority (NHA) to construct the 3 low cost housing projects including Lad Lhum Kaew 974 units, Ayudhraya 4,300 units and Ang Thong 1,550 units. TN Lad Lhum Kaew has been completed and handed over to NHA. The other 2 projects have only 13% progress and in April 2008, NHA had terminated both projects and also claimed as the 2 bank guarantees totaling 280 million Baht from Siam Commercial Bank PLC and the bank guarantee of 79 million Baht from Thai Bank PLC (currently CIMB), based on the reason that the works under the contracts had no progress and was delayed. TN took the dispute issued to the Civil Court and currently the sued case is under mediation. The next mediation

will be on April 3 ,2009, whereby the resolution had not yet been identified, therefore, the court set the hearing on July 20-23, 2010. In May 2012, the Civil Court transferred the cases to Administrative Court. On September 4, 2017, the Administrative Court had ordered TN and its guaranteeing bank to pay the liquidated damages to NHA (Ayudhaya project) in the amount of 272.1 million Baht with the interest rate of 15% per year of the principal amount of 203.8 million Baht as same as on September 6, 2017, the court had ordered TN and its guaranteeing bank to pay the damages to NHA (Ang Thong – Wiset Chaichan Project) in the amount of 88.4 million Baht with the interest rate of 15% per year of the principal of 66.74 million Baht. PLE had also set the total provision of 517.5 million Baht for these damages as PLE are the guarantor for the banks. TN had appealed to the Supreme Administrative Court and expected the court to have the judgement in the middle of 2022.

PLE as TN's major shareholder had assigned TN's Managing Director and executive directors to devise the plan for resolving TN's problems and following up on TN's major debtor; Apex Concrete Tech Co., Ltd., for an urgent repayment of its debt. However, in 2008, TN's Managing Director and executives did not proceed as requested by PLE and there has been no progress in solving TN problems. Besides, TN also did not submit the financial statements in 2008 for PLE's auditor to perform an audit, resulting in the Company's consolidated statement of financial position being given a conditional remark by the auditor. TN's Managing Director's and executives' negligence in this matter has resulted in PLE's damaged reputation. Therefore, PLE has filed a lawsuit against TN's Managing Director and Executive Directors on February 26, 2009, and has proceeded with criminal case on April 8, 2009 with TN's Managing Director and executives. Currently, there are 14 civil and criminal cases being sued against TN's Managing Director, whereby 5 of them have already been closed. For criminal cases, the Civil Court and Appeal Court have imposed an imprisonment sentence against the Managing Director, whereby the cases are being considered by the Supreme Court. For civil cases, the court has ordered TN to settle outstanding debt to the Company, with legal execution, confiscation and divestment of the properties to settle the debt. The valuation price proposed by the legal execution officer for a total of 5 plots of land was equivalent to 27,712,500 Baht but there were no bidders interested in the lands originally acquired by TN to use as soil wells. In this regard, the Legal Execution Department will continue to arrange the auction.

SA Future Property Co., Ltd. (Formerly S A P S 2007 Holdings Co., Ltd.)

S A Future Property Co., Ltd. (SA) formerly S A P S 2007 Holding Co., Ltd. (SAPS) was established on December 7, 2007 with the same business premise as Power Line Engineering PCL, and the initial registered paid up capital of 80 million Baht. According to PLE's Board of Directors' meeting no.1/2009, dated February 27, 2009, the meeting had approved to increase SAPS's capital to 160 million Baht, whereby the entire investment capital was used to invest in Sittharom Development Co., Ltd. (SDC) to operate the housing business in Udon Thani province. And in 2016, PLE's EAGM no.1/2016 dated June 28, 2016 arrived at a resolution for SAPS to divest STR shares to Adamus Incorporation PCL at the price of 370 million Baht. This transaction has generated the profit of approximately 195 million Baht. On August 17, 2018, SAPS entered into the land purchase and sales agreement for a plot of land in Ekkamai 22 Alley, at the value of 111,720,000 Baht to invest in the condominium project. The transfer of ownership of this asset was made on March 5, 2019.

On June 17, 2019, the Company was registered and had the name changed to SA Future Property Co., Ltd. (SA), and engaged in a condominium project called HOLME Ekkamai 22, located in Ekkamai 22 Alley, linking to Pridi Panomyong 41 Alley. The condominium features a modern contemporary concept, priced at 150,000 Baht per square meter (129,000 Baht/square meter and 162,000 Baht/ square meter). The project was launched in November 2019.

The Company's Board of Directors' meeting no. 4/2021, held on May 17, 2021, arrived at the resolution that SA Future Property Co., Ltd. (a subsidiary of PLE) shall proceed with the construction of the condominium project "Holme Ekkamai 22", with Power Line Engineering PCL as the construction contractor. The project value is 220 million Baht and the construction should take 18 months, with the expected completion in September 2022. Holme Ekkamai 22 project won 2 Thailand Property Awards, organized by Property Guru in Best Mid-End Condo Development and Best Condo Architectural Design.

As of February 28, 2023, the bookings for 1-bed were 32 units out of 70 units, equivalent to 46%. The bookings for 2-bed units were 9 out of 12 units, equivalent to 75%. The duplex unit's bookings were 3 out of 8 units, equivalent to 38% of the total bookings. The total bookings were 44 units, equivalent to 49% of the total capacity, valued at 269.4 million Baht. Which will start gradually transferring to customers around May 2023.

The Company invested in 2 joint ventures.

1. PLE entered into joint venture namely "PAR Joint Venture" with Ascon Construction Public Company Limited and Ruam Nakorn Construction (Thailand) Co., Ltd. with investment ratio of 35% in order to acquire the construction project of MRT Purple Line Contract 3 (maintenance and parking buildings) valuing 5,025 million Baht. PLE increased its shareholding proportion to 90% at the end of 2015, whereby PAR has already handed over the completed project to MRTA. The revenue of claiming variation orders and additional works from MRTA were lower than expected, resulting in the substantial loss of 1,120 million Baht on PAR, consequently leading to the Company's loss. In 2018, PAR booked the loss of Baht 2.6 million due to the repair of defect, which was within the performance guarantee period. PAR received the pending payment owed to the Company of 69 million Baht in June 2020, which currently awaiting to be liquidated.

2. Participated in the establishment of "Inter-Ausy Joint Venture", comprising of PLE International Co., Ltd. and Ausy Co., Ltd., to operate the construction of a highway no.82 project – Bang Khun Tian – Ban Paew elevated highway, in Ekkachai – Ban Paew section 8 area. The agreement on the shareholding proportion, profit and loss sharing of the joint venture has been finalized as follows:

- PLE International Co., Ltd. (PLEI) 80%
- Ausy Co., Ltd. (AUSY) 20%

1.1.1 Vision and Mission

- Vision** : To be one of the best engineering and construction companies
- Mission** : 1.) Create stability and added values for all stakeholders sustainably
- 2.) Enhance the potential of staff members and the organization to produce deliverables that ensure customers' maximum satisfaction with social acceptance.

Business Operations Objectives

The Company has the objective to maintain its leadership position in terms of the asset size and total revenue, in the construction, design, procurement and engineering system installation business, which is owned by Thai people. The Company strives to improve the operations focusing on the quality of standardized services and executing the project to ensure timely delivery, in order to be able to compete with other foreign contractors. Besides, the Company's another objective is to expand the scope of overseas assignment especially in ASEAN region and neighboring countries,

Apart from providing construction, design, procurement and engineering system installation services, the Company is interested in and in the process of studying the possibility of investing in concessions related to the core business that can potentially generate consistent cash flow, for instance, concessions on electricity project, water supply, wastewater treatment, improvement of mobile phone network, including ICT systems and Security systems used in offices and organizations. The Company is also interested in new businesses that can add value to generate stable income stream and minimize risks from revenue volatility from the core business such as energy business or ICT business.

1.1.2 Key Changes and Developments

The Company's key developments related to changes in the authority and nature of business operations in 2022 can be detailed as follows:

- March** : The Executive Committee Meeting no.3/2022, dated March 28, 2022, arrived at a resolution to establish "Inter-Ausy Joint Venture" to operate the construction of a highway no.82 project – Bang Khun Tian – Ban Paew elevated highway, in Ekkachai – Ban Paew section 8 area. The total distance is 2.159 kilometers, with the total project value of 1,594.85 million Baht. The agreement on the shareholding proportion, profit and loss sharing of the joint venture has been finalized as follows:
- PLE International Co., Ltd. (PLEI) 80%
 - Ausy Co., Ltd. (AUSY) 20%
- April** : The Company organized the Annual General Meeting of Shareholders 2022 at Avani Hotel, Bangkok. The AGM approved of the following matters:
- The dividend payment to shareholders has been approved at the rate of 0.019 Baht (one point nine satang) per share, for a total of 1,361,817,957 shares, equivalent to 25,874,541.18 Baht or 14.29% of the net profit.

- June** : The Board of Directors' meeting arrived at a resolution to appoint Mr. Somprasong Boonyachai, Independent Director, to assume the Chairman of the Board of Directors in replacement of Mr. Swake Srisuchart, who voluntarily resigned from the Chairman of the Board's position. In this regard, Mr. Swake Srisuchart is still in the Chief Executive Officer and the Company director positions, effective from June 14, 2022 onwards.
- August** : The Company issued debentures no.1/2022 (Non-Rate) with the value not exceeding 500 million Baht, with the reserved shares for offering of not exceeding 100 million Baht. The total value of debentures for offering did not exceed 600 million Baht. The debentures are of long-term type, with the holder's name identified, unsubordinated, unsecured, and with debenture holder's representative. The validity is 2 years, with the interest rate of 6.50% and the due date is in 2024.

1.2 Nature of Business Operations

1.2.1 Revenue Structure

(Unit : Thousand Baht)

Product Line/Business Group	Operated by	% Shareholding Proportion of the Company	2022		2021		2020	
			Revenue	%	Revenue	%	Revenue	%
System	- The Company	-	4,400,833	54.72	3,694,031	50.38	4,733,922	55.16
	- PLE Inter (Unima)	99.99	-	-	-	-	-	-
Civil Works	- The Company	-	3,641,093	45.28	3,637,453	49.61	3,845,098	44.80
	- PLE Inter (Unima)	99.99	-	-	-	-	-	-
	- PAR Joint Venture	100.00	-	-	-	-	-	-
	- Inter-Ausy Joint Venture	80.00	-	-	-	-	-	-
Ban Aeur Ar-Thorn	- The Company	-	-	-	-	-	-	-
Others	- The Company	-	-	-	-	-	3,809	0.04
	- B-Lay Plus Co., Ltd. ¹	69.70	-	-	574	0.01	133	0.00
Revenue from Service Provision			8,041,926	100.00	7,332,058	100.00	8,582,962	100.00
Other Revenue			189,698		301,579		190,032	
Total Revenue			8,231,624		7,633,637		8,772,994	

Remark: ¹ In December 2021, PLE disposed of B-Lay Plus Co., Ltd.'s shares to existing shareholders.

1.2.2 Product Information

(1) Nature of Products and Services

Businesses operated by the Company, subsidiaries and joint venture (regarded as a whole as “Group of Companies”) can be categorized into 5 groups based on the nature of service provided, for instance, design, procurement, and electricity system installation, air-conditioning system, sanitary and fire prevention system, telecommunication system ICT and Security systems, and civil construction. Besides, the Company has executed investment and development of the real estate business, with details of each category as follows:

Electricity System	▪ Power Substation ▪ Power Distribution ▪ Electrical Power Supply & Emergency Power Supply System ▪ Lighting System ▪ Telephone System ▪ Public Address System ▪ Master Antenna ▪ Security System ▪ Lightning Protection System ▪ Building Automation System ▪ Energy Management System ● Solar Power System
Air-Conditioning System	● Air Conditioning System ▪ Ventilation ▪ Refrigeration ▪ Clean Room ▪ Automatic Temperature and Humidity Control System ▪ Pressurized Stairs ▪ Variable Air Volume or VAV ● District Cooling System

Sanitary and Fire Prevention System	● Plumbing System ■ Steam Boiler and Hot Water System ■ Waste Water and Sewage Treatment ■ Drinking Water System ■ Swimming Pool ■ Gas System ■ Drainage ■ Sprinkler System ■ FM 200 System ■ Fire Alarm System ■ CO₂ System ■ Fire Pumps and Controller ■ Fire Extinguish Equipment
Telecommunication System	● Optical Fiber ■ Time Division Multiple Access ■ Wireless Telephone System ● Telecommunication System ● Telephone System ● ICT System and Security systems
Civil Construction Works	The Company operates general civil construction business, covering office buildings, commercial buildings, hospitals, department stores, educational institutes, hotels, accommodation, industrial plants, warehouses, airports and power plants, etc.

(2) Marketing and Competition

(A) Significant Product and Service Marketing Policy

In developing the competition strategy and business policy of the Group, apart from maintaining the market share amid the intense competition due to the economic slowdown, the Group also emphasizes building the long-term competitive capacities. The Group's competition strategies and business policies are as follows:

(1) Reputation and experiences of engineering executives: Their capability and management have been proven as they can manage and bring the Group to survive during the economic crisis in 1997 and to continue to expand the business afterward. With practical experiences, valuable knowledge, widely reputable acceptance in the industry greater than 35 years, engineering executives can oversee and help the engineers who are the project managers of other projects. With these experiences, this enables the Group to quickly respond to any changes in the areas of engineering or new technology.

(2) With their previous performance, the Group has highly gained acceptance and trust from customers for their work quality and service. Regarding the customers' satisfaction, tremendous customers repeat the service with the companies and recommend us to other clients. The Group would like to maintain and enhance their reputation by performing the following key policies.

- Maintaining their quality and performance to be in the acceptable standard level
- Keeping integrity and business ethics
- Completing the project on time as promised to clients
- Taking care of customer's benefits by considering the company as the owner of the project, and
- Offering after-sales service before and after the contract period

(3) Capability of personnel – as human resource is deemed to be the most crucial factor of the business, the Group has a policy to enhance and improve skills and ability of staff members. The following policies will enhance efficiency and maintain the Group's competitiveness.

- Continuous improvement of staff knowledge and skills both for technical and managerial knowledge
- Developing an accountability to the work and the society
- Creating satisfactory and friendly work atmosphere both for the individuals and the environment
- Teamwork and good cooperation between engineering team and other staff members is performed with the objective of providing excellence service to customers.
- Staff performance is measured by KPI and Balance Scorecard system, including Talent Management and the succession planning systems, which have been incorporated for the continuation of executive positions.

(4) Strong financial position: the Group's policy places high importance on strong financial structure by maintaining the debt to equity ratio in the low level as well as obtaining appropriate liquidity ratio. These shall mitigate the risks in doing business and enhance customer confidence toward the Group. As of 31 December 2022, the company's Debt to Equity ratio was 4.67x with the liquidity ratio of 1.11 time as well as cash and cash equivalent of 429.45 million Baht. Besides, the company has been supported by commercial banks for business operations with the total credit facilities of 35,761 million Baht to support the business.

(5) Efficiency of operational management: The Group establishes a policy to continuously develop central system for the operations and work process to enhance efficiency and ability to be responsive to customer's demand. The Group has been certified ISO 9002:1994 for their quality management system since August 31, 2000 and ISO 9001 Version 2008 since October 2, 2003 from BVQI Co., Ltd. The company got certified of the quality management in the managerial system to be in line with ISO 9001:2008 by BVQI, who evaluated

and certified the company's continuity of the quality management system on October 28, 2015. BVQI will review the process every 6 months and also adjust the review process in the form of Process Approach. In 2017, the company has already received the international standard certification of ISO 9001:2015, which has remained valid until present.

(6) Effective procurement: The Group has developed the procurement policy to create transparency and competition amongst suppliers to assure that production cost is within the appropriate level, as well as collaboration with supply chain partners in developing and improving work procedures and equipment.

Target Customers, Sales and Distribution Channels

Customer groups can be categorized into 2; private sector customers such as office buildings, commercial buildings,, accommodations, hotels, hospitals, department stores, industrial plants, etc., and public sector customers such as government bodies, state enterprises, whereby the service provision proportion in the past 3 years is as follows:

Unit: Million Baht

Type	2022		2021		2020	
	Value	%	Value	%	Value	%
Private Sector	1,479.50	84.68	5,715.00	66.27	1,349.00	9.40
Public Sector	267.72	15.32	2,908.43	33.73	12,998.47	90.60
Total	1,747.22	100.00	8,623.43	100.00	14,347.47	100.00

Over the past 3 years, the Company has started to take on more of government projects, despite the fact that the participation in the bidding of government projects requires consideration of details stated in the Terms of Reference (TOR) of the hiring organization. The bidding participants must have track record of working with the government sector or having been registered with particular government institutes. Currently, the Company has registered with such organizations as the Mass Rapid Transit Authority of Thailand (MRTA), Provincial Electricity Authority, Provincial Waterworks Authority, Bank of Thailand, and the Ministry of Tourism and Sports, Bangkok Metropolitan Administration, Chulalongkorn University, and Airports of Thailand (AOT), etc. However, the Group does have the policy to register with more organizations in order to enhance its capacity to take on more of government projects as the government has the policy to invest in different public utility systems, especially in electric power, mass public transportation and telecommunication on a continuous basis.

The projects taken on by the Group are contracting projects, assigned directly by customers or via subcontracting arrangements. Over the past several years, about 90% of the total project value has been generated from bidding, while the remaining has been generated from contacts and negotiation. The majority of the projects are ones that the Group got assigned directly by customers as the pricing and payment terms are more favorable. On the other hand, subcontracting projects serve more as a means to gain access to customers and new distribution channels via large construction companies or large international construction companies such as Italian-Thai Development PCL, Chor. Karnchang PCL, Sino-Thai Engineering and Construction PCL and Marubeni Corporation, to

create a portfolio in government projects and overseas market, since the majority of the government project bidding or overseas projects are based on single contracts for construction and engineering, and the main construction contractor will engage subcontractors to execute the engineering works. In this regard, the proportion of projects obtained from direct customer contact and ones from subcontracting agreement in the past 3 years is as follows:

Unit : Million Baht

Typ	2022		2021		2020	
	Value	%	Value	%	Value	%
Direct Contact	1,672.84	95.74	6,212.43	72.04	14,077.47	98.12
Subcontracting	74.38	4.26	2,411.00	27.96	270.00	1.88
Total	1,747.22	100.00	8,623.43	100.00	14,347.47	100.00

Furthermore, the Group also focuses on building good relationships with customers in order to foster opportunities in taking on new projects from existing customers in the future. In 2022, the average proportion of projects from new customers is about 80.61%, and that of existing customers is about 19.39%. Current customers who have trust and credibility in the Company are, for example, Provincial Electricity Authority, Chulalongkorn University, Walailak University, Lotus, Tops Supermarket, Central Plaza Department Store, Noble Group, CP Group and TCC, etc.

(B) Competitive Landscape

The Thai economy in the fourth quarter of 2022 expanded by 1.4% (%YoY), compared to 4.6% percent in the third quarter of 2022. After seasonally adjusted, the economy declined by 1.5% from the third quarter (%QoQ SA).

On the expenditure side: There was a tangible growth in service export, while private investment and consumption exports also increased at a satisfied rate. Government expenditure and public investment increased. However, exports of goods and government spending continued to decline.

On the production side: The agricultural and construction sectors have recovered, while the accommodation, food services, wholesale and retail trade sectors, maintenance transportation and storage sectors reported positive expansion in relation to the recovery of the tourism sector. There was a decline in industrial product manufacturing.

The Thai economy in 2022 improved by 2.6%, compared with a growth of 1.5% in 2020 following the recovery of the tourism sector, and gradual improvement of domestic demand, including private sector consumption and investment. The headline inflation was at 6.1% and the current account registered a surplus of 3.4% of the GDP.

The Thai Economy in the Fourth Quarter and in 2022 in terms of Manufacturing and Construction

The construction sector expanded by 2.6% compared to a 2.6% decline in the previous quarter. This was in line with the decline in private construction and the slowdown in public construction, while the construction material price index has continuously been on the rise. Public sector construction projects have resumed expansion for the first time in 6 quarters at 3.3% compared to a drop of 5.7% in the previous quarter. (Government construction projects resumed expansion for the first time in 4 quarters at 0.1% compared to a drop of 9.8% in the previous quarter, while state enterprise construction projects has continued to increase for the third consecutive quarter at 11.5%, increasing from the growth of 4% in the previous quarter). **Private sector construction** projects have continued to expand for the second consecutive quarter at 1.9%, compared to an increase to 2% in the previous quarter, following the expansion of residential buildings (condominiums and single-detached houses) and non-residential buildings (commercial buildings and factory buildings). Meanwhile, other construction projects have declined for the fifth consecutive quarter, especially the construction of the MRT project. Construction material price index has risen for the 9th consecutive quarter by 3.5%, in pursuit of the increased concrete price index (increasing by 16.6%), tiles and sanitaryware (increasing by 16.2%) and ready-to-use plastic (increasing by 12.7%).

The private sector construction has continuously expanded for the second consecutive quarter at 1.9%, compared to 2.0% in the previous quarter, in relation to the expansion of the residential construction (e.g. condominiums and single-detached houses) and non-residential construction (e.g. commercial buildings and factory buildings), while other types of construction have been continued to slow down for the fifth consecutive quarter especially electric train construction. The construction material price index has increased for the ninth consecutive quarter at 3.5% in relation to the increase in concrete product price index (increasing by 16.6%), tiles and sanitary products (increasing by 16.2%) and ready-to-use plastic products (increasing by 12.7%).

In 2022, the construction manufacturing sector declined by 2.7% compared to the expansion of 2.2% in 2021, whereby the government construction sector declined by 3.4% (government projects decreased by 6.6% and state enterprise projects increased by 3.5%), while private sector construction decreased by 1.2%>

Thailand's Economic Outlook 2023

Thailand's economic outlook has been forecasted to grow in the range of 2.7-3.7%, with supporting factors from the recovery of the tourism sector, higher investment in the private and public sectors, continuous expansion of domestic consumption and positive growth of the agricultural sector. In this regard, it has been expected that the domestic consumption is going to increase by 3.2%, while the private and public sector investment should expand by 2.1% and 2.7% respectively. The export value in USD should decrease by 1.6%, while the general inflation rate will be in the range of 2.5-3.5%, with the surplus in account balance of 1.5% of the GDP.

The macro-economic policy management in 2023 should emphasize on (1) **taking care of debt issues for minor debtors**, both for household and SMEs' debt (2) **taking care of the agricultural production and agriculturists' income**, by determining the measures to accommodate agricultural produce that will be released into the market and strengthen the agricultural production value chain, adjust the production structure and strive towards

sustainable and organic agriculture (3) **maintaining the driving force from export** by (i) facilitating and reducing export-related costs (ii) exporting products to markets with positive economic expansion outlook and high purchasing power (iii) following up on the global situations and trade terms (iv) developing agricultural products, food and industrial products to be of standard regulated by the importers' criteria, together with the adjustment of the production industry structure (v) capitalizing on the Regional Comprehensive Economic Partnership (RCEP) together with expediting the negotiation on free trade agreement that has not been finalized and (vi) encouraging the business sector to properly manage risks to accommodate the exchange rate volatility (4) **supporting the recovery of the tourism sector and related services** by (i) solving the problems and limitations and preparing the tourism sector to accommodate the return of foreign tourists, as well as considering the financing option and other support measures for entrepreneurs to resume their business operations (ii) encouraging high-quality and sustainable tourism (iii) arranging tourism promotion activities and related activities and (iv) encouraging domestic tourism (5) **supporting private sector investment** by (i) accelerating entrepreneurs who have been approved of with the investment promotion card during 2020-2022 to actually invest especially in the target industries (ii) solving problems that are obstacles to foreign investors and entrepreneurs in terms of investment and business operations as well as the issue of labor shortage in the manufacturing sector (iii) executing the active investment promotion measures and facilitating to attract investors in the targeted industrial and service groups (iv) encouraging investment in the Eastern Economic Corridor (EEC) and other economic development areas (v) developing high-skills labor to accommodate the industry that emphasizes on investment in the development of economic area with intensive technological and innovation emphasis. (6) **driving government spending and public sector investment together with the increase in financial allowance to accommodate risks from uncertainty in the medium term and enhance economic growth** (7) **monitoring and evaluating the global economic and financial volatility** and (8) **maintaining the domestic economic and political environment.**

Source: Office of the National Economic and Social Development Council

Construction Industry Outlook

The construction business in 2022 was prone to risks from higher cost in terms of transportation and construction materials from the Russia-Ukraine war that has led to the increase in oil and core construction material prices especially steel and cement. In 2023-2024, the business tends to grow in relation to the overall construction investment value, which is expected to increase at the average of 4.5-5.5% per year.

The key driving factors are the government's large-scale construction investment projects, especially ones related to the development of the Eastern Economic Corridors (EEC) that has a tendency to accelerate to achieve the transportation infrastructure execution plan phase 2 in the EEC area (2022-2026). Meanwhile, the private sector construction investment projects both for residential and real estate projects for commercial purposes tend to gradually pick up in relation to the improvement of purchasing power, from the economic recovery and infrastructure. Furthermore, major contractors have more opportunities to take on construction projects in neighboring countries, where there is continuous recovery of the economy and infrastructure investment.

Krungsri Research's Outlook

In 2022-2024, revenue for contractors focusing on the government's large-scale projects has a tendency to increase continuously in relation to the government construction investment, while revenue for contractors focusing on private sector projects is still rather low in 2022 before gradually improving in 2023-2024.

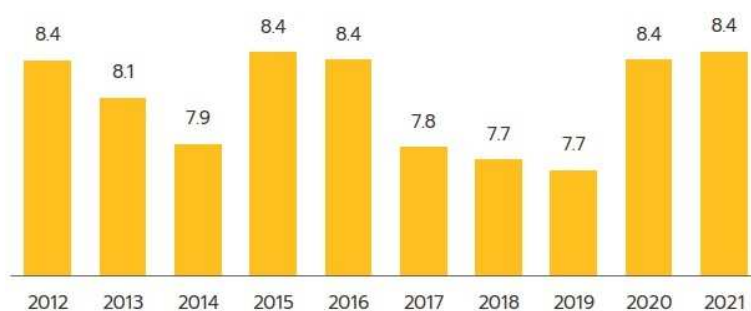
- **Large-scale civil engineering construction contractors:** It has been forecasted that their revenue will increase following the acceleration of the government's infrastructure investment projects. Revenue for large and medium-sized contractors should continue to increase as they are equipped to participate in the bidding and have the potential to manage large-scale projects, both for the government's continuous investment endeavors such as electric trains, parallel-track trains, motorways, and megaprojects that are connected to the EEC area, including other basic utility projects that have growth potential.

- **General residential project construction contractors:** These are high buildings and large-scale buildings, whereby the revenue outlook is improving in 2023-2024, though revenue has been stable in 2022 from the burden in high oil price and construction material costs. It has been forecasted that the revenue for large and medium-sized contractors will recover first, especially ones that focus on mixed-use projects, with continuously increasing backlog. Besides, major contractors have more opportunities to take on construction projects in neighboring countries especially residential projects, commercial buildings and industrial plants, where we can expect higher investment in relation to the recovered economic outlook. The revenue for small-scale contractors tends to slow down due to slow recovery of small-scale projects, coupled with the limitations in cost management and labor shortage that may affect the financial liquidity and operating results for these contractors.

Fundamental Information

During 2012-2021, the overall construction investment value represents 8.1% of the gross domestic product (GDP) (figure 1), whereby the majority are domestic projects, which can be categorized into 2 types based on the hirers; public and private sectors. The proportion of investment value in 2021 was 59.41% (figure 2).

Figure 1: Construction Investment to GDP (%)

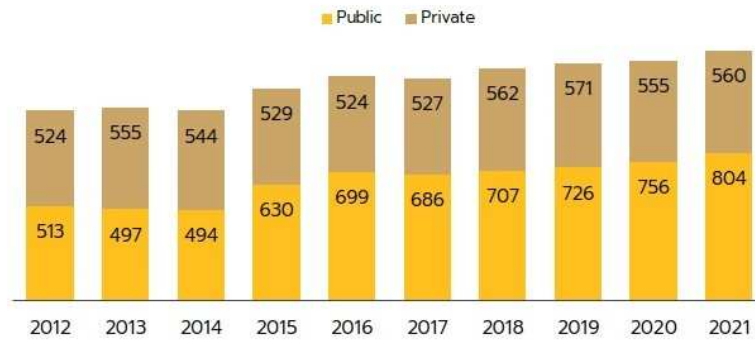


Source: Office of the National Economic and Social Development Council (NESDC)

Note: - C/GDP = Average construction value to GDP

- Construction value to GDP dropped to 8.1% in 2011 along impacts of flooding in Thailand. During Thai political crisis, construction value to GDP decreased to 7.5% in 2014 but recovered since 2015, thanks to increased political stability.

Figure 2: Public and Private Construction Investment
(at current prices, THB bn)



Source: NESDC

- **Public sector construction projects:** The majority are infrastructure investment projects, accounting for 82% of the total government construction value. The rest are the government's building construction projects (16%) and government officers' residential buildings (2%). Major contractors are usually at an advantage in taking on government projects, given their experiences, special expertise, financial potential and the development of construction technique and technology that has continuously been improved. Meanwhile, SME contractors usually get to take on assignments in a sub-contracting format.

- **Private sector construction projects:** These are mostly residential projects, accounting for 52% of the total private sector construction, while the rest are construction of industrial plants and commercial buildings (20%), and others (28%) such as hotels and hospitals (2020 data by the Office of the National Economic and Social Development Council). The private sector construction outlook depends on the economic conditions, investment confidence, political stability, infrastructure investment and the government's economic stimulus policy.

In the past, Thai contractors have mostly expanded the customer base to overseas market (mostly for major contractors) especially in neighboring countries such as Cambodia, Lao PDR, Myanmar and Vietnam (CLMV) as these countries are accelerating the development of infrastructure and facilities such as highway networks, trains, power plants as well as building construction/repair/decoration works, buildings and accommodations.

Table 1: Growth of Public and Private Construction
(at current prices)

	Average Growth Rate (% per year)			
	2010-2012	2013-2015	2016-2018	2019-2021
Public Construction	4.7	8.0	4.0	4.4
Private Construction	14.5	0.4	2.0	-0.1
Total Construction	9.1	4.0	3.1	2.5

Source: NESDC

Table 2: Comparison of Construction Works by Type

ประเภท	งานก่อสร้างภาครัฐ	งานก่อสร้างภาคเอกชน
ลักษณะงานก่อสร้าง	ส่วนใหญ่เป็นงานก่อสร้างโครงสร้างพื้นฐานขนาดใหญ่ที่ต้องอาศัยความชำนาญ เช่น โครงการรถไฟฟ้า	กระจุกตัวในโครงการที่อยู่อาศัย รองลงมาเป็นโรงงานอุตสาหกรรมและพาณิชยกรรม เช่น ห้างสรรพสินค้า
เกณฑ์การรับรายได้	ค่างานก่อสร้างผันแปรตามค่า K (Escalation factor) ^{1/} ซึ่งเป็นเครื่องมือหนึ่งที่ช่วยลดความเสี่ยงจากความผันผวนของราคาระดับก่อสร้าง ณ วันที่เปิดจ่ายงวดงานเกี่ยวกับช่วงที่เปิดประกวดราคา โดยคำนวณจากดัชนีราคาวัสดุก่อสร้างรายการที่สำคัญ ทั้งนี้ หากค่า K ปรับเพิ่มมากกว่า 4% ผู้รับเหมาจะได้รับค่างานเพิ่มขึ้นเป็นการชดเชย แต่ถ้าค่า K ลดลงมากกว่า 4% ผู้รับเหมาจะได้รับค่างานลดลงเพื่อชดเชยให้ภาครัฐ	ค่างานก่อสร้างผันแปรตามราคาระดับก่อสร้าง โดยผู้รับเหมาต้องรับความเสี่ยงจากภาวะผันผวนของราคาระดับก่อสร้างทั้งหมด
การคัดเลือกผู้รับเหมา	เปิดประกวดราคากางอีเล็กทรอนิกส์ (E-Bidding) โดยผู้รับเหมาต้องแข่งขันทั้งด้านราคาและเทคนิคในการก่อสร้างในขั้นตอนของการประมูลเพื่อรับงาน	งานก่อสร้างทั่วไปไม่มีระบบการคัดเลือกที่แน่นอน มักจ้างผู้รับเหมาที่คุ้นเคย ส่วนงานก่อสร้างโครงการขนาดใหญ่ใช้วิธีการเปิดประกวดราคา เพื่อคัดเลือกผู้รับเหมา ซึ่งอาจใช้วิธีประมูลทางอิเล็กทรอนิกส์หรือยื่นซองเอกสาร
ผลตอบแทน	ส่วนใหญ่มี Margin ค่อนข้างต่ำ	ส่วนใหญ่มี Margin สูงกว่างานภาครัฐ
แหล่งเงินทุน	งบประมาณของรัฐบาล เงินกู้ของรัฐบาลหรือเงินกู้การร่วมทุนระหว่างรัฐกับเอกชน (Public Private Partnership: PPP) และกองทุนรวมโครงสร้างพื้นฐาน (Infrastructure fund)	เงินทุนหรือเงินกู้ของเจ้าของโครงการ (รวมการระดมทุนจากหุ้นสามัญและหุ้นกู้)

Source: compiled by Krungsri Research

Table 3: Comparison of Construction Work by Size of Contractors

ประเภท	กลุ่มผู้รับเหมารายใหญ่	กลุ่มผู้รับเหมา SMEs
ทักษะ/ความชำนาญ	มีศักยภาพในการรับงานก่อสร้างภาครัฐและเอกชน โดยเฉพาะโครงการขนาดใหญ่ งานอาคารสูง รวมถึงงานที่มีลักษณะเฉพาะ (Specific works) ซึ่งมักเป็นโครงการที่มีมูลค่าสูงและมีความเกี่ยวข้องกับโครงการโลจิสติกส์อื่นๆ ครบวงจร	ส่วนใหญ่รับงานก่อสร้างทั่วไป แต่ผู้รับเหมารายกลาง บางรายอาจสามารถรับงานก่อสร้างที่มีลักษณะเฉพาะได้ เช่น งานขุดเจาะฐานราก งานก่อสร้างถนน
ศักยภาพทางการเงิน	มีความมั่นคงทางการเงินมากกว่า	มีเงินลงทุนจำกัด ซึ่งจะมีการรับงานในลักษณะรับจ้างเหมาช่วง (Sub-contract) จากรายใหญ่
เทคโนโลยีการก่อสร้าง	มีการลงทุนพัฒนาและนำเทคโนโลยีสมัยใหม่มาใช้เพื่อให้สามารถดำเนินการก่อสร้างได้รวดเร็ว ประหยัดต้นทุน และลดความเสี่ยงจากปัญหาด้านแคลนแรงงาน รวมถึงบางรายมีการลงทุนในธุรกิจวัสดุก่อสร้างด้วย อาทิ แผ่นพื้นเหล็กสำเร็จรูป พนักคอนกรีตสำเร็จรูป (Pre-fabrication)	ยังไม่มีการพัฒนาเทคโนโลยีการก่อสร้างของตนเอง และยังพึ่งพาแรงงานสูง แต่เริ่มหันมาใช้วัสดุก่อสร้างแบบสำเร็จรูปมากขึ้น เช่น แผ่นพื้น/ผนังเมทัลชีท
อำนาจการต่อรองกับซัพพลายเออร์	มีความได้เปรียบจากการประหยัดจากขนาด (Economies of Scale) จึงมีอำนาจต่อรองสูงกับผู้ประกอบการวัสดุก่อสร้าง	มีปริมาณงานน้อย ทำให้มีอำนาจต่อรองกับผู้ประกอบการวัสดุก่อสร้างต่ำ
การบริหารจัดการต้นทุน	มีการบริหารงานเป็นมืออาชีพ มีการวางแผนและจัดการสต็อกวัสดุก่อสร้างอย่างเป็นระบบ	ส่วนใหญ่เป็นการบริหารงานแบบครอบครัว การจัดการ สต็อกวัสดุก่อสร้างจึงยังไม่มีประสิทธิภาพมากนัก

Source: compiled by Krungsri Research

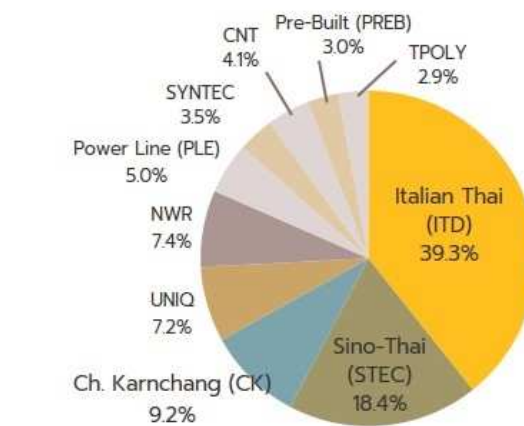
There are about 100,000 construction contractors that have registered their businesses as juristic persons (Department of Business Development 2020), with only 691 major entrepreneurs (accounting for only 0.7% of the total number of entrepreneurs). However, the revenue of major entrepreneurs represents about 82%, while medium-sized and small-sized businesses represent 14% and 4% respectively. In this regard, the top 3 entrepreneurs in the Stock Exchange with the highest revenue are Italian-Thai Development PCL, Sino-Thai Engineering and Construction PCL and Chor. Karn Chang PCL, with the combined market share of 17% of the large business group and occupying the market share of 67% of the 10 construction companies listed in the Stock Exchange of Thailand. (Figure 3 data is based on 2021)

In this regard, the evaluation of the construction market outlook takes into account:

1) The market aspect: This means the opportunity to recognize income of entrepreneurs mostly depends on the economic and political conditions, plan and progress in the investment of private and government construction projects, as well as the investment regulations in each country that may facilitate or pose an obstacle to the business.

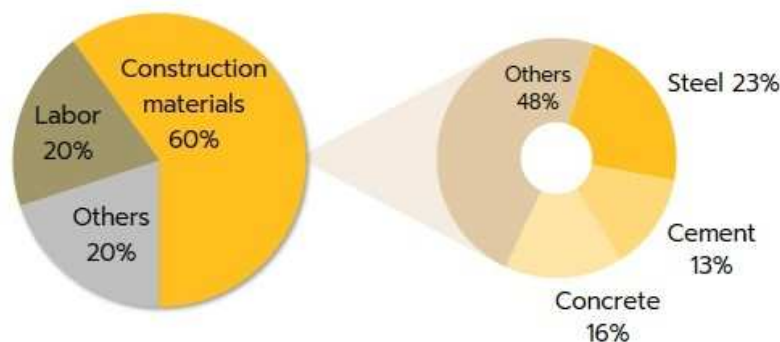
2) The cost aspect: This means the changes in construction material prices and labor costs (currently the Thai construction sector is encountering labor shortage both in terms of the quantity and skills, leading to productivity being lower than the wage), which affect the business's profitability. The cost structure of a construction business is comprised of (1) construction material cost; steel, concrete, cement and others; accounting for 60% of the total cost (2) labor cost; 20% and (3) other expenses; 20% [2] (figure 4).

Figure 3: Share of Revenue among Top 10 Listed Companies



Sources: SET, Krungsri Research
Note: The latest whole year data in 2021

Figure 4: Structure of Construction Costs



Source: NESDC, Ministry of Commerce (MOC) and compiled by Krungsri Research

Past Situations

The construction business has continuously been expanding in 2021, considering from the investment value in the construction sector that expanded by 4.1% YoY, equivalent to the value of 1,364.8 billion Baht (figure 5). Supporting factors are government construction projects (accounting for 59% of the total construction sector), especially large-scale construction projects such as the development of Map Ta Phut industrial port phase 3 and other continuing projects such as 3 new train routes; MRT Pink, Yellow and Orange lines, while the private sector investment value has not changed much from the previous year, from the shrinkage in the residential market due to the economic slowdown and impact of COVID-19, leading to stricter control of the transmission, despite the slight recovery of non-residential investment private sector projects, especially factories in industrial estates.

Figure 5: Construction Investment

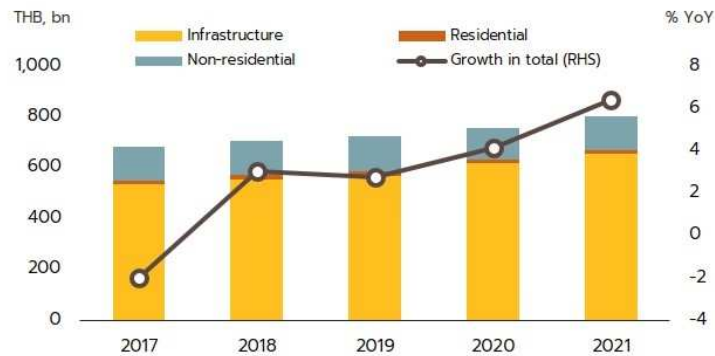


Public sector construction projects valued at 804.5 billion Baht, expanding by 6.4% (figure 6). Major supporting factors are continuous investment in large-scale infrastructure projects.

Infrastructure construction projects (accounting for 81% of the entire government construction projects) has an increased investment value of 5.8%, driven by key projects; (1) 3 new train routes comprising of (i) MRT Orange Line project; Thailand Cultural Center-Minburi (Suvintawong), with the construction progress of 89.5% (ii) MRT Yellow Line; Ladprao-Samrong, with the construction progress of 88.7% and (iii) MRT Pink Line; Kaerai-Minburi, with the progress of 83.9% (as of December 2021). In this regard, these 3 lines should commence operations within 2022, and (2) the development of Map Ta Phut industrial port phase 3 in the EEC area (construction commenced in July 2021).

Other construction projects are government office buildings (accounting for 17%) and residential projects (2%). The investment value expanded by 8.4% and 14.3% respectively, from the expediting of several projects to deliver as contracted. Compared to the same period of time in the previous year, there was a shrinkage of the market due to delays of certain projects during the spread of COVID-19. Mostly they are operated by medium or small sized contractors, and many of them have run into financial liquidity issue or labor shortage in the first place.

Figure 6: Public Construction Investment



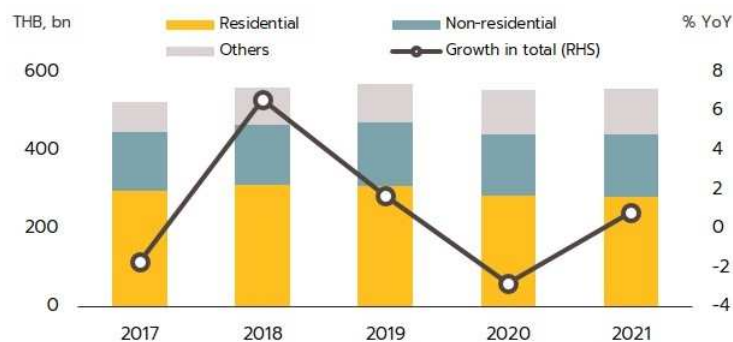
Construction	2017	2018	2019	2020	2021
Value (THB, bn)	685.7	706.7	726.2	756.2	804.5
Growth (% YoY)	-2.0	3.1	2.8	4.1	6.4

Source: NESDC

Private sector construction projects valued at 560.3 billion Baht, expanding by only 0.9% (figure 7), resulting from the shrinkage of the residential construction projects.

- **Residential project construction** (accounting for 50% of the entire private sector construction value) reported a lower investment value by 1.8% in 2021, in line with the number of newly registered accommodation projects in Bangkok and vicinity, and 4 regional provinces (Chiangmai, Chonburi, Khonkaen and Phuket) that decreased by 14% (figure 8), due to (1) slower pace of real estate development for new projects both for horizontal and condominium projects, but instead focusing on liquidating stock to maintain liquidity and cash flow through various sales strategies such as extra discounts, let for rent, free stay allowance for 1-2 years, (2) weaker purchasing power due to the economic slowdown, coupled with the financial institutions' prudence in loan consideration despite the low level of interest rate compared to the past and (3) emergency laws enforcing a temporary halt in construction (June 28-July 24, 2021) for construction camps in certain areas, especially Bangkok and vicinity. Foreign labor and those from upcountry vacated the construction areas and have not been able to come back fully, causing many projects to be delayed.

Figure 7: Private Construction Investment



Construction	2017	2018	2019	2020	2021
Value (THB, bn)	526.7	561.6	571.1	555.3	560.3
Growth (% YoY)	0.5	6.6	1.7	-2.8	0.9

Source: NESDC

Figure 8: New Registered Housing Units



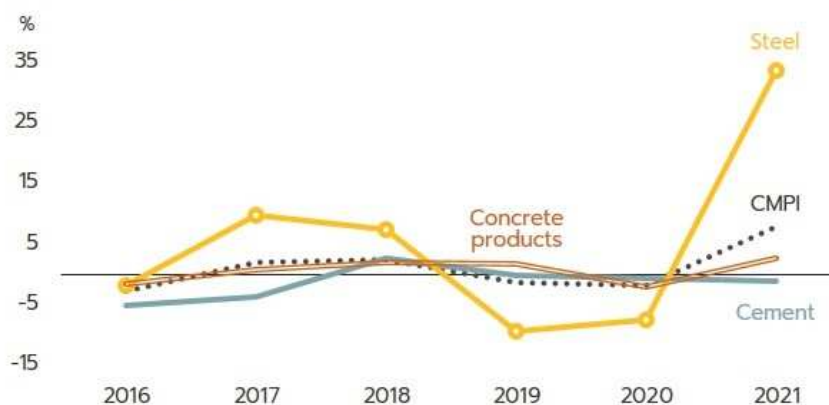
Source: Real Estate Information Center (REIC)

Note: Housing referred to detached houses, duplexes, townhouses, condominiums and shophouses

- **Non-residential construction projects** are commercial buildings, service and transportation-related projects and industrial plants. The investment value increased by 3.8%, partially because of the support from the increased investment in factory construction and office buildings in industrial estates especially in the EEC area to accommodate production for export that still has a positive outlook for continuous expansion.

- **The construction material cost index in 2021 increased by 8.0%, compared to the shrinkage of 1.8% in 2020** (figure 9), from the increase in price index for almost all materials especially steel and steel products (accounting for 23% of the entire construction material cost). The price increased by 33.9%; the highest compared to other prices, resulting from the increase in imported products used in manufacturing such as metal scrap and billet, in relation to the global steel price and the decrease in Chinese demand. Meanwhile, cement price (accounting for 13%) decreased by 1.1% due to the not yet recovered private sector construction sector (the quantity of cement used in the private sector construction projects accounts for 60%).

Figure 9: Construction Material Price Growth



Source: MOC

Note: CMPI = Construction materials price index

In 2021, revenue of construction companies listed in the Stock Exchange of Thailand (top 10 companies with the highest revenue[3]) decreased by 6.6%, whereby the net profit margin declined to 0.7% from 1.5%, due to the impact of slower development of new projects of real estate developers and the temporary construction site closure to control the spread of COVID-19, causing certain projects to be delayed. (figure 10)

Figure 10: Revenue of Top 10 Large Construction Contractors in SET



For the first quarter of 2022, there was a shrinkage in the construction sector from the impact caused by a significant increase in cost, from the Russia-Ukraine war that broke out in late February 2022, causing a certain portion of oil and construction material (especially steel) supply to disappear from the market. This is because Russia is the world's second largest oil exporter (2020), while both Russia and Ukraine's total steel export represents 12% of the entire global steel export volume (about 47 million tons). The Thai construction business has encountered a significant increase in construction material and transportation costs, whereby steel price; the core construction material, increased exponentially in the first quarter of 2022; 27,446 Baht/ton for rebar (+25.3% YoY), 36,046 Baht/ton for c-steel (channel) (+37.5% YoY), while the concrete and cement price index increased by 5.7% and 4.8% respectively (steel, concrete and cement represent 23%, 16% and 13% of the construction business' cost structure respectively). From the mentioned pressure on costs, some projects ran into financial liquidity problems, worsening the shortage of labor issue from the spread of COVID-19 that has not yet recovered. Some projects had to delay the construction investment, leading to the investment value in the first quarter of 2022 being 340 billion Baht, decreasing by 3.7% YoY. The public sector construction projects valued at 210 billion Baht and the private sector projects valued at 130 billion Baht, decreasing by 2.1% YoY and 6.1% YoY respectively.

Industry Outlook

Krungsri Research forecasted that the construction business has a tendency of continuous growth during 2022-2024, given that the construction investment is likely to increase, mainly driven by the government's large-scale investment projects, especially ones related to the EEX and the transportation network expansion project, especially railways and highways, including the investment of private sector construction projects, both for the residential projects and real estate for commercial purposes with the tendency of gradual recovery following the economic conditions.

However, contractors would still encounter the high oil price and construction materials in 2022 due to the impact from the Russia-Ukraine war, whereby contractors were forced to absorb the cost. Small businesses are more prone to liquidity issue and abandoning the work, and a lot of government project contractors still have not been reimbursed the K factor or escalation factor (Source: Thai Contractors Association, Than Settakij, April 2, 2022). The mentioned outlook suggested that **the total construction investment value in 2022 would not expand much at 3.0-3.5% before expanding to 4.5-5.5% in 2023-2024** (figure 11).

Figure 11: Construction Investment Forecast

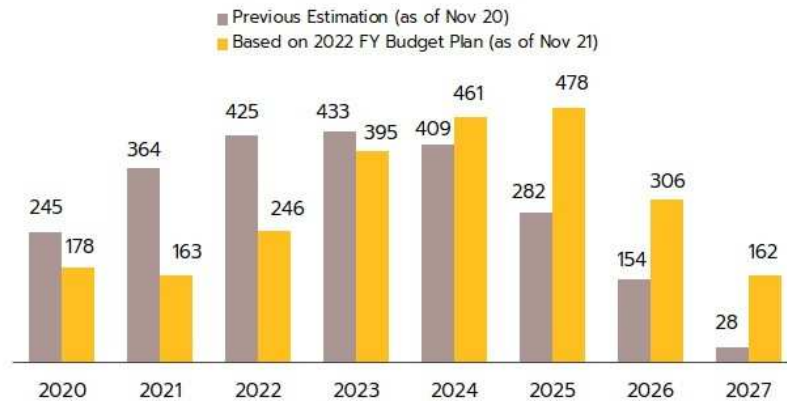


% YoY	2020	2021	2022F	2023F	2024F
Public	-4.8	6.4	4.5-5.0	5.0-5.5	5.5-6.0
Private	-2.9	0.9	0.5-1.0	3.5-4.0	4.0-4.5
Total	1.4	4.0	3.0-3.5	4.5-5.0	5.0-5.5

Source: NESOC
Note: forecast by Krungsri Research

The government construction investment during 2022-2024 has been forecasted to expand at the average of 5.0-6.0% per year, with the most critical driving factor being the continuous investment in large-scale projects to achieve the goal in accordance with the urgent execution plan on the transportation sector B.E.2562, under the strategic development of the Thai transportation system in the next 20 years (2018-2037) (figure 12).

Figure 12: Investment Value of Megaprojects Worth THB 3.2 tn (Plan for 2020-2027)
(THB, bn)

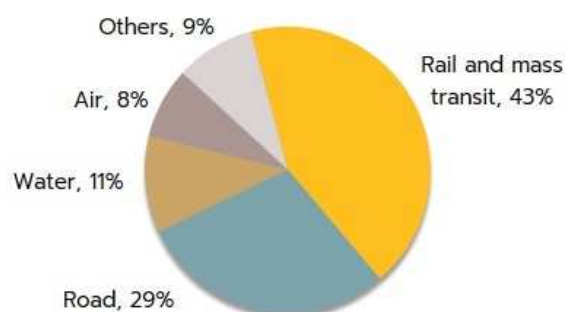


Sources: Ministry of Transportation (MOT), Krungsri Research

Note: The THB 3.2 tn of mega-project based on Transportation Action Plan, except for two high-speed railways; (i) Bangkok-Hua Hin route, and (ii) Bangkok-Chiang Mai route

- **Large-scale construction projects linked to the EEC area according to the Eastern Economic Corridor (EEC)’s transportation infrastructure execution plan phase 1 (2017-2021)** have been expected to commence in 2022 both for the railways and highways, for instance, (1) high-speed train connecting 3 airports (Don Muang – Suvarnabhumi – U-Tapao), whereby the first phase will start with Suvarnabhumi – U-Tapao interval (2) development of Laem Chabang Port phase 3, whereby the phase 2 development plan (2022-2066) features the objective of enabling Thailand as a commercial, transportation and logistic hub of the region, as well as accommodating growth of the EEC in the future. Initially, there are 131 projects, with the total investment budget of 386,565 million Baht, whereby investment in railway and mass transit systems represent the largest portion or 43% of the total investment budget (figure 13).

Figure 13: Budget Investment by Type of Development
(EEC Development Action Plan, Phase 2, 2022 – 2026)



Sources: The Office of Transport and Traffic Policy and planning (OTP), Prachachart, Turakij and Krungsri Research

- **Key projects in other areas**, for instance, the development of a passenger terminal – an extension phase in the north, Suvarnabhumi Airport (terminal 2), MRT South Purple Line project (Taopoon - Ratburana), Denchai – Chiang Khong parallel-track train and Khonkaen – Nongkhai parallel-track train, etc. (table 4).

Table 4: Ongoing Mega Project Investment Plan

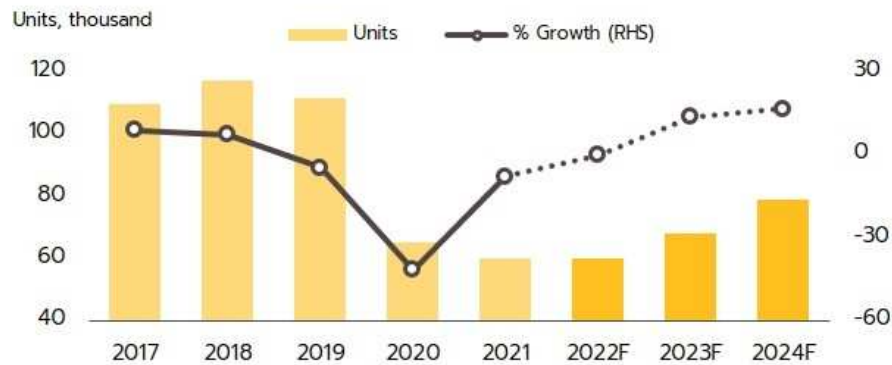
Mega Projects of Transport Infrastructure Development	Investment Value (THB, bn)	Period
1. Motorway: Bang Khun Tien to Bang Buang Thong (M9), Western Outer Ring road	56	2022-2025
2. Motorway M9: Uttaraphimuk Tollway Extension Rangsit-Bang Pa-in	27	2023-2026
3. Motorway: The network connects M6, Bang Pa-in - Nakhon Ratchasima, and Lor. 32	4.7	N/A
4. Motorway M7: Srinagarindra - Suvarnabhumi	29	2024-2027
5. Motorway M8: Nakhon Pathom - Cha Am (Nakhon Pathom - Pak Tho period)	51	N/A
6. Expressway: Stage 3, Northern Lines N1 and N2	37	2024-2027
7. Expressway: Chalongrat - Chatuchok	22	2024-2027
8. Expressway: Ka thu - Patong, Phuket	14	2024-2027
9. Expressway: Muang Mai - Koh Kaew - Ka thu, Phuket	30	2025-2028
10. Aircraft Maintenance, Repair and Overhaul (MRO) Road to The Third Thai-Laos Friendship Bridge, Nakhon Panom	16	2022-2024
11. The Sixth Thai-Laos Friendship Bridge Ubon Ratchathani in Thailand - Saravan in Laos PDR	4.7	2023-2025
12. Dual Track Railway: Den Chai - Chiang Rai - Chiang Khong	85	2022-2026
13. Dual Track Railway: Ban Phai - Nakhon Phanom	68	2022-2026
14. Mass Transit System: Orange Line (Bang Khun Non - Thailand Cultural Center)	120	2022-2027
15. Mass Transit System: Purple Line (Tao Pun - Rat Burana)	120	2022-2027
18. High-Speed Rail Linking 3 Airports: Don Mueang - Suvarnabhumi - U-tapao	220	2022-2028
19. Airport: Don Mueang Airport Development Phase 3	36	2022-2029
20. Regional Airport: Chiang Mai Airport; Phase 1	15	2022-2026
21. Regional Airport: Chumphon Airport; Phase 2	3.2	2022-2027
22. Regional Airport: Ranong Airport; Phase 3	3.5	2022-2028
23. Logistics Center: Nakhon Panom	13	2022-2024

Sources: The Office of Transport and Traffic Policy and planning (OTP), Khao Sod, compiled by Krungsri Research (as of December 2021)

The private sector construction investment value has a tendency of gradual recovery at the average rate of 3.0-4.0% per year during 2022-2024, driven by these factors:

- **The construction of housing projects** has an average growth projection of 10% or about **70,000 units per year during 2022-2024** (figure 14). Real estate developers have tendencies to increase the proportion of horizontal projects, especially in suburb areas, to accommodate demand for those who are actually looking for accommodations, supported by the government's expansion of the transportation network system such as an extension phase of the MRT project and motorways that facilitate inter-city transportation. Meanwhile, condominium construction should improve in certain areas especially at the city center and certain MRT lines, whereby the majority of which will be in favor of major contractors. However, the overall construction investment may slow down in 2022 due to the increased cost from oil price and construction materials, despite the entrepreneurs' chance to hand over the cost burden by increasing accommodation price, which can be done with certain limits due to a slow recovery of purchasing power. In this regard, the Home Builder Association has announced that the housing price may increase by 5-8% from April 2022 onwards.

Figure 14: Newly Launched Housing Projects

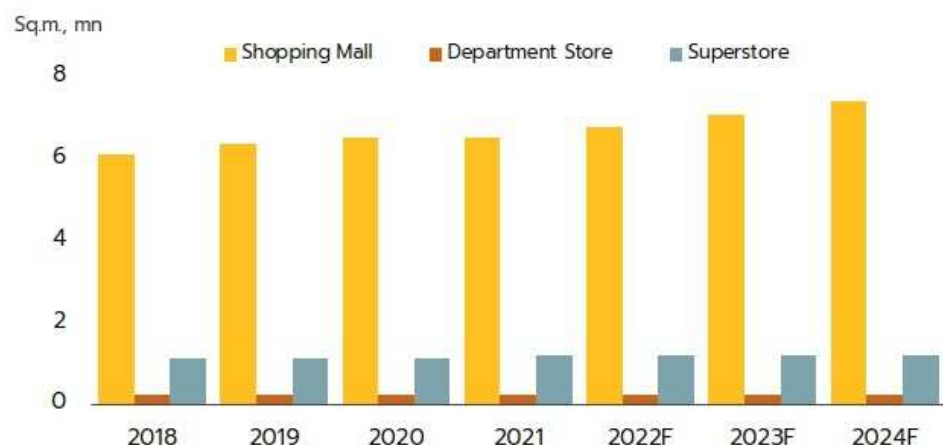


Source: Agency for Real Estate Affairs (AREA), Forecast by Krungsri Research

- **Construction of factories and industrial estates can capitalize on the advantage of the government's acceleration of infrastructure project investment especially in the EEC area.** Entrepreneurs in industrial estates have the plan to invest in new industrial estates and develop the land for sales and construction of factories on a continuous basis to accommodate the expansion of investment of targeted S-Curve industries, for instance, Nong Lalok Industrial Estate in Ban Khai district, Rayong, which is expected to take about 2 years to develop the area and commence operations; Apex Green Industrial Estate in Plaengyao district, Chacheongsao (jointly operated with the Industrial Estate Authority of Thailand or IEAT), which is expected to commence operations in 2023.

- **The construction of commercial buildings** can be categorized into (1) retail space, which has the tendency to expand in relation to the project developers' investment plan (figure 15) to accommodate the recovery of private sector consumption and the tourism sector and (2) office building construction, which is expected to increase following the recovery of business sector investment. In this regard, the construction of commercial buildings nowadays is usually in a mixed-use format that can cater to modern and urban lifestyles. Projects with the investment plan during 2022-2024 in the construction phase and pre-construction phase have a combined space of approximately 1 million square meters (figure 5).

Figure 15: Bangkok Retail Supply by Type



Source: Compiled by Krungsri Research

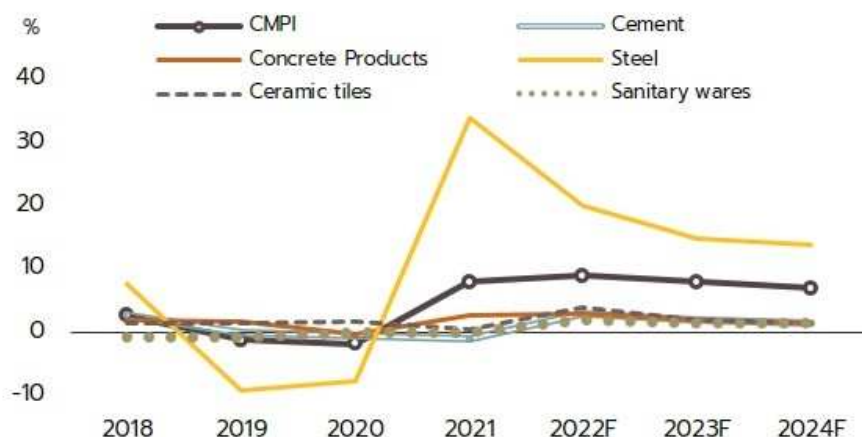
Table 5: Major Investment of Commercial Building and Mixed-use Project to be Completed in 2022-2024

Project Name	NLA (sq.m.)	Retail Format	Completion Year
Terminal 21 Harbour	40,000	Enclosed Mall	2022
Smile Square	28,000	Office, Hotel, Residential	2022
The EmSphere	60,000	Enclosed Mall	2022
The Forestias	180,000	Residential, Office, Hotel	2023
One Bangkok	180,000	Condo, Hotel, Office	2023-2024
Cental Ratchapruet	80,000	Condo, Hotel, Office	2023
Bangkok Mall	90,000	Enclosed Mall	2023
Asiatique 22	100,000	Mixed-use Mall	2023
Bangkok Midtown (Phase I)	59,000	Enclosed Mall	2023
Dusit Central Park	70,633	Condo, Hotel, Office	2024
The Mall 2 Ramkhamhaeng	32,712	Enclosed Mall	2024
Asiatique 21 (Parking Space)	30,000	Community Mall	2024
Robinson Sukhumvit (Renovation)	13,000	Department Store	2024

Source: Compiled by Krungsri Research

The overall construction material prices in 2023-2024 are expected to decrease slightly from 2022 but will still be on the high side (figure 16), mainly due to the (1) the increase in energy price that affects manufacturing and transportation costs. However, when the economy and investment are slowly recovering, major contractors are at an advantage of having negotiating power with the manufacturers/construction material suppliers, possibly preventing the construction material prices from increasing too high, and (2) the increase in imported raw material costs according to the global market such as steel scrap and billet, causing steel price to remain high in accordance with the global price outlook, despite a slight improvement in excess supply scenario from reduced steel production capacity in China, (3) the recovery of the construction sector that supports construction material demand especially cement and construction steel, and (4) government measures that encourage the use of products (construction materials) that are domestically produced via the “Made in Thailand” procedures.

Figure 16: Construction Material Price Growth



Source: MOC, forecast by Krungsri Research
Note: CMPI = Construction materials price index

Adaptive Measures for Contractors

- **Major contractors** are at an advantage from their high negotiating power with manufacturers/construction material traders, as well as the continuous sourcing of business channels to maintain revenue and profitability, for instance, electric train system management. In terms of investment, the emphasis will be on the incorporation of automated machinery to minimize the risk concerning labor shortage, shorten construction lead time and correct errors during the construction such as BIM (Building Information Modeling) Prefabs (Prefabricated Building Components) (figure 17).

Figure 17: Current Strategies of Contractors to Deal with the Crisis



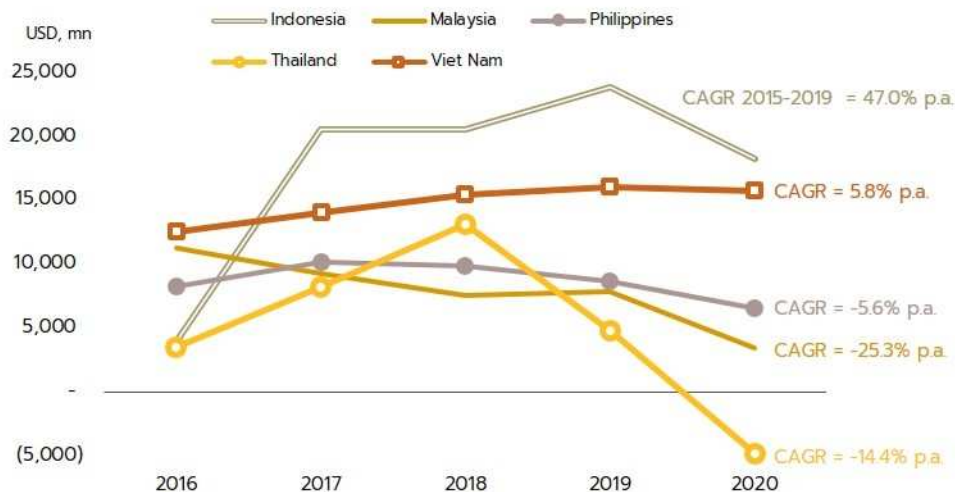
Source: The construction contractor analyst meeting 2020, Krungsri Research

- **Medium and minor contractors;** the majority of which are family businesses, with limited capital, hence lower negotiating power. They usually subcontract from major contractors, especially the government's mega projects, and they also seek to increase revenue stream from building maintenance and improvement works.

With regards to the opportunities to take on construction projects in overseas market, Thai contractors have higher chance of getting more projects in CLMV countries, where there have been continuous investment in the infrastructure projects to accommodate economic growth and urbanization, leading to construction of industrial plants, office buildings and residences, especially Vietnam, where there are intensive expansions in the infrastructure and industrial estate projects, in response to the foreign direct investment (FDI) tendency that is continuously on the rise (figure 18), especially from China. However, the majority of opportunities are limited to large contractors, given their readiness in capital, technology and investment channels that stem from business connections with local investors.

However, acquiring construction works in CLMV countries might impose regulatory risks in terms of employment that may not align with the international standard, uncertain agreement conditions, political instability and competition with other foreign contractors. In order to mitigate such risks, Thai contractors should look for business alliances in the CLMV supply chain, for instance, local real estate developers/contractors, and local employment agency in order to have an open channel to continuously acquire new assignments.

Figure 18: Flows of Inward Foreign Direct Investment (FDI) to ASEAN Countries



Source: aseanstats.org

Table 6: Major Construction Investment Projects in the CLMV during 2022-2024

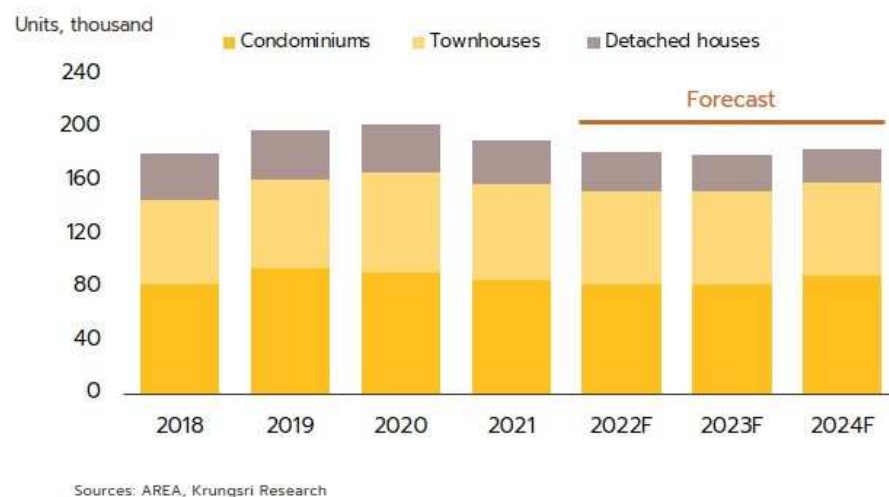
Country	Some of Major Construction Investment Projects (2022-2024)
Viet Nam	- The 1,200MW Ba Ria 2 Gas Power Plant is planned for Ba Ria-Vung Tau, Viet Nam. The project is currently being permitted but will be developed in a single phase. Construction is likely to commence in 2022, and commercial operations are expected to begin in 2024. 25 projects are prioritized for investment over 2021-2025, including: four sections of the North-South Expressway to the East, Belt Road No.3 Ho Chi Minh City, Belt Road No.4 Hanoi, Chau Doc-Can Tho-Soc Trang-Tran De Expressway, An Huu-Cao Lanh Expressway, Belt Road No.4 Ho Chi Minh City, Belt Road No.5 Hanoi, and Vinh-Thanh Thuy Expressway.
Cambodia	- The Kandal Provincial Administration has set a goal of implementing a total of 63 provincial development projects in 2022, most of which focus on the development of roads, administrative buildings, street lighting, and other infrastructure. - As per the Law on Financial Management for 2022, The Cambodian government plans to build two new airports and to upgrade another two. The four projects will be carried out under the Office of the Council of Ministers, and include the construction of the new Ratanakiri and Preah Vihear airports (both Class 3), as well as the upgrade of Battambang (Class 3) and Stueng Treng (Class 4) airports. - The Siem Reap bypass construction project (EDCF Loan KHM-28).
Myanmar	- Myanmar plans to build 36 new north-south and 45 new east-west highways as well as upgrade rail and highway networks as a near-term priority. - It is estimated that there is more than 100,000 MW of potential hydropower capacity in the four main basins of the Ayeyarwady, Chindwin, Thanlwin, and Sittaung rivers. - Myanmar has identified 92 large hydropower potential projects with a total installed capacity of 46,000 MW.
Laos PDR	Two South Korean construction companies, Doosan Heavy Industries & Construction and Korea Western Power, have been tapped to build a dam between 2022 and 2029. This will be in cooperation with Charoen Energy and Water Asia (CEWA), a private sector entity connected to the Thai and Lao governments.

Source: Compiled by Krungsri Research, as of January 2022.

Challenging factors that may limit growth of the construction business and contractors' revenue during 2022-2024 are:

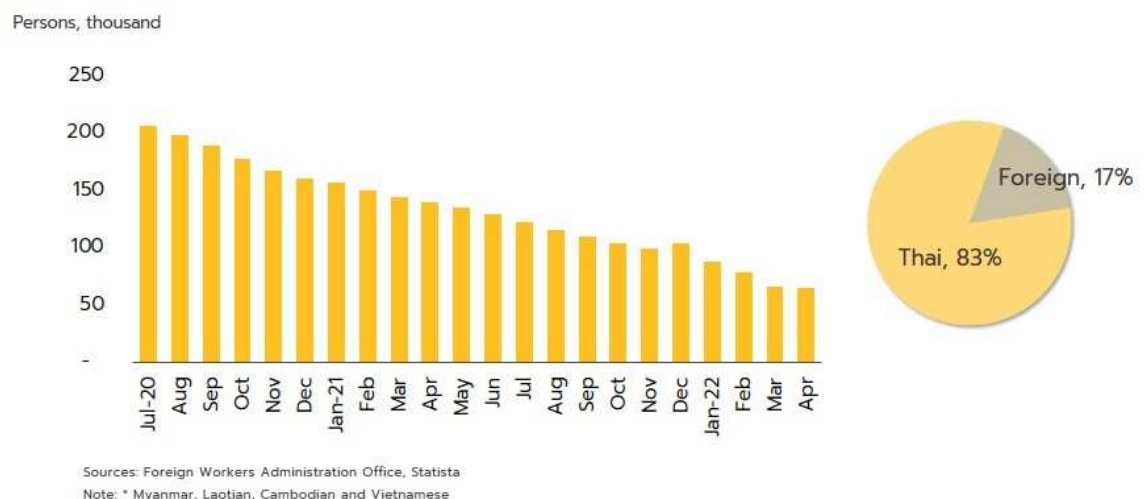
- **The oil price and construction material cost** have remained high resulting from the Ukraine war, forcing contractors to absorb the cost burden.
- **The inventory level has remained stably high (figure 19)**, while new demand still has not recovered, causing the investment in new residential project construction of the private sector to be rather low.

Figure 19: Housing Stocks (Unsold Units)



- **Shortage of labor resulting from the impact of COVID-19** can be an obstacle for project delays. In this regard, foreign construction labors may have not come back to Thailand like it used to be before COVID-19, while a certain group of labor have travelled back to their hometown and have not come back to join the labor market in Bangkok and vicinity. (Figure 20)

Figure 20: Number of Migrant Construction Workers Entering Thailand from 4 Nations*, as per the MOU



[1] K factor is the index used to measure changes in the project value at the time that the contractor opens the bidding envelope, compared to the delivery lead time in each submission, in order to calculate the compensation amount for contractors to alleviate the impact from the fluctuation of construction materials prices during the project execution period. (Source: Trade Policy and Strategy Office, Ministry of Commerce)

[2] Calculated from major entrepreneur's cost structure and the production-productivity factor table made by the Office of the National Economic and Social Development

[3] Namely 1) Christiani & Nielsen (Thai) PLC. 2) Power Line Engineering PLC. 3) Pre-Built PLC. 4) Syntec Construction PLC. 5) Unique Engineering And Construction PLC. 6) Nawarat Patanakarn PLC. 7) Ch. Karnchang PLC. 8) Sino-thai Engineering And Construction PLC. 9) Italian-Thai Development PLC. and 10) Thai Polycons PLC.

Source: Krungsri Research

Competitive Environment and Potential

The competition from the numbers of companies in each business sector may reflect the competition situation in the market at certain level that the construction business for the SMEs may be the most aggressive. It is because of there are less barriers of entry due to fewer funds for investment, technology, expertise, and management when it is compared with a large contractor. Despite there are some obstacles in terms of the regulation and standards of business operation, the entry into the market is no difficult. Thus, there are many small contractors in the construction business.

The market for the large entrepreneur is of less competition due to high barriers of entry since the market requires a large amount of investment fund, more experience and expertise in particular areas. On the other hand, the competition in the market for middle entrepreneurs may have competition of which depends on volumes in each situation. When the economy is going well, the construction projects are quite a lot and the competition is not quite aggressive. However, if the economy is slowdown, the construction projects decrease in numbers, leading to serious competition since the numbers of the contractors have not changed. In addition, if there are large contractors in the competition, the competition is even more aggressive which may lead to the price war of the construction fees.

Moreover, when the competition is considered by the types of work from the government and the private sector, it is found that the construction market of the government sector, the government sector has its procedure of pre-qualification to select appropriate contractors based on standards such as minimum financial status, minimum equipment and machine, and minimum personnel. Also, the market of the government's construction has clearly classified the project's value. The large contractors will involve in large projects only. Thus, the high value government's projects are always with the large contractors, reflecting a mild competition when it is compared with the contractors in other markets.

In terms of the private sector construction market, although most of the construction companies are listed companies in the Stock Exchange of Thailand, the competition in the private sector construction market is quite aggressive, after consideration of the number of the projects that the contracts have already been signed, it is found that the distribution of assignments has been quite thorough, both for condominium and housing projects. During the economic crisis, the private sector construction market usually encounters high competition which leads to price cuts for survival.

Hence, the demand for construction services particularly in civil construction, design, procurement and installation of MEP for new projects and old buildings under renovation has an opportunities to grow respectively. The contractors who have strong financials and reputation of completion of quality of works will have good potential to acquire more businesses as they are more flexible in taking on large, medium and small-scale projects. Large contractors in Thailand including the Company usually have strong negotiating power with suppliers of materials and equipment to obtain better price and conditions. The company's good track records and continued development in quality of works during more than 35 years in this industry is very significant part to encourage its competitiveness and create the opportunities to grow further and create stronger confidence for customers. This can be seen from the Company's past performance in controlling and managing projects to complete on time within the quality required by customers, as well as the Company's ability to generate profits over the years. In this regard, since the Company's business covers customer bases in the construction sector for accommodation, commercial and industrial construction, which are new projects, renovation or improvement of the building engineering system for old factories, the negative impact from any particular business sector has a rather limited impact on the Company compared to other competitors,

Apart from the competition among the Thai contractors, the foreign contractors through its direct investment and joint ventures with/Thai partners are also main competitors. The determination of the market share is quite challenging as no organizations have compiled this data. Besides, compiling the contractor information by their expertise, experiences and work quality is also difficult, as the installation works to make sure the system can operate is something that is quite easy for experienced engineers, but the quality, neatness and the lifetime of the system, as well as the ability to prepare the system is something more complicated, and each contractor has different capacity, which takes time to prove in order to categorize their expertise.

In 2022, the Company had participated in several bid rounds for public and private sector construction projects and won 10 projects altogether, with the total value of 1.8 million Baht, which was lower than the target due to the outstanding works on hand valued at over 10 billion Baht from 2021. After revenue realized in 2022 of 7.84 billion Baht, the backlog at the beginning of 2023 stood at 15.7 billion Baht that will be realized in 2023 and the following years. Besides, the Company also planned to participate in large infrastructure project bid rounds with major construction contractors in Thailand and overseas, as well as taking on assignments from major private sector customers, whereby additional projects should be acquired in 2023 of about 12.2 billion Baht.

In 2022, the increase in core construction material costs especially steel has greatly affected the Company's cost. However, the situation improved at the end of 2022. It has been forecasted that this portion of the cost can be controlled more effectively in 2023 and 2024, enabling the Company to make profit again. The Company has also improved the effectiveness of work procedures, by devising the strategies of all departments to follow the ESG framework, as the Company is aware of the importance of all stakeholders in order to ensure stable and sustainable business operations. Over the past 30 years, the support from customers, suppliers, executives and staff members, as well as government bodies and private sector organizations, have been an important force for the Company's advancement and prosperity.

Hence, the Company strongly believed that the operations in 2023 will be efficient and effective, with no delays for the projects, as well as with cost and expense control to achieve the desired profits. The Company emphasizes on working as a team with concrete performance measurement, and also supports all staff members to take part in taking care of the society and environment within and outside of the organization, to play a part in supporting the Company to move forward in a sustainable manner.

Currently, major companies operating the construction, design, procurement and engineering system installation businesses are as follow:

Unit: Million Baht

Names	Securities Initials	As of December 31, 2022			
		Consolidated Statement of Financial Position			
		Total Assets	Total Revenue	Net Profit (Loss)	Profit (Loss)/Share (Baht)
Italian-Thai Development PCL	ITD	115,857.32	67,833.32	(4,758.85)	(0.90)
Chor. Karn Chang PCL	CK	85,150.79	19,437.84	1,104.61	0.67
Sino-Thai Engineering and Construction PCL	STEC	50,789.59	30,574.87	857.41	0.56
Unique Engineering and Construction PCL	UNIQ	45,042.68	11,328.98	41.21	0.04
Nawarat Patanakarn PCL	NWR	19,892.02	13,247.19	37.00	0.01
Syntec Construction PCL	SYNTEC	9,755.62	5,146.84	(367.79)	(0.23)
Power Line Engineering PCL	PLE	14,289.56	8,228.32	(175.69)	(0.13)
Christiani & Nielsen (Thai) PCL	CNT	6,202.19	5,387.01	(213.39)	(0.21)
Pre-Built PCL	PREB	6,329.54	5,800.02	354.93	1.15
Seafco PCL	SEAFCO	2,163.97	808.80	(129.49)	(0.18)

Source: www.set.or.th

(3) Product and Service Sourcing

Characteristics of Product Acquisition

Production Capacity

The businesses concerning design, procurement, engineering system installation and construction requires special expertise in the engineering system, as well as the capacity to manage projects to meet customers' requirements, both in terms of the quality of the works and lead time, under the cost that can generate profit for the Company. Hence, key factors determining the Company's production capacity are:

- The number of engineers; Project Director, Project Manager, Project Engineer and Engineer
- The number of sub-contractors with experiences and expertise in each type of work
- Sufficient working capital that is suitable for the scale of the project

In order to deliver the good quality project to customers within the limited timeframe, the number of engineers and subcontractors responsible for each project will primarily depend on the complexity and scale of the project.

Engineers

As of December 31, 2022, Power Line Engineering PCL had 338 engineers altogether, comprising of 18 project directors, 38 project managers, 87 project engineers and 195 engineers.

Project engineers and engineers can be categorized into electricity system, air-conditioning system, sanitary and fire prevention system and civil construction as follows:

Level	Electricity and ICT Systems	Air-Conditioning System	Sanitary and Fire Prevention System	Civil Construction	Total
Project Director	5	3	4	6	18
Project Manager	11	5	7	15	38
Project Engineer	24	13	18	32	87
Engineer	47	39	32	77	195
Total	87	60	61	130	338

The Company's capacity to take on assignments depends on the project directors' and project managers' ability to supervise the project, and the ability to supervise subcontractors' performance. From past experiences, each project director and project manager supervise the project valued at an average of 500 million Baht.

Subcontractors

Currently, the Company has a total of 450 subcontractors, with about 5,200 installation technicians. Each team of subcontractors has a dedicated experience in each engineering system, whereby the hiring of subcontractor for each project does not involve high costs. In cases where the project value for each subcontractor exceeds 10 million Baht, the Company has devised the policy to enter into a contract with that subcontractor with the contract guarantee in the same manner that the Company does with a customer. The payment made to a subcontractor both for a normal case and a case with the contract will be in line with the portion of the work delivered, with the project manager's inspection and approval. However, the Company currently does not hire any subcontractor for the work valued above 30 million Baht as the Company needs to ensure that each subcontractor has the potential to perform for customers' maximum satisfaction, and in order to reduce reliance on any particular subcontractor, which will lead to risks of such contractor not complying with the regulations or abandoning the work.

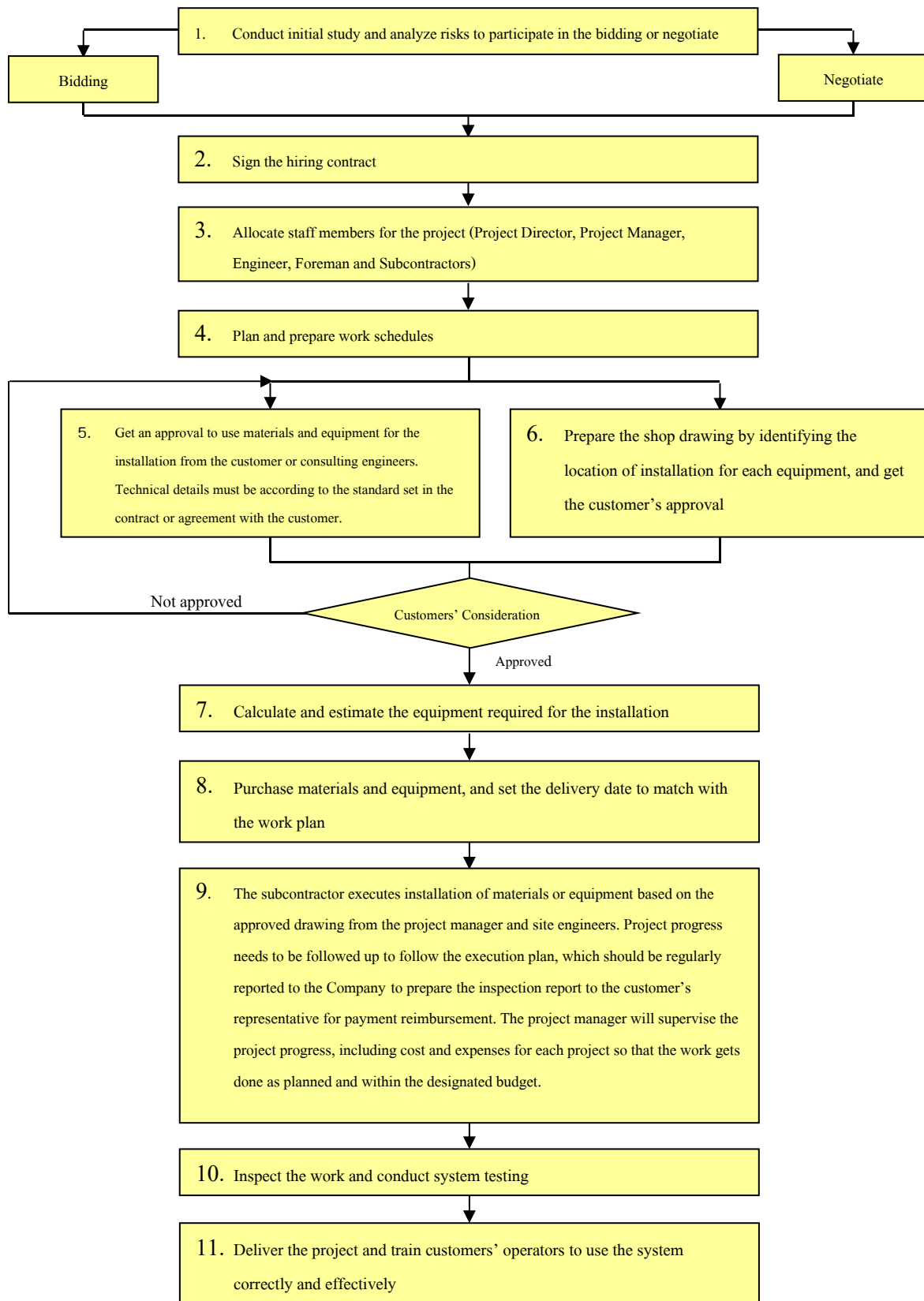
In this regard, the duties of the subcontractor are to install the equipment, systems or construction components according to the shop drawing that has been approved by the customers, under the supervision of the Company's engineers and foremen.

Working Capital

For taking on assignments of engineering system installation in general, when the hiring contract is signed, the Company usually receives advanced payment from the customer of about 10-15% of the project value in order to use as a working capital for the project, whereby the Company is required to exchange it with the advanced payment bond. Besides, the Company needs to submit the performance bond and leave it with the project owner throughout the entire project period. After the installation is complete and the work is delivered, the Company has to continue to guarantee for the project for another 1-2 years by leaving the maintenance or retention bond with the hirer. The 3 types of guarantees must be issued by financial institutions, whereby the average value of the letter of guarantee placed with the customer is about 25-30% of the project value. As of December 31, 2022, the Company's letters of guarantee were equivalent to the value of 35,761 million Baht, issued by 6 financial institutions, whereby the Company has a capacity to take on the project valued at approximately 10,000 million Baht per year. However, the Company also has the capacity to request an extension of the letter of guarantee in the future. Besides, the Company has managed to source additional working capital from investors by issuing B/E or debentures for specific investors, which serves as a tool to enhance liquidity and reduce financial costs.

For the bid rounds involving high-value projects, the Company can take projects won in the bid rounds to use as a loan collateral including the issuance of difference letters of guarantee as well (project financing).

The Company's Operational Procedures



The duration from the bidding to project delivery is between 6 months to 2 years and a half (6-30 months), depending on the scale or the project and the urgency of the customers/project owners.

Raw Materials for Service Provision

Key raw materials used in installation service provision to customers are comprised of major equipment and general materials. Major equipment can be categorized based on the type of work as follows:

Electricity System Equipment	: Power generator, transformer, gear switch, fire alarm device, cut-off switch, electric cabinet, electric wires
Telecommunication and ICT System Equipment	: Signal transmission poles, radio equipment, telephone, satellite receiver dish, CCTV, access control system, in-building automatic lighting control system
Air-Conditioning System Equipment	: Refrigerator, cooling tower, circulating water pump, blow dryer, fan, automatic control equipment, heat insulator
Sanitary and Fire Prevention System Equipment	: Different types of water pump, valve, fire extinguisher, automatic electrical cabinet, different types of pipes
Construction Equipment	: Ready-mixed concrete, steel bar, structural steel, bricks, stones, sand

General materials used in system installation may vary, for instance, different types of water pipes, pipe joints, electrical conduits, steel for installation works, screws, nuts, galvanized steel sheets, welding wires, etc. General materials can be sourced quite easily and can be purchased domestically,

The installation of engineering system that is of quality and up to customers' expectations requires sourcing materials and equipment from appropriate sources, whereby the Company will order and purchase materials and equipment from suppliers in the approved vendor list only, as they have been considered of the quality and services that have been generally accepted. Currently, there are 832 approved vendors; 190 vendors for the electrical and ICT system equipment, 133 vendors for the air-conditioning system, 157 vendors for the sanitary and fire prevention system and 352 vendors for the construction works.

In sourcing materials and equipment, since core materials may vary for each project with different specifications and characteristics of the works, the purchasing department will gather the information from each project to source the materials as requested, considering the quotes from more than 2 vendors as appropriate. The Company will consider the best price, payment term and material specifications. For general materials that are commonly used in every project in large quantity, the purchasing department will make bulk orders to reduce cost per unit, whereby the value and proportion of material and equipment sourcing over the past 3 years is as follows:

Unit : Million Baht

Type	Source	2022		2021		2020	
		Value	%	Value	%	Value	%
Core	Domestic	3,493.58	63.49	3,013.33	65.28	2,593.38	60.51
Equipment	International	2,008.99	36.51	1,602.68	34.72	1,692.49	39.49
General	Domestic	88.89	62.78	135.62	67.21	104.97	62.48
Materials	International	52.70	37.22	66.17	32.79	63.03	37.52

Even though the Company purchases raw materials from overseas, the purchases are mostly made through distributors with Thai Baht currency. If any purchases must be made with foreign currency, the Company will minimize foreign exchange risk by using the forward contracts.

Maintaining good relationship with raw material and equipment suppliers are another important factors that facilitate business operations; getting special discounts, delivering the goods on time, providing technical assistance, keeping stock of inventory, preventing raw material shortage, etc., whereby most of the suppliers have been dealing businesses with the Company for a long time. So, relationships with these suppliers have been quite positive. Besides, raw material and equipment suppliers usually provide technical assistance to the Company when introducing new products, such as refrigerators, water circulating pumps, blow dryer, air-conditioner or automatic control devices, etc.

(4) Assets used in Business Operations

4.1 Major Fixed Assets

As of December 31, 2022, fixed assets used by the Company and subsidiaries in business operations are as follows:

Unit : Baht

List of Assets	Ownership	Net Remaining Value less Depreciation, Cumulative Price and Allowance for Impairment	Obligations
<u>Assets with Ownership</u>			
1. Land			
- Head Office – Sukhumvit 81, Central Store – Nakhonpathom, Rangsit Store – Pathumthani	The Company	730,005,000.00	In mortgage
2. Building			
- Head Office building – Sukhumvit 81, Central Store – Nakhonpathom	The Company	7,101,211.51	In mortgage

List of Assets	Ownership	Net Remaining Value less Depreciation, Cumulative Price and Allowance for Impairment	Obligations
3. Equipment, Machinery and Devices			
	The Company	27,782,475.60	
	SA Future Property	2,920.53	
	Inter-Ausy	777,221.46	
4. Decorative Items and Office Supplies			
	The Company	20,912,815.15	
	SA Future Property	879,396.55	
5. Deposits at Financial Institutions used as Collaterals			
	The Company	949,491,843.44	Banks' collaterals
6. Vehicles			
	The Company	1,519,328.54	
7. Offices and Temporary Staff Accommodation			
	The Company	10,818,799.39	
8. Assets in Progress			
	The Company	10,000,000.00	
9. Condominium Show Unit			
	SA Future Property	6.00	
Total		1,759,291,018.17	

4.2 Investment Policy in Subsidiaries and Associates

The Company's investment policy is to invest in businesses related to core businesses both in Thailand and overseas to enhance stability and competitiveness of the Company. If the Company invests in any businesses with the shareholding proportion of more than 20% of such business's total assets, the Company will allocate a representative to serve as a director in that business to take part in business administration and determine key operational policies. If a subsidiary's business operations somehow significantly impact the Company's business, the representative must propose such matter to seek an approval from the Company's Board of Directors first.

4.3 Valuation of Assets (Acquisition or Divestment of Assets or Valuation of New Assets)

In 2021, the Company appraised the real estate for investment by the fair value method, by the support of an independent valuation company once every 3 years.

Remark: Details of real estate being appraised according to attachment 4.

(5) The Work Not Yet Delivered

As of December 31, 2022, there were **28 projects** that have not yet been delivered, whereby the value of work not yet delivered or not yet in operation was **15,635.31 million Baht**, as detailed below:

Unit : Million Baht

Project Name	Type of Work ^{/1}	Completion Due Date	Project Value	Not yet Delivered or Not yet Operational
Department Stores and Shopping Centers				
Mochit Complex	1,2,3	12-2023	925.19	721.65
Dusit Central Park VMS (DC1)	1,2,3		49.98	43.66
Dusit Central Park VMS (DC2)	1,2,3		8.19	8.19
Dusit Central Park VMS (NSC)	1,2,3		421.00	421.00
Fire Alarm System Installation at Mochit Complex	1,2,3		71.00	67.48
Office Buildings and Industrial Plants				
Construction and interior design of a new CAT office building	1,2,3,4	01-2022	2,470.01	565.99
Rangsit medicine manufacturing facility phase 2, Thanyaburi, Pathumthani	1,2,3,4	06-2022	5,000.16	841.53
Ministry of Interior Government Complex	1,2,3,4	09-2026	5,212.37	3,261.76
Research and Service Innovation Building Construction, Chulalongkorn University	1,2,3,4	07-2023	1,269.57	515.29
Construction of Office Building 2 – Academic Office Building and Airport	1,2,3,4	08-2022	1,848.60	882.44
Development of Block 33 Commercial Area; Suanluang – Samyan	1,2,3,4	04-2023	2,763.55	1,811.04

^{/1} Type 1 means Electrical System Type 2 means Waterworks, Sanitary and Fire Prevention System
Type 3 means Air-Conditioning System Type 4 means Civil Construction

Project Name	Type of Work ^{/1}	Completion Due Date	Project Value	Not yet Delivered or Not yet Operational
Expansion Phase of Chalermpkrakiat 80 th Anniversary Government Complex Zone C	1,2,3	09-2022	225.00	129.27
One Bangkok-Office Building	1,2,3		104.00	102.82
Sukhumvit Soi 7 Office Bangkok	1,2,3	05-2023	688.00	495.88
Office Buildings and Industrial Plants (Cont.)				
Construction of a new building, Yingcharoen Market	4	09-2022	225.00	129.27
AGC Chemical-SRCA-5 (ACTH-M)	4		104.00	102.82
DIB Artspace Bangkok at Bangkok	1,2,3,4	05-2023	688.00	495.88
Capsule Plant in Rayong	4	02-2024	380.50	339.95
Hotels, Residential Buildings and Resorts				
XT Phayathai	1,2,3,4	06-2022	2,118.34	714.21
Accommodation Building Block D1, Din Daeng Community Phase 2	1,2,3,4	07-2023	640.19	445.95
Construction of Monastic Patient Building “Sri Thammaracha”	1,2,3,4	03-2023	161.26	29.90
Holme Ekkamai 22	1,2,3,4	09-2022	313.22	160.55
One Bangkok-Hotel Building (H2A/H2B)	1,2,3		708.00	619.41
One Bangkok-Forum Building	1,2,3		403.00	357.98
Others				
Surin 3 Train Station Construction (Lan Kai)	1		100.71	40.21
Additional construction of Chai Badan 2 & Uthai Thani Train Stations	1		57.71	0.16
Rattanaaburi Train Station	1		95.11	19.97
115 KV System Gear Switch (Additional) Serng Sang Train Station	1		14.18	1.38
Total			29,775.88	15,635.31

^{/1} Type 1 means Electrical System Type 2 means Waterworks, Sanitary and Fire Prevention System
Type 3 means Air-Conditioning System Type 4 means Civil Construction

Future Projects

The Company's future projects are comprised of projects that the Company won the bidding after December 31, 2022, projects that the bidding results have not yet been announced, and projects that the Company plans to participate in additional bid rounds. All of the 3 categories are inclusive of domestic and international projects. However, for projects that the bidding results have not yet been announced and ones that the Company intends to participate in the bid rounds, the Company still cannot identify the expected returns, due to the uncertainty of the bidding results, which are still in the preparation and negotiation phases. Key projects are as follows:

Projects that the Company Won the Bidding after December 31, 2022 to February 28, 2023

Unit : Million Baht

No.	Project Name/Project Owner	Type of Work ^{/1}	Project Value (Million Baht)
1	Construction of a new building – Bangkok Christian Hospital (Demolition and underground works)	4	433.64
2	Construction of Building 6 – Medicine Factory – TP Drug Laboratories	1,2,3,4	126.17
3	Phatara-Thonburi Hospital	1,2,3	60.50
4	Administrative building, Walailuck Hospital	1,2,3,4	56.07
5	Mochit Complex – CCTV System and Access Procurement and Installation	1	58.00
6	Installation of additional durable articles – Chulalongkorn Hospital	4	1.86
7	Mochit Complex – Building Management System Procurement and Installation	3	65.00
8	Capsule Plant in Rayong	1,2,3	461.00
9	Crowne Plaza Bangkok Grand Sukhumvit	4	315.00
Total			1,577.24

^{/1} Type 1 means Electrical System Type 2 means Waterworks, Sanitary and Fire Prevention System
Type 3 means Air-Conditioning System Type 4 means Civil Construction

Projects that the Company has already submitted the tender but results have not yet been announced

Projects that the Company plans to participate in the bid rounds in 2023, whereby the documents have already been submitted, and the results are pending for **24 projects**. The total value is approximately **11,907.62 million Baht**.

No.	Project Name/Project Owner	Type of Work ^{/1}
Government Project		
1	Secondary Concourse Building 1, Suvarnabhumi Airport (By specific method) CC7-AOT (SAT1)	1,2,3,4
2	Advanced Research Building, Walailuck Hospital (By selection method)	1,2,3,4
Private Project		
3	Jas Green Village (Bang Bua Thong-Wat Lardpladuk) Six 2-storey community mall buildings and external utility systems	1,2,3,4
4	CANOPY BY HILTON at Sukhumvit12 Two 7-Storey reinforced concrete buildings, with 3 underground floors	1,2,3,4
5	Ying Charoen Market (Interior Design) Fl. 1 - Take Away Market, Fl. 2 - Food Court, Fl. 4 - Office	1,4
6	Ying Charoen Market (Landscape Architecture) Hardscape, Softscape and Lighting	1,4
7	Ducati Factory (Amata City Rayong) Automotive industry	1,2,3,4
8	Big C Saraburi Construction 1-storey A,B Building +Loft/2-storey C Building +Loft	1,2,3,4
9	Miracle Lounge@Suvrnabhumi Airport SAT 1 FL.4 Lounge on the 4 th floor/ Day rooms on the 2 nd floor	1,2,3
10	Aman Villa Phuket (Revise 2023) 4-Storey reinforced concrete buildings for accommodation	1,2,3,4
11	Nirvana Township Center Community Mall 1-2 Fls., 5 Group Building	1,2,3,4
12	Noble Create Condominium Condominium construction project of 25-34 storeys high (6 buildings) and 9-storey parking building	1,2,3,4
CSA Only		
13	AGC Chemical-SRCA-5 (ACTH-R) Project Map ta Phut Rayong	4

^{/1} Type 1 means Electrical System Type 2 means Waterworks, Sanitary and Fire Prevention System
Type 3 means Air-Conditioning System Type 4 means Civil Construction

No.	Project Name/Project Owner	Type of Work ^{/1}
MEP Only		
14	Bangkok Arena (Revise 2023) Phase 1 (2 fls. Basement, G-4M Retail+Parking, Office Tower 10 fls.)	1,2,3
15	Mixed Use/Residential Development at RAMA3 Road 4-Storey Hotel Building E (Commercial Building-Shops)	1,2,3
16	Central Noina (Package 1 : Main Plaza Building) 4-Storey Building and 2 underground floors	1,2,3
17	Central Noina (Package 2 : Parking Building Surrounding Food Park) Parking Building Surrounding Food Park, Toilet, Convention Hall	1,2,3
18	Central SOM-O (Package 1 : Building) 4-Storey Building and 2 underground floors	1,2,3
19	Central SOM-O (Package 2 : Surrounding)	1,2,3
20	AIA Ratchada 2 (Nominate Sub contract) Tower A = 27 floors, 110,400 m ² Tower B = 7 floors, 15,300 m ²	1,2,3
21	Crowne Plaza Bangkok Grand Sukhumvit (Renovate)	1,2,3
Special Projects		
22	SANO Project (Package No.3 Civil) Located in Wecozi in Asia Industrial Estate	4
23	SANO Project (Package No. 4 Electrical Control and Instrument) Located in Wecozi in Asia Industrial Estate	1
24	Thailand South Bangkok Power Plant (Samsung C&T)	4

^{/1} Type 1 means Electrical System Type 2 means Waterworks, Sanitary and Fire Prevention System
Type 3 means Air-Conditioning System Type 4 means Civil Construction

1.3 Shareholding Structure of the Group of Companies

1.3.1 Shareholding Structure of the Group of Companies

As of December 31, 2022, the Company's shareholding in subsidiaries and other companies including joint ventures are as follows:

Company Name	Shareholding %	Type of Business
Subsidiaries		
PLE International Co., Ltd. ¹	99.99	General civil construction works
S A Future Property Co., Ltd. ²	99.99	Real estate development
Techner Co., Ltd. ³	50.00	Construction contractor
2 Joint Venture		
1. PAR Joint Venture	100.00	MRT Purple Line Contract 3 Construction
2. Inter-Ausy Joint Venture ⁴	80.00	Infrastructure

Remark ¹ PLE International Co., Ltd., formerly Unima Engineering Co., Ltd.

² S A Future Property Co., Ltd. , formerly S A P S 2007 Holdings Co., Ltd.

³ Techner Co., Ltd. The Company has appointed Mr. Swake Srisuchart and Mr. Anucha Nittayanupab to serve as company directors together with directors from other shareholders; Mr. Chatchawal Suyanan and Mrs. Supanun Chullawajjana. The Company has terminated its operations since 2009 and is now awaiting the judgement of the Supreme Administrative Court for the lawsuit with the National Housing Authority.

⁴ PLE International Co., Ltd. entered into a joint venture agreement with Ausy Construction Co., Ltd. Under the name "Inter-Ausy Joint Venture" to take on the construction project of special highway no.82; Bang Khun Tian – Ban Paew Elevated Highway

1.3.2 Individuals with potential conflicts of interest in subsidiaries or associates of more than 10% of the number of vote-eligible shares

-None-

1.3.3 Relationship with major shareholders' business group

-None-

1.3.4 Shareholders

(1) Major Shareholders

(A) Top 10 Shareholders as of December 8, 2022¹

No.	Shareholders' Names	Number of Shares	Shareholding Proportion (%)
1.	Mr. Swake Srisuchart	178,862,414	13.13%
	Mr. Methus Srisuchart	45,879,600	3.37%
	Ms. Manutchaya Srisuchart	1,962,590	0.14%
	Mrs. Nuntapat Srisuchart	870,000	0.06%
	Total	227,574,604	16.70%
2.	UBS AG LONDON BRANCH	121,603,800	8.93%
3.	Mr. Amnuay Karnjanopas	39,960,712	2.93%
	Ms. Nuntapat Karnjanopas	10,160,000	0.75%
	Mr. Thanon Karnjanopas	10,000,000	0.73%
	Mr. Thanat Karnjanopas	9,000,000	0.66%
	Total	69,120,712	5.07%
4.	Mr. Pattaranat Yanakorntharanun	40,016,800	2.94%
5.	Mr. Pakpoom Kamnuansiri	33,300,000	2.45%
6.	SIX SIS AG	25,624,000	1.88%
7.	Mr. Pisit Rojanamongkol	24,080,000	1.77%
	Ms. Dujdao Rojanamongkol	630,000	0.05%
	Total	24,710,000	1.82%
8.	Mr. Chairat Kovitmongkol	19,980,000	1.47%
9.	Mr. Thitirak Toobantern	10,700,000	0.79%
	Mrs. Nattiya Toobantern	3,430,000	0.25%
		14,130,000	1.04%
10.	Mr. Somsak Kuptamethee	13,338,240	0.98%
	Mrs. Jaruwan Kuptamethee	200,000	0.01%
		13,538,240	0.99%

¹Information from Thailand Securities Depository Co., Ltd.

Remark

- The largest and the third largest shareholder; Mr. Swake Srisuchart and Mr. Amnuay Karnjanopas are the Company's directors and executives.
- Other shareholders do not have any administrative involvement in the Company

(B) Major Shareholder Group

Major shareholder groups are behaviorally inclined to have a significant influence on determining the policy, management or operations of the Company.

Names of major shareholder groups as of December 8, 2022¹

Names of Major Shareholders		Number of Shares	Shareholding Proportion (%)
1. Srisuchart Family			
Mr. Swake	Srisuchart	178,862,414	13.13%
Mr. Methus	Srisuchart	45,879,600	3.37%
Ms. Manutchaya	Srisuchart	1,962,590	0.14%
Mrs. Nuntapat	Srisuchart	870,000	0.06%
Total		227,574,604	16.71%
2. Karnjanopas Family			
Mr. Amnuay	Karnjanopas	39,960,712	2.93%
Ms. Nuntapat	Karnjanopas	10,160,000	0.75%
Mr. Thanon	Karnjanopas	10,000,000	0.73%
Mr. Thanat	Karnjanopas	9,000,000	0.66%
Total		69,120,712	5.08%

¹ Information from Thailand Securities Depository Co., Ltd

Remark Group 1 Mr. Swake Srisuchart is the Company's director and executive.

Group 2 Mr. Amnuay Karnjanopas is the Company's director and executive.

(2) Scenarios where the Company operates the business with shareholding in other companies (Holding Company)

-None-

(3) Shareholding agreement

-None-

1.4 Registered Capital and Paid-Up Capital

1.4.1 Registered capital and issued, paid-up capital as of December 31, 2020

Registered Capital:	1,361,817,957 Baht, comprising of 1,361,817,957 ordinary shares The par value of 1.00 Baht per share
Paid-Up Capital :	1,361,817,957 Baht, comprising of 1,361,817,957 ordinary shares The par value of 1.00 Baht per share

1.4.2 Scenarios where the Company has other types of shares with different eligibility or conditions from ordinary shares

-None-

1.4.3 Scenarios where there are the Company's shares or convertible securities as a reference securities in the issuance of investment units of the mutual fund for foreign investors (Thai Trust Fund) and the non-voting depository receipt (NVDR)

-None-

1.5 Issuance of Other Securities

1.5.1 In case the Company has convertible securities

- **Allocation of Ordinary Shares for Capital Injection**

The Company has been approved of to allocate ordinary shares for capital injection of not more than 1,089,080,282 shares to offer to existing shareholders based on their shareholding proportion (Right Offering) by the EAGM no.2/2016 on October 18, 2016 with the following details:

Ordinary shares for capital injection of not more than 1,089,080,282 shares have been allocated to offer to existing shareholders based on their shareholding proportions (Right Offering), whereby the shares were offered to existing shareholders whose names appeared on the record date on October 27, 2016 and the names were to be gathered according to Section 225 of the Securities and Exchange Act B.E.2535 (including amendments) by closing the share transfer book on October 28, 2016 at the ratio of 1 existing share to 1 new share at the offer price of 1.00 Baht per share. The booking and payment date for the capital injection ordinary shares was during November 21-25, 2016 from 9:00-15:30 hours.

In case there are remaining shares from exercising booking rights of existing shareholders, those shares are to be allocated and offered to limited groups of individuals (Private Placement), including institutional shareholders and/or investors with specific attributes. Those individuals must not be related to the Company, whereby each specific investor can be allocated not more than 10% of the newly paid-up registered capital (upon completion of the sales of capital injection ordinary shares to existing shareholders).

In this regard, during November 21-25, 2016; the capital injection ordinary share booking and payment period, there were 235 investors exercising their rights and purchasing 102,737,631 shares, equivalent to 102,737,631 Baht.

The share payment received from existing shareholders of 102,737,631 Baht has been disposed of for business expansion and used as working capital, as well as loan repayment for the Company.

- **Issuance and Offering of the Warrant to Purchase Ordinary Shares for Capital Injection (PLE-W3)**

The Company has been approved of to issue and offer the warrant for ordinary shares for capital injection (PLE-W3) of 544,540,141 units to offer to existing shareholders who have made bookings to purchase ordinary shares for capital injection by the EAGM no.2/2016 on October 18, 2016 with the following details:

The warrant for ordinary shares for capital injection (PLE-W3) of not more than 544,540,141 units have been allocated to accommodate the exercising of the rights stated in the third batch warrant for ordinary shares for capital injection (PLE-W3) offered to existing shareholders who have made bookings to purchase ordinary shares for capital injection at the ratio of 2 new ordinary shares to 1 PLE-W3 unit at the offer price of 1.00 Baht per share. (The decimals are to be rounded off without taking into account the value)

Topic	Details
Category	The warrant to purchase ordinary shares of Power Line Engineering PCL for the third batch (Warrant or “PLE-W3”)
Type	Determine the holder’s name and transfer of ownership is possible
Amount	544,540,141 units
The number of ordinary shares allocated to accommodate the exercising of rights	544,540,141 shares, with the par value of 1.00 Baht per share, equivalent to 25% of the number of paid-up shares of the Company after offering the capital injection shares to existing shareholders, totalling 2,178,160,564 shares (the Company’s current number of paid-up shares is equivalent to 1,089,080,282 shares).
Offered Price	0.00 Baht (Zero Baht) per unit
Allocation Method	Allocate to the Company’s existing shareholders who reserve to purchase newly issued ordinary shares for capital injection at the ratio of 2 new ordinary shares to 1 unit of the warrant. The decimals shall be disregarded (if any).
Rate of exercising rights	1 unit in the warrant allows for the right to purchase 1 ordinary share for capital injection, unless otherwise adjusted in accordance with the right adjustment conditions
Cost of exercising rights	2.20 Baht per share, unless otherwise adjusted in accordance with the right adjustment conditions
Offer Date	Within 1 year from the day that the AGM approved of the Company to offer PLE-W3
Validity of a warrant	Not more than 2 years from the issuance and offering of the warrant
Duration of exercising rights	- <u>First time</u> When the 1-year validity is due from the date of issuance and offering of the warrant - <u>Second time</u> The due date of the warrant In this regard, if the due date falls on the Company’s holiday, it shall be moved to the last working day before each due date.
Duration of intention declaration for exercising rights	Warrant holders who intend to exercise their rights to purchase the Company’s ordinary shares must declare their intention to exercise their rights during 9:00-15:30 hours on every working day of the Company within 7 days prior to the due date, except the last intention declaration period that the

Topic	Details
	warrant holders can declare their intention within 15 days before the last due date.
Secondary market for the warrant	The Company will register the warrants as the securities in the Stock Exchange of Thailand
Secondary market for ordinary shares acquired from exercising rights	The Company will take ordinary shares from exercising rights to register as the securities in the Stock Exchange of Thailand
Eligibility Adjustment Conditions	The Company will proceed to adjust the price and the rate for exercising the rights throughout the validity of the warrant in the event of any of these, which may force the Company to issue new ordinary shares to accommodate the eligibility adjustment. In this regard, the objective is to ensure that the benefits of warrant holders are not compromised. 1. When the par value changes, resulting from the consolidation or separation of the shares. 2. When the Company offers newly issued shares for sales at the rate lower than 90% of the market price calculated at the time of sales, and the method used is stated in the conditions. 3. When the Company offers convertible bonds for sales or newly issued warrants by determining the price or calculating price of newly issued shares to accommodate convertible bonds or warrants of less than 90% of the market price calculated prior to the time of sales, and the calculation method used is stated in the conditions. 4. When the Company pays the entire or partial dividend in the form of newly issued shares to shareholders. 5. When the Company pays the dividend of more than 80% of the net profit in the separate statement of financial position after the income tax is deducted, for the operations in any fiscal period during the validity of the warrant. 6. When there are other scenarios of the same nature as stated in no.1-5 that result in the warrant holders' benefits being compromised.
Other conditions	The Board of Directors or authorized individuals by the Board are to assume the authority to determine and change the criteria, conditions and other details of the warrant, as well as to determine the reason for issuing new ordinary shares to accommodate changes in prices to exercise rights and/or the rate of exercising rights of the warrant. They can also take any courses of actions necessary and appropriate related to the issuance and offering of the warrant, as well as registering the warrant as the securities in the Stock Exchange of Thailand, including seeking permission from relevant bodies.
Registrar	Thailand Securities Depository Co., Ltd.

In this regard, individuals exercising their rights to purchase ordinary shares for capital injection of 102,737,631 shares, valued at 102,737,631 Baht, received PLE-W3 at the ratio of 2 newly issued ordinary shares to 1 unit of warrant. Hence, the warrant to purchase ordinary shares (PLE-W3) issued to existing shareholders to exercise their rights to purchase ordinary shares for capital injection amounted to 51,368,814 units.

The first due date for exercising rights On December 15, 2017, there were no shareholders exercising their rights to convert to ordinary shares.

The second due date for exercising rights (the last time) On December 15, 2018, one shareholder exercised the right, with 44 units of the warrant, converting to 44 shares at the price of 2.20 Baht, equivalent to 96.8 Baht. The Company's paid-up registered capital then became 1,361,817,957 Baht.

In 2019, the resolution of the AGM 2019 on April 26, 2019, approved of the reduction of capital allocated for the conversion of PLE-W3 to ordinary shares amounting to 544,540,097 shares, equivalent to 544,540,097 Baht, at the par value of 1 Baht per share, which has already been due.

● **Issuance and Offering of Remaining Newly Issued Ordinary Shares from Existing Shareholders' Eligibility Allocated and Offered to Limited Groups of Individuals (Private Placement)**

It has been approved to issue and offer remaining newly issued ordinary shares from existing shareholders' eligibility to offer to limited groups of individuals (Private Placement) by the EAGM no.2/2016 on October 18, 2016, with the following details:

The allocation and offer of remaining newly issued ordinary shares can be made to limited groups of individuals in a private placement format, including institutional investors and/or investors with specific attributes, whereby such individuals must not be related to the Company. Each specific investor can be allocated no more than 10% of the newly paid-up registered capital (upon completion of the sales of ordinary shares for capital injection to existing shareholders) at the offer price that is not lower than the weighted average price of the Company's shares in the Stock Exchange of Thailand for no less than 7 days backward, but no more than 15 consecutive days before the offer date, and not lower than the Right Offering price. In this regard, the Board of Directors or any authorized persons are to determine the individuals who have been allocated the offer price, offer period and offer methods in a single offering or partial offering to make offers in small batches as appropriate, while complying with the Securities and Exchange Commission's criteria no. Tor.Jor.72/2558 on the permission for listed companies to offer newly issued shares to limited groups of individuals.

In this regard, limited groups of individuals eligible for a private placement must have either one of these qualifications as follows:

(a) One must be an institutional investor according to the announcement of the Securities and Exchange Commission no. Kor.Jor 17/2551 on the definition of issuance and offering of securities ("announcement Kor.Jor. 17/2551"), for instance, securities and fund managers, etc.

(b) The investor must be an individual or juristic person with stable financial position and be able to invest in the Company in the medium-term or long-term, and must be the business alliance or can provide advice or business opportunities that can support the Company's operating performance. These limited groups of individuals must not be related to the Company, whereby the Company will consider and verify the information of the individuals who will be eligible for a private placement with prudence. The individuals to be selected must have the true potential to invest in the Company. In this regard, the Company will disclose the names of individuals to be allocated ordinary shares for capital injection in a private placement arrangement after the Company has already offered those shares for sales to

existing shareholders based on their shareholding proportion, and that the Board of Directors have considered the allocation of remaining ordinary shares to limited groups of individuals in due course.

In this regard, the number of newly issued ordinary shares remaining from existing shareholders' rights allocated on a private placement format is (1,089,080,282-102,737,631) 986,342,651 shares.

On August 11, 2017, there were 5 individuals who made bookings to purchase ordinary shares for capital injection (Private Placement) as follows:

No.	Names of PP Share Investors		Number of Shares	Purchase Price/Share	Total Amount
1	Pol.Gen. Wongkot	Maneerin	25,000,000	1.1939	29,847,500.00
2	Mr. Pakorn	Makaranun	75,000,000	1.1939	89,542,500.00
3	Mr. Nurak	Mahathana	50,000,000	1.1939	59,695,000.00
4	Mrs. Apiradee	Wittayatheerakul	10,000,000	1.1939	11,939,000.00
5	Mr. Piyayos	Petprapakorn	10,000,000	1.1939	11,939,000.00
Total			170,000,000		202,963,000.00

The Company has sufficiently prepared the private placement ordinary share payment of 202,963,000 Baht to support the bidding participation for government construction projects that will take place at the end of 2017 and 2018.

In this regard, remaining shares offered to limited groups of individuals (Private Placement) were 816,342,651 shares (986,342,651 -170,000,000).

In 2018, the resolution of the AGM 2018 on April 27, 2018 agreed to reduce the capital prepared for the issuance and offer of remaining ordinary shares for capital injection from existing shareholders, which were to be offered to limited groups of individuals (Private Placement) of 816,342,651 shares, for a total value of 816,342,651 Baht, at the par value of 1 Baht per share.

1.5.2 Scenarios where the Company's securities are debentures

- Issuance of short-term bills of exchange (B/E) as of December 31, 2023

-None-

- Debentures

The Company has been approved of to issue all types and formats of debentures (with or without collaterals) with the total financial limit of not more than 1,500,000,000 Baht (one and a half billion Baht) by the AGM 2015 on April 24, 2015, with the following details:

Type	Every type and format of debenture (with or without the collaterals). In this regard, it also depends on the appropriateness of the market conditions at the time of issuance and offer of the debentures.
Currency	Thai Baht and/or foreign currencies, using the exchange rate at the time of issuance and offer for sales.
Total value of debentures	The total financial limit of not more than 1,500,000,000 Baht or foreign currencies in the same financial limit as the Baht currency.
Validity	Not more than 5 years from each issuance of debentures
Offer	Debentures are to be offered in a single or multiple offerings and/or as a project and/or in a revolving manner to the general public and/or to investors by specific means and/or domestic institutional investors and/or international institutional investors on the same occasion or on different occasions according to the announcement of the Securities and Exchange Commission and/or the Securities and Exchange Commission and/or other relevant regulations that take effect at the time of issuance and offer of the debentures.
Prematured Claim of Ownership	Shareholders may or may not have the rights to claim ownership of the debentures before the due date, and the Company may or may not have the right to claim ownership of the debentures before the due date, however this is in accordance with the agreement or conditions in the issuance of debentures on each occasion.
Interest rate	This depends on the market conditions at the time of issuance and offer of the debentures or on the agreement and conditions of the debentures issued in that particular occasion. In this regard, this should be under the enforcement of the Securities and Exchange Commission's announcement and/or the Securities and Exchange Commission and/or other relevant announcements or regulations that take effect at the time of issuance and offer of debentures on each occasion.
Authority Other details	The Board of Directors and authorized person are authorized to assume power as follows: (1) Determine details related to the debentures; name, interest rate, validity, appointment of debenture holders' agent, as well as details related to the offer, which include but does not limit to the price, method, offer period and allocation period. (2) Appoint the financial advisor and/or securities brokers and/or credibility rating organization for securities issuer and/or securities and/or any individuals that have to be appointed by law or any other cases as appropriate. (3) Contact, negotiate, enter into, sign and amend the agreement and/or documents, as well as provide the information or document/evidence to the Securities and Exchange Commission and/or other relevant bodies on the issuance and offer of debentures, as well as any other relevant proceedings as appropriate.
Objective of issuing debentures	To utilize the fund generated for the Company's business operations including business expansion

Details of PLE's Debenture Issuance as of December 31, 2022

No.	Details of Debentures		Date of Issuance	Valid Until	Stated Amount (Baht)	Interest Rate (%)
1	PLE24OA	Debenture PLE No.1/2022	12 October 2022	12 October 2024	600,000,000.00	6.50%
					600,000,000.00	

1.6 Dividend Payment Policy

The Company's Dividend Payment Policy

The Company has the policy to pay the dividend of about 50% of the net profit and allocation of legally required reserve from the operating performance in the separate statement of financial position. In this regard, the Company's Board of Directors assume the authority to refrain from going by this policy or change the policy in certain occasions, within the condition that such proceedings must constitute to maximum benefits of shareholders, for instance, to reserve the money for loan repayment, investment capital for the Company's business expansion, or in case there are changes to the market condition and the Company's cash flow might be affected.

The Company's Dividend Payment

Dividend Payment Details	2021	2020	2019
1. Net profit (loss)	181,056,772.91 Baht	(458,297,804.61) Baht	191,048,567 Baht
2. Number of shares	1,361,817,957 Shares	1,361,817,957 Shares	1,361,817,957 Shares
3. Retained earnings (loss)			
3.1 Legally required reserve	29,000,000 Baht	27,600,000 Baht	27,600,000 Baht
3.2 Unallocated profit	26,034,155.69 Baht	(167,575,263.62) Baht	322,549,065 Baht
4. Dividend payout per share	0.019 Baht	0.00 Baht	0.07 Baht
5. Dividend payment	25,874,541.18 Baht	0.00 Baht	95,327,256.99 Baht
6. Dividend payout ratio to net profit	14.29% of the net profit	0.0% of the net profit	50% of the net profit

Dividend Payment Policy for Subsidiaries

For the dividend payment policy for subsidiaries, the Company's Board of Directors will consider from the remaining cash flow compared to the investment budget of the subsidiary. If the cash flow is sufficient and the legally required reserve has been allocated, the subsidiary's Board of Directors will consider paying the dividend on a case-by-case basis.

2. Risk Management

2.1 Risk Management Policy and Plan

Power Line Engineering PCL is aware of and understands the importance of risk management as part of corporate governance, which is a critical foundation that enables achievement of the objectives, strategies, mission and vision aspired by the Company. Moreover, risk management is an important tool for the administration of different functions within the Company to facilitate goal achievement, as well as to prevent damages and minimize errors in business administration. It also enhances the chance of capturing new opportunities and potential threats that may cause damage on the Company and shareholders in general.

Risks are potential incidents that may happen and have impact on the Company's objectives. Risks can be measured based on their impact and opportunities.

1. Objective

This (Risk Management) policy has the following objectives:

- (1) To communicate the risk management framework to all functions
- (2) To serve as the risk management practices and maintain them at an acceptable level, and to be adopted across the organization
- (3) To establish confidence among stakeholders that the Company understands the risks and identifies appropriate risk management measures
- (4) To identify the duties and responsibilities to properly control the risk level

2. Scope

This policy takes effect in all operational procedures from the management to all staff members within the Company.

3. Risk Management Policy

- (1) The risk management procedures are to be identified as the Company's operational standards.
- (2) Risks are to be managed at an acceptable level to cater to all stakeholders.
- (3) Execute organization-wide risk management operations in an integrated manner, by identifying risk management as part of the annual business execution plan that is aligned with the objectives, strategies and vision.
- (4) Focus on preventive risk management and take corrective actions fast and transparently.
- (5) The impact and the chance of the risks' happening that may affect the objectives and goals will be managed systematically in order to minimize the risks to be at an acceptable level.
- (6) The acceptable risk level must be approved of by the Risk Management Committee.
- (7) Emphasize on providing the knowledge and understanding in the procedures and practices to staff members, from the management to all operational staff members, to be aware of the

importance and take responsibility in the Company's risk management activities, to foster corporate culture that leads to value creation.

- (8) If any staff members witness or are aware of the potential risks that may affect the Company's business, one must report such risk to the management and the Risk Management immediately, in order to take action accordingly.
- (9) The Risk Management Committee must report the risks with high degree of severity that may affect the Company's business plan and strategies to the Executive Committee, Audit Committee and the Board of Directors.

4. Duties and Responsibilities

- (1) The Board of Directors are responsible for monitoring risk management operations of the Company.
- (2) The Audit Committee shall provide support to the Board of Directors in risk management roles and ensure that the risk management system is appropriate and efficient.
- (3) The Executive Committee is responsible for considering and reviewing the Company's risk management and internal control systems.
- (4) The Chairman of the Executive Committee is responsible for executing this policy and ensuring compliance with the policy in a continuous manner, via the Risk Management Committee.
- (5) The Risk Management Committee is responsible for establishing confidence that business risks are identified and regularly assessed, with the prescription of efficient risk management measures. The scope of responsibilities are as follows:
 - Preparation of the risk management policy, strategies and criteria, to be proposed to the Board of Directors for an approval.
 - Consideration of the risks, risk management direction, and the risks being assessed, as well as offering suggestions for corrective actions.
 - Supervision of the efficiency of the Company's risk management procedures, with constant following-up and monitoring.
 - Reporting risks with high or very high degree of severity to the Chairman of the Executive Committee, Executive Committee, Risk Management Committee and the Board of Directors.
 - Reviewing this policy on a regular basis.
- (6) Executives and all staff members are responsible for identifying, analyzing, assessing and prioritizing risks of one's own department, as well as devising proper risk management measures to handle them.

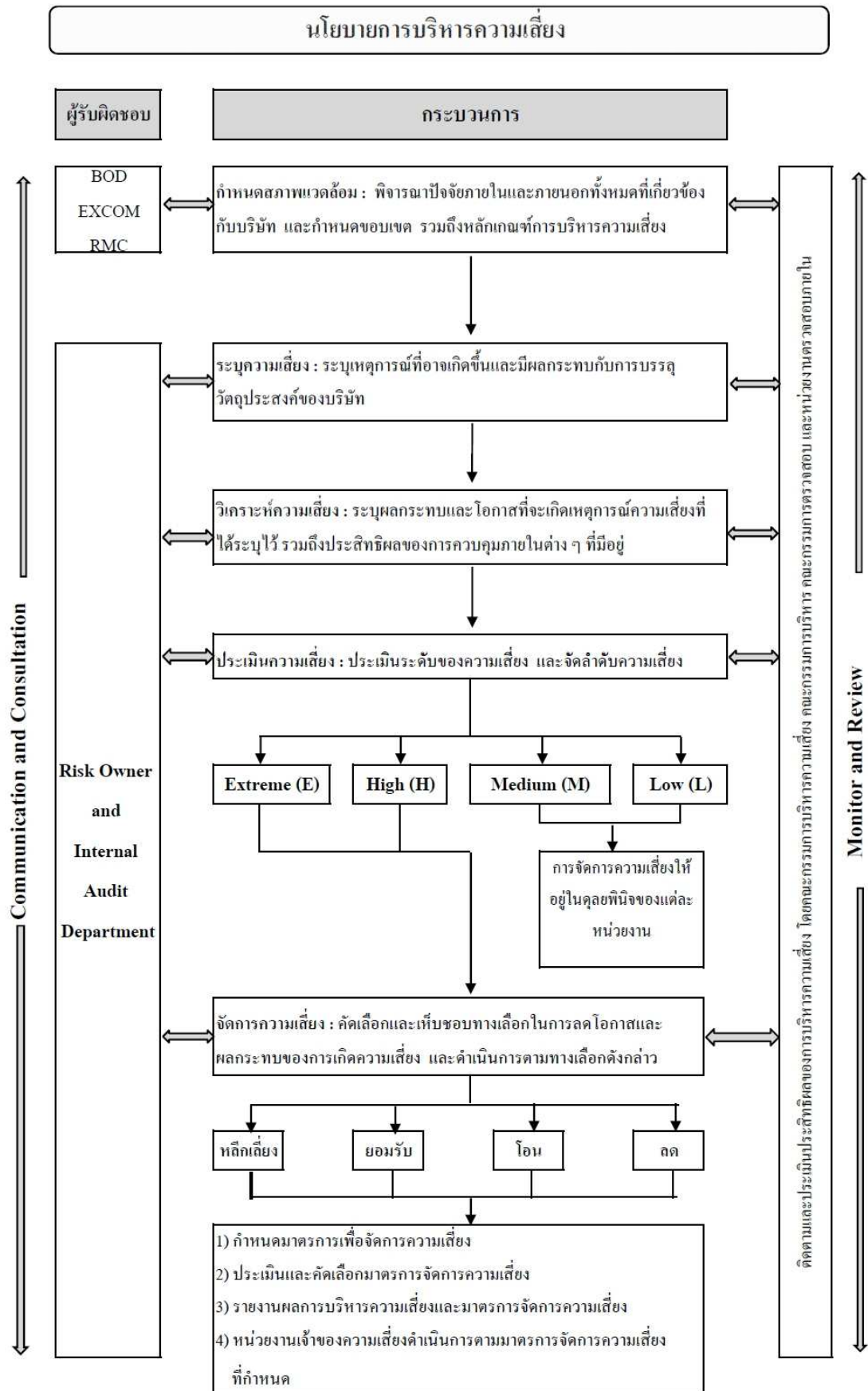
5. Risk Management Protocols

The Company has incorporated the risk management protocols that are in line with the ISO 31000: 2009 standards, with details of each risk management process, with the Company's risk management procedures. In 2019, the Company got certified the ISO 9001: 2015 standard, mainly focusing on risk management and constant reviews of work procedures to resonate with the changing situations.

6. Policy Review

The Risk Management Committee is obligated to review this policy annually and propose to the Audit Committee and the Board of Directors for an approval, should there be any changes.

In this regard, the Risk Management Committee held a meeting once in every quarter in 2022, with 4 meetings held in total, to set forth the risk management plan to cover potential risks, for instance, risk prevention measures for each project.



2.2 Risk Factors for the Company's Business Operations

2.2.1 Risks for Business Operations of the Company or the Group of Companies

1.) Strategic Risk: SR

1.1.) Risks from Real Estate and Construction Sectors

In the first quarter of 2022, the construction business was affected by a significant increase in cost, from the Russia-Ukraine war that broke out in late February 2022, leading to a decline in oil demand and construction materials especially steel, given the fact that Russia is the world's second largest oil exporter (2020). Meanwhile, both Russia and Ukraine's combined export volume of steel products was 12% of the world's total steel export volume (approximately 47 million tons). The Thai construction business also encountered an exponential rise in construction material and transportation costs. In the first quarter of 2022, steel price; the most common construction material, increased a great deal; 27,446 Baht/ton for rebar (+25.3% YoY) and 36,046 Baht/ton for channel steel (+37.5% YoY). Meanwhile, concrete and cement price indices increased by 5.7% and 4.8% respectively (steel, concrete and cement account for 23%, 16% and 13% respectively in the construction material cost structure). From the pressure on increased cost, some projects suffered from financial liquidity difficulty, worsening the issue of labor shortage resulting from COVID-19 that has not improved. Some projects had to put the investment on hold, so the overall construction investment in the first quarter of 2022 was reported at 340 billion Baht, decreasing by 3.7% YoY, while the public sector investment valued at 210 billion Baht, and private sector investment was 130 billion Baht, decreasing by 2.1% and 6.1% YoY respectively. From these figures, it has been forecasted that the overall construction investment value in 2022 was not going to expand much at 3.0-3.5%, before increasing to the average growth rate of 4.5-5.5% in 2023-2024. However, the Company has already prepared the action plan to handle potential issues.

1.2.) Risks from Competition

Given increased competition in the construction and engineering system installation industries, as well as a higher number of construction contractors, the competition has become more intense in the bidding process. So, the Company usually runs into competition among contractors in Thailand and overseas, as seen from high bidding competition in 2022, which is mostly based on the bidding criteria. Therefore, certain contractors resort to price cut and decrease the project value in order to win the bid round. The Company has considered the matter and viewed that at the said price point, it may affect the project's profitability and the Company's market share. Hence, if the Company fails to win the bidding, and does not get chosen by the hirer, the revenue may be lower than the initial forecast. However, the Company has the risk under control by choosing to participate in the bid rounds that the Company has expertise in and can exercise control over the project, in order to win the project and generate revenue at the appropriate rate, which is in line with the number of the Company's staff members. The Company also considers and selects the hirer and project owner with care, by checking their business operation history, financial position, and the capacity to make payments from different sources. Furthermore, given the Company's several assignments in construction projects and engineering system installations in the past, the Company is trusted by engineering consulting companies, operators and project owners who see the potential and the quality of work delivered, and so nominate the Company to participate in new projects all the time.

2.) Operation Risk: OR

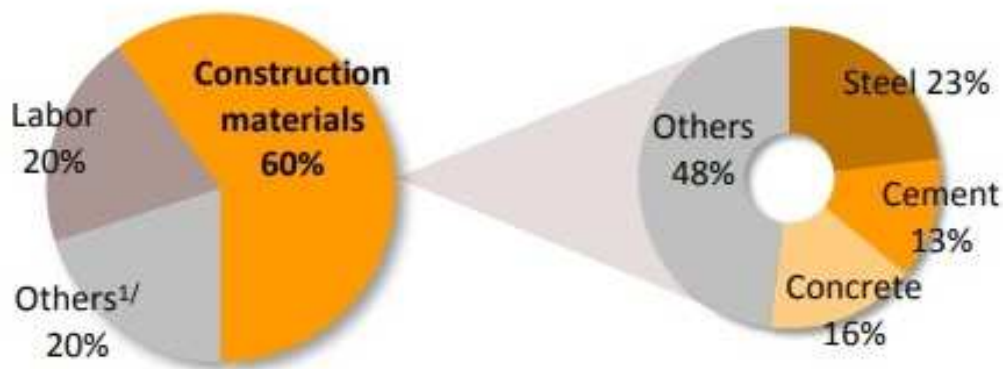
2.1.) Social and Environmental Risks

The Company places great emphasis on operating the business with social and environmental responsibilities and has regulated that every project management team is required to develop an administrative system that takes care of the impact on nearby communities and environment surrounding the project areas, as well as the execution plan on safety and occupational health. Staff members of every level must have been trained to ensure safety and confidence among themselves and community members to have the least impact possible through measures and execution plans in an effective manner, for instance, exercising control measures on pollution from construction to comply with the legal standards.

2.2.) Risks from Labor Shortage

The Company operates the businesses concerning design, construction, procurement and installation of engineering system, which is one of the most labor intensive businesses. Changes in construction materials and labor costs (currently the Thai construction businesses are facing challenges in terms of a mismatch in supply and skills required by the market, leading to lower productivity compared to wages) have directly impacted the Company's profits, whereby the construction companies' cost structure is comprised of core construction material costs, for instance, 1) steel, concrete and cement; all accounting about 60% of the total cost when combined with other construction materials and 2) labor costs of 20% and 3) other expenses of 20%.

Structure of Construction Costs



Source: NESDC and MOC, compiled by Krungsri Research

However, the Company has put in place measures to minimize risks on labor shortages by increasing the proportion of sub-contractors to cover tasks on hand, and offering different benefits to motivate staff members to work with the Company in the long term. The Company encourages career advancement, takes care of income security, safety, as well as appropriate welfare in relation to the tenure, so that staff members feel engaged with their work. In terms of investment, the Company focuses on investing in technology machinery to replace physical labor, and to minimize risks of labor shortages and the impact from social distancing, which should continue to take effect for quite some time.

2.3.) Risks from Project Delays

Risks from project delays are critical for business operations. Delays may be caused by the project owners themselves, for instance, changes in the construction and installation plans, shortages of capital and liquidity of the operators, or delays from the Company's installation team, which can be categorized into 2 major reasons:

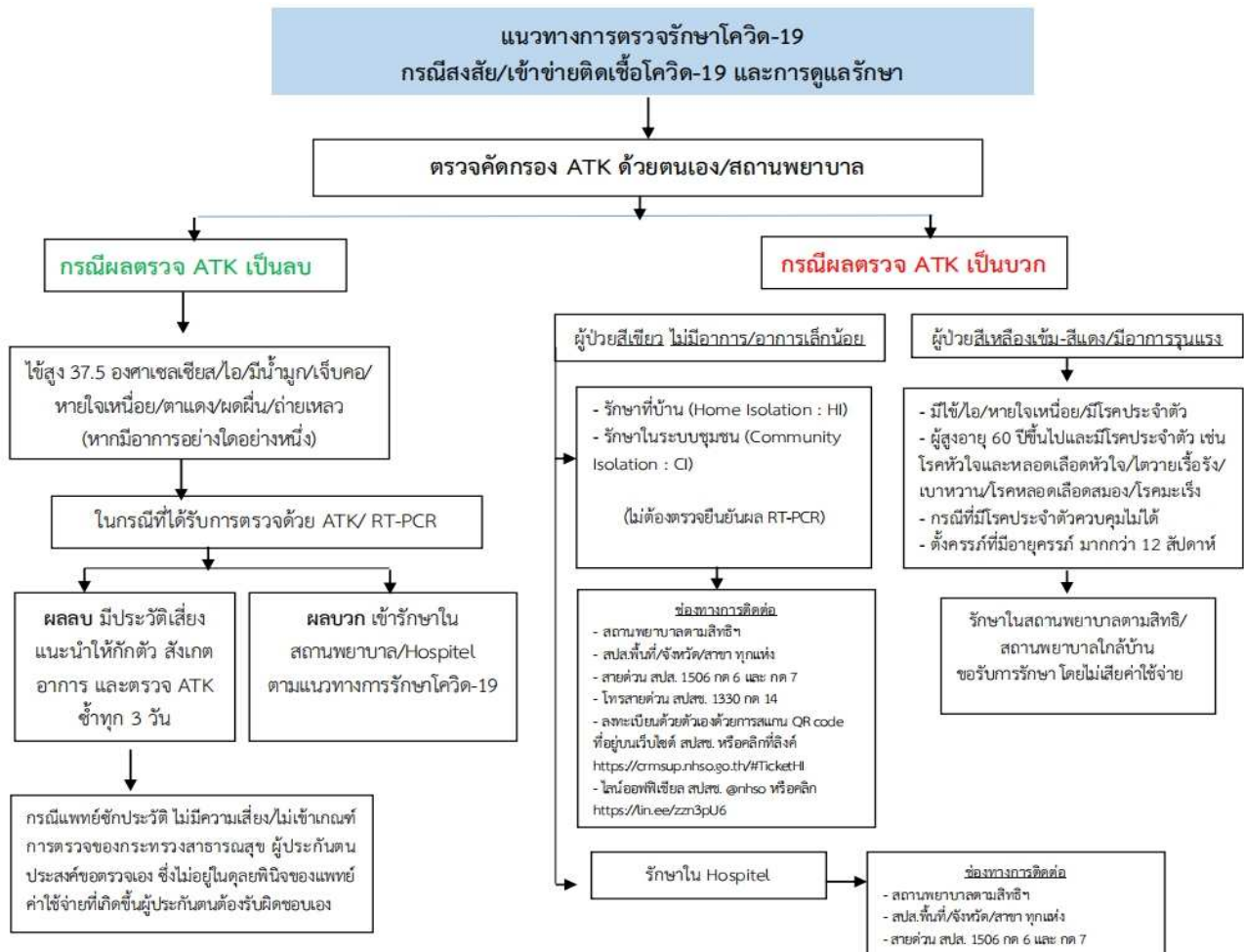
1. Delays from Project Owners: The Company has to take risks in absorbing higher expenses such as labor costs, utility costs, etc., while the Company cannot bill these expenses to customers as the contract does not include these items. Preventing these risks is quite challenging, however the impact can be contained by entering into a contract between the Company and the project owner in a prudent manner and the contract must explicitly cover the mentioned costs. The Company has established the construction contract management department in order to provide support to the Company's project managers in preventing and alleviating risks on these matters.

2. Delays from the Company: The Company has to take risks of getting fined by the project owner for potential damages. Preventing this kind of risk can be done by improving management skills of the Company's personnel, especially project managers, and by allocating the appropriate number of workers and sub-contractors for each project. Furthermore, the Company also allows project managers to develop their own work plan as a tangible tool to control the contractors' sub-contractors' deliverables for each project. The Company's executives also organize meetings to follow up on the project progress monthly to report issues in a timely manner and to obtain suggestions from the management on those issues.

Apart from the two aforementioned factors causing project delays, other causes of delays are ones where the causes cannot be blamed, for instance, natural disasters, etc.

2.4.) Risks from the Spread of Coronavirus-2019 (COVID-19)

The spread of COVID-19 since the beginning of 2020 has urged real estate companies to delay their construction plans for new projects, as well as construction and investment projects in other industries, resulting in decreased construction projects in the market and competition among construction contractors through to 2022. The Company foresees the importance of preventing the spread of COVID-19 and has devised the testing, getting treatment and preventive measures of COVID-19 for construction sites as follows:



COVID-19 Preventive Measures for Construction Sites

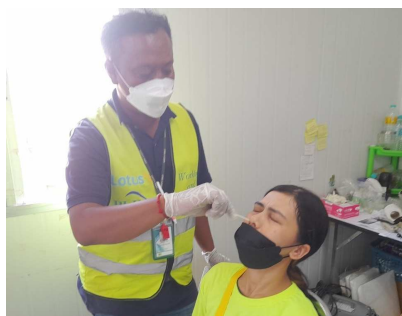
1.) Staff members working in the site must take ATK tests before entering and submit the vaccination record to the Administration/Safety department before entering. If the test is positive, the treatment protocols are to be followed.



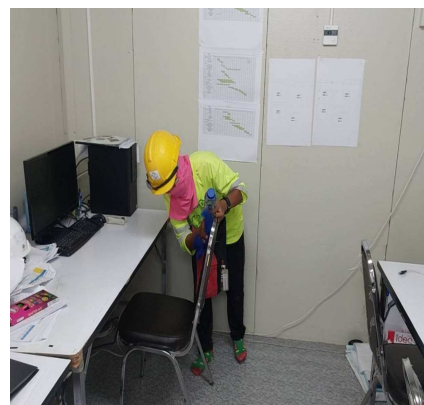
2.) All staff members must take their temperatures before entering the site at the security booth every day. If the body temperature exceeds 37.5 degrees, one must take a rest and take the temperature again. If the temperature does not decrease, one must head to the hospital to take the test properly.



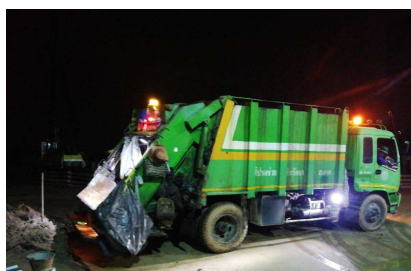
3.) Wash basins are arranged for all staff members to wash their hands before entering the site daily.



4.) Perform COVID-19 screening by administering ATK tests for staff members every 15 days. If the result is positive, the treatment protocols are to be followed.



5.) Clean field offices by sweeping, washing and wiping with disinfectants to minimize the spread of airborne virus.



6.) Dispose of infected waste from ATK tests by placing them in double-layer garbage bags and have them got rid of by the municipal garbage truck outside of the site.

3.) Financial Risk: FR

3.1.) Risks from Unbilled Revenue

Certain construction and engineering system installation projects have already been completed with the deliverables as agreed in the contract, but the Company still cannot issue invoices and collect payments as specified in the contract on time, due to delays in the deliverable inspection by the hirer or project owner. So, the Company has coordinated with relevant parties and followed up on the inspection progress closely with the hirer or project owner. As a result, the risk on this matter has greatly been minimized.

3.2.) Risks from Construction Material Costs and the National Economic Conditions

For businesses that provide construction design, procurement and engineering system installation services, it is required that they have to quote fixed price, from the bidding until the construction is completed. During that period, material and equipment prices; i.e. construction materials, may change in accordance with the demand and supply situation, as well as the oil price; another indirect operating costs. In 2022, the Company faced the challenge in the form of high oil prices and construction material prices resulting from the impact of the Russia-Ukraine war, forcing the Company to absorb these costs. Smaller businesses may be exposed to risks from shortages of liquidity and abandoning the work. Currently, a lot of government project construction contractors have not yet been compensated the fees as

stated in the contract (K fees or Escalation Factor). From this outlook, it has been forecasted that the total construction investment value in 2022 would not expand much at 3.0-3.5%, before improving to 4.5-5.5% in 2023-2024.

Hence, the Company has devised the measures and policy that help minimize raw material cost risks by negotiating with and relying on good relationships with major and minor raw material suppliers in order to get quoted advanced prices in relation to demand, avoid price bidding to minimize chances of loss when construction material costs are high, as well as adopt construction technology to enhance effectiveness and reduce material and labor costs. In terms of general materials, there are a lot of suppliers, whereby the Company usually combine purchase requisitions from several projects to increase negotiating power and get lower cost per unit. With a rather high negotiating power, the Company has managed to maintain the cost level for general materials, with regular improvements in purchasing management to cater to the situation in order to minimize risks of changing material and equipment prices. Besides, the Company has exercised risk management measures on increasing construction material costs and oil price, by forecasting prices of construction materials and other materials that may potentially increase during the construction period and refer to these prices as part of project cost calculation to make quotations for the bid rounds. Besides, the Company also negotiates with project owners regarding price adjustments, in case construction material prices increase to the point that is higher than what was initially agreed upon between the Company and the project owner in advance.

4.) Compliance Risk: CR

The Company operates the design, construction, procurement and engineering system installation business, and is usually associated with a lot of legal regulations and contracts, for instance, labor laws, environmental laws, employment contracts, etc. Hence, the Company is exposed to the risk concerning changes in the laws, regulations or rules related to project operations. Failure to comply may lead to potential damages to the Company, so it is compulsory to ensure compliance with the laws and regulations in an accurate and comprehensive manner. In this regard, a dedicated department has been set up to take charge of monitoring and verifying the information, laws and regulations, and make sure they are always up to date.

2.2.2 Risks on the Securities Holders' Investments

1.) Risks Concerning Returns on Investment

Returns on investment for securities holders are regarded as dividend paid by the Company to shareholders based on the profits from business operations in each year. The Company's dividend payment ratio is approximately 50% of the net profit in each year, considering from the profit in the separate statement of financial position, whereby the amount of profit depends on the capacity to generate revenue, control costs and expenses to be in line with the plan set forth in advance. The Company always puts in place risk management protocols in different aspects to control external risks to have minimum or no impact on the Company's business operations.

2.) Risk Concerning Decreased Investment Values

Decreased investment values may be caused by the decrease in share price traded in the market, compared to the share price purchased by the shareholder. The decrease in share price can be due to internal factors; the potential drop in the Company's business performance or operating loss, which directly impact the share price traded in the Stock Exchange of Thailand, or it can be due to external factors, for instance, global economic conditions and/or the slowdown of domestic economy, or the significant decline in the construction business outlook. In this regard, the Company relies on risk management measures to minimize the impact caused by internal and external risk factors.

3. Driving the Business towards Sustainability

3.1 Sustainability Management Policy and Objectives

Power Line Engineering PCL and subsidiaries are determined to operate the business sustainably in order to ensure maximum satisfaction for all stakeholders, striving to be an organization with sustainable development and being aware of economic value creation, enhancement of people's quality of lives and minimization of environmental impact, under the principle of good governance. Along with that, the focus is also placed on achieving sustainable development goals (SDG) at the national and international levels. The Company strives to operate the business to achieve sustainability, ensuring that operational procedures comply with relevant laws and regulations, and the business is driven in accordance with the vision and mission. The Company is taking the matters of transparency, trustworthiness, responsibility, independence and equality very seriously, and therefore has devised the sustainability management policy and objectives as detailed below:

Economic Value Creation

The Company is determined to operate a fully integrated business and adopt advanced technology to secure competitive advantages and be able to respond to stakeholders' requirements in the long run.

Objectives and Practical Guidelines

1. Search for new advanced technologies and adopt them to the current business scenario to ensure business continuity in all situations.
2. Adhere to customers' requirement as a priority to deliver construction projects as contracted, with quality and standard.
3. Strive to expand the business continuously to generate revenue in a sustainable manner.
4. Manage the business with ethics, transparency and morality, under the principle of good governance and anti-corruption measures.

Enhancement of People's Quality of Lives

The Company places emphasis on the society, communities and all groups of stakeholders fairly and equally, while ensuring to operate the business for sustainable growth under the basis of social responsibility.

Objectives and Practical Guidelines

1. Support staff members' career advancement
2. Adjust work procedures to suit unprecedented situations so that staff members can perform their roles effectively and safely.
3. Develop staff members in managerial positions to assume key roles in empowering their subordinates to perform in the most effective of ways.
4. Arrange for work settings that are safe in accordance with the occupational health guidelines, and with good surroundings.
5. Encourage and develop staff members' knowledge regularly.

6. Open channels to receive complaints via the Company's website, with the measures to protect whistleblowers.

Minimization of Environmental Impact

The Company operates the business with consideration of environmental friendliness, with the aim of minimizing environmental impact sustainably, and fostering an awareness among staff members to conserve and utilize resources wisely to minimize the impact on the environment in the long run.

Objectives and Practical Guidelines

1. Devise the operational policies in social and environmental responsibility according to the guidelines of ESG
2. Respond to complaints on environmental impact or community impact caused by the Company's operations.
3. Take care of, maintain and use resources wisely.
4. Foster an awareness among staff members in environmental sustainability.
5. Strictly operate the business under the laws, regulations, rules and measures related to the environment.

3.2 Management of Impact on Stakeholders in the Business Value Chain

The Company operates the business with responsibility in accordance with the principle of corporate governance, with an awareness of internal and external stakeholders who are associated with the Company's business operations. This is in order to encourage and support collaboration in sustainable business operation, reflecting the Company's dedication to deliver high-value performance to respond to requirements and expectations of all stakeholders.

3.2.1 Business Value Chain

The Company's value chain is comprised of 2 types of value chain activities as follows:

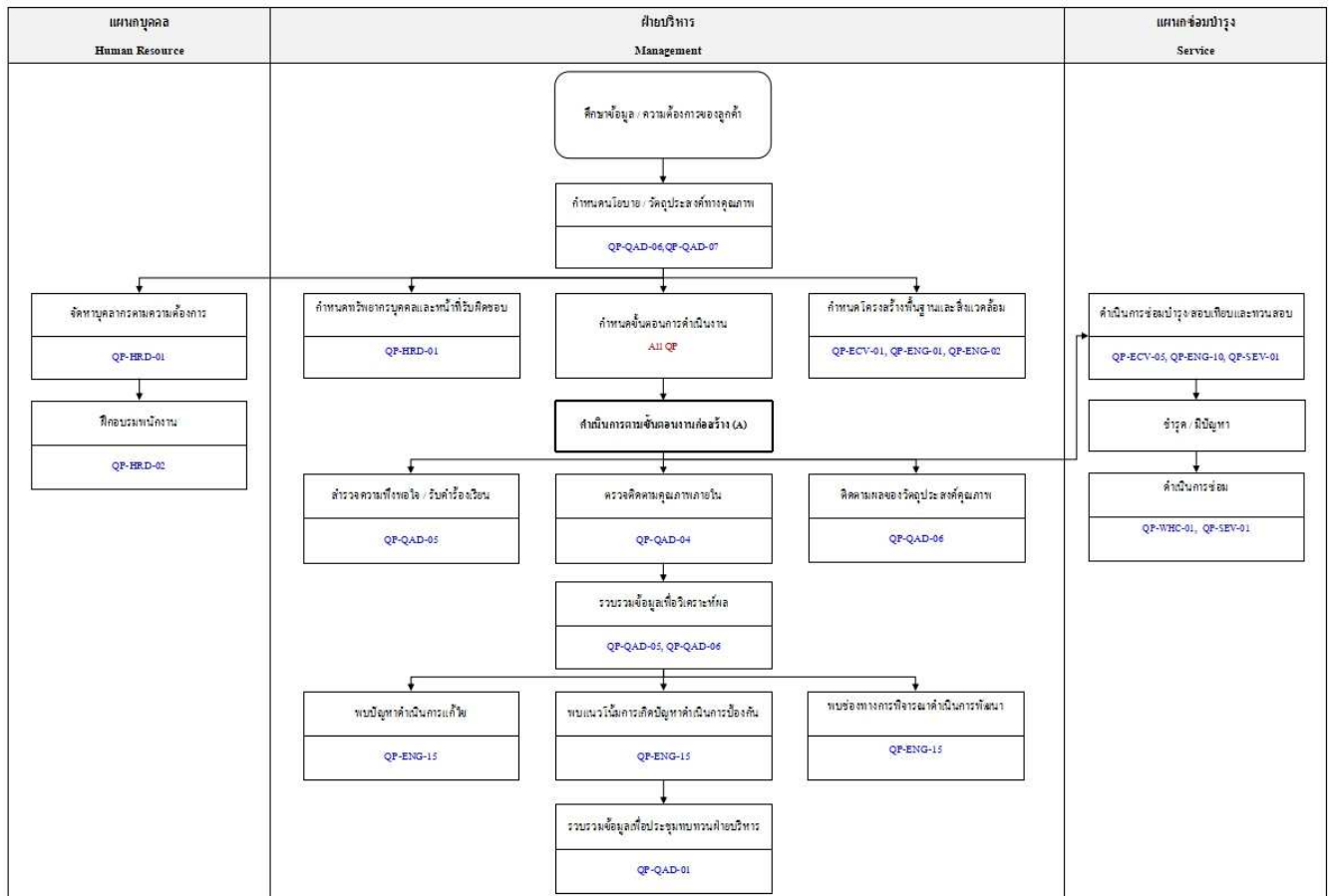
1. Primary Activities are comprised of 5 activities, which are inter-related by the context of the Company's business operations as follows:

- 1.1. Recruitment
- 1.2. Bidding and price estimation
- 1.3. Operations
- 1.4. Allocation of work-related resources
- 1.5. Work delivery to customers

Activities in the Value Chain	Details of the Activities
1.1 Recruitment	- Recruitment on different media - Direct assignment from customers - Work-related risk assessment - Feasibility study
1.2 Bidding and Price Estimation	- Price estimation and project valuation - Bill of quantities according to the contract - Quote submission to participate in the bidding

1.3 Operations	- Signing the contract - Manpower and resource planning required to perform - Preparation meeting and classification of duties and responsibilities - Do the work following the steps planned by the Company - Follow up and monitor on-site duties regularly with emphasis on safety and the environment - Bill the invoice based on project progress as agreed with customers
1.4 Allocation of Work-Related Resources	- Purchase and procure materials and equipment as agreed in the contract - Source effective labors to ensure work achievement - Ensure fair price comparison in the purchasing and procurement processes including supplier that pays attention to the environment
1.5 Work Delivery to Customers	- Perform testing prior to work delivery - Deliver the work and check every key point in details - Have the post-delivery services available

The Company's Business Operations Flowchart (Interactive)



2. Support Activities serve to drive the Company's primary activities to be executed continuously and effectively as follows:

- **Firm Infrastructure** is the function responsible for supporting the value creation network for the Company, comprising of accounting and finance, information technology, legal operations, and general administration. Expenses incurred in firm infrastructure activities are regarded as miscellaneous expenses. However, the Company's business requires a high level of control, which takes both time and capital to comply with the laws, especially the government policy on the environment that the business entity is required to control in accordance with the legal conditions, in order to achieve the objectives and be able to respond to customers' requirements.

- **Human Resource Management** is the function responsible for managing human resources, covering recruitment, human resource development to support the operations in different functions, allowing the organization to operate in an agile and effective manner, ultimately for the Company's sustainable growth. Human resource management is present in every single value creation activity of the Company. The entire cost in human resource management cannot be quantified as there are complexities involved in the form of employee turnover and the management's remuneration. A number of cost items are related to human resource management, which can increase very rapidly, so the Company is aware of the importance of improving staff members' skill sets and maintaining good relationship with staff members, which can greatly add value and reduce employee retention cost. The management needs to respond quickly by enhancing effectiveness, productivity and employees' satisfaction.

- **Technology Development** is the function that creates values towards the Company by improving services and procedures to induce values in customer services in a sustainable manner. The Company has developed and adopted the technology to aim for maximum effectiveness and earn competitive advantages over competitors.

- **Procurement** is the function responsible for purchasing and procuring resources used in work execution, including quality and effective labor force transparently and fairly towards customers, with the determination to select suppliers that value anti-corruption and verifiability as laid out in the Company's direction.

The Company's Business Value Chain Management Flowchart

Key Activities	Recruitment	Bidding and Price Estimation	Operations	Allocation of Work-Related Resources	Work Delivery to Customers
Secondary Activities	Firm Infrastructure				
	Human Resource Management				
	Technology Development				
	Procurement				

3.2.2 Stakeholder Analysis in the Business Value Chain

The Company operates the business with an awareness of the significance of all groups of stakeholders; trade creditors, financial institutes, customers, staff members, suppliers, business alliances, communities, government bodies, investors and commercial competitors. The Company has compiled a list of stakeholders from different channels, allowing them to express opinions and reach out to the Company directly. The Company is aware of the potential impact, and has implemented procedures to encourage participation and engagement, and respond to stakeholders' expectations, which are analyzed once a year, inclusive of internal and external stakeholders as follows:

Internal Stakeholders			
Stakeholders	Stakeholders' Expectations	Responses to Stakeholders' Expectations	Communication and Channels
Shareholders and investors	- There is an increase in securities' price - There is a dividend payment - The business grows sustainably and firmly - The Company operates the business in accordance with the principle of good governance.	- Disclose the information relevant to the Company accurately, fast, precisely and regularly. - Perform duties with honesty and fairness - Provide factual information to shareholders in case of doubts - Never use the internal information to seek benefits for oneself or others	- Organization of shareholders' meeting - Preparation of annual report and other reports required by the SET - E-mail : ir@ple.co.th - Website : www.ple.co.th - Direct appointment or phone calls to the Company
Executives and staff members	- Remuneration and welfare are appropriate and on par with others in the same business - Job security and career advancement - Good welfare - Regular provision and development of knowledge base - Good working environment - Safe working environment	- Ensure that benefits and compensation are of the same standard as companies in the same industry - Reward annual bonus, considering from the Company's operating performance - Provide welfares to staff members, e.g. provident fund, social security fund, insurance, medical treatment fees and financial aids for different occasions - Develop an annual training plan for staff members	- The Company's announcement board - Opinions and complaint submission channels (the Company's website) - Opinions received via supervisors - Meetings, seminars and events for gatherings of executives and staff members

External Stakeholders			
Stakeholders	Stakeholders' Expectations	Responses to Stakeholders' Expectations	Communication and Channels
		- Ensure human rights in recruitment and selection and grant equal opportunities to everyone	
Community, Society and Environment	- Execute construction projects safely and cause the least impact on the community and environment - Avoid causing pollution that affects surrounding communities - Support social activities - Using resources wisely	- Identify the policy in social and environmental responsibilities - Strictly comply with environmental laws and regulations - Support and participate in activities of the community and society surrounding the project sites regularly - Monitor the operations and waste disposal to be in the standardized criteria - Respond to complaints and listen to opinions of communities surrounding the project sites to identify solutions to problems caused by the Company's operations	- Opinions and complaint submission channels (the Company's website) - E-mail : ir@ple.co.th - Direct appointment or phone calls to the Company - Arrange the Company's representatives in charge of safety and community relations to meet with citizens living nearby construction sites
Customers	- Receive quality service as committed - Deliver the project on time under the specified budget - Respond to customers' requirements and solve the problems accurately and fast	- Deliver the project on time as stated in the contract under the budget specified by customers - Improve services to cater to diverse customers' requirements - Deliver quality and standardized works, with effective cost management - Regularly survey customers' satisfaction - Identify resolutions and prevent potential damage arising from works	- Opinions and complaint submission channels (the Company's website) - Customer satisfaction survey - Attend meetings with customers - Executives' site visits

External Stakeholders (Continued)			
Stakeholders	Stakeholders' Expectations	Responses to Stakeholders' Expectations	Communication and Channels
Suppliers	- There are fair and equal procurement procedures in place - Receive payment on time - Allow opportunities for all suppliers to quote transparently and fairly - Foster long-term good relationship	- Comply with contractual terms and settle payment on time - Support and provide help in different aspects to build sustainable business alliances - Prescribe the policy in evaluating and selecting suppliers with fairness, transparency and verifiability - Conduct audit on procurement procedures to prevent corruption - Implement the correct and appropriate contract format	- Opinions and complaint submission channels (the Company's website) - E-mail : procurement@ple.co.th - Organize meetings between suppliers and executives - Organize activities to foster good relationships between suppliers and executives
Trade creditors	- Be able to settle payment on time - Comply with contractual terms	- Strictly comply with contractual terms and conditions agreed upon - Settle payment on time and as specified in the conditions - In incidents that affect the debt settlement ability, the Company will notify trade creditors and mutually find solutions to prevent damages - Never conceal or provide false information that may cause damage to trade creditors	- Opinions and complaint submission channels (the Company's website) - Direct appointment or phone calls to the Company
Competitors	- Compete under the regulations and laws - Operate the business transparently and fairly - Never access confidential information with inappropriate means	- Treat competitors properly and lawfully - Never aim to damage competitors' reputation by speaking badly of them - Never seek competitors' confidential information	- Opinions and complaint submission channels (the Company's website) - Allow opportunities for all to exchange information via different professional associations

3.3 Sustainability Management in Environmental Dimension

3.3.1 Environmental Policy and Practices

The Company emphasizes on conserving resources and energy, and effective waste management through reusing waste to contribute maximum benefits to enhance the operational excellence standard in accordance with the sustainability management practices that go in line with the environmental and social benefits, as well as to foster awareness among organizational citizens to be responsible for the environment and society, with the following practices:

1. Execute the operations with the goal of preventing and controlling environmental impact, as well as regularly evaluate the operating results
2. Encourage the reduction in energy consumption at every project site to conserve and save the energy, minimizing environmental impact
3. Encourage continuous development and improvement of policies and be able to accommodate developments in technology, laws, energy consumption, energy usage, environmental situation and the changing society in a synchronizing manner
4. Promote good health, prevent injuries and illnesses from work, and dangers of risks from every work activity to staff members and related parties

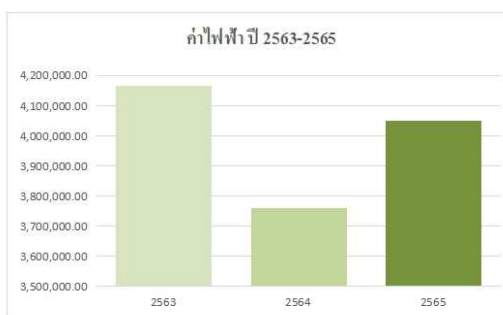
3.3.2 Operating Performance in Environmental Aspect

To align with the policy and practices in environment, the Company has implemented the environmental management practices to meet the objectives as follows:

Energy Management

The Company encourages staff members to effectively use resources. In 2022, the electricity saving policy at the headquarters was launched by posting signs, turning off electricity, air conditioners and computer screens when not in use. The Work from Home scheme was no longer in effect, leading to an increase in electricity expenses in 2022 compared to 2021 amounting to 290,639.52 Baht or equivalent to 7.73%. Details on electricity consumption at the headquarters are as follows:

ลำดับ ที่	เดือน	ค่าไฟฟ้า		
		2563	2564	2565
1	มกราคม	338,390.90	288,594.59	316,464.05
2	กุมภาพันธ์	331,243.44	283,284.28	291,201.69
3	มีนาคม	364,350.09	362,884.62	350,618.71
4	เมษายน	357,623.62	335,049.68	313,043.92
5	พฤษภาคม	390,619.85	347,116.62	340,790.95
6	มิถุนายน	353,482.41	340,618.03	341,100.42
7	กรกฎาคม	353,924.65	304,662.85	324,662.86
8	สิงหาคม	353,360.13	315,994.25	331,841.85
9	กันยายน	333,040.69	292,252.89	378,892.28
10	ตุลาคม	324,844.83	305,489.97	347,281.52
11	พฤศจิกายน	355,037.00	307,487.25	377,110.36
12	ธันวาคม	310,104.36	276,909.61	337,975.55
ยอดรวม		4,166,021.97	3,760,344.64	4,050,984.16

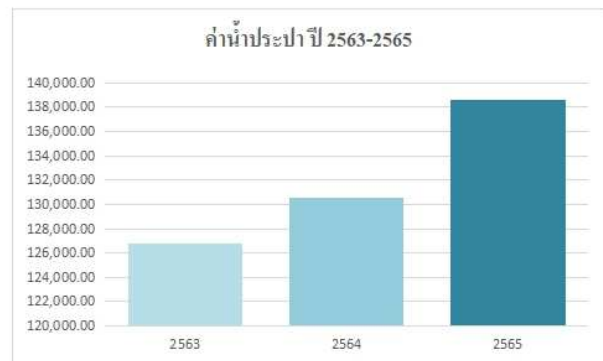


In 2023, the Company plans to change light bulbs in offices from fluorescent bulbs to high-quality LED bulbs that can last longer and help save electricity, with the same brightness as light bulbs currently in use, enabling the Company to save electricity expenses in the long run.

Water Management

Water is a significant resource for lives, so the Company emphasizes on managing water sustainably. As water is non-renewable resource, there have been measures to control water consumption, including, posting signs to promote water conservation by turning off water taps after use, changing from taps to nozzles to save water and always checking on the water supply system to be functional at all times. The water expense in 2022 slightly increased, as detailed below:

ลำดับ ที่	เดือน	ค่าน้ำประปา		
		2563	2564	2565
1	มกราคม	13,294.02	11,091.06	11,466.76
2	กุมภาพันธ์	11,586.31	11,722.92	10,988.60
3	มีนาคม	9,178.42	14,113.72	11,535.07
4	เมษายน	7,314.83	13,054.94	11,073.99
5	พฤษภาคม	8,574.66	10,066.43	10,407.97
6	มิถุนายน	9,469.13	9,471.12	10,647.06
7	กรกฎาคม	12,132.77	8,249.38	10,698.29
8	สิงหาคม	10,459.21	9,622.42	11,825.39
9	กันยายน	12,047.38	10,407.97	11,603.38
10	ตุลาคม	11,944.93	11,400.45	12,260.39
11	พฤศจิกายน	10,032.28	11,022.75	12,713.40
12	ธันวาคม	10,790.68	10,333.50	13,431.28
ยอดรวม		126,824.62	130,556.66	138,651.58



Besides, the Company has also executed cleaning of reserve water tanks at least once every 6 months for good hygiene of organizational members.

Management of Waste and Pollution

The Company emphasizes on the laws related to waste management and has adhered to the 3Rs principle; Reduce, Reuse and Recycle, in accordance with the government's practices to alleviate environmental impact caused by waste. Hence, the Company manages and sorts waste as follows:

- Decomposable waste; food residue, vegetable and fruit residue
- Recycled waste; paper, plastic, water bottles
- General dry waste; unused paper scraps, plastic bags
- Hazardous waste; batteries, light bulbs



In 2022, the Company has launched the “Playing Your Part with the 3Rs Principle”, with the objective of reducing the amount of waste in everyday lives, minimizing pollution and reusing waste for maximum benefits instead of discarding and getting rid of them. Apart from reducing the amount of waste, this also contributes to reduce resource utilization, encouraging wise consumption of resources and promoting environmental conservation. Staff members are key target groups for this campaign, with the following executional directions:

1. Reduce – Reducing the amount of waste by minimizing use

Posting public relations signs asking for staff members’ cooperation to control the use of resources to be appropriate, which can help reduce the amount of waste. This step starts from identifying how we can minimize unnecessary consumption, for instance:

- Amend documents on screen to reduce the use of paper
- Use e-mail for communication to reduce the use of paper
- Think before printing or making copies. Minimize printing or making copies of documents
- Send and keep business documents via electronic channel instead of hard copies
- If necessary, print or make copies on both sides
- Distribute the document on rotation instead of making individual copy for everyone
- Use fabric bags or baskets to minimize the use of plastic bags
- Use lunch boxes instead of foam boxes
- Use water bottles or portable bottles that can be refilled instead of buying drinking water in single-use plastic bottles
- Deny offers of plastic bags when buying small objects or buying a few items
- Avoid using single-use consumables

2. Reuse – Reusing waste

Send emails promoting the reuse of objects, which can be reused many times, or reusable containers, or buying reusable products that not only minimize waste, but also reduce a great deal of deforestation.

- Use rechargeable batteries
- Use paper on both sides
- Reuse or make notepads out of report papers that have been used on one side

3. Recycle – Recycling waste

Separate waste into categories, which can be recycled back into the production procedures for each type of materials.

- Glass bottles, paper, plastic, metal
- Buy products that can be recycled or made with recycled materials
- Modify leftovers to make use for other purposes

In conclusion, the majority of staff members have been highly cooperative of the campaign, and the Company has been able to make use of 69.1% of the total amount of waste. However, the Company will be executing the campaign and planning useful projects for sustainable environmental conservation going forward.

Greenhouse Gas Reduction Management

The Company has devised the procurement plan to purchase construction materials and equipment used for construction projects and installation of building systems from manufacturers with a tangible execution to reduce CO2 emission, for instance, purchasing steel and cement from factories with the least CO2 emission. Besides, the Company also proposed to project owners to change materials or equipment that can help reduce greenhouse gas emissions, as well as collaborate with other supply chain parties in developing new innovations to minimize greenhouse gas emissions and/or ones that do not produce CO2. Furthermore, there have been changes in the lighting system in the premises and construction sites from general source electric power to solar energy, which is part of the approaches to reduce greenhouse gas in the future.

In 2022, the Company joined force across the industries to participate in sustainability causes in construction sites, by setting up waste sorting stations for water bottles and other recycled waste at the headquarters of Power Line Engineering PCL (PLE) and construction sites all over Bangkok and vicinity, under the concept “Giving Lives Back to Plastic Bottles” before processing them in the plastic recycling procedures. The project takes into account labors from Cambodia and Myanmar, so the signages are available in 3 languages in the sites to encourage an awareness in waste sorting among workers. Besides, the project figures are reported on the Sustainability Board at the site together with the Safety Board to display the amount of packaging waste sorted in the site. The amount of carbon emission that can be reduced from project execution is also displayed there, which will continue to drive towards the main objective of Power Line Engineering PCL (PLE) and Nestle in supporting sustainability causes. The project’s summary is as follows:

Reduction in Carbon Emission

Kg CO2e : หน่วย

PLE โครงการคัดกรองขยะเพื่อโลกของเรา/2022

No.	Project	Phrase 1	Phrase 2	Phrase 3	Total	Remark
		3 : July - Sep 22	4 : Oct - Nov 22	5 : Dec 22		
1	B33	2,182.80	1,117.79	349.9	3,650.49	รางวัลที่ 2
2	NBTC	3,218.56	2,756.01	1,718	7,692.60	รางวัลที่ 1
3	AOD2	645.09	1,780.51	848.16	3,273.76	รางวัลที่ 3
4	สนง.ใหญ่	366.16	259.86	229.66	855.68	
5	HEM	582.04	529.08	247.04	1,358.16	
6	CMI	386.44	701.12	175.81	1,263.37	
7	ICH	118.59	197.75	215.1	531.44	
8	DIB	663.09	417.69	229.46	1,310.24	
9	GCC	925.17	1,383.98	359.05	2,668.20	
Total					22,603.94	

Giving Lives Back to Plastic Bottles Project



สำหรับกรอกข้อมูล

NESTLÉ Waters x Power Line Engineering				
หน่วย	สิงหาคม 22	กันยายน 22	ตุลาคม 22	พฤศจิกายน 22
น้ำดื่มของขวดน้ำพลาสติกที่เก็บได้	กิโลกรัม	40.00	22.50	
น้ำดื่มของขวดพลาสติกที่เก็บได้	กิโลกรัม	75.00	41.60	
น้ำดื่มของขวดแก้วที่เก็บได้	กิโลกรัม	100.00	97.00	

NESTLÉ Waters x Power Line Engineering				
หน่วย	สิงหาคม 22	กันยายน 22	ตุลาคม 22	พฤศจิกายน 22
จำนวนขวดน้ำพลาสติกที่เก็บได้ (ประมาณ)				
จำนวนขวดน้ำพลาสติกที่เก็บได้	ขวด	2667	1500	0
จำนวนขวดพลาสติกที่เก็บได้	กรวย	5515	3059	0
จำนวนขวดแก้วที่เก็บได้	ขวด	856	830	0
สามารถลด Carbon Emission รวม	kg CO2e	1,315.81	866.99	-
ค่าสะสมปริมาณการลด Carbon Emission	kg CO2e	1,315.81	2,182.80	2,182.80



3.4 Sustainability Management in Social Dimension

Power Line Engineering PCL has been operating the business under the vision “to be one of the best engineering and general construction companies”, in pursuit of the 2 key missions; strengthening sustainable value for all stakeholders and enhancing the effectiveness and efficiency of staffs and organization for performing work, which meet total customers’ satisfaction as well as public recognition, with commitment to the principle of good governance. The Company is therefore aware of the significance of operating the business with social responsibility, community, staff members and all stakeholders, as well as encouraging and taking care of the business landscape to induce sustainable development and growth, and gain acceptance from all parties. The Company has identified policies related to executing social activities for directors, executives and staff members to adopt in the same direction.

3.4.1 Social Policy and Practices

Social Activity Execution in the Organization

Internal target groups are executives, staff members, customers and related parties. The Company has identified the policy and practices as follows:

Quality

1. Top-level executives should provide adequate support in terms of resources and personnel that are suitable for adopting the quality policy into practices and meeting the objectives.
2. Organizational members possess sufficient knowledge and abilities to perform their roles, whereby training and development activities are organized systematically and continuously, which are considered joint responsibility between the Company and staff members.
3. Review the agreement to ensure that the Company correctly understands customers’ needs and can respond to them, being able to deliver the work on time without getting charged late fees. Being able to exceed customers’ needs and expectations when possible is also a desirable course of action.
4. Specify the requirements and control measures for service provision to ensure they follow the document, and to prevent customer complaints due to unmet expectations.
5. When inspecting unmet agreements or receiving complaints from customers or relevant parties, they must be recorded and actions must be taken, while also identifying ways to prevent them from happening again.
6. Arrange for an internal audit in every activity related to quality at the right timing to ensure that the quality system is being executed efficiently.
7. Compile, process and report utilization of quality-related information

Safety

1. Work safety is the primary responsibility of all staff members.
2. The Company will promote improvement of work conditions and environment to be safe.
3. The Company will promote and support safety activities that help foster staff members’ awareness, for instance, training, motivation, public relations or contests on safety, etc.

4. Supervisors of all levels must act as good role models, serving as leaders who train, coach and motivate staff members to work safely.

5. All staff members must be aware of the safety of oneself, colleagues and the Company's assets at all times while at work.

6. All staff members must keep the working areas clean and tidy.

7. All staff members must give cooperation in the Company's safety and occupational health campaigns and they are eligible to propose opinions in improving working conditions and making work procedures safe.

8. The Company will be arranging for an evaluation of practices in accordance with the aforementioned policy regularly.

Social Responsibility

1. Comply with the Company's quality improvement measures that align with the ISO9001 : 2015 international standard, with Bureau Veritas Quality International (BVQI) Co., Ltd. as the evaluator and certified body.

2. Organize training to foster an awareness in social responsibility for the Company's personnel.

3. Be determined to maintain good environment of all project sites as well as surrounding communities, with the site's project manager as the accountable party.

4. Be determined to operate with honesty, ethics and responsibility towards the society. The Company arranges for channels for all stakeholders to propose opinions related to the operations, and complaints in case of unfair treatment via the website: <http://www.ple.co.th>

5. Encourage customers and contract partners to source raw materials and services that comply with the Company's standard, as well as strictly display social responsibility and treat all suppliers equally.

6. Comply with all the Thai labor standards and national laws, including other laws and regulations enforced upon the Company.

7. Make improvements on staff compensation and welfare to be suitable for the changing economic condition.

Social Activity Execution Outside of the Organization

The Company has devised the policy and supported activities jointly executed by the management and staff members to constitute benefits for the communities, society and environment in general. Projects have continuously been executed as follows:

1. **Society:** The Company has coordinated with the Thai Red Cross Society to arrange on-site blood donation for the management and staff members to take part at least once a year at the Company's premise. The Company also distributes the executives and construction or system installation engineers to deliver presentations and provide operational knowledge to students at different educational institutes.

2. **Education for Children and the Socially Underprivileged:** For instance, donating used papers to the Foundation for the Blind in Thailand and becoming a host for the great merit making ceremony to support the education for the disabled for the Association of the Union of the Disabled of Thailand.

3. **Environment and Safety Improvement** for the surrounding communities, by providing knowledge and training on environmental conservation and safety, as well as making improvements to those communities.

4. **Promoting Happiness at Work,** for instance, providing annual health check-up welfare, and allocating welfare and budget to encourage staff members to exercise in a continuous manner.

The Company is in the process of enhancing the environmental and social responsibility management to align with the ISO 26000 and the UN Global Impact standards, in order for the Company to incorporate practices in social and environmental responsibility as part of the business management procedures.

Issue	Executorial Direction
Human Rights and Treatment towards Staff Members	Adhere to the corporate culture, support and respect protection of human rights. Treat staff members equally and fairly. Arrange for the welfare, safety and hygiene at workplace, as well as complying with the organizational learning and human resource development measures to increase professionalism at work. Develop work systems and innovation, and encourage staff members to make contribution in creating public benefits for the society both directly and indirectly.
Corporate Governance	Operate the business righteously and transparently in compliance with relevant laws and regulations. Disclose significant information that can be verified. Comply with the Corporate Governance policy and the Sufficiency Economy philosophy, taking into account the benefits of shareholders, staff members, communities, society, suppliers, media, customers, general public, commercial competitors, trade creditors, government institutes and all stakeholders.
Responsibility towards Consumers	Strive to develop products and services that do not cause harm to consumers and the environment, with the same or exceeding quality compared to consumers' expectation under fair conditions. Provide the right and adequate information on products and services that do not exaggerate the truth. Keep customers' confidentiality and never use it to seek benefits oneself or related parties.

Operating the Business with Fairness	Promote free trade competition and avoid proceedings that may lead to potential conflicts of interest and violation of intellectual property. Guard against all sorts of corruption and promote social responsibility in every step of the business value chain.
Environment and Safety	Be aware of and implement procedures to analyze risks, environmental impact and safety in every business procedure, as well as use resources effectively and save the energy based on the international framework.

3.4.2 Operating Performance in Social Aspect

The Company's operating performance in social aspect can be categorized as follows:

Internal Society

1. Managing Human Resources Responsibly

The Company is responsible for retaining and promoting staff members with competencies, and also needs to manage human resources responsibly, for instance, emphasizing on learning, training, giving transparent information to staff members, promoting balance in work, life and recreation, equal treatment, selection, income and career advancement, and taking care of staff members. Staff members-related execution in 2022 are as follows:

1.1 Staff Members' Welfare

- Legally required welfare, for instance, social security, provident fund, annual leave and other leave entitlements based on the year of service
- Annual health check-up
- Apply for group insurance for all staff members, covering different types of accidents
- Financial aid to support funerals of parents, spouses and other financial supports

1.2 Promoting Career Advancement

The Company is prepared to promote career advancement for staff members by developing their potential and competencies every year, allowing them to perform duties with maximum efficiency and effectiveness in accordance with the specified target. Details for the training in 2022 are summarized as follows:

The Number of Training Courses in 2022

Training	The Number of Courses	The Number of Batches
In-House Training	39	67
Public Training	71	75
Total	110	142

Staff Training Record Categorized by Staff Levels

Staff Level	The Number of Staff Members Eligible for Training (Persons)	The Number of Staff Members Attending Training (Persons)
Management Level	47	19 (40.43%)
Senior Level	377	170 (45.09%)
Operational Level	941	444 (47.18%)
Total	1,365	633 (46.37%)

Expenses for Training and Seminars

Training	Expenses
In-House Training	807,509.00
Public Training	1,012,561.32
Total	1,820,070.32

From the table, it can be concluded that there were 142 training batches in 2022, comprising of 633 executives and staff members attending the training, accounting for 46.37% of the total number of staff members. The expense for internal training was equivalent to 807,509 Baht and that of public training was 1,012,561.32 Baht, making it 1,820,070.32 Baht in total.

1.3 Employee Satisfaction Survey Report

The Company is of the view that staff members are the critical factor driving the Company's advancement and enabling effective commercial competition, so the Company emphasizes on and is supportive of promoting good quality of life. In 2022, the employee satisfaction survey was conducted, as detailed below:

Topics	Score
Duties and Responsibilities	74%
Work Environment and Corporate Culture	76%
Leadership	75%
Performance Evaluation	79%
Welfare	75%
Human Resource Development/Career Advancement	74%

From the employee satisfaction survey, it was found that the results turned out positive, in terms of duties and responsibilities, work environment and corporate culture, leadership, performance evaluation, welfare and human resource development/career advancement. However, the Company will continue to make improvements in different areas to further increase employee satisfaction, leading to organizational engagement and determination to put efforts into work and ultimately achievement of organizational objectives.

1.4 Hiring Foreign Labor

Because many companies are still struggling with labor shortage, whereby the Company has been hiring foreign labor both directly and indirectly, but doing so must comply with the laws, and every foreign worker must have the employer name specified on their pink card or passport.

1.5 Hiring the Disabled

The Company encourages hiring the disabled and offering equal opportunities as given to others. In 2022, the Company signed the employment agreements with 19 disabled employees, adhering to the non-discriminatory employment principle and embracing diversity among individuals.

1.6 Enhancement of Relationship and Engagement with Staff Members

The number of staff members who voluntarily resigned, categorized by genders (unit: persons).

	Year (B.E.)		
	2563	2564	2565
Total number of staff members who resigned voluntarily	164	201	194
Total number of male staff members who resigned voluntarily	139	141	129
Total number of female staff members who resigned voluntarily	25	60	65

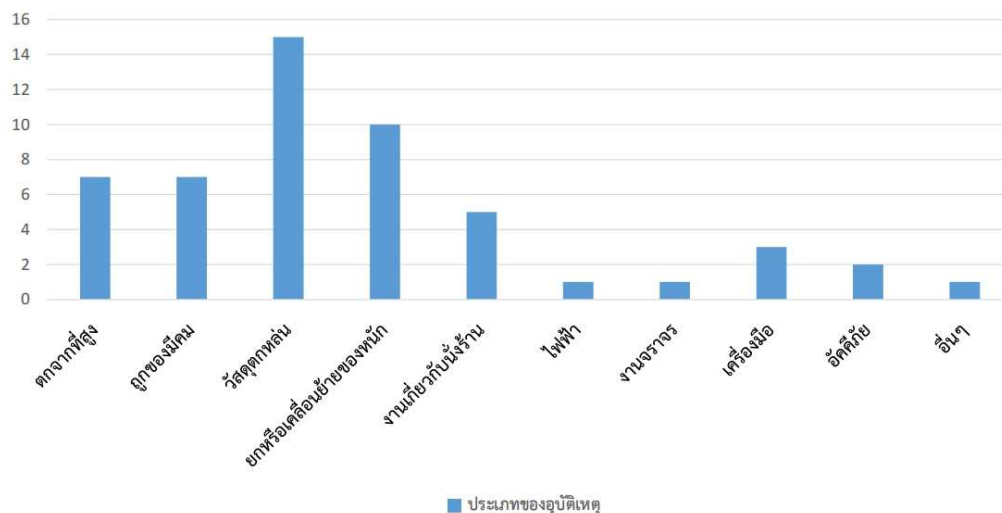
2. Well-Being and Work Safety

Thailand already has the laws governing occupational health and safety in place, but the Company is of the view that it is more important that staff members have good health and work in a safe environment, as happy and healthy staff members often enhance the business's potential. Besides, distributing the works to suppliers may not facilitate thorough control, so it is necessary to have a supplier selection policy to work with suppliers with ethics and code of conduct towards their staff members. This is one approach of control that encourages suppliers to make improvements accordingly. Suppliers that do not care for the health and safety of staff members can cause negative impact on the employer as well.

The Company has the safety encouragement campaign implemented at project sites, with examples of safety signages as follows:



กราฟแสดงประเภทอุบัติเหตุที่เกิดขึ้นภายในโครงการต่างๆ ประจำปี พ.ศ 2565



From the graph, it can be concluded that the accidents are mostly not serious with no major injuries that may cause interruption to the construction work. However, the Company is still primarily aware of staff members' and workers' safety, and has the Safety Officer continuously supervising the site.

Furthermore, the Company also promotes good quality of life for workers, as seen from the construction of accommodation or camp in 2022 that offers comfort and good living standards. The areas are properly being taken care of, with the construction of separate shower rooms for male and female, and several other facilities.



3. Good Quality of Life

Due to the persistent spread of COVID-19 in 2022, the Company has arranged for the screening measures for construction workers, site operators and visitors as follows:

1.) Operators should observe their symptoms or evaluate themselves before leaving their accommodation. If there are any unusual symptoms, they should notify their supervisors to consider taking a day off and staying isolated in the designated areas.

2.) Construction sites and worker camps are clearly designated with entrances and exits for effective control.

3.) Construction sites and worker camps require a screening system; taking temperature or observing risky symptoms. In case of fever or temperature reading 37.5 degrees Celsius or more, with coughing, runny nose, sore throat, loss of smell or taste, rapid or difficult breathing, diarrhea, travel history to risk areas or being in close contact with the infected, the supervisor or the assigned individual shall forbid the person from entering the site and stay isolated in the designated area, before arranging for the further test or doctor appointment. The person should also stay off work during this period.

The Company has arranged for preventive measures and protective equipment for workers as follows:

1.) Arrange fabric or surgical masks and personal protective equipment while at work appropriately and sufficiently.

2.) Sufficiently arrange wash basins with soap or alcohol gel for operators both in the construction area and worker camp.

3.) Randomly administer ATK tests for staff members or workers every 2 weeks, and distribute medications for all staff members and workers to relieve themselves of initial symptoms in case of illness and/or getting COVID-19.

4.) Exercise control on the construction site and worker camp to be safe and clean as follows:

- Clean rooms and common areas in the camp or construction areas daily, and ensure good ventilation with sunlight accessibility, e.g. opening the doors, windows and fans.

- Ensure that bathrooms and toilets are cleaned, with the use of disinfectant liquid for contact areas, e.g. door knobs, light switches, water taps, etc. regularly. Arrange for a monthly disinfection and/or immediately after the COVID-19 case is detected.

- Arrange accessories or improve available items to minimize contact, for instance, using water taps activated by foot.

- Separate bathrooms and toilets and arrange hand washing basins specifically for gargling and brushing teeth.

- Collect waste water or used water and prevent it from accumulating around the construction site and worker camp.

- Ensure physical distancing between persons for at least 1-2 meters, for instance, dining area, rest area, walkway. If the space is limited, partitions may be used.

- Use waste bins with lids and collect waste from every location to dispose of daily.

Suggestions for Construction Workers and Family Members

1.) Follow the news and seek knowledge on COVID-19 preventive measures.
2.) Refrain from gathering and eating together at work and refrain from social gatherings that involve drinking, playing or partying after work or on holidays.
3.) Refrain from risky behaviors such as spitting on the ground or into the waste bin.
4.) Operators should use their own personal items, e.g. glasses, spoons, forks, towels and never share them with others.
5.) Take care of one's health and prevent the spread of the disease by always wearing fabric or surgical masks when leaving the accommodation or while travelling to work. Never touch face, eyes, nose or mouth with hands unless necessary. Maintain at least 1-2 meter-distance with others. If the space is limited, wearing a fabric or surgical mask is a must if close-distance talking is necessary.
6.) Never go to crowded places such as markets, shops, etc. If necessary, make the visit brief and wear a mask at all times. Never take family members to crowded places or places where many people gather.
7.) Clean the room or common areas in the worker camp. Ensure good ventilation with sunlight accessibility by opening doors and windows every day.
8.) Clean bathrooms/shower areas and toilets, and use disinfectant at contact areas such as door knobs, doors, light switches, etc. at least twice daily or during times of intensive use.
9.) In case of cooking in the living areas, the cook must wear a mask while cooking and wash hands with soap every time before touching food. Always keep the food clean. Use gloves or tongs to pick food and use personal serving spoon when eating together with family members. Clean contact areas regularly, e.g. kitchen, dining table as well as wash utensils or appliances daily.
10.) Gather general waste into bags and tightly seal them before disposing of in the designated areas for proper handling.
11.) Always observe one's own symptoms and family members. If there are fever, coughing, runny nose, sore throat, loss of smell and taste, rapid or difficult breathing or possible case of diarrhea, one must not attend work, immediately notify the supervisor and see the doctor.

The Company has prepared for an isolation space for high-risk and infected individuals, as well as provide 3 meals and essential items for them. The Company has been complemented by the government bodies that the construction sites are equipped with hygienic and disease prevention measures, and deserve to be a role model camp.

Distribution of Essentials to Workers



External Society**1. Responsibility towards Nearby Communities**

The Company has provided support in health and environment of the community via development measures aiming to enhance the strength of the community, whereby the return is good image and community cooperation. The Company also strictly complies with the impact minimization measures from construction throughout the entire project period, as well as listens to opinions and complaints, and interacts with dwellers and nearby communities to understand the problems and mutually identify solutions for further improvement. For example, in the year 2022, the government center construction project of the Ministry of Interior on Charoen Nakhon Road The company takes care of nearby communities. Around the construction site, more than 80 households, population of about 300 people. Organize public health areas and make health insurance for the community.

2. Responsibility towards the Society in General

The Company has arranged for a different format of activities to develop the society, foster trust and value for the business, in the perception of consumers and stakeholders, for instance, quarterly blood donation for the Thai Red Cross Society and financial donation for different charitable causes.

4. Management Discussion and Analysis: MD&A

4.1 Analyses of the Operations, Financial Position and Significant Changes

Power Line Engineering PCL operates 2 major businesses; construction including building systems installation and investment in other businesses such as real estate development and design and installation of ICT systems. In 2022, the Company's operating performance for the construction business, which is the core business, reported an increase in revenue, though still below the expected target, coupled with the increased construction material costs, resulting in a loss of 170.5 million Baht in the consolidated statement of financial position, and 195.9 million Baht (in the separate statement of financial position), with the following details.

- **Construction Business** is the Company's major business, securing 97.5% of the total revenue in 2022, increasing by 4.8% from 7.66 billion Baht in 2021 to 8.03 billion Baht in 2022, and is lower than the target due to the impact of COVID-19 at the beginning of 2021, leading to labor shortage and delays in the handover of the construction area from certain project owners, preventing the Company from commencing the work on time. Furthermore, the slowdown of the private sector's investment and many of the government's infrastructure projects have not opened for bidding, causing intense competition among contractors. However, at the end of 2022, the Company's backlog was equivalent to 15.7 billion Baht, whereby the revenue will be realized in 2023 and 2024. The gross profit was reported at 2.4%, compared to 8.5% in 2021; a result of labor and construction material costs especially steel, electric wires that increased significantly. The financial cost decreased slightly from 198.1 million Baht in 2021 to 190 million Baht. The gross profit of the construction business increased from 8.4% in 2021 to 2.01% in 2022, with the loss for the period of 175.7 million Baht in the consolidated statement of financial position and 195.9 million Baht in the separate statement of financial position; equivalent to the loss of 0.13 Baht per share in the consolidated statement of financial position and 0.14 Baht per share in the separate statement of financial position, which is a result of increased core construction material cost, despite an effective control over the construction cost and lower administrative expenses.

- **Other Businesses** The Company's main source of revenue of over 97% is from the construction business, while revenue from subsidiaries in 2022 can be summarized as follows:

(1) **PLE International Co., Ltd. (PLEI) formerly known as Unima Engineering Co., Ltd.**, operates the construction business, with PLE's shareholding proportion of 99.9%. The total revenue was 14.7 million Baht, from interest receivable from loan granted to companies in the group and allocation of staff members to serve PLEI business group. The net profit for the period was 6.7 million Baht, which is about the same as in 2021. The plan is to use PLEI as the entity to participate in joint investment with foreign investors to enter the bidding for government projects.

- On March 1, 2022, PLEI entered into a joint venture agreement and established "Inter-Ausy Joint Venture" to operate the construction of a highway no.82 project – Bang Khun Tian – Ban Paew elevated highway, in Ekkachai – Ban Paew section 8 area. The construction area is on highway no.35 between KM31+207.250 - KM.33+366.000, with the total distance of 2.159 kilometers, and the construction period of 36 months. The agreement on the scope of responsibility of the joint venture parties has been finalized as follows:

- PLE International Co., Ltd. (PLEI) 80%
- Ausy Co., Ltd. (AUSY) 20%

(2) SA Future Property Co., Ltd. (SAFP), formerly known as S A P S 2007 Holdings Co., Ltd. (SAPS), is a holding company that PLE uses for investing in other businesses other than the core business, with PLE's shareholding proportion of 99.9%. SAFP's paid-up registered capital is 160 million Baht and has invested the entire sum in Sittharom Development Co., Ltd. (STR), generating major source of revenue from STR's dividend. In 2016, SAFP divested the entire investment capital in Sittharom Development Co., Ltd. (STR). In 2022, SAFP generated interest revenue of 2.1 million Baht from interest received and other revenue, with the project development expense for Holme Ekkamai Condominium of 7.0 million Baht, leading to the net loss of 3.9 million Baht.

(3) PAR Joint Venture is a construction business working on the maintenance building and parking building for the MRT Purple Line Train Contract 3, with the total project value of 5,025 million Baht. Later on, PLE assumed the controlling authorization and secured the shareholding proportion of more than 90%. PAR has delivered the project in full to the MRTA and has been paid the last installment from MRTA in June 2020. Currently, the liquidation process is in progress.

From the operating performance in 2022, the Company's profit for the period was 170.5 million Baht. Despite the increase in revenue of the construction business in the consolidated statement of financial position, there was a significant increase in core construction material costs, leading to a decrease in shareholders' equity in the consolidated statement of financial position from 2.72 billion Baht in 2021 to 2.52 billion Baht in 2022, and from 2.64 billion Baht in 2021 to 2.42 billion Baht in 2022 for the separate statement of financial position. This decrease when compared to the increase in total liabilities, the debt to equity (DE) ratio increased from 3.99x in 2021 to 4.67x in 2022 in the consolidated statement of financial position, and from 4.24x in 2021 to 4.67x in 2022 in the separate statement of financial position. Meanwhile, the gearing ratio increased from 1.25 to 1.98, which is considered acceptable and still earns confidence from financial institutions, including customers and suppliers.

4.2 Potential Factors or Incidents Significantly Affecting Financial Position or Operations (Forward Looking)

The impact from the global spread of COVID-19 has affected the economy from 2021 to 2022, coupled with the Russia-Ukraine war that broke out in late February 2022, leading to the limited investment of the private sector, leading to intense competition in the construction sector, involving higher risks for taking on private sector construction projects, especially the part involving making profits, which can be affected by the price increase for important materials such as steel, concrete, electrical cords as well as oil price, and the revenue collection from project owners. With that, the Company aims to take on more of government projects, as seen from 33.73% or 2.91 billion Baht of the government projects in 2020-2021, while the private sector projects were equivalent to 66.27% or 5.71 billion Baht. It has been expected that the Company will take on more of government projects in 2023, given additional projects open for bidding,

which coheres with the government's economic stimulus via investment in large-scale infrastructure projects; parallel-track trains, electric trains, highways, ports, airports as well as government institute buildings in the said period of time.

The focus of the private sector construction project is still on customers who have been working with the Company for a long time, for instance, Central Group, CP Group, Noble Group, TCC Group, including multi-national companies investing in Thailand and offering price and conditions that meet the acceptable criteria.

- Non-Recurring Revenue Affecting the Operating Performance in 2022

In 2022, the majority of business operations is based on the construction sector, so the revenue generated is mostly expected, but due to a significant increase in construction material cost, there was an impact on the operating loss in 2022. However, the Company has allocated an additional reserve of 40.75 million Baht from the liability projection resulting from the collateral for Techner Co., Ltd. that is now pending the judgement of the Supreme Administrative Court, which is expected in June 2023.

- Factors Affecting Operating Performance in the Future

1. **For the construction business** as of December 31, 2022, the backlog was equivalent to 15.7 billion Baht, whereby 65% of which is expected to realize revenue in 2023, and the rest will be realized in 2024 and 2025. Additional projects of approximately 12.2 billion Baht are expected, for instance, airport and parallel-track train projects that the Company has planned to participate in the bidding. About 10-15% of new projects should realize revenue and the rest will be realized in 2024, so the revenue in 2023 is likely to increase slightly from 2022. It has been forecasted that the gross profit should also improve due to continuous cost control measures in accordance with the Company's policy.

The construction of different train lines, parallel-track trains and the government's large-scale infrastructure projects, as well as private sector projects in the EEC area in accordance with the government's policy should commence bidding in the middle of 2023 onwards. It has been expected that the total project value for bidding is approximately 500-700 billion Baht. The Company planned to participate in the bidding for the maintenance and parking buildings, given prior experiences working with the MRTA in electric train projects, airport construction projects, as well as taking on certain projects from major contractors who win the bidding. For the parallel-track train project, the Company will be entering the bidding jointly with the strategic partner specializing in the industrial plant construction projects in the EEC area. However, intense competition in the bidding is expected, which may minimize chances of the Company winning the bidding or securing desired profits. If the Company wins the bidding, the number of projects on hand in 2023 will increase from the initial forecast.

2. **For the investment of subsidiaries**, after the Company divested B-Lay Plus Co., Ltd.'s shares, there are 2 remaining subsidiaries; PLE International Co., Ltd. (PLEI), with the paid-up registered capital of 300 million Baht, which is currently not in operations and in the process of seeking investment partners and appropriate investment projects in the future, and SA Future Property Co., Ltd. (SAFP), formerly known as S A P S 2007 Holdings Co., Ltd. (SAPS), has utilized the investment capital to buy a piece of land, valuing 111 million Baht, which was paid and transferred to SAFP on March 5, 2019, to develop Holme Ekkamai Condominium project in Ekkamai area, which has already commenced

construction. As of February 28, 2023, the bookings for 1-bed were 32 units out of 70 units, equivalent to 46%. The bookings for 2-bed units were 9 out of 12 units, equivalent to 75%. The duplex unit's bookings were 3 out of 8 units, equivalent to 38% of the total bookings. The total bookings were 44 units, equivalent to 49% of the total capacity, valued at 269.4 million Baht.

4.3 Significant Information from the Statement of Financial Position and Key Financial Ratios

The operating performance in 2022, ending December 31, 2022

The consolidated statement of financial position as of December 31, 2022 and 2021 (12 months in total)

Unit : Million Baht				
Consolidated Statement of Financial Position	31/12/2022	31/12/2021	Increase/ (Decrease)	
			Change	Change
Consolidated Income Statement				
Revenue				
Revenue from service provision	8,041.92	7,331.48	710.44	9.69
Revenue from service	-	0.58	(0.58)	(100)
FX Gain - Net	3.30	-	3.30	N/A
Profit from IP fair value adjustment	-	112.46	(112.46)	(100)
Profit from disposal of investment capital	-	3.96	3.96	(100)
Other revenue	186.40	185.16	1.24	0.67
Total Revenue	8,231.62	7,633.64	597.98	7.83
GPM	8.50%	1.13%	7.37%	
Expense				
Construction cost	7,850.49	6,708.26	(1,142.23)	(17.03)
Service provision cost	-	0.77	(0.77)	(100)
Selling & administrative expenses	437.60	481.98	(44.38)	(9.21)
FX loss - Net	-	(2.40)	(2.40)	(100)
Financial cost	190.07	198.06	(7.99)	(4.03)
Total expenses	8,478.16	7,391.47	(1,086.69)	(14.70)
Share of profits from investment in joint venture	(10.65)	(97.74)	87.09	89.10
Earning (loss) before tax	(257.19)	144.43	(401.62)	N/A
Income tax	86.66	(18.51)	105.17	N/A
Profit (loss) for the period	(170.53)	125.92	(296.45)	(235.43)
Net profit (loss)	(170.53)	140.02	(301.55)	(221.79)
NPM	(2.12%)	2.12%		

Unit: Million Baht

(January-December 2022)							
Power Line Engineering PCL Group	PLE	PLEI	SAFP	JV-PAR	Inter-Ausy	Eliminate	Total
		99.99%	100%	100%	80%	Consol	
Consolidated Income Statement							
Revenue							
Revenue from construction	7,841.4	-	-	-	318.2	(117.7)	8,041.9
Interest received	5.4	8.5	1.2	-	0.5	(10.2)	5.4
Profit from divestment of liabilities	32.7	-	-	-	-	-	32.7
Other revenue	148.1	6.2	0.9	-	2.7	(6.3)	151.6
Total Revenue	8,027.6	14.7	2.1	-	321.4		8,231.6
GPM	2.0%				10.5%		
Expenses							
Construction cost	7,683.5	-	-	-	284.9	(117.9)	7,850.5
Selling & administrative expenses	434.5	6.4	6.9	0.1	3.3	(13.6)	437.6
Financial cost	199.3		0.1		0.9	(10.2)	190.1
Total expenses	8,317.3	6.4	7.0	0.1	(289.1)		8,478.2
Earning (loss) before tax	(289.7)	8.3	(4.9)	(0.1)	32.3		(246.6)
Share of profits (loss) from investment capital of subsidiaries						(10.6)	(10.6)
Profits after income tax	(289.7)	8.3	(4.9)	(0.1)	32.3		(257.2)
Income tax	93.8	(1.6)	1.0		(6.5)		86.7
Profit (loss) for the period	(195.9)	6.7	(3.9)	(0.1)	25.8		(170.5)
NPM	(2.5%)				8.1%		(2.1%)

The Separate Statement of Financial Position as of December 31, 2022 and 2021 (12 months in total)

Unit : Million Baht

Separate Statement of Financial Position	31/12/2022	31/12/2021	Increase/Decrease	
			Change	%
Income Statement				
Revenue				
Revenue from service provision	7,841.37	7,366.49	471.88	6.45
Net profit from fair value adjustment of real estate for investment	-	112.46	(112.46)	(100)
FX gain - Net	3.30	-	3.30	N/A
Other revenue	182.87	179.05	3.82	2.13
Total Revenue	8,027.54	7,658.0	369.54	4.83
GPM	2.01%	8.42%	(6.41%)	
Expenses				
Service cost	7,683.46	6,745.93	937.53	13.90
Selling & administrative expenses	434.53	505.90	(71.37)	(14.11)
Financial cost	199.26	206.37	(7.11)	(3.45)
Total expenses	8,317.25	7,458.20	859.05	11.52
Earning (loss) before tax	(289.71)	199.79	(489.50)	(245.0)
Income tax	93.83	(18.73)	112.56	N/A
Net profit (loss) for the period	(195.88)	181.06	(376.94)	(208.18)
Net profit (loss)	(195.88)	195.01	(390.89)	(200.45)
NPM	(2.5%)	2.5%	(5.0%)	

Revenue

The group of companies' total revenue increased by 7.4% from 7.63 billion Baht in 2021 to 8.23 billion Baht in 2022, mainly from the construction business, which is the core business of the Company. The separate statement of financial position reported the revenue of 8.03 billion Baht, increasing by 4.8% YoY from 7.66 billion Baht in 2021, resulting from lower revenue realization from construction projects delayed handover of the construction area from project owners.

Service Provision Cost

The group of companies' construction cost ratio increased in 2022 to 97.6%, from 91.5% in 2021, leading to the gross profit of 2.4%, compared to 8.5% in 2021, resulting from a significant increase in construction material costs for both steel and concrete. The separate statement of financial position reported higher construction cost from 91.6% in 2021 to 97.49% in 2022, with the gross profit of 2.01%, compared to 8.4% in 2021. However, the gross profit still did not

meet the target due to higher construction material cost especially steel, concrete and electric wires resulting from the Russia-Ukraine war.

Selling & Administrative Expenses

The group of companies' selling and administrative expenses decreased by 9.2% from 481.9 million Baht in 2021 to 437.6 million Baht in 2022. The financial cost decreased by 4.03% from 198.7 million Baht in 2021 to 190.1 million Baht in 2022, resulting from the decrease in debenture and subsequently lower debenture interest. For the construction business, administrative expense decreased by 13.7% from 503.5 million Baht in 2021 to 434.5 million Baht in 2022, due to effective cost control.

Profit (Loss) for the Period

The group of companies reported the loss of 170.5 million Baht, compared to the profit of 125.9 million Baht in 2021, while the construction business also reported the loss of 195.9 million Baht, compared to the profit of 181.1 million Baht in 2021, resulting from a significant increase in core construction material costs during despite an effective labor cost control.

Asset Management Capabilities

The value of the Company's and subsidiaries' assets stated in the consolidated statement of financial position is similar to the fair value, as the Company and subsidiaries arrange for asset valuation once every 3 years. In case it has been projected that any of the asset value may depreciate, the Company and subsidiaries will allocate the reserve in order to maintain the asset value according to the statement of financial position to not differ from the fair value. For trade debtors, the Company has clearly identified the reserve allocation policy for allowance for doubtful accounts to be close to the fair value.

Trade Debtors and Other Debtors

The Company's external trade debtors as of December 31, 2022 was 1.4 billion Baht, increasing by 78.3% from 787.5 million Baht in 2021 in the consolidated statement of financial position. The trade debtors for the construction business also increased by 66.9% due to increased government projects with longer collection period. They are mostly within the payment due dates, with no more than 3 months overdue, amounting to 1.28 billion Baht, increasing by 80.7% from 706.9 million Baht in 2021, whereby almost all of them are from government projects. Trade debtors that are more than 12 months overdue decreased from 169.4 million Baht in 2021 to 83.1 million Baht in 2022, which are in the process of legal proceeding and awaiting the court's consideration, whereby the Company has already sufficiently set aside allowance for doubtful account of 77.7 million Baht, with details outlined in number 7 of the remark section of the auditor's report in the financial statement as of December 31, 2022. The debt collection period for the construction business decreased from 42.2 days in 2021 to 45.6 days in 2022, which is in the proper range for the construction business.

Assets from Contracts and Completed but Unpaid Works

As of December 31, 2021, the construction projects in progress that have not been paid increased by 2.8% from 8,392 million Baht in 2021 to 8,629 million Baht in 2022, resulting from the realization of higher construction cost, inclusive of the collateral for work yet to be retrieved, less the allocation of impairment loss, subsequently increasing the debt collection period from 319 days in 2021 to 341 days in 2022, caused by increased government projects, however this has not affected the cash flow as much. The cost associated with contract fulfillment made with customers increased from 80.9 million Baht in 2021 to 537 million Baht in 2022, resulting from the expediting of works according to the contract prior to project submission. The Company has exercised control to ensure that there is no inventory left for the construction business, whereby materials will be procured to align with utilization demand for each project to match with customers' requirements, in a sufficient amount for that particular project only. Hence, the remaining stock is very low in quantity and value.

Investment Capital

The Company's investment capital in subsidiaries in 2022 was the same as in 2021 at 405 million Baht, which is the investment capital in PLEI and SAEP was equivalent to 245 million Baht and 160 million Baht respectively (details are in no.14 of the remark section in the financial statement).

Other Assets and Reasons for Change

1.) Property, plant and equipment increased slightly from 2021 from 779.9 million Baht to 809.8 million Baht in 2022, due to the increase in maintenance of buildings, machinery and equipment.

2.) Real estate for investment in 2022 was the same as in 2021 of 308.4 million Baht, from the condominium acquired from a construction project's trade debtor to settle the debt. The land has been re-assessed for the new fair value, and the Company has used it as a loan collateral at a financial institute and rent out annually to generate income.

3.) Deposits at financial institutes with collateral obligations in 2021 and 2022 both in the consolidated and separate statements of financial position decreased from 1,106 million Baht in 2021 to 949.5 million Baht in 2022, from increased completion of different projects, while financial institutes also use a certain amount of deposit as collateral for certain projects in a project financing approach.

Liquidity and Sufficiency of Capital

1. Sources and Uses of Funds, Appropriateness of Capital Structure

The Company's net cash for operating activities increased by 2,187 million Baht in 2022, as opposed to 1,689 million Baht in 2021, resulting from increased cash disposed of for construction cost and increased trade debtors especially government projects. The cash disposed of for investing activities of 415.6 million Baht in 2022, compared with the net cash acquired from investing activities in 2021 of 631.6 million Baht, from the increase in bank deposits.

The Company's net cash disposed of in financing activities was 1,383 million Baht in 2022, compared to 365 million Baht in 2021, resulting from the debenture repayment of 596 million Baht and short-term loan from commercial banks.

Hence, the Company's cash and equivalents at the end of 2022 decreased from 815.8 million Baht in 2021 to 429.5 million Baht in 2022, which is sufficient for business operations and additional construction works to generate revenue and extra returns for the Company.

The loss in 2022 were reported at 170.5 million Baht in the consolidated statement of financial position and 195.9 million Baht in the separate statement of financial position, constituting negative impact on the Company's cash flow and the accumulated loss that has not been allocated of 195.7 million Baht at the end of 2022, compared to the retained earning of 26.03 million Baht in 2021, subsequently decreasing shareholders' equity from 2.64 billion Baht to 2.42 billion Baht in the consolidated statement of financial position and from 2.72 billion Baht to 2.52 billion Baht in the separate statement of financial position.

Despite the profitability in 2022, the DE ratio increased due to higher short-term and long-term loan both in the consolidated and separate statements of financial position. The DE ratio in the consolidated statement of financial position increased from 3.99x in 2021 to 4.67x in 2022, while that in the separate statement of financial position increased from 4.24x to 4.82x in 2022. However, the gearing ratio increased from 1.25 to 1.98 in the consolidated statement of financial position and 1.39 to 2.13 in the separate statement of financial position, which is still in the suitable range and can earn trust from financial institutions granting credit facilities to support the Company's business, as well as major suppliers and customers in the construction sector.

2. Capital Expenditure and Sources of Fund, Liquidity Sufficiency, Debt Settlement Capability

The majority of the Company's capital expenditure in 2022 was the working capital used for funding construction projects, whereby all of large-scale projects have been financially supported by financial institutions in a project financing approach, so the Company does not have to seek additional working capital. As of December 31, 2022, the interest coverage ratio decreased from 1.73x in 2021 to -0.35x in 2022 due to the operating loss in 2022.

Debt Obligations and Management of Obligations External to Balance Sheet

1. Obligations from loan collaterals issued by financial institutions in the consolidated statement of financial position was reported at 8 billion Baht, with 7.8 billion Baht belonging to the Company; mainly used for funding construction projects in general.

2. Letter of credit and aval paid to trade creditors that were guaranteed by financial institutions in the consolidated statement of financial position of 5.3 billion Baht, with 5.6 billion Baht belonging to the Company.

3. Obligations

- The group of companies' total obligations related to hiring major subcontractors amount to 3.2 billion Baht.

- The group of companies entered into a service agreement with a customer, whereby the work has not yet been delivered or commenced. The value stated in the consolidated statement of financial position is 15.8 billion Baht, with 14.6 billion Baht belonging to the Company.

4. Lawsuits

The Company's debt obligations from the collateral based on the court's judgement, whereby the Company is the guarantor for 2 financial institutions in issuing the letter of credit for work deliverables and advanced payment to Techner Co., Ltd. (TN) to the National Housing Authority (NHA), and the taking on of 2 Baan Eua-Arthorn projects. Later, TN and NHA entered into a dispute, followed by 2 lawsuits, and the Central Administrative Court has arrived at a judgement on September 4, 2017 and September 6, 2017 that TN and the 2 financial institutions settle the damage stated in the letter of credit to NHA of 272.1 million Baht and 88.4 million Baht, at the interest rate of 15% per year. However, TN filed for an appeal to the Supreme Administrative Court to reconsider the case and come up with a revised judgement. Currently, the Supreme Administrative Court's consideration is in progress, and the result is expected in the middle of 2022. With reference to the result of the aforementioned judgement at the end of 2022, the Company has allocated a liability reserve of 721.2 million Baht to accommodate potential loss.

Ratio Analysis as of 31/12/2022 and 31/12/2021

Ratio Analysis	Unit	Consolidated Account		Separate Account	
		31/12/2022	31/12/2021	31/12/2022	31/12/2021
Liquidity Ratio					
Current Ratio	Time	1.11	1.08	1.07	1.03
Activity Ratio					
Inventory Turnover	Time	21.12	18.05	29.91	85.19
A/R Turnover	Time	7.93	8.58	7.89	8.54
Unbilled Receivable Turnover	Time	1.05	1.13	1.04	1.00
Inventory Conversion Period	Day	17.05	19.95	12.04	4.23
Average A/R Collection Period	Day	45.37	41.95	45.62	42.17
Average U/R Collection Period	Day	341.70	319.51	344.79	361.50
Leverage Ratio					
Fin. Debt to Asset Ratio	Time	0.35	0.19	0.37	0.27
Fin. Debt to Equity Ratio	Time	1.98	1.25	2.13	1.39
Total Debt to Asset Ratio	Time	0.82	0.62	0.83	0.81
Total Debt to Equity Ratio	Time	4.67	3.99	4.82	4.24
Interest Coverage Ratio	Time	(0.35)	1.73	(0.45)	1.97
Profitability Ratio					
Gross-Profit Ratio	%	2.38	8.50	2.01	8.42
Net-Profit Ratio	%	(2.12)	1.72	(2.50)	2.46
Return on Asset	%	(1.19)	0.72	(1.39)	1.31
Return on Equity	%	(6.76)	5.67	(8.10)	6.86

5. General Information and Other Significant Information

5.1 General Information

Company Name	:	Power Line Engineering Public Company Limited
Business type	:	Offers the services in design, procurement and installation of complete MEP systems
Address	:	2 Soi Sukhumvit 81 (Siripot), Sukhumvit Road, Bangjak, Phrakhanong, Bangkok 10260, Thailand
Registration No.	:	0107545000217
Registered Capital	:	1,361,817,957 Baht, comprising of 1,361,817,957 ordinary shares at the par value of 1 Baht per share
Paid Up Capital	:	1,361,817,957 Baht, comprising of 1,361,817,957 ordinary shares at the par value of 1 Baht per share
Website	:	www.ple.co.th
Tel.	:	0 2332 0345
Fax.	:	0 2311 0851

Securities Registrar

Company Name	:	Thailand Securities Depository Company Limited
Address	:	93 Floor 14, Rachadaphisek Road, Dindang, Bangkok 10400, Thailand
Tel.	:	0 2009 9999
Website	:	www.set.or.th/tsd

Auditor

Auditors	:	Mr. Pitinun Leelamethawat	CPA No. 11133	or
	:	Mr. Kawinpop Pridi	CPA No. 9680	or
	:	Mr. Natthapol Srichakhot	CPA No. 12038	

Company Name	:	PKF Audit (Thailand) Co., Ltd.
Address	:	98 Sathorn Square Building Fl. 28, Unit 2812 North Sathorn Rd., Silom, Bangrak, Bangkok 10500
Tel.	:	02 108 1591-6
Fax.	:	02 108 1599

Legal Consultants

The company hired legal consultants on a case-by-case basis, considering from the appropriateness and expertise of each law firm, for instance, Siam Legal and Taxation Co., Ltd, Chairapee International Co., Ltd., Siam City Legal Co., Ltd. and Siam Premier International Law Office Limited.

5.2 Other Significant Information

-None-

5.3 Legal Disputes

Legal disputes in which the Company is the litigant that the disputes have not yet been finalized and may have impact on the Company's assets that are more than 5% of the shareholders' equity as of December 31, 2023 are detailed as follows:

Disputes in which the Company is the litigant

(1) Civil Case Black Case No. 829/2561

Nonthaburi Court

Dispute between	Mr. Kritsana Wanichcheva	Plaintiff 1
	Mr. Kritsada Wanichcheva	Plaintiff 2
	By Mrs. Mali Ake-Ariyakul	Proxy
	and Bumrungruang Plaza Co., Ltd.	Defendant 1
	Power Line Engineering PCL	Defendant 2

Capital 244,939,900.00 Baht

Charge or Guilt The share transfer has become void. Properties are to be recalled.

Comments on the Case Winning the case is possible since there are a number of lawsuits related to Mr. Kritsada, Mr. Kritsana and Mrs. Mali during 2006-2009, and PLE won every single case because Mr. Kritsada, Mr. Kritsana and Mrs. Mali did not manage to settle the construction fee debt, so PLE exercised the rights according to the statement of agreement and share transfer agreement to transfer the shares to PLE, in accordance with the Supreme Court's judgement.

Case's Progress

Mar 19, 2019 The Court was of the view to temporarily withdraw the case from the system to await the results from the criminal case sued by Mr. Krisana, Mr. Kritsada and Mrs. Mali against the Company's directors. When both criminal cases reached an ultimatum, either party shall propose for another round of consideration.

Dec 31, 2020 The core criminal case was finalized and the Company was given victory in the case. Nonthaburi Court would reconsider the case upon the litigant's request, whereby the Company was confident that the Court would once again dismiss the case.

Oct 3, 2022 Both parties made an agreement to terminate all of the lawsuits and withdraw the case, and agreed not to file any civil and criminal cases against one another again in the future.

Feb 20, 2023 Both parties agreed to withdraw the lawsuit and appeals on all cases according to the statement of agreement no.3, dated October 3, 2022. The Court permitted the case withdrawal and allowed the case to be withdrawn from the system.

Disputes in which the subsidiaries are the litigant (which may be related to the Company)

(1) Civil Case Black Case No. 315/2554
 Red Case No. 1597/2560

Central Administrative Court

Dispute **Between** National Housing Authority Plaintiff (The suer)
 And Techner Co., Ltd. Defendant 1 (The accused 1)
 CIMB Thai Bank PCL Defendant 2 (The accused 2)

(Baan Euar Ar-Thorn Project: Ang Thong – Wisetchaichan)

Capital 227,634,874.19 Baht

Charge or Guilt Breach of contract on enforcing the collateral and claiming for damages (executed on behalf of Techner Co., Ltd.)

Comments on the Case It is expected that the Administrative Court will withdraw the lawsuit since Techner Co., Ltd. did not break the commitment and inappropriately got terminated the contract. The National Housing Authority has been forced to make payment as charged against, but Techner Co., Ltd. may also have to return the portion of advanced payment received to the NHA.

Case's Progress - Techner Co., Ltd. submitted the statement and counter-claimed the operation fees, unpaid land fees and compensation for damages of 288,459,965.54 Baht in total.

- On September 6, 2017, the Central Administrative Court arrived at a verdict in the case in which the Company was jointly sued according to the Black Case no. 315/2554 and the Red Case no. 1597/2560, regulating the Company and a financial institute to pay compensation to the plaintiff on failure to comply with the joint operation agreement for Baan Euar Ar-Thorn project in Ang Thong (Wisetchaichan) of 2.53 million Baht with the interest rate of 15% of the principal of 2.21 million Baht, and to return advanced payment of 88.46 million Baht with the interest of 15% of the principal of 66.74 million Baht, from January 27, 2011 until the payment is fully paid back to the plaintiff.

- On October 4, 2017, the Accused 1 filed an appeal against the judgement on the following issues:

- The plaintiff was the one breaching the agreement and terminated the contract in an unlawful manner, so the plaintiff did not have the right to request any compensation and confiscate the collateral. The plaintiff must return the collateral.

- The interest rate that was too high.

- The case is currently being considered by the Supreme Administrative Court, and the judgement is expected in the middle of 2023.

(2) Civil Case Black Case No. 1432/2555, Red Case No. 1591/2560
Black Case No. 843/2555, Red Case No. 1592/2560

Central Administrative Court

Dispute	Between National Housing Authority and Techner Co., Ltd. Siam Commercial Bank PCL	Plaintiff (The suer) Defendant 1 (The accused 1) Defendant 2 (The accused ที่ 2)
Capital	288,459,965.54 Baht	
Charge or Guilt	Breach of administrative contract and calling for claims on damages (executed on behalf of Techner Co., Ltd.)	
Comments on the Case	It was expected that the Central Administrative Court would render a partial victory for Techner Co., Ltd., whereby Techner Co., Ltd. is required to return a portion of advanced payment to the National Housing Authority.	
Case's Progress	- Techner Co., Ltd. submitted the statement, counter-claimed and argued against the complaint in issues that Techner Co., Ltd. did not breach the agreement, given its eligibility to extend the construction period for another 180 days. - On September 4, 2017, the Central Administrative Court arrived at a verdict in the case in which the Company was jointly sued according to the Black Case no. 1432/2555 and the Red Case no. 1591/2560, and the case in which the Company was jointly counter-claimed according to the Black Case no. 843/2555 and the Red Case no. 1592/2560, regulating the Company and a financial institute to pay compensation on the damages from a breach of agreement on joint operations for Baan Euar Ar-Thorn project in Phra Nakhon Sri Ayutthaya province (Bang Pa-In) of 272.60 million Baht, with the interest rate of 15% of the principal amounting to 203.79 million Baht, from August 17, 2012 until the payment is fully paid back to the plaintiff. - On October 3, 2017, the Accused 1 filed an appeal against the judgement on the following issues: - The plaintiff was the one breaching the agreement and terminated the contract in an unlawful manner, so the plaintiff did not have the right to request any compensation and confiscate the collateral. The plaintiff must return the collateral. - The interest rate that was too high. - The case is currently being considered by the Supreme Administrative Court, and the judgement is expected in the middle of 2023.	

Remark : As of December 31, 2022, the Company transferred outstanding debt owed by subsidiaries according to the consolidated statement of financial position and estimated the debt from collateral according to the separate statement of financial position realized as of January 1, 2022 amounting to 680.46 million Baht and the additional damages from lawsuits together with the interests until December 31, 2022 of 40.75 million Baht. The amount of debt from collaterals according to the judgement stood at 721.21 million Baht.

5.4 Secondary Market

-None-

5.5 Financial Institution of Regular Contact (Only for Debenture Issuance by the Company)

Bank of Ayudhya PCL, as the debenture registrar

PART 2

Corporate Governance

6. Corporate Governance Policy

6.1 Overall Outlook of the Corporate Governance Policy and Practices

6.1.1 Policy and Practices related to the Board of Directors, including Nomination and Remuneration, Directors and Executives

The Board of Directors are well aware of the importance of good corporate governance and has continued to ensure implementation of good governance and devised the good governance policy, given that this is a critical and essential element of business operations for sustainable growth. The Board of Directors are determined to comply with such principle, and have devised the policy and operational directions, with an emphasis on the internal control and audit systems, and supervision of the management to execute the policy effectively, for the long-term benefits of shareholders under the legal framework and Business Code of Conduct.

The Company is determined to develop and improve the Good Corporate Governance policy and to cover guidelines to reach international standard for the benefit of the shareholders, all stakeholders, and the benefit as a whole to the Thai capital market's competitiveness and growth.

The Company established the "Corporate Governance Policy" as a guideline for Directors, Executives, and staff to abide by. The Board of Directors had recorded the policy in letters with the resolution to approve the Good Corporate Governance Policy. Details in the manual cover information and principles of the Corporate Governance Policy required of the listed companies as follows:

- Policy 1 Code of Conduct of the Company
- Policy 2 The Board of Directors
- Policy 3 The Sub-Committee
- Policy 4 The Management
- Policy 5 Corporate Secretary
- Policy 6 Internal Control System and Risk Management
- Policy 7 The Right and Equality of Shareholders and the Company' Roles towards

Stakeholders

Remark: Details of every policy are available on www.ple.co.th

The Company communicates the Corporate Governance policy through different channels; manuals and the Company's website (www.ple.co.th) , with the objective of acknowledging staff members, shareholders, and all groups of stakeholders, reflecting the Company's good intention to move forward with good corporate governance execution in the long run. Besides, the Company has devised charters for different sub-committees; Audit Committee, Risk Management Committee, Corporate Governance Committee, Nomination and Remuneration Committee and the Executive Committee as the criteria for work operations. Each committee has

conducted reviews and improvements of the charters to ensure they are suitable for external and internal changes in accordance with the changing laws and regulations.

6.1.2 Policy and Practices related to Shareholders and Stakeholders

In 2022, the Company's compliance with the principle of good governance required of listed companies are as follows:

1. Shareholders Rights

The Company places emphasis on shareholders and shareholders' rights, and manages the business by appointing the Board of Directors to act on shareholders' behalf, with the eligibility to make decisions on the Company's significant changes. The Company is also aware of shareholders' fundamental rights; equal opportunity in dividend payment, rights to receive the Company's information or news in a timely manner, rights to attend shareholders' meetings and express opinions, make enquiries in the meetings, rights to appoint proxies to attend meetings and cast votes on their behalf, as well as rights to jointly make decisions in different key matters; election of directors, identification of directors' remuneration, appointment of auditors and approval of significant matters, without doing anything that violates shareholders' rights. Furthermore, the Board of Directors is aware of being respectful of shareholders' rights and treating all groups of shareholders equally, as well as encouraging every shareholder, including institutional investors, to attend the Company's shareholders meetings, whereby shareholders are entitled to the following rights.

1.1 Shareholders Meetings

- The Company organizes the shareholders' meeting once a year within 4 months upon the end of the accounting period. In 2022, the Company held the AGM on Friday April 29, 2022 at 2-5 PM at Chambray Room, 7th floor, Avani Hotel Sukhumvit, Bangkok, located at 2089, Sukhumvit Rd., Phra Khanong Nuea, Wattana, Bangkok 10260.
- The Company encourages shareholders to equally exercise their rights to attend the meeting; individual shareholders, juristic persons and institutional shareholders, whereby meeting invitation letters are distributed at least 14 days in advance, detailing names of 2 independent directors, so that shareholders can attend the meeting or authorize independent directors to act as proxies or another individuals as appropriate.
- The Company appointed Thailand Securities Depository Co., Ltd. as the share registrar, who is responsible for distributing meeting invitation letters and the proxy assignation form B and C, annual report (in Thai and English) to all shareholders at least 14 days in advance. The letter contains details on the date, time, venue and agendas, with the objectives, reasons and directors' opinions in each agenda proposed. The meeting minute shall be thoroughly recorded and it is ensured that additional agendas that are not identified in advanced shall be avoided, since it is not fair for shareholders who do not attend the meeting. Moreover, the Company disseminates the meeting invitation letter, proxy assignation form and supporting documents in Thai and English via the Company's website (www.ple.co.th) for no less than 30 days and posted the meeting invitation letter in the newspaper for 3 consecutive days.

- The Company allows opportunities for shareholders to propose meeting agendas and nominate prospect directors via the Stock Exchange of Thailand's channels and the Company's website (more details in "Corporate Governance Manual" on www.ple.co.th).

1.2 Meeting Execution

- The Company incorporated the bar code system and meeting execution program to use in the registration and voting processes. It can display votes and keep record in the meeting minute. The registration staff also facilitates shareholders and proxies attending the meeting.

- The Company involves the Chairman of the Board, Chairman of the Executive Board, Executive Committee, Audit Committee, Nomination and Remuneration Committee, the Company's legal advisor, and the auditor to attend the AGM every time, to cater to shareholders' queries in related matters.

- The Company ensures that shareholders can vote transparently and that they can exercise their rights in each matter separately in case the agenda has several issues to consider, so that shareholders can exercise their rights independently in each agenda.

- The Board of Directors are aware of transactions that involve conflicts of interest and inter-related transactions and considers them with prudence every time, and abides by the regulations of the Stock Exchange of Thailand, employing an Arm's Length Basis on the cases. Details and values of transactions are disclosed in Item 9.2 on inter-related transactions. Moreover, the Company also devises regulations on utilizing the Company's internal information for individual purposes, as stated in number 8.1 on Supervising the Utilization of Internal Information

- The Company grants rights upon shareholders who attend the meeting after it has already commenced to cast votes in the agenda being considered and not yet decided. Participants are allowed to ask questions and doubts, as well as propose opinions in an appropriate timeframe. Questions and answers will be recorded in the meeting minute for shareholders who did not attend the meeting to acknowledge. In this regard, the Chairman of the meeting will execute the meeting according to the agenda and will not add an extra agenda without prior notice.

1.3 Disclosure of Shareholders Meeting's Resolutions

The Company disseminates the AGM's resolutions and the voting results via the Stock Exchange of Thailand's portal and the Company's website after the meeting or on the next working day. The full meeting minute will be available on the Company's website within 14 day safter the meeting day.

1.4 Preparation of Shareholders Meeting Minutes

The Company disseminates the meeting minute completely and accurately in Thai and English. Each agenda is comprised of key points, resolutions, vote records in agreement, rejection and abstention, questions, explanations and opinions expressed in the meeting, as well as the names of directors attending the meeting and their positions on the Company's website within 14 days after the meeting. The documents are to be

submitted to the Ministry of Commerce within the legally required timeframe and the pictures are also available on the Company's website for shareholders to verify.

2. Equal Treatment of Shareholders

The Company has a policy that emphasizes on treating all shareholders equally and fairly, whether it be major shareholders, minor shareholders and foreign shareholders, in order to maintain shareholders' fundamental rights as follows:

2.1 Minor Shareholders' Rights

- The Company allows opportunities for minor shareholders to propose meeting agendas, nominate names of prospect directors and submit questions related to the Company prior to the AGM, with clear channels and criteria identified via the Stock Exchange of Thailand and the Company's website for no less than 3 months to build confidence for minor shareholders to exercise their rights in attending the meeting.

- The Company executes the shareholders' meeting in accordance with the agenda proposed to the shareholders, without adding extra ones or amending the meeting content in any ways.

2.2 Dissemination of Information Prior to Shareholders' Meeting

- The Company disseminates the meeting invitation letter, together with supporting documents for the AGM, in Thai and English, via the Stock Exchange of Thailand's channels and the Company's website no less than 21 days prior to the meeting. The information on the website is the same one that is distributed to shareholders by post.

- The Company prepares the documents for shareholders who cannot attend the meeting by themselves, and they can authorize independent directors or other individuals as proxies to attend the meeting on their behalf. The Company will then grant rights to and treat proxies as if they are the Company's shareholders. In this regard, the Company will send the proxy assignation form B and C together with the meeting invitation letter, which is available in Thai and English no less than 21 days in advance, clearly detailing the required documents and proxy authorization.

- The Company grants rights to all shareholders to cast one vote for one share held, to encourage fairness among all shareholders.

3. Stakeholders' Roles

The Company places emphasis on the rights of all groups of stakeholders; be it internal stakeholders; staff members and executives of the Company and subsidiaries, or external stakeholders; competitors, state creditors or other relevant institutes, since the Company is aware of the support given by stakeholders, which contributes to enhance the Company's competitive edge and long-term success (more details in "Corporate Governance Manual" on www.ple.co.th).

4. Information Disclosure and Transparency

The Company has a policy to fairly disclose significant information that impacts different changes to investors and stakeholders, so that they can get hold of the information accurately, comprehensively,

transparently and in a timely manner, in accordance with the Stock Exchange of Thailand's criteria. The information is disseminated via the Stock Exchange of Thailand's channels and the Company's website, following these principles

4.1 The Company's Shareholding Structure

The Company clearly disseminates the shareholding structure, comprising of major shareholders and proportion of minor shareholders, allowing shareholders and investors to understand the shareholding structure.

4.2 Disclosure of Financial Information and News

The Company discloses the financial information, report of the Board's responsibility towards the financial information, auditor's report, and the management's analysis of the financial information, whereby the Board of Directors is accountable for the consolidated statement of financial position of the Company and subsidiaries, as well as the financial information in the annual report. In this regard, the statement of financial position has been prepared in accordance with the generally accepted accounting standard in Thailand, employing the appropriate accounting policy that is practiced on a regular basis. The caution is prudently exercised in the preparation process, with sufficient disclosure of significant information in the remark section, including the information related to the Company's important changes and general information, which is available in Thai and English. The information is disseminated via the Stock Exchange of Thailand's channels and the Company's website accurately and comprehensively. In 2022, the Company reported the aforementioned information according to the governing body's regulations, without delays in submitting financial reports and being ordered to amend the statement of financial position.

4.3 Directors' and Executives' Ownership of Securities

The Company has a corporate governance manual, which regulates directors and executives, including spouses and children who have not yet reached the legal age to report ownership of securities (purchase-sell-transfer-receiving of share transfer) to the Securities and Exchange Commission, according to Section 59 of the Securities and Exchange Act B.E.2535 within 3 days after making transactions and the Company Secretary shall keep the copy of transaction as the evidence.

4.4 Directors' and Executives' Remuneration

The Company identifies the executives' remuneration package in accordance with the principle and policy devised by the Board of Directors. The consideration is executed by the Nomination and Remuneration Committee, taking into account the Company's operating performance and each executive's performance. The total remuneration in 2022 is detailed in No.7.2 on Directors' and Executives' Remuneration (more information is available in "Corporate Governance Manual" section on www.ple.co.th).

4.5 Communication Channels

The Company established the Investor Relations department and assigned the Company Secretary to communicate with institutional investors, general investors, shareholders, as well as analysts and relevant government officials. Investors can request for the Company information or file complaints via 0-2332-

0345 ext. 1127, 1221 or the website www.ple.co.th (more information is available in “Corporate Governance Manual” section on www.ple.co.th).

In 2022, the Investor Relations Department; the responsible party in disclosing different types of information that may impact securities prices, both financial and non-financial information, to shareholders and investors to help them make investment decisions, had engaged in the following means of information disclosure to analysts, investors and interested individuals:

- 1.) Analyst Meeting: There was no Analyst Meeting held in 2022.
- 2.) Company Visit and/or Conference Call: 5 Meetings were held in 2022.
- 3.) Opportunity Day: The Opportunity Day was not organized in 2022.

In this regard, if shareholders, analysts, investors or relevant parties would like to make inquiries, please contact the Investor Relations Department via email: pirunporn@ple.co.th or via phone call: 0-2332-0345 Ext.1127,1221.

5. The Board of Directors’ Responsibilities

The Board of Directors places great emphasis on the responsibility, roles, duties and the direction of the Company’s business operations, hence identified details in the “Corporate Governance Manual” on www.ple.co.th. The second policy is about the Board of Directors, with the operational practices as follows:

5.1 Leadership and Vision

The Board of Directors have participated in setting the vision, mission, goals, business plan and company budget and ways to monitor the company management to perform according to the approved business plans and budget in the effective and efficient manners, for maximum economic values for the business in order to ensure the highest level of stability for shareholders.

5.2 Balance of Power for Non-Management Directors

Of the 7 members of company directors, there are 4 directors from the management team and 3 independent directors (equivalent to 42.9% of the Board) (more details are available in “Corporate Governance Policy Manual” on www.ple.co.th). The independent director is the Chairman of the Board of Directors.

5.3 Consolidation or Separation of Positions

The Company has appointed an independent director as the Chairman of the Board of Directors. and has a chairman of the executive committee is a person who supervises and manages the business (More details in “Corporate Governance Policy Manual” on www.ple.co.th).

5.4 Board of Directors’ Meeting

The Board of Directors usually hold a quarterly meeting with extraordinary meetings when necessary. The meeting agendas are clearly defined, with a dedicated agenda to follow up on the operating results. The meeting invitation letters are distributed 7 days before the meeting date in order that the directors have time to review the details before the meeting. The meeting usually takes approximately 3 hours. In 2022, there were 11 Board of Directors’ meetings held. (More details in “Corporate Governance Policy Manual” on www.ple.co.th).

5.5 Sub-Committees

The Board of Directors appointed the Audit Committee on August 23, 2002 to facilitate corporate governance operations of the Company, consisting of 3 independent directors for the period of 3 years. In this regard, the Board of Directors' meeting no.1/2009 dated February 27, 2009 and no.7/2012 dated December 24, 2012, have approved to establish the Nomination and Remuneration Committee, Risk Management Committee and Corporate Governance Committee, with the scope of responsibilities and authority as detailed in no.7.3 on Sub-Committees. (More details in "Corporate Governance Policy Manual" on www.ple.co.th).

5.6 Internal Control and Internal Audit Systems

The Company places an emphasis on the internal control system, covering the managerial and operational levels by clearly defining duties and operational authority of the executives and the operators, with the supervision of the Company's asset for beneficial utilization. Besides, there is the an internal control system for the financial function with financial reporting system to regularly report to the executives in the relevant functional responsibility.

The Company's Internal Audit Division is to examine and ensure that the important financial operation and activity of the Company follows stipulated guidelines with efficiency. The Division's duty is independent and completely able to examine and balance. The Board of Directors stipulates that the Division shall directly report to the Audit Committee (More details in "Corporate Governance Policy Manual" on www.ple.co.th).

6.2 Business Code of Conduct

6.2.1 Business Ethics

1. Treating Stakeholders Properly and Fairly

The Company is determined to treat all stakeholders; shareholders, customers, suppliers, trade creditors, staff members and the society in general, properly and fairly, with equal treatment towards all shareholders; either major or minor shareholders.

2. Transparency in Data Disclosure

Business administration, account booking, and compilation of financial reports are executed lawfully and in accordance with the international standard. The data is disclosed in a transparent, clear and up-to-date manner, to gain trust from investors, shareholders and relevant trade creditors, serving as a significant factor enabling the Company's business to expand continuously and sustainably, while at the same time cohering with the government's policy and the Stock Exchange of Thailand's directions.

3. Striving for Excellence

The Company operates the business under the scope of honesty, ethics and morality, which are going to enable business prosperity and enhance self-development towards excellence at all times.

4. Risk Management

The Company executes risk management activities with regards to the efficiency, effectiveness and accuracy of financial reports, and ensures to observe the laws, regulations, rules and commands in relation to the good internal control framework. The degree of importance of risks has been identified and analyzed to come up with the protocols to minimize the intensity of potential risks to the minimum.

5. Adherence to Social Responsibility

The Company operates the business with an awareness of duties and responsibilities, in coherence with the public benefits, environment and relevant regulations in a strict manner.

6. Fostering Ethics and Morality at Every Level of the Organization

Ethics and morality are significant factors for the Company's corporate governance principle, which is the way of practice fostered at every level of the organization; from the directors, executives and staff members, given that the Board of Directors are well aware of the fact that the organization without moral and ethical values will not be able to maintain their sustainability in the world of business.

6.2.2 Ethics for Directors and Executives

1. Supervising Organizational Efficiency and Effectiveness

Identify the vision, mission, objectives, policies and key strategies to increase long-term values to stakeholders, manage and administer risks that may impact the objectives/goals, with the appropriate system and approaches in accordance with the generally accepted operational procedures.

2. Good Governance

Encourage business administration in an ethical manner in accordance with the international standard. Foster good and proper relationships with stakeholders and the society, build trust and credibility among all related parties at the societal and national levels. Manage the Company's business in relation to the laws and regulations, and disclose the correct, clear and up-to-date information for transparency and verifiability.

3. Adherence to Ethics and Morality

Manage the organization with adherence to moral and ethical values, and encourage these values on all levels of the organization. Supervise and resolve potential conflicts of interest that may happen in the organization.

4. Responsibility towards One's Duties

Perform duties with honesty and make decisions with fairness towards major and minor shareholders, with the objective of securing maximum benefits for all shareholders.

5. Maintenance of the Company's Assets

Inspect the utilization of the Company's assets and ensure they are optimized for maximum benefits, maintain the assets and prevent them from damages or getting used for other purposes not related to the Company's business operations.

6. Monitoring and Evaluation

Review and approve of the key strategies and policies, as well as the financial goals and execution plans. Follow up on the management's operations and ensure that the plan is executed, and regularly review the management's performance.

7. Treatment towards Staff Members

Directors and executives should treat staff members as follows:

- Provide fair compensation to staff members.
- Take care of and maintain work environment to be safe for staff members' lives and properties.
- Appointments and transfers, as well as rewards and punishments should be executed with honesty, and based upon the knowledge, abilities and appropriateness of staff members.
- Emphasize on the improvement of knowledge, abilities and skills for staff members. Offer equal opportunities on a regular basis.
- Strictly comply with the laws and regulations related to staff members.

6.2.3 Ethics for Staff Members

1. Staff Members' Desired Behaviors and Treatment towards Others

- Perform duties with honesty and care. Be serious with all the activities that will enhance quality, effectiveness and organizational development towards excellence.
- Never speak badly of the management or other staff members without facts.
- Refrain from giving gifts to one's supervisor or receiving gifts from one's subordinate.
- Respect the rights of other staff members and the management.
- Supervisors are supposed to behave themselves to be respectful to staff members, while staff members should not show disrespect towards supervisors.
- Create and maintain the atmosphere of unity and harmony among staff members.

2. Compliance with the Laws and Relevant Regulations

Staff members should comply with the laws, regulations, rules, and relevant criteria, and refrain from helping, supporting or consenting to take part in circumventing legal or regulatory compliance.

3. Receiving Benefits from Individuals Dealing Businesses with the Company

Staff members should not call for or receive money or benefits from customers, suppliers, contractors, distributors, or those who sell products or services to the Company, or from any individuals dealing businesses with the Company. They should not give preference or get too close to any particular supplier of the Company that may cause other suppliers to assume something unfair may happen, and withdraw cooperation with the Company, which can lead to the Company's reputation being damaged.

4. Maintaining Confidentiality of the Company's Information

Staff members must not disclose the information, documents, technology, academic knowledge, rights, copyrights or patents that are confidential information to anyone, either intentionally or unintentionally, as this may affect the competitiveness and cause potential damage to the image or reputation.

5. Maintenance of the Company's Assets

Staff members are obligated to and responsible for using the Company's asset to the maximum capacity, and must take part in maintaining them to prevent damage or loss. The assets shall not be used for other purposes that are not relevant to the Company's business (both tangible and intangible properties such as movable assets, real estate, technology, academic knowledge, copyright and patent documents, as well as confidential information not disclosed to the public; business plan, financial projection, or human resource information).

6. Receptions and Receiving Gifts

Staff members shall not receive or give gifts, receive or host receptions for customers, suppliers, contractors, sellers, service providers or government officials in an inappropriate manner based on the gift giving traditions. If any staff member receives a gift of unusual value, one should report to the immediate supervisor.

7. Business Conflicts of Interest

Staff members shall not execute any conducts that violate the Company's benefits, for instance, getting involved in activities or conducts that can cause the Company to lose benefits or prevent the Company from taking the benefits fully or getting involved in activities that allow one to share the benefits with the Company.

8. Trading the Company's Securities and Internal information Utilization

Staff members should avoid using the internal information for one's own benefits in buying or selling the Company's shares, or giving internal information to others for the benefits of buying or selling the Company's shares.

9. Maintaining the Company's Reputation

Staff members should avoid any conduct that may harm the Company's reputation or cause problems. Staff members should also protect their dignity to ensure social acceptance.

10. Treatment towards Customers and the Quality of Work

Staff members should deliver good quality of work that meets or exceeds customers' expectation under fair conditions. They should provide accurate and sufficient information on products and services, which are up-to-date without exaggerating the facts that may mislead customers in terms of quality, quantity or conditions of the works or services. Besides, staff members should maintain customers' confidentiality and never use it for the benefits of oneself or others inappropriately.

11. Treatment towards Suppliers and/or Trade Creditors

Staff members should treat suppliers and trade creditors fairly and equally, based upon obtaining fair returns for both parties, while strictly complying with the agreements or conditions agreed upon. In case of failure to comply with any of the conditions, one must notify suppliers and/or trade creditors in advance to mutually figure out the solutions.

12. Treatment towards Commercial Opponents

Staff members should comply with the practices under the principle of good competition, without seeking for confidential information of commercial opponents with dishonest or inappropriate means, for instance, offering bribe to staff members of the opponents, and never damage commercial opponents' reputation by speaking badly of them.

13. Whistleblowing or Filing Complaints

Staff members are obligated to and responsible for whistleblowing or filing complaints when witnessing unlawful doings against the Code of Conduct or behaviors that may imply dishonesty or inappropriateness of organizational members, both from the staff members or other stakeholders, as well as incorrect financial reports or defective internal control system (whistleblowing or complaints can be submitted via www.ple.co.th).

6.2.4 Procurement Code of Conduct

In order for the procurement operations to be executed properly and effectively, while maintaining the Company's good reputation, the Procurement Code of Conduct has been identified as follows:

1. Receiving Gifts, Receptions and Special Preferences

1.1 Receiving gifts or premiums is considered a violation of the Procurement Code of Conduct and implies an act of bribery.

1.2 Receiving receptions should take into account the appropriateness and should be avoided unless necessary. In that case, both parties should take turns in covering the expenses.

1.3 Giving special preferences to any particular supplier should be avoided, as it may lead others to assume there is something unfair that may harm the Company's image.

2. Unfairness in Procurement Procedures

2.1 Procurement procedures should not be executed by specifying any particular attributes of the product or intentionally pinpointing to any particular qualifications, unless there are sufficient supporting reasons and necessity.

2.2 Invitations to offer quotations should be based on selecting good suppliers who are interested in making quotes. Inviting sufficient suppliers only to meet the requirements without considering the capacity to comply with the obligations will deprive the process of the quality and fairness towards the Company and other good suppliers.

2.3 Every supplier should receive the same details and conditions in writing. If the explanations are given verbally, a written confirmation should be made once again.

2.4 Once the quote is offered but the Company decides not to purchase, the supplier should be notified, and the same supplier shall be given the opportunity to quote in future occasions.

3. Treatment towards Suppliers

3.1 Relationships between the buyer and the seller should be in the form of building trust to one another with honesty and fairness, with polite treatment towards one another.

3.2 Regulations and practices devised by the Company should be notified to suppliers right after they are registered as the Company's suppliers. They should also be notified of the changes.

3.3 Receiving and inspecting products or deliverables, as well as payment should be executed fast and concisely, ensuring fairness towards suppliers. Those who intentionally cause delays are considered violating the Procurement Code of Conduct.

3.4 Refrain from helping suppliers working for a company with any means that prevent them from paying tax to the government.

6.3 Key changes and developments in policies, practices and corporate governance systems in the previous year

6.3.1 Key changes and developments in the reviews of policies, practices, corporate governance systems or the committee' charters in the previous year

The Company has devised the Corporate Governance Policy and the Business Code of Conduct and disseminated them on the website (www.ple.co.th) to demonstrate that the administration is effectively executed in a transparent and verifiable manner, with an awareness of all stakeholders, allowing organizational members to access and accurately and properly adopt them in work settings. Besides, the Board of Directors also review and revise the policies, practices, corporate governance systems and the committees' charters annually. In 2022, the Corporate Governance Committee's meeting was held on December 23, 2022 to ensure adoption of the policies, practices, corporate governance systems and the committee's charter in the same direction as the Company's objectives.

6.3.2 In case the Company has not adopted the Corporate Governance Code for Listed Companies 2017 (CG code) into practice

1.) Participation in the Thai Private Sector Collective Action Coalition against Corruption (CAC)

The Company has considered the criteria to participate in the Thai Private Sector Collective Action Coalition against Corruption, which has not yet been completed in 2022. Despite that, the Company has issued the Anti-Corruption Policy, including channels for filing complaints to take into practices, and also issued the announcement to refrain from receiving gifts from suppliers. However, the Company is not negligent to proceed with the participation of the CAC to encourage good governance, social responsibility and guarding against corruption in the future.

2.) Chairman of the Board of Directors is not an Independent Director

The current Chairman of the Board of Directors is an independent director Mr. Swake Srisuchart is now assuming the Chairman of the Board of Directors and Chairman of the Executive Committee positions. In 2022, the Board of Directors' meeting of Power Line Engineering PCL (PLE) no.4/2022, held on Monday June 13, 2022, arrived at a resolution to appoint Mr. Somprasong Boonyachai, Independent Director, to assume the Chairman of the Board of Directors in replacement of Mr. Swake Srisuchart, who voluntarily resigned from the Chairman of the Board's position. In this regard, Mr. Swake Srisuchart is still in the Chief Executive Officer and the Company director positions, effective from June 14, 2022 onwards.

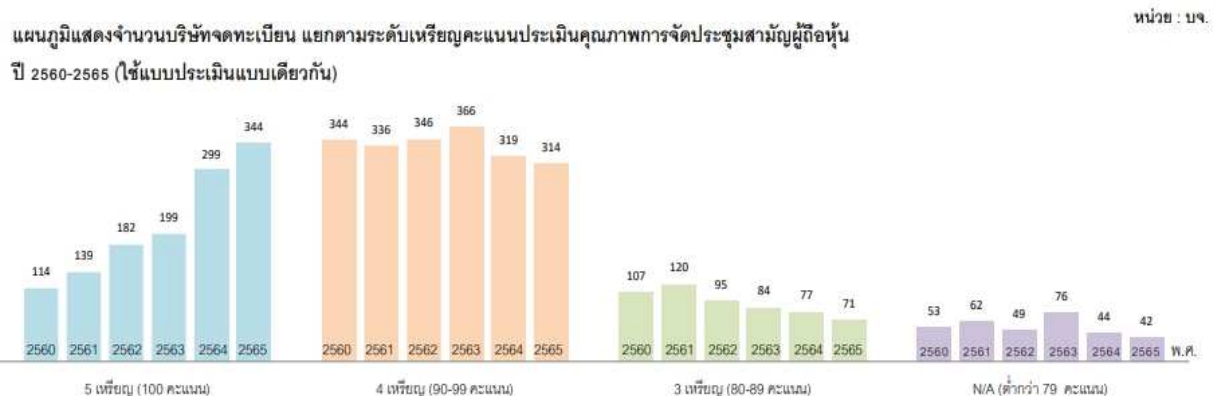
3.) Terms of Office for Directors and Independent Directors Exceed 9 Years

Even though the Company's directors and independent directors have been in the positions for more than 9 years, they still possess qualifications required of the independent directors, with the knowledge, competencies, and experiences in areas required by the Company, and they are still perfectly capable of performing duties as independent directors.

6.3.3 Practices in Other Matters in Accordance with the Principle of Good Governance

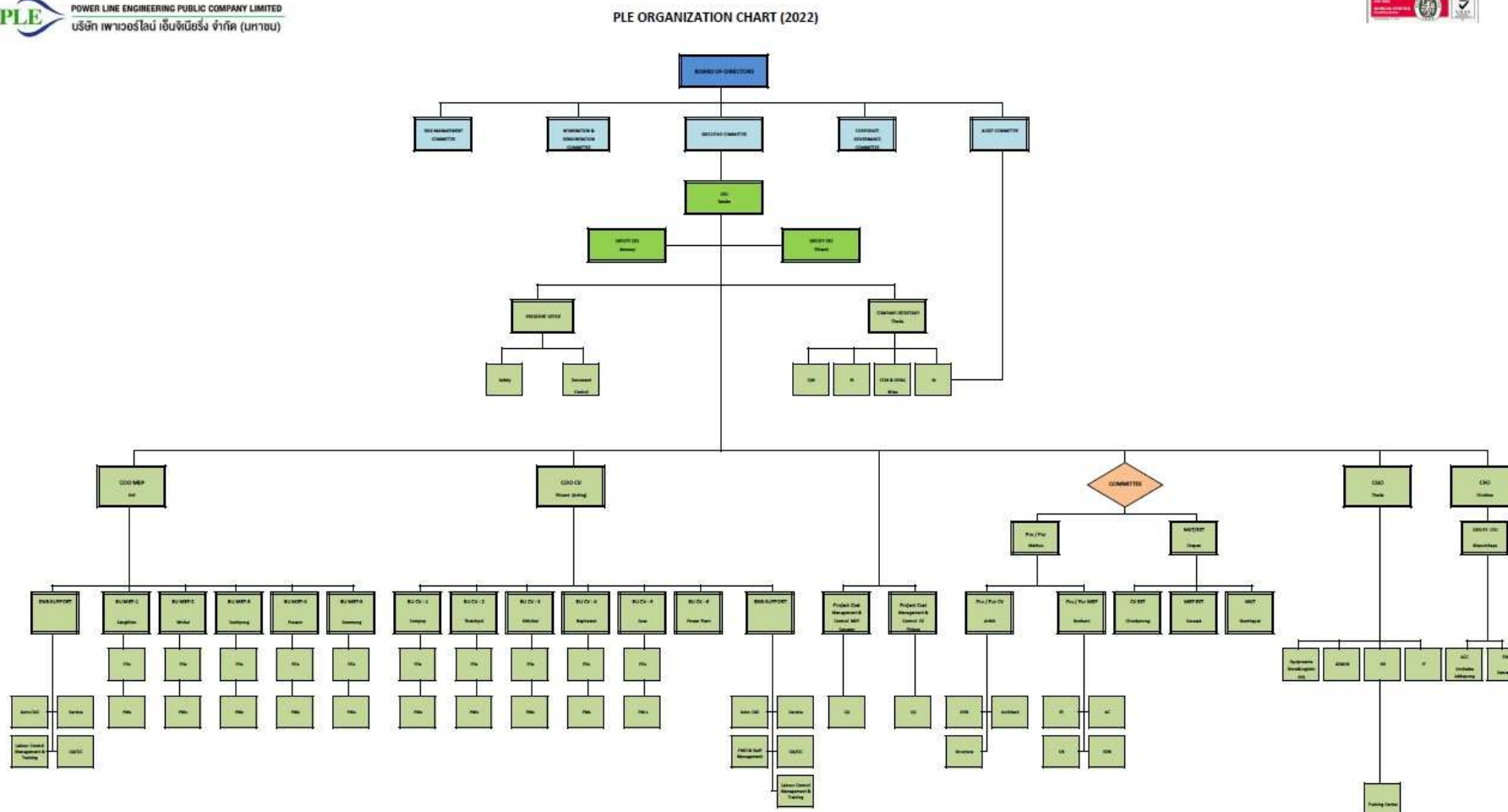
1.) The result of the Corporate Governance Report of Thai Listed Companies (CGR) 2022 was 4 stars or 'very good', hosted by the Thai Institute of Directors (IOD), with the support of the Stock Exchange of Thailand and the Securities and Exchange Commission (SEC).

2.) The result of the Annual General Meeting of Shareholders (AGM Checklist) 2022 yielded the score of 94 or 4 coins (excellent), based upon the evaluation of the Thai Investors Association, with the support of the Thai Institute of Directors and the Securities and Exchange Commission (SEC).



7. Corporate Governance Structure and Significant Information Regarding the Board of Directors, Committees, Executives, Staff Members and Others

7.1 Corporate Governance Structure



Effective from January 24, 2022

Power Line Engineering PCL's management structure as of January 24, 2022 is comprised of the Board of Directors, which can be categorized into 5 separate committees to help supervise significant matters, namely Audit Committee, Executive Committee, Nomination and Remuneration Committee, Risk Management Committee, and Corporate Governance Committee, with Chief Executive Officer as the top executive of the Company.

7.2 Information Regarding the Board of Directors

7.2.1 Components of the Board of Directors

- The Company's regulations state that the Board of Directors is comprised of at least 5 but not more than 10 directors. No less than half of the Board of Directors shall reside in the Kingdom of Thailand, and must possess qualifications required by laws. In operating the Company's business, the Board of Directors must ensure compliance with the laws, objectives and the Company's regulations, as well as the Shareholders' Meeting's resolutions with honesty and prudence with the objective of protecting the Company's benefits.

In this regard, the current Board of Directors, in accordance with the Ministry of Commerce's certificate, dated February 7, 2023, is comprised of 7 directors as follows:

- 3 Non-managerial directors, accounting for 42.86% of the Board of Directors
- 3 Independent directors, accounting for 42.86% of the Board of Directors
- 4 Managerial directors, accounting for 57.14% of the Board of Directors
- 1 Female director, accounting for 14.29% of the Board of Directors

7.2.2 Information on the Board of Directors and Authorized Individuals

As of December 31, 2022, the Board of Directors are comprised of 7 directors as follows:

No.	Names of Directors		Position
1	Mr. Somprasong	Boonyachai	Chairman of the Board
			Independent Director
2	Mr. Swake	Srisuchart	Chairman of Executive Committee Director
3	Mr. Amnuay	Karnjanopas	Vice Chairman
4	Mr. Phisant	Chintanapakdee	Director
5	Dr. Singchai	Arronvuthiphong	Independent Director
6	Lt. General Sinchai	Nutsatid	Independent Director
7	Mrs. Chutima	Yoosathon	Director

Mr. Thada Chumasaratul serves as the Company Secretary.

Remark The Board of Directors' meeting no.4/2022 on Monday June 13, 2022, rendered the resolution to appoint Mr. Somprasong Boonyachai, Independent Director as the Chairman of the Board in replacement of Mr. Swake Srisuchart, who requested to resign from the position, to be effective from June 14, 2022 onwards.

The Company's authorized directors are Mr.Swake Srisuchart, Mr. Amnuay Kanjanopas and Mr.Phisant Chintanapakdee. Any two of the three authorized directors may sign jointly with Company's seal affixed to bind the Company.

- Details on the directors' and Company Secretary's profiles are in attachment 1.
- Details on the directors, authorized individuals of the Company and subsidiaries are in attachment 2.

7.2.3 Roles and Duties of the Board of Directors

Scope of Authority and Duties of the Board of Directors

The directors shall sincerely and faithfully perform their duties and carefully take care the interest of the company to be in accordance with the objectives, rules and regulations of the company and the resolution of the shareholders' meeting and the matter legally required the approval of the shareholders' meeting prior to operation, such as, preparation of combination item, sale or purchase of important assets according to the principles of SET or of other government authorities, etc. In this regard, the Board of Director may assign one or several directors to take any action on behalf of the Board whereby such assignment must be under its scope of power of power whereby the scope of powers and duties of such assignee must be clearly specified.

7.3 Committees

The Board of Directors have appointed committee members according to the Board of Directors' meeting resolution no.1/2018 on February 28, 2018. Names of committee members, including the authority and duties are as follows:

(1) The Audit Committee is comprised of 3 members as follows:

No.	Names of Committee Members		Position	Number of Meeting Attendance
1	Dr. Singchai	Arronvuthiphong	Chairman of the Audit Committee	4/4
2	Mr.Somprasong	Boonyachai	Audit Committee Member	4/4
3	Lt.Gen.Sinchai	Nutsatid	Audit Committee Member	4/4

Mr.Ekachai Budda is the Secretary of the Audit Committee.

In this regard, there were 4 Audit Committee meetings in 2022.

The 3 directors all possess qualifications required of Audit Committee members, particularly Dr. Singchai Aroonvuthiphong, who is a CPA and a professional auditor. Mr. Somprasong Boonyachai and Lt. General Sinchai Nutsatid both have experiences in managing large organization, which can benefit the Company.

The Audit Committee's Scope of Duty, Responsibility and Authority:

1. Examine the company to sufficiently prepare the correct and clear financial items.
2. Ensure the company has efficient and effective internal control and internal audit systems.
3. Examine the operation of the company to be in accordance with the Securities and Exchange Commission's laws, requirement of the Stock Exchange of Thailand or other laws related to the company's business.
4. Select and nominate the auditor and consider the remuneration for the auditor.
5. Disclose the company's information in case there is any combination items or any items which may be object to the benefit of the company to be correct and complete information.
6. Perform any action as assigned by the Board of Directors or as deemed appropriate by the Audit Committee.
7. Prepare the report related to the Audit Committee's activities in the Annual Report, and the report must be signed by the Chairman of the Audit Committee.
8. Evaluate the performance of the Auditing Committee

(2) The Executive Committee is comprised of 12 directors as follows:

No.	Names of Committee Members	Position	Number of Meeting Attendance
1	Mr. Swake Srisuchart	Chairman of the Executive Committee	10/12
2	Mr. Amnuay Karnjanopas	Vice Chairman of the Executive Committee	12/12
3	Mr. Phisant Chintanapakdee	Executive Committee Member	12/12
4	Mr. Thada Chumasaratul	Executive Committee Member and Executive Committee Secretary	12/12
5	Mrs. Chutima Yoosathon	Executive Committee Member	12/12
6	Mr. Naphawuth Prachummuang	Executive Committee Member	11/12
	Mr. Sompop Puechmongkol ¹	Executive Committee Member	1/3
7	Mr. Sangthien Sangthong	Executive Committee Member	9/12
8	Mrs. Orapun Mokagul	Executive Committee Member	11/12
9	Mr. Methus Srisuchart	Executive Committee Member	9/12
10	Ms. Srisuchart Manutchaya	Executive Committee Member	12/12
11	Mr. Wichai Suppermsathien	Executive Committee Member	9/12
12	Mr. Krit Pasit ²	Executive Committee Member	10/11

Note

¹ Mr. Sompop Puechmongkol resigned from the company the Executive Committee, effective on March 31, 2022.

² According to the resolution of the Board of Directors' meeting no. 1/2022 on January 24, 2022, Mr. Krit Pasit was appointed as the Executive Committee Member, effective on February 1, 2022.

The Executive Committee's Scope of Duty, Responsibility and Authority:

1. Prescribe the policy, direction, strategy and structure of major management work for business operation of the company to respond and support the economic situation and competition as prescribed and declared to the shareholders and propose for approval of the Board of Directors.
2. Prescribe business plan, budget and management power of the company and propose for approval of the Board of Directors.
3. Inspect, follow up the policy and management guidelines in several aspects whether it is efficiently exercised to benefit the business operation of the company.
4. Inspect, follow up the result of business operation whether it is in accordance with the approved business plan.
5. Consider the large investment project of the company and propose for approval of the Board of Directors.
6. Appoint, withdraw the employee of the company in the position not higher than the Chairman of the Executive Committee.
7. Consider, approve and execute the bidding or taking on assignments for other institutions or individuals.
8. Perform other duties as assigned by the Board of Directors.

Authorizing Power on Financial Operations:

1. In case the matter is already prescribed in the business plan or budget duly approved by the Board of Directors, the Executive Committee shall be entitled to take any action without financial limit.
2. For cases other than specified in clause 1, the Executive Committee is authorized to approve any financial transactions of not exceeding 50 million Baht, including approvals of expenditure in normal course of business operation, investment in the capital expenditure or permanent asset, and authorization to apply for credit financing, with all financial instruments not exceeding 1,000 million Baht for each project, including joint venture (except project guarantee according to the bidding or service provision, whereby financial limit does not apply) and report to the Board of Directors.

The Executive Committee may authorize the company's management to approve any or several financial transactions as appropriate.

In this regard, the approval such transactions shall not in the manner that enables the Executive Committee or the authorize individual to approve transactions that one may have potential conflicts of interest (according to the company's regulations and the SEC's announcement) with the company or its affiliate, with the exception that such approval is part of the normal business operations with clear boundaries.

Chairman of the Executive Committee's Scope of Authority and Duties:

1. Decide the important matter of the company, prescribe the company's duties, objectives, guidelines, and policies including supervising overall business operations as assigned by the Executive Committee and take responsibility for the Executive Committee.
2. Assume the authority to appoint, discharge, dismiss, fire, determine wage, pension, and reward, adjust and increase salary, remuneration, bonus of employees in the position lower than Executive Director, as well as appoint the employer's representative for the company's Provident Fund.
3. Approve and authorize the withdrawal and payment for purchases of goods and services for the company's benefits, but not exceeding the designated amount.
4. Issue orders, regulations, notifications, records to ensure the operations align with the policies for the company's benefits, and to maintain internal working disciplines.
5. Approve the appointment of consultants in different functions where necessary.
6. Perform other duties as assigned by the Board of Directors or Executive Committee.
7. Execute assignments related to the general administration of the company.

In this regard, the authority and duty of the Chairman of the Executive Committee and authorized persons addressed above does not include the authority that allows the Chairman of the Executive Committee to approve the transactions where one or individuals with potential conflicts of interest or may have any other types of conflicts of interest (according to the Company's regulations and the Securities and Exchange Commission's enforcement), unless such transactions are in accordance with the policy and criteria initially approved of by the Company's Board of Directors, as well as to ask for an approval from shareholders in making inter-related transactions, acquisition or disposal of core assets for the Company and subsidiaries, in order to align with the regulations of the Stock Exchange of Thailand on this matter.

(3) **The Nomination and Remuneration Committee** is comprised of 3 directors as follows:

No.	Names of Nomination and Remuneration Committee Members		Position	Number of Meeting Attendance
1	Mr. Somprasong	Boonyachai	Chairman of the Nomination and Remuneration Committee	2/2
2	Lt.General Sinchai	Nutsatid	Nomination and Remuneration Committee Member	2/2
3	Dr. Singchai	Aroonvuthiphong	Nomination and Remuneration Committee Member	2/2

Mr. Thada Chumasaratul served as the Nomination and Remuneration Committee Secretary.

In 2022, there were 2 Nomination and Remuneration Committee meetings.

Nomination and Remuneration Committee's Scope of Authority and Duties:

1. Determine the nominating procedures and qualifications of the company's director and Chief Executive Officer.
2. Proceed with the nomination and propose the qualified person for director and Chief Executive Officer to the Board of Directors to consideration and recommend to shareholders meeting's approval.
3. Determine the procedures and methods for the consideration of director and chief executive officer remuneration.
4. Consider the director's remuneration and propose to the Board of Directors and to obtain the shareholders meeting's approval.
5. Consider Chief Executive Officer's remuneration and propose to the Board of Directors for recommend to shareholders meeting's approval.
6. Perform duties as assigned by the Board of Directors.

(4) **The Risk Management Committee** is comprised of 6 directors as follows:

No.	Names of Risk Management Committee Members		Position	Number of Meeting Attendance
1	Mr. Swake	Srisuchart	Chairman of the Risk Management Committee	4/4
2	Mr. Amnuay	Karnjanopas	Vice Chairman of the Risk Management Committee	4/4
3	Mr. Phisant	Chintanapakdee	Risk Management Committee Member	4/4
4	Mr. Thada	Chumasaratul	Risk Management Committee Member	4/4
5	Mrs. Chutima	Yoosathon	Risk Management Committee Member	4/4
6	Mr. Naphawuth	Prachummuang	Risk Management Committee Member	4/4

Mr. Ekkachai Budda served as the Risk Management Committee Secretary.

In 2022, there were 4 Risk Management Committee meetings.

Risk Management Committee's Scope of Authority and Duties:

1. Determine the policy, strategy and goal of corporate risk management
2. Develop the corporate's risk management system to be continuously effective
3. Encourage and promote cooperation in risk management across all organizational levels
4. Supervise and ensure effective risk management system
5. Chairman of the Executive Committee is to report organizational risks to the Board of Directors' meeting
6. Perform duties as assigned by the Board of Directors

(5) **The Corporate Governance Committee** is comprised of 4 directors as follows:

No.	Names of Corporate Governance Committee Members		Position
1	Mr. Swake	Srisuchart	Chairman of the Corporate Governance Committee
2	Mr. Amnuay	Karnjanopas	Vice Chairman of the Corporate Governance Committee
3	Mrs. Chutima	Yoosathon	Corporate Governance Committee Member
4	Mr. Thada	Chumasaratul	Corporate Governance Committee Member and Secretary

In 2022, there was 1 Corporate Governance Committee meeting.

Corporate Governance Committee's Scope of Authority and Duties:

1. Propose policy and procedures of good corporate governance to the Board of Directors.
2. Monitor and supervise the Board and the management to be in line with the principle of good corporate governance.
3. Revise the company's policy and procedures of corporate governance to be in line with and comparable to the international standards practices and propose to the Board for any room for improvement.
4. Assign the corporate governance policy and procedures to working groups or committee to proceed and respond.
5. Assume the authority to invite an external expert in good corporate governance to be the Committee's advisor under the Company's expenses.
6. Perform duties as assigned by the Board of Directors.

7.4 Information on the Management Team

7.4.1 Names and Positions of Executives

Power Line Engineering PCL's management structure has already been reported in 7.1 Corporate Governance Structure.

Names of executives as of December 31, 2022.

No.	Name-Surname		Position
1	Mr. Swake	Srisuchart	Chairman of the Executive Committee
2	Mr. Amnuay	Karnjanopas	Vice Chairman of the Executive Committee
3	Mr. Phisant	Chintanapakdee	Vice Chairman of the Executive Committee
4	Mr. Naphawuth	Prachummuang	Executive Committee Member/Executive Vice President – Construction Engineering
5	Mr. Krit	Pasit	Executive Committee Member / Executive Vice President – System Engineering
6	Mr. Sangthien	Sangthong	Executive Committee Member / Executive Vice President – System Engineering
7	Mr. Wichai	Suppermsathien	Executive Committee Member /Senior Vice President – System Engineering
8	Mrs. Chutima	Yoosathon	Executive Committee Member /Chief Financial Officer
9	Mr. Thada	Chumasaratul	Executive Committee Member /Company Secretary/ Vice President – General Administration
10	Mr. Methus	Srisuchart	Executive Committee Member /Executive Vice President – Purchasing & Procurement
11	Mrs. Orapun	Mokagul	Executive Committee Member / Senior Vice President – Marketing and Valuation
12	Ms. Manutchaya	Srisuchart	Executive Committee Member/ Senior Vice President – Accounting and Finance
13	Mr. Prasarn	Rukpunya	Senior Vice President – System Engineering
14	Mr. Suntipong	Ruthirago	Senior Vice President – System Engineering
15	Mr. Kittichai	Hometown	Senior Vice President – Construction Engineering
16	Mr. Thatchapol	Pongsatitham	Senior Vice President – Construction Engineering
17	Mr. Jurin	Rungrukrutanakorn	Vice President – Construction Engineering
18	Mr. Suez	Pangsrisonboon	Vice President – Construction Engineering
19	Mr. Sommung	Boonwong	Vice President – System Engineering
20	Mr. Cholkanong	Palakhum	Vice President – Construction Engineering Valuation
21	Mr. Surasak	Lertanakicharoen	Vice President - System Engineering Valuation

No.	Name-Surname	Position	No.
22	Ms. Nunthapat	Srisuchart	Vice President - Marketing
23	Mr. Bunharn	Khomkit	Vice President - System Engineering Purchasing & Procurement
24	Mr. Arthit	Rojanaraweewong	Vice President - Construction Engineering Purchasing & Procurement
25	Mr. Jakkapong	Jitampai	Vice President – Accounting and Finance
26	Mrs. Unchalee	Amornchai	Vice President – Accounting and Finance
27	Ms. Chinthong	Wongsrikaew	Vice President – General Administration

7.4.2 Compensation Policy for Executive Committee and the Management

(1) Compensation for the Chairman of the Executive Committee and the Executive Committee Members (Financial)

- Total compensation for the Chairman of the Executive Committee

Unit : Baht

Compensation	2022		2021	
	Headcount	Compensation	Headcount	Compensation
Salary	1	6,294,540.00	1	6,104,160.00
Bonus	1	453,680.00	1	0.00
Provident Fund	1	369,470.80	1	272,208.00
Total		7,117,690.80		6,376,368.00

- Total compensation for the Executive Committee

Unit : Baht

Compensation	2022		2021	
	Headcount	Compensation	Headcount	Compensation
Salary	13	41,401,440.00	11	32,470,867.00
Bonus	11	2,854,280.00	11	0.00
Provident Fund	11	1,917,224.80	9	1,097,473.34
Total		46,172,944.80		33,568,340.34

(2) **Other Compensation (For executive directors, management and staff members)**

Group health insurance premiums

	2022	2021
Health insurance premiums (Group)	4,537,540.00	4,276,849.00

7.4.3 Total Compensation for Executive Directors and the Management

Compensation	2022		2021	
	Headcount	Compensation	Headcount	Compensation
Salary	28	72,279,430.00	27	68,850,952.00
Bonus	27	4,768,147.00	27	0.00
Provident Fund	23	3,227,464.30	23	2,361,261.34
Total		80,275,041.30		71,212,213.34

7.5 Staff Members' Information

As of December 31, 2022, the total number of staff members was 1,365 (not including temporary staff members), categorized by core operations as follows:

Core Operations	Headcount 2022	Headcount 2021
Project		
- Engineer (Systems and construction)	338	321
- Foreman (Systems and construction)	277	214
-Draftsman (Systems and construction)	123	119
Purchasing, Store and Transport		
- Purchasing and Procurement	35	32
- Store and Transportation	102	100
Price Valuation and Marketing	47	46
General Functions	443	421
Total	1,365	1,253

The Company pays compensation to staff members in the form of salary, bonus, contribution to the Provident Fund and others as follows:

Unit : Thousand Baht

Compensation	2022	2021
Total Salary	562,014.16	525,923.03
Bonus	39,043.37	0.00
Provident Fund Contribution	18,659.07	14,843.43
Others such as overtime and allowance, etc.	170,191.28	128,255.01
Total	789,907.88	669,021.47

Human Resource Development Policy

Because human resource is critical for the construction, design, procurement and engineering system installation businesses, the Company emphasizes on developing human capital on a continuous basis both in terms of the academic and operational aspects, with a wide array of approaches as follows:

- **In-house Training**

Provision of engineering knowledge and training by senior engineers or special experts, with the plan to compile the installation and operation manuals, and reports of issues and problem resolutions.

- **Outside Training**

Sending staff members to attend the training elsewhere, in topics such as engineering and management, organized by professional associations and educational institutes, as well as training companies both in Thailand and overseas.

- **On the Job Training**

Provision of training, knowledge and skills in actual work settings to new joiners, with the coach to take care and give advice.

- **Talent Management Plan**

The Company foresees the significance of potential human resources who are ready to step up to higher positions in replacement of those in critical positions, and therefore has developed the “Talent Management Plan”, focusing on improving capabilities and nurturing leadership in preparation for assuming executive positions in the Company.

Objectives

- To serve as ways of identifying capable individuals and potential talents with high performance that meets the needs of the organization.
- To encourage human resource development in the organization
- To serve as part of the human resource management strategies

Expected Benefits

- Organization: Allow the organization to achieve desired objectives. When workforce preparedness is regularly being evaluated, the organization can understand the required headcount in the future, and this leads to planning for the required basic qualifications in advance.
- Department/Team: Departments or teams can execute training plans to develop potential staff members or talents in advance, especially positions with limited candidates that are usually in high demand among competitors in the same business.
- Individual: Staff members are given opportunities to develop and grow alongside the Company's growth. This also builds motivation for those who value advancement and prevents risks of staff members resigning as this approach emphasizes on promoting from within rather than recruiting or hiring from the outside.

Talent Management Execution Period

The talent management procedures include the establishment of the working team, preparing for staff members to assume critical positions in the future. The process is transparent and fair, and the project should be completed by 2023, and will be executed continuously.

7.6 Other Significant Information

7.6.1 Individuals Assigned to be Directly Responsible for Supervising Accounting, Company Secretary, Internal Audit Supervisor and Compliance Supervisor

- The Person Assigned Direct Responsibility in Supervising Accounting

The person assigned direct responsibility in supervising accounting for Power Line Engineering PCL is Mr. Jakkapong Jitampai, Vice President – Accounting and Finance. He has been in the position since June 15, 2007.

- Company Secretary



Mr. Thada Chumasaratul Age 64 Years

Date of Appointment August 15, 2008 - Present

Shareholding Proportion 0.00%

Education Master of Business Administration in Management
 Woodbury University U.S.A.
 Bachelor of Political Science (Government)
 Ramkhamhaeng University

Training Records in Company Secretary Operations DCP 114/2009, CSP 27/2008, EMT
 11/2008

Current Assumption of Important Director Positions Member of Executive Committee,
 Power Line Engineering PCL

Relationship with the executives -None-

Remark : Additional details on personal information are in Attachment 1

The Board of Directors appointed Mr. Thada Chumasaratul as the Company Secretary to take responsibility in proving legal advice and advices on rules and regulations that the Board of Directors and executives should be aware of, as well as to supervise the Board of Directors' activities and coordinate to ensure compliance with the resolutions of the Board of Directors and shareholders to go in line with the Company's corporate governance principles. The Board of Directors have appointed Mr. Thada Chumasaratul since August 15, 2008.

Company Secretary's Scope of Duties, Roles and Responsibility:

1. Perform meeting-related duties
2. Monitor and direct the company's operations to be in line with legal and regulatory compliance
3. Prepare, compile and disseminate the company's information
4. Coordinate with related parties regarding the company's capital increase and restructuring
5. Monitor the company's acquisition and sales of assets
6. Other related duties

Internal Audit Supervisor

The person assigned responsibility in supervising internal audit operations for Power Line Engineering PCL is Mr. Ekkachai Budda, Senior Manager – Internal Audit. He has been in the position since July 19, 2012.

Remark: Additional details on personal information are in Attachment 3

7.6.2 Name of Investor Relations Supervisor and Contact Information

The Company has established the Investor Relations department and assigned Mr. Thada Chumasaratul; Company Secretary, with Ms. Sukanya Onta; Vice President and Ms. Piroonporn Liammookda; Senior Manager – Company Secretary to communicate with institutional investors, general investors, shareholders, analysts, and relevant government officers. Investors can reach out to get the Company's information or file complaints via telephone at 0-2332-0345 extension 1127, 1221 or on the website: www.ple.co.th.

7.6.3 Compensation for the Auditor, Auditing Office, and Individuals or Businesses related to the Auditor and Auditing Office

The resolution of the Annual General Meeting of Shareholders 2022 appointed PKF Audit (Thailand) Co., Ltd. as the Company's auditor in 2022 for the first time, with the certified public accountants as follows:

- **Mr. Pitinun Leelamethawat** Certified Public Accountant No. 11133 or
(Never before signed the Company's statement of financial position)
- **Mr. Kawinpop Pridi** Certified Public Accountant No. 9680 or
(Never before signed the Company's statement of financial position)
- **Mr. Natthapol Srichakkkot** Certified Public Accountant No. 12038
(Never before signed the Company's statement of financial position)

It has been regulated that one of the CPAs is to perform the audit and express opinions on the Company's statement of financial position. In cases where the CPA in question cannot perform duties, PKF Audit (Thailand) Co., Ltd. is to allocate other CPAs to take on the roles and duties instead. In this regard, the Board of Directors have been authorized to appoint the new CPA as proposed by PKF Audit (Thailand) Co., Ltd.

In this regard, the 3 CPAs do not have any relationship or potential interests or disadvantage with the Company/subsidiaries/executives/major shareholders or related to these individuals, hence they have full independence in auditing and expressing opinions on the Company's statement of financial position.

Besides, PKF Audit (Thailand) Co., Ltd. has also been selected as the auditor for a total of 4 subsidiaries and joint ventures in 2022.

The audit fees in 2022 are as follows:

Unit : Baht

Audit Details	2022	2021	Change (Decrease)	
			Amount	%
Financial statement audit fees and quarterly consolidated financial statement audit fees (4 Quarters)	1,780,000.00	1,870,000.00	(90,000.00)	(4.81%)
Quarterly financial statement audit fees (3 Quarters)	900,000.00	930,000.00	(30,000.00)	(3.23%)
PLE's Audit Fees	2,680,000.00	2,800,000.00	(120,000.00)	(4.29%)
Financial statement audit fees and quarterly financial statement audit fees (4 Quarters) of subsidiaries and joint ventures	520,000 (4 Companies)	585,000.00 (5 Companies)	(65,000.00)	(11.11%)

7.6.4 In case of overseas companies, names of individuals assigned to serve as the representatives in Thailand should be identified.

-None-

8. Key Operating Results in Corporate Governance

8.1 Summary of the Board of Directors' Performance in the Previous Year

8.1.1 Recruitment, Development and Performance Evaluation of the Board of Directors

(1) Independent Directors

Independent Directors serve as an important mechanism in supervising corporate governance, as well as protecting the interests of the Company and shareholders, being able to maintain balance of power for the Board's decision-making, with an awareness of performing duties on the basis of righteousness. Independent directors should be able to express opinions independently without falling under the influence of any individuals or groups of individuals.

There are 7 members in the Board of Directors, comprising of 4 managerial directors and 3 independent directors (accounting for 42.9% of the Board).

Definition and Qualifications of Independent Directors

Independent directors are not in the business or do not have any involvement in business management or any benefits related to the Company, which may impact one's independent decision making. Independent directors must possess the qualifications regulated by the Securities and Exchange Commission and the Stock Exchange of Thailand, regulating that there should be no less than 3 independent directors or one-third of the total number of directors. **Independent directors' qualifications should be as follows:**

1. Holding no more than 0.5% shares of the vote-eligible shares of the Company, subsidiaries, associates or individuals with potential conflicts of interest.
2. Not having business relationships, benefits or potential advantages or disadvantages; directly or indirectly in terms of financial and administrative aspects. One must not be the customer, supplier, material procurer, trade debtor/creditor, loan debtor/creditor, subsidiary, associate or individuals with potential conflicts of interest that may lead to the lack of independence.
3. Not being a close relative to the management, major shareholders of the Company, subsidiaries, associates or individuals with potential conflicts of interest, and must not have been appointed as the representative to protect the directors' and major shareholders' interests
4. Not having involvement in business management, as well as not being the employee, staff member, or consultant receiving fixed salary

Providers of professional services to the Company such as auditors, lawyers or persons with the authority in the Company, subsidiaries, associates or individuals with potential conflicts of interest, and not having interests or disadvantages as mentioned for a minimum of 2 years, can attend the Board of Directors' meeting and offer advice independently.

Remark *The Company has identified the definition and qualifications of the independent directors to be in line with the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand. Qualifications stated in no.1 are somehow stricter than that of the SEC and the SET.*

(2) Nomination of Directors and Top Executives

The Nomination and Remuneration Committee will shortlist individuals to be appointed as directors, considering from several factors, for instance, knowledge, competency and experiences related to the business. Currently, the Company has appointed the Nomination and Remuneration Committee to select the individuals to assume the director positions for the Board of Directors to consider before proposing to the AGM for final consideration. The Nomination and Remuneration Committee has asked all shareholders to nominate the names of qualified individuals to be selected as the Company director via the Company's website, for the Committee to consider and propose to the Board of Directors. Criteria in appointment and dismissal of the Company directors have been identified as follows:

(1) The Board of Directors consists of at least 5 persons but not exceeding 10 persons and not less than half of total directors must domicile in the kingdom and duly qualified according to the requirement of the law.

(2) The shareholders' meeting shall appoint the directors based on majority votes according to the principles and methods as follows:

1. One shareholder shall have one share per one vote.
2. The shareholders shall cast vote for each director individually.
3. The candidates with the highest votes in descending order shall be elected as directors. If the number of candidates have equal or higher number of votes than the number of directors required at that time, the Chairman shall cast the decisive vote.

(3) In every AGM, one-third of directors shall resign from their positions. In case the number of directors cannot be divided into 3 parts, the nearest number to one-third of the directors are to resign. Directors who will resign in the first or the second year after company registration shall resort to the lot drawing method. For subsequent years, the directors remaining in the position for the longest time shall resign, though he or she may be re-elected to assume the position.

(4) In case of vacancy due to reasons other than the rotation, the Board of Directors shall elect any qualified candidate who is not prohibited by law to assume such position in the next meeting, unless the remaining tenure is less than 2 months, the new candidate can only remain in the position for the remaining tenure.

(3) The Board of Directors' Development

The Board of Directors' Training

The company encourages all directors to learn and educate themselves to enhance their knowledge and understanding in the principles of good governance, laws, regulations, as well as roles and duties of the Board of Directors to ensure effective and ethical operations.

Summary of the Board of Directors' Training Attendance

No.	Name-Surname	Director Certification Program (DCP)	Director Accreditation Program (DAP)	Other Curriculum
1.	Mr. Somprasong Boonyachai	DCP 136/2010	DAP 41/2005	-
2.	Mr. Swake Srisuchart	DCP 136/2010	DAP 10/2004	RCP 20/2008
3.	Mr. Amnuay Karnjanopas	DCP 129/2010	DAP 2/2003	-
4.	Mr. Phisant Chintanapakdee	DCP 137/2010	DAP 21/2004	FND 18/2005
5.	Mrs. Chutima Yoosathon	DCP 283/2019	-	Strategic CFO 8/2019 RFP 7/2022
6.	Dr. Singchai Aroonvuthiphong	DCP 144/2011	DAP 29/2004	ACP 6/2005
7.	Lt. Gen. Sinchai Nutsatid	DCP65/2005	DAP 30/2004	RCP 21/2009
8.	Mr. Thada Chumasaratul	DCP 114/2009	-	CSP 27/2008 EMT 11/2008

8.1.2 The Board of Directors' Meeting Attendance and Compensation Payment

The number of Board of Directors' meetings and the number of attendance for each individual director

No.	Board of Directors' Names	1/2022	2/2022	3/2022	4/2022	5/2022	6/2022	7/2022	8/2022	9/2022	10/2022	11/2022	Total	AGM 2022
		24/01/22	28/02/22	17/05/22	13/06/22	14/07/22	25/07/22	13/08/22	26/09/22	31/10/22	14/11/22	21/12/22		
1.	Mr. Somprasong Boonyachai	/	/	/	/	/	/	/	/	/	/	/	11/11	1/1
2.	Mr. Swake Srisuchart	/	/	/	/	/	/	/	x	/	/	/	10/11	1/1
3.	Mr. Amnuay Karnjanopas	/	/	/	/	/	/	/	/	/	/	/	11/11	1/1
4.	Mr. Phisant Chintanapakdee	/	/	/	/	x	/	/	/	/	/	/	10/11	1/1
5.	Mrs. Chutima Yoosathon	/	/	/	/	/	/	/	/	/	/	/	11/11	1/1
6.	Dr. Singchai Aroonvuthiphong	/	/	/	/	/	/	/	/	/	/	/	11/11	1/1
7.	Lt. Gen. Sinchai Nutsatid	/	/	/	/	/	/	/	/	/	/	/	11/11	1/1
8.	Mr. Thada Chumasaratul	/	/	/	/	/	/	/	/	/	/	/	11/11	1/1

/ means attending

X means not attending

Board of Directors' Compensation 2022 (Meeting Allowance and Annual Compensation)

No.	Board of Directors' Names	Position	No. of Attendance	Directors' Compensation (Baht)	
				Meeting Allowance	Annual Compensation
1.	Mr. Somprasong Boonyachai	Chairman of the Board/ Independent Director	11/11	440,000.00	
		Audit Committee Member		-	450,000.00
2.	Mr. Swake Srisuchart	Chairman of Executive Committee/Director	10/11	200,000.00	-
3.	Mr. Amnuay Karnjanopas	Vice Chairman of the Board	11/11	220,000.00	-
4.	Mr. Phisant Chintanapakdee	Director	10/11	200,000.00	-
5.	Mrs. Chutima Yoosathon	Director	11/11	220,000.00	
6.	Dr. Singchai Aroonvuthiphong	Independent Director	11/11	440,000.00	-
		Chairman of the Audit Committee			500,000.00
7	Lt. Gen. Sinchai Nutsatid	Independent Director	11/11	440,000.00	
		Audit Committee Member			450,000.00
8	Mr. Thada Chumasaratul	Company Secretary	11/11	220,000.00	-
Total				2,380,000.00	1,400,000.00

Details on Securities Ownership of the Company's Directors as of December 31, 2022

No.	Board of Directors' Names	Position	No. of Shares as of Dec 31, 2021	No. of Shares as of Dec 31, 2022	Change in No. of Shares Increase/ (Decrease)	Shareholding Proportion (%)	Remark
1.	Mr. Somprasong Boonyachai	Chairman of the Board/Independent Director / Audit Committee Member	-	-	-	-	
	Spouse		-	-	-	-	
	Underaged Child		-	-	-	-	
2.	Mr. Swake Srisuchart	Chairman of the Executive Committee/Director	177,444,214	178,862,414	1,418,200	13.13%	
	Spouse		-	-	-	-	
	Underaged Child		-	-	-	-	
3.	Mr. Amnuay Karnjanopas	Vice Chairman of the Board/Vice Chairman of the Executive Committee	39,960,712	39,960,712	-	2.93%	
	Spouse		-	-	-	-	
	Underaged Child		-	-	-	-	

No.	Board of Directors' Names	Position	No. of Shares as of Dec 31, 2021	No. of Shares as of Dec 31, 2022	Change in No. of Shares Increase/ (Decrease)	Shareholding Proportion (%)	Remark
4.	Mr. Phisant Chintanapakdee	Director/Executive Committee Consultant	3,304,660	3,304,660	-	0.24%	
	Spouse		-	-	-	-	
	Underaged Child		-	-	-	-	
5.	Mrs. Chutima Yoosathon	Company Director /Executive Director/Chief Financial Officer	240,600	240,600	-	0.02%	
	Spouse		-	-	-	-	
	Underaged Child	-	-	-	-	-	
6.	Dr. Singchai Aroonvuthiphong	Independent Director/Chairman of the Audit Committee	-	-	-	-	
	Spouse		-	-	-	-	
	Underaged Child		-	-	-	-	
7.	Lt. Gen. Sinchai Nutsatid	Independent Director / Audit Committee Member	-	-	-	-	
	Spouse		-	-	-	-	
	Underaged Child		-	-	-	-	
8.	Mr. Thada Chumasaratul	Company Secretary/Executive Director	-	-	-	-	
	Spouse		-	-	-	-	
	Underaged Child		-	-	-	-	

8.1.3 Supervision of Subsidiaries and Associates

Supervising the operations of subsidiaries and associates

The Board has a mechanism to control and monitor the operations of subsidiaries and associates in order to protect the benefits of the company's investment capital as follows:

- Sending knowledgeable representatives with relevant experience in the business to be the director and/or authorized management in subsidiaries based on the shareholding proportion.
- Determining those representative directors' authorization and responsibility depending on their experience and competency.
- Directing and controlling the disclosure of operating performance and financial position to be clear and transparent including inter-related transactions, acquisition or disposal of assets, or making significant transactions, based on the same criteria as the company.

8.1.4 Following-Up of Compliance with Corporate Governance Policy and Practices

(1) Utilizing Internal Information to Seek Benefits

The Company exercises controls on the utilization of internal information to seek benefits, in accordance with the laws and the principle of good governance, to prevent using the information to trade the Company's securities. The directors, executives and individuals related to significant information shall avoid buying, selling, transferring or receiving the transfer of the Company's securities in the time periods prior to public disclosure of the statement of financial position.

In 2022, none of the securities trading of directors and executives were detected in the designated period of time.

(2) Anti-Corruption

Preventing Getting Involved in Corruption

Power Line Engineering PCL is determined to operate the business with ethical values, transparency and fairness, in accordance with the principle of good governance, refusing to accept corruption of all sorts both directly and indirectly, whereby staff members are required to strictly comply with the Company's anti-corruption policy.

In order to ensure that the Company has the policy that regulates responsibility, practices and proper regulations to prevent corruption in every business activity, and to facilitate decision-making and business operations that might involve corruption risks to be executed prudently, the Company has thus developed the "Anti-Corruption Policy" in writing to serve as clear practices in operating the business and developing the organization towards sustainability. The company has a channel to report all forms of complaint directly and indirectly on the company's website <https://www.ple.co.th/index.php/contactus-2/whistle-blowing>.

Definition of Anti-Corruption Policy

Corruption means bribery of all kinds; offering, committing, granting, promising to give, asking for or receiving money, assets or any other benefits inappropriately, with government officers, government or private sector organizations, or any individuals with direct or indirect roles, so that such individuals may perform or refuse to perform one's roles to acquire or maintain the business or make any specific referrals for the Company or to acquire or maintain any other benefits deemed inappropriate in the business context. The exception applies where the laws, rules, announcements, regulations, local customs or commercial traditions allow such conducts.

Anti-Corruption Policy

Directors, executives and staff members are prohibited from executing or accepting corruption of all sorts both directly and indirectly, for business transactions in every country and with every relevant organization. The audit is to be conducted to ensure compliance of the anti-corruption policy on a regular basis, while practices and regulations in operating the business shall be reviewed to align with the changes in the business, regulations, rules and legal requirements.

Duties & Responsibilities

1. The Board of Directors is responsible for devising the policy and ensuring the effective system that prevents corruption, to ensure that the management is aware of and places emphasis on guarding against corruption and fostering this mindset as the organizational values.
2. The Audit Committee is responsible for verifying the accounting and financial reports, the internal control and internal audit systems, as well as the risk management system to ensure that they meet international standards, are concise, appropriate, up to date and effective.
3. The Corporate Governance Committee is responsible for developing the framework of the operations related to the Company's anti-corruption measures, devising and reviewing the anti-corruption policy, providing suggestions, direction, following-up and evaluating the operations related to anti-corruption activities.
4. The Risk Management Committee is responsible for supervising and encouraging risk management activities related to guarding against corruption, by way of evaluating corruption risks and reviewing the anti-corruption protocols to ensure that they are sufficient and appropriate.
5. The Executive Committee, Chairman of the Executive Committee and Directors are responsible for devising the system and enforcing the anti-corruption policy, and ensuring they are communicated to staff members and all stakeholders, as well as reviewing the appropriateness of the system and protocols to cohere with the changes in the business, regulations, rules and legal requirements.
6. Directors/Audit Manager are responsible for inspecting and auditing the operations to ensure they are in accordance with the policy, practices, executional authority, regulations, laws and requirements of the regulatory bodies, to ensure that the proper and sufficient control system is in place to accommodate potential corruption risks and reporting to the Audit Committee.

Practical Guidelines

1. The Company's directors, executives and staff members of all levels are required to comply with the anti-corruption policy and the Code of Conduct, refraining from getting involved in corruption both directly and indirectly.
2. Staff members shall not neglect or ignore it when witnessing any conducts that might lead to corruption related to the Company. One must report to the immediate supervisor or responsible person, and cooperate in the truth investigation procedures. When in doubt, one shall seek consultation with one's supervisor or the designated person who has been assigned to ensure compliance of the Code of Conduct, via available channels.
3. The Company will ensure fairness and protection for staff members refusing to get involved in corruption or reporting corruption matters related to the Company, by incorporating protection measures for complainants or those who cooperate in reporting dishonesty or corruption.
4. Those who commit corrupt acts are regarded as violators of the Company's Code of Conduct, and will be subject to disciplinary actions. Also, one might be exposed to legal punishment, if such acts are against the law.

5. The Company is aware of the significance of disseminating knowledge and understanding to outsiders who perform duties related to the Company or ones that may have impact on the Company on the matters that require compliance with the aforementioned anti-corruption policy.

6. The Company is determined to build and maintain the organizational culture that advocates that corruption is unacceptable, for any business transactions with the public and private sector organizations.

Executional Regulations

1. This anti-corruption policy is inclusive of the human resource management procedures; recruitment and selection of candidates, promotion, training, performance evaluation and remuneration consideration. All levels of supervisors shall communicate to ensure understanding of the guidelines with staff members in operating the business, in order to ensure effective execution of activities.

2. Any proceedings in accordance with the anti-corruption policy shall employ the practices stated in the Company's Code of Conduct, Corporate Governance Manual, Policy and Practices regarding stakeholders, as well as the regulations and related operation manuals, and any other practices to be developed in the future.

3. In order to ensure clarity in executing matters with high risk of corruption, directors, executives and staff members of all levels must be very prudent in the following matters:

3.1 Gifts, receptions, expenses, giving or receiving gifts or receptions shall follow the regulations stated in the Company's Code of Conduct.

3.2 Giving or receiving donation for charitable causes or financial aids must be transparent and legally appropriate. It is to be ensured that the donation or financial aids are not used as excuses for bribery.

3.3 Regarding business relationships and purchasing activities with the government sector, giving or receiving bribes is prohibited in every business activity. The Company's operations or business dealings with the government must be conducted with transparency and honesty. All activities must comply with relevant laws.

Disciplinary Actions

The Company exercises punishment on individuals who fail to comply with the anti-corruption policy, which is inclusive of termination of employment where necessary. Any conducts that violate or go against this policy, both directly and indirectly, will be exposed to disciplinary actions as stated in the Company's regulations or to legal punishment.

The Company's staff members are required to understand and comply with the anti-corruption policy in every operational procedure. Any excuses related to corruption may damage the reputation of the Company's personnel and can affect the Company's image, even though there are not any elements of truth. If one witnesses any conducts that may go against this policy, one is suggested to report to the immediate supervisor or the Office of the Executive Committee and the Company Secretary.

8.2 The Audit Committee's Operating Performance in the Previous Year

8.2.1 The Audit Committee Members' Meeting Attendance Record

No.	Names of Audit Committee Members	No. 1/22	No. 2/65	No. 3/65	No. 4/65	Total
		28/02/2022	17/05/2022	13/08/2022	14/11/2022	
1.	Dr. Singchai Aroonvuthiphong	/	/	/	/	4/4
2.	Lt. Gen. Sinchai Nutsatid	/	/	/	/	4/4
3.	Mr. Somprasong Boonyachai	/	/	/	/	4/4

8.2.2 Discussion of the Audit Committee's Performance

The Audit Committee's key roles and duties can be summarized as follows:

The Audit Committee verifies the financial reports, including the separate and consolidated financial statements (quarterly and annual), to ensure that financial reports are correctly prepared according to the financial reporting standards and legal regulations. They should be reliable and timely, with sufficient disclosure of information that is useful for information users.

1. Ensure that the Company complies with the laws related to securities and stock exchange, the regulations of the Stock Exchange of Thailand and laws related to the Company's business operations.

2. Inspect and evaluate the sufficiency of the internal control system and the corporate governance procedures. Provide advice to the Company to ensure implementation of a good internal control system with appropriate internal audit procedures to ensure effective operations. Provide support in the incorporation of the risk management system to ensure systematic business operations.

3. Participate in the meeting with the CPAs on a quarterly basis to obtain suggestions of the CPAs, audit results and results of financial report inspection, issues from the audit, and suggestions related to the internal control system and financial reporting standard.

4. Consider and approve of the annual internal audit plan, acknowledge the audit results and follow up on the internal audit feedback, especially issues with significant essence to ensure good governance and propose critical issues to the management.

5. Consider, select and nominate the Company's CPAs and propose the remuneration package to the Board of Directors to obtain the final approval from the shareholders.

6. Provide suggestions and follow up on the development, changes and improvement in the work procedures and ensure cross-functional audit according to the changing situations and regularly follow up on the audit reports.

7. Suggest and monitor the development, change, improvement of the working system for mutual verification, according to changing conditions and follow up on audit reports

8.3 Summary of Other Committees' Roles

1. Risk Management Committee

The Risk Management Committee is obligated to and responsible for giving advice to the Board of Directors on matters related to the Company's risk management.

There were 4 Risk Management Committee's meetings in 2022 to review the adequacy of the overall risk management policy and strategies, assess the risks related to the Company's business operations and report to the Board of Directors

Remark Details on risk management are available in Section 2 – Risk Factors.

2. Nomination and Remuneration Committee

The Nomination and Remuneration Committee is obligated to and responsible for giving advice to the Board of Directors on matters related to recruitment and the identification of compensation.

There were 2 Nomination and Remuneration Committee's meetings in 2022 to consider the nomination of the directors in replacement of the directors whose tenures were coming to an end, appoint and renew the employment contracts for (retiring) executives, follow up on the progress of executive successors and report to the Company's Board of Directors.

9. Internal Control and Inter-Related Transactions

9.1 Internal Control

Summary of the Board of Directors' Opinions

The company continues to concentrate on the internal control as the Board of Directors determined the policy of sufficient internal control for the business in order to enhance its effective and efficient operation including assets controlling, reliable accounting and financial systems and complying with law and regulation. The internal audit department is assigned to respond to assess the sufficiency and effectiveness of the internal control and revise all operational processes of departments according to the annual auditing plan, which is approved by the Audit Committee and to be reported directly to the Audit Committee.

The assessment consists of the 5 modules of internal control in line with the Committee of Sponsoring Organization of the Treadway Commission (COSO) as follows:

1. Control Environment

- The Company established clear policy, objective and business direction as well as the principle of corporate governance to achieve goals.
- There are practices of business ethics and employees' Code of Conduct for all directors, executives and employees of all levels to properly observe and abide by.
- The Company's structure has been laid out with clear lines of supervision, and clear classification of duties and responsibilities.

2. Risk Management

- The company's risk assessment is based on the risks on internal and external factors, which may impact the company's operation and goal achievement under the determined budget. The company analyzes risk factors and sets protocols to manage them. Furthermore, the Board of Directors have also appointed the Risk Management Committee to ensure effective risk management operations.

3. Control Activities

- The Company has deployed the policy, plan, budgeting and procedures including control measures for all types and levels of work clearly with the check and balance approach for each department. The company set the authorization and responsibility for all staff members and the management. All operations are revised frequently to prevent potential risks.

4. Information and Communication

- The company continues to develop the information and communication technology to ensure the sufficiency of accurate and updated information from external and internal sources to accompany the Board of Directors' and the management's decision making.

5. Monitoring

- The company monitors and assesses the internal control system continuously, and be part of the general operations for the management and related parties. The monitoring and comparison of operating results are undertaken to determine whether they are aligned with the targets on a regular basis. There is also an Internal Audit department, who performs the audit roles independently and evaluates the internal control system according to the annual audit plan, which will be reported directly to the Audit Committee.

Besides, the CPAs' comments on the Company's statement of financial position in 2022 did not address any significant shortcomings that can affect the Company's internal control system.

9.2 Inter-Related Transactions

In 2022, there were inter-related transactions with parties with potential conflicts of interest, which have been identified by the auditor in the remark section of the statement of financial position 2022 as detailed below.

Parties with Potential Conflicts of Interest	Characteristics of Relationships	Characteristics of Significant Transactions	Amount (Baht)
1. PLE International Co., Ltd. (PLE Inter)	- On September 18, 2000, Power Line Engineering PCL acquired shareholding proportion of 99.99% in PLE Inter and distributed 1 share each to directors and executives; Mr. Swake Srisuchart, Mr. Amnuay Karnjanopas, Mr. Somsak Kuptamethee, Mr. Pisit Rojanamongkol and Mr. Phisant Chintanapakdee.	<u>Amount for the Period Ending December 31, 2022</u> - Construction cost: Labor cost - Interest payable for short-term loan at the rate of 3.00% per year <u>Outstanding Amount as of December 31, 2022</u> - Advanced payment - Trade creditors - Short-term loan - Outstanding interest payable	5,819,035.55 8,511,553.13 - - 309,855,423.23 25,618,557.73
2. Techner Co., Ltd. (TN)	- On June 4, 2005, Power Line Engineering PCL acquired shareholding proportion of 50% in TN.	<u>Obligations</u> - Loan collateral with financial institutes (outstanding collateral of 289.14 million Baht)	371,900,000.00
3. SA Future Property Co., Ltd. (SAFP)	- On May 30, 2007, Power Line Engineering PCL acquired shareholding proportion of 99.99% in SAPS 2007 Holdings Co., Ltd., and distributed 10 shares each to directors and executives; Mr. Swake Srisuchart, Mr. Amnuay Karnjanopas, Mr. Somsak Kuptamethee, Mr. Pisit Rojanamongkol and Mr. Phisant Chintanapakdee.	<u>Amount for the Period Ending December 31, 2022</u> - Construction revenue - Interest payable: For short-term loan at the rate of 8.0% per year <u>Outstanding Amount as of December 31, 2022</u> - Trade debtors - Work deliverable debtors - Revenue not yet collected	71,842,152.08 1,193,724.25 25,867,963.22 3,971,236.57 49,077,096.17

		- Advance payment - Short-term loan - Outstanding interest payable	13,000.00 11,273,000.00 1,853.10
4. PAR Joint Venture	- On December 29, 2009, Power Line Engineering PCL participated in the joint investment of 100% with Ascon Construction PCL and Ruamnakorn Construction (Thailand) PCL.	<u>Amount for the Period Ending December 31, 2022</u> - Construction revenue <u>Outstanding Amount as of December 31, 2022</u> - Advanced payment - Trade debtors - Performance collateral - Other debtors	- - - - -
5. PCS Joint Venture	- On September 11, 2017, Power Line Engineering PCL participated in the joint investment of 51% with China State Construction Engineering (Thailand) PCL.	<u>Amount for the Period Ending December 31, 2022</u> - Construction revenue - Other revenue: Administration and human resource management revenue - Construction cost: Electricity expense - Selling and administrative expense: Administration personnel service fees <u>Outstanding Amount as of December 31, 2022</u> - Value of work completed but payment has not yet been collected - Advanced payment - Trade debtors - Work deliverable debtors - Other debtors	- - 7,335,665.34 - - 60,887,143.92 - - 13,376,743.82
6. Inter-Ausy Joint Venture		- Advanced payment for construction fees - Outstanding expense: Electricity expense	- 571,295.67

		<u>Amount for the Period Ending December 31, 2022</u> - Construction revenue - - Other revenue: Electrical technicians' wage 443,754.00 - Interest payable for short-term loan at the rate of 4.50% per year 499,315.08 - - <u>Outstanding Amount as of December 31, 2022</u> - Other debtors 55,045.08 - Short-term loan 150,000,000.00 - Outstanding interest payable 39,452.06	
7. Frame Technic Co., Ltd. (FRAME)	- On December 21, 2005, Mr. Swake Srisuchart, Mr. Amnuay Karnjanopas, Mr. Pisit Rojanamongkol, Mr. Somsak Kuptamethee, and Mr. Phisan Chintanapakdee, who are the Company's directors and executives, acquired shareholding proportion in FRAME of 4.18%, 1.81%, 0.90% and 0.68% respectively. - Shared directors are Mr. Swake Srisuchart, Mr. Amnuay Karnjanopas and Mr. Somsak Kuptamethee.	<u>Amount for the Period Ending December 31, 2022</u> - Other revenue: The Company sub-let the building space for rent to FRAME for 6,800 Baht per month, including utilities during the period of January 1 – December 31, 2022, and labor cost. 83,100.00 - Construction cost: The Company purchased fire prevention equipment from FRAME to install in customers' projects, for instance, fire hoses, fire extinguishers, etc. 15,407,021.55 - Selling and administrative expense: Utility expense, i.e. electricity expense - <u>Outstanding Amount as of December 31, 2022</u> - Other debtors 166,800.00 - Trade creditors 959,549.25 - Work deliverable creditors -	
8. United Power Engineering Co., Ltd. (UNITED)	- On April 30, 2004, Mr. Swake Srisuchart, Mr. Pisit Rojanamongkol, Mr. Andrews Kitwittawas and Mr. Somsak Kuptamethee, who are the Company's directors and executives, acquired shareholding proportion in UNITED of 7.50%, 5.00%, 2.00% and 2.00% of the registered capital respectively. - Shared directors are Mr. Swake Srisuchart and Mr. Pisit	<u>Amount for the Period Ending December 31, 2022</u> - Other revenue: The Company let the building space for rent to UNITED for 50,277.50 Baht per month during the period of January 1 – December 31, 2022. 603,330.00 - Construction cost: The Company purchased the sanitary system equipment from UNITED, for instance, water pumps, etc. 2,571,000.00 - Selling and administrative expense: Utility expense, i.e. electricity expense 1,567,578.95	

	Rojanamongkol	<u>Outstanding Amount as of December 31, 2022</u> - Other debtors 50,277.50 - Trade creditors 2,739,200.00 - Outstanding expense: Electricity expense 156,445.29	
9. ESI Trading Co., Ltd.	-	<u>Amount for the Period Ending December 31, 2022</u> - Construction cost: The Company purchased the electricity system equipment from ESI such as breakers, etc. 61,712,414.00 - Financial cost: Interest expense 165,371.03 <u>Outstanding Amount as of December 31, 2022</u> - Trade creditors 14,571,405.78 - Outstanding expense: Interest expense 138,342.08	
10. E.S. International (1991) Co., Ltd.	-	<u>Amount for the Period Ending December 31, 2022</u> - Construction cost: The Company purchased the electricity system equipment from E.S. International such as control cabinets, etc. 66,983,732.61 - Financial cost: Interest expense 145,200.27	
		<u>Outstanding Amount as of December 31, 2022</u> - Trade creditors 21,279,455.75 - Outstanding expense: Interest expense 125,240.69	
11. China State Construction Engineering (Thailand) Co., Ltd.	- Affiliate	<u>Amount for the Period Ending December 31, 2022</u> - Other revenue: Personnel service revenue 462,500.00 - Construction cost 393,312.25 <u>Outstanding Amount as of December 31, 2022</u> - Other debtors 165,186.60	

12. Flame Technic E&C Co. Ltd.	-	<u>Amount for the Period Ending December 31, 2022</u> - Other revenue - - Construction cost: The Company purchased the water supply system equipment from Flame Technic such as pipes, etc. - - Financial cost: Interest expense - <u>Outstanding Amount as of December 31, 2022</u> - Trade creditors -	
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Inter-related transactions no.1, 3 and 4 are ones that took place between the Company and subsidiaries or joint ventures with the Company's shareholding proportion of more than 90%, for which the Company has provided support in terms of human resource, loans, commercial terms and construction works. The nature of the transactions is based on the same criteria as the ones used for external parties, in terms of commercial terms, interests and construction rates, whereby the Company is still entitled to maximum benefits as it would have been for the transactions made with external parties.

The inter-related transaction no.2 was proceeded based on the conditions for joint investment entity in question with the other co-investor. The transaction was executed in accordance with the general criteria and for the Company's maximum benefits.

For inter-related transactions no. 6 and 7, space rental is based on the fair value, while Frame Technic's assignment on fire incident prevention is based on the same criteria as the ones used for other subcontractors and suppliers offering quotes and guaranteeing quality to win the Company's selection, with the Company's maximum benefits from this arrangement.

PART 3
Financial Statements for the year ended

Power Line Engineering Public Company Limited
and its subsidiaries

Financial Statements for the year ended
31 December 2022
and
Independent auditor's report

Independent Auditor's Report

To the Shareholders and Board of Directors of Power Line Engineering Public Company Limited

Opinion

I have audited the consolidated and separate financial statements of Power Line Engineering Public Company Limited and its subsidiaries (the "Group"), and of Power Line Engineering Public Company Limited (the "Company"), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2022, the consolidated and separate statements of comprehensive income, changes in equity and cash flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies.

In my opinion, the consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2022 and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs).

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 qualified opinion.

Key Audit Matters

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

The key audit matter	How the matter was addressed in the audit
Recognition of revenue	
The Group recognised revenue from construction contracts based on the percentage of completion estimated by their engineers. The Group's policies on revenue recognition from construction contracts is disclosed in note 4.21 to the financial statements. Because the amount of revenue from construction contracts recognised by the Group in the consolidated statements of comprehensive income is significant, and the process of measurement, determination of appropriate timing of recognition are areas requiring management to exercise significant judgment to assess the percentage of completion, I have identified recognition of revenue from construction contracts to be areas significantly impacting the financial statements as a key audit matter.	My audit procedures included: • Inquiring with the responsible management and project engineers and gaining an understanding of the process by which the Group estimates the percentage of completion of construction projects. • Assessing the appropriateness and testing the system of internal controls related to the methods used by management and project engineers to monitor percentage of completion of construction and to determine the reasonableness of such figures. • Testing the effectiveness of the internal controls related to purchases and hiring, and the recognition of costs of construction projects by making enquiry of responsible management, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls. • On a sampling basis, examining actual costs from construction contracts against supporting documents. • Selecting sample construction contracts and reading them to consider the relevant terms. • Sampling tested contracts with changed orders during the year with supporting documents. • Evaluating the knowledge and capability of engineers and selected construction contracts to review the assessment of the percentage of completion and had site visit of the projects under construction together with project engineers. • Reviewing the budget cost of construction projects, through consideration of the progress of construction and actual costs. • Compared the percentage of completion evaluated by the project engineers with cost-to-cost method and investigated the variance of these two methods. • Analysis of the gross profit margin to detect possible irregularities. • Evaluated the adequacy of the Group's disclosures in accordance with the relevant Thai Financial Reporting Standards.

Emphasis of matter

I draw attention to note to the financial information No. 3, whereby the consolidated statements of financial position as at 31 December 2021, as presented herein for comparative purpose, have been adjusted for the correction of allowance for impairment loss of joint venture. The correction effects to the consolidated statements of financial position, net decrease in investment in Joint venture and retained earnings amounting to Baht 29.80 million. Hereby, my conclusion is not modified in respect of this matter.

Other Matter

The consolidated and separate statements of financial position of Power Line Engineering Public Company Limited and its subsidiaries, and of Power Line Engineering Public Company Limited as at 31 December 2021, which are included as comparative information (except for the adjustment referred to in the Emphasis of Matter paragraph), were audited by another auditor whose report dated 28 February 2022 expressed an unqualified opinion on those statements.

Other Information

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

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

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

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance and the management of the Company.

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 TFRSs, 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 and the Company'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 and the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's and the Company'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 TSAs 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 TSAs, 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 and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the 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 and the Company 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements.

I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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 period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances,

I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



(Pitinan Lilamethwat)
Certified Public Accountant
Registration No. 11133

PKF Audit (Thailand) Ltd.
Bangkok
27 February 2023

Power Line Engineering Public Company Limited and its subsidiaries
Statement of financial position
As at 31 December 2022

		Consolidated financial statements		Separate financial statements	
Assets	Note	2022	2021 (Restated)	2022	2021
(in Baht)					
Current assets					
Cash and cash equivalents	6	429,448,009	815,809,281	404,262,676	811,256,444
Trade and other accounts receivables	3, 7	1,400,818,939	787,546,906	1,343,767,936	805,077,464
Contract assets	8.1	8,629,326,394	8,392,663,406	8,551,400,743	8,396,619,990
Costs to fulfil contracts with customers	9	536,978,176	80,943,889	443,367,416	80,943,889
Real estate development costs	10	299,701,152	143,769,308	-	-
Advance payments for projects	11	321,852,317	329,186,665	310,465,083	329,186,665
Other advance payments		72,180,608	86,911,653	67,193,608	87,263,403
Withholding tax receivable		157,161,626	203,233,293	156,713,473	203,208,254
Other current financial assets	12	22,197,244	324,621,960	22,197,244	324,621,960
Other current assets	3	119,889,394	69,969,914	97,159,576	66,301,803
Total current assets		11,989,553,859	11,234,656,275	11,396,527,755	11,104,479,872
Non-current assets					
Restricted cash at financial institution	20	949,491,843	1,106,314,769	949,491,843	1,106,314,769
Investment in associate	13	-	-	-	-
Investments in subsidiaries	14	-	-	404,993,000	404,993,000
Investment in joint venture	15	-	-	-	-
Investment properties	16	308,389,350	308,389,350	308,389,350	308,389,350
Property, plant and equipment	17	809,799,175	779,871,866	808,139,628	778,515,357
Right-of-use assets	18	16,959,851	18,556,568	11,474,547	16,422,793
Intangible assets		9,063,789	12,428,125	9,054,655	12,416,763
Deferred tax assets	19	165,007,742	70,150,446	156,432,920	62,622,196
Other non-current assets		41,292,541	40,698,069	30,468,554	30,219,883
Total non-current assets		2,300,004,291	2,336,409,193	2,678,444,497	2,719,894,111
Total assets		14,289,558,150	13,571,065,468	14,074,972,252	13,824,373,983

Power Line Engineering Public Company Limited and its subsidiaries
Statement of financial position (Continued)
As at 31 December 2022

Liabilities and equity	Note	Consolidated financial statements		Separate financial statements	
		2022	2021 (Restated)	2022	2021
			(in Baht)		
Current liabilities					
Bank overdrafts and short-term loans					
from financial institutions	21	4,333,050,958	2,904,667,510	4,075,953,385	2,904,667,510
Trade accounts payable		1,991,810,167	1,542,212,867	1,823,299,620	1,542,459,280
Retention payables		349,565,908	305,299,533	346,943,517	305,299,533
Unbilled costs of constructions		438,836,503	1,363,752,579	431,608,730	1,378,007,435
Contract liabilities	8	2,699,296,016	3,056,695,800	2,611,858,012	3,044,099,973
Current portion of lease liabilities	21	11,906,175	10,943,907	8,893,151	9,601,734
Current portion of debentures	23	-	422,691,047	-	422,691,047
Current portion of long-term loans					
from financial institutions	21	44,980,147	-	-	-
Short-term loans from related parties	5	-	-	471,128,423	329,128,423
Judgment debts from guarantee	22	721,205,303	680,459,639	721,205,303	680,459,639
Income tax payable		599,961	611,255	-	-
Other current liabilities		181,851,132	144,484,812	187,579,951	197,392,835
Total current liabilities		10,773,102,270	10,431,818,949	10,678,470,092	10,813,807,409
Non-current liabilities					
Long-term loans from financial institutions	20, 21	10,000,000	44,795,489	-	-
Lease liabilities	21	2,932,446	6,788,974	1,734,486	5,977,234
Debentures	23	595,684,300	-	595,684,300	-
Deferred tax liabilities	19	160,293,735	160,259,729	160,238,031	160,259,729
Non-current provisions for employee benefits	24	225,358,728	208,814,266	221,784,454	205,518,612
Total non-current liabilities		994,269,209	420,658,458	979,441,271	371,755,575
Total liabilities		11,767,371,479	10,852,477,407	11,657,911,363	11,185,562,984

Power Line Engineering Public Company Limited and its subsidiaries
Statement of financial position (Continued)
As at 31 December 2022

		Consolidated		Separate	
		financial statements		financial statements	
Liabilities and equity (Continued)	Note	2022	2021	2022	2021
		(Restated)			
		(in Baht)			
Equity					
Share capital					
Authorised share capital					
1,361,817,957 ordinary shares,					
at Baht 1.00 per share					
		1,361,817,957	1,361,817,957	1,361,817,957	1,361,817,957
Issued and paid-up share capital					
1,361,817,957 ordinary shares,					
at Baht 1.00 per share					
		1,361,817,957	1,361,817,957	1,361,817,957	1,361,817,957
Premium on ordinary shares					
		734,849,520	734,849,520	734,849,520	734,849,520
Retained earnings (Deficit)					
Appropriated - Legal reserve					
		29,000,000	29,000,000	29,000,000	29,000,000
Unappropriated					
	3	(95,749,700)	105,811,217	(195,715,955)	26,034,155
Other component of equity					
		487,109,367	487,109,367	487,109,367	487,109,367
Equity attributable to owners of the parent					
		2,517,027,144	2,718,588,061	2,417,060,889	2,638,810,999
Non-controlling interests					
		5,159,527	-	-	-
Total equity					
		2,522,186,671	2,718,588,061	2,417,060,889	2,638,810,999
Total liabilities and equity					
		14,289,558,150	13,571,065,468	14,074,972,252	13,824,373,983

Power Line Engineering Public Company Limited and its subsidiaries
Statement of comprehensive income
For the year ended 31 December 2022

		Consolidated financial statements		Separate financial statements	
	Note	2022	2021 (Restated)	2022	2021
		(in Baht)			
Revenue					
Revenue from construction contracts		8,041,925,813	7,331,484,125	7,841,375,118	7,366,487,571
Revenue from service		-	574,351	-	-
Gain on exchange rate - net		3,302,023	-	3,302,023	-
Gain on fair value adjustment from investment properties	16	-	112,458,680	-	112,458,680
Profit from disposal of investment	4.1	-	3,956,463	-	-
Other income	28	186,396,064	185,163,320	182,865,198	179,046,013
Total revenue		8,231,623,900	7,633,636,939	8,027,542,339	7,657,992,264
Expenses					
Cost of construction	32	7,850,492,642	6,708,260,485	7,683,459,793	6,745,928,975
Cost of service		-	769,897	-	-
Administrative expenses	3, 31	437,597,936	481,979,744	434,529,032	503,499,169
Loss on exchange rate - net		-	2,404,151	-	2,404,151
Total expenses		8,288,090,578	7,193,414,277	8,117,988,825	7,251,832,295
Profit from operating activities		(56,466,678)	440,222,662	(90,446,486)	406,159,969
Share of loss of joint ventures	15	(10,647,154)	(97,737,275)	-	-
Finance cost		(190,070,789)	(198,055,946)	(199,261,504)	(206,374,917)
Profit (loss) before income tax		(257,184,621)	144,429,441	(289,707,990)	199,785,052
Tax income (expense)	25	86,657,772	(18,514,477)	93,832,421	(18,728,279)
Profit (loss) for the year		(170,526,849)	125,914,964	(195,875,569)	181,056,773
Profit (loss) attributable to:					
Owners of parent		(175,686,376)	123,448,846	(195,875,569)	181,056,773
Non-controlling interest		5,159,527	2,466,118		
Profit (loss) for the year		(170,526,849)	125,914,964		
Basic earnings (loss) per share (in Baht)					
Profit (loss) attributable to equity holders of the Company	3, 26	(0.13)	0.09	(0.14)	0.13
Weighted average number of ordinary shares (in thousand shares)		1,361,817,957	1,361,817,957	1,361,817,957	1,361,817,957

Power Line Engineering Public Company Limited and its subsidiaries
Statement of comprehensive income (Continued)
For the year ended 31 December 2022

	Consolidated financial statements		Separate financial statements	
	2022	2021 (Restated)	2022	2021
	(in Baht)			
Profit (loss) for the year	<u>(170,526,849)</u>	<u>125,914,964</u>	<u>(195,875,569)</u>	<u>181,056,773</u>
Other comprehensive income (expense):				
<i>Items that will be subsequently reclassified to profit or loss</i>				
Gain on remeasurements of defined benefit plans - net of tax	-	14,106,393	-	13,952,646
Other comprehensive income (expense) for the period	<u>-</u>	<u>14,106,393</u>	<u>-</u>	<u>13,952,646.00</u>
Total comprehensive income (expense) for the period	<u>(170,526,849)</u>	<u>140,021,357</u>	<u>(195,875,569)</u>	<u>195,009,419</u>
Total comprehensive income (expense) attributable to:				
Owners of parent	(175,686,376)	137,524,941	(195,875,569)	195,009,419
Non-controlling interest	5,159,527	2,496,416		
Total comprehensive income (expense) for the year	<u>(170,526,849)</u>	<u>140,021,357</u>		

Power Line Engineering Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity

For the year ended 31 December 2022

Consolidated financial statements								
Note	Issued and paid up share capital	Share premium	Retained earnings (Deficit)		Other components of equity Revaluation surplus from property	Equity attributable to owners of the Company	Non-controlling interests	Total equity
			Legal reserve	Unappropriated	(in Baht)			
For the year ended 31 December 2021								
Balance as at 1 January 2021	1,361,817,957	734,849,520	27,600,000	(97,948,700)	487,109,367	2,513,428,144	783,630	2,514,211,774
Cumulative effects of adjustments in respect of prior year	3	-	-	67,634,976	-	67,634,976	-	67,634,976
Balance at 1 January 2021 - restated	1,361,817,957	734,849,520	27,600,000	(30,313,724)	487,109,367	2,581,063,120	783,630	2,581,846,750
Other comprehensive income (expense) for the year								
Disposal of investment in subsidiaries	4.1	-	-	-	-	-	(3,280,046)	(3,280,046)
Legal reserve	27	-	1,400,000	(1,400,000)	-	-	-	-
Profit (loss) for the year		-	-	123,448,846	-	123,448,846	2,466,118	125,914,964
Other comprehensive income for the year		-	-	14,076,095	-	14,076,095	30,298	14,106,393
Total comprehensive income (loss) for the year		-	1,400,000	136,124,941	-	137,524,941	2,496,416	140,021,357
Balance at 31 December 2021	1,361,817,957	734,849,520	29,000,000	105,811,217	487,109,367	2,718,588,061	-	2,718,588,061
For the year ended 31 December 2022								
Balance at 1 January 2022 - as reported	1,361,817,957	734,849,520	29,000,000	135,609,271	487,109,367	2,748,386,115	-	2,748,386,115
Cumulative effects of adjustments in respect of prior year	3	-	-	(29,798,054)	-	(29,798,054)	-	(29,798,054)
Balance at 1 January 2022 - restated	1,361,817,957	734,849,520	29,000,000	105,811,217	487,109,367	2,718,588,061	-	2,718,588,061
Transactions with owners, recorded directly in equity								
Contributions by and distributions to owners of the Company								
Dividend paid	29	-	-	(25,874,541)	-	(25,874,541)	-	(25,874,541)
Total contributions by and distributions to owners of the Company		-	-	-25,874,541	-	-25,874,541	-	(25,874,541)
Total transactions with owners, recorded directly in equity		-	-	(25,874,541)	-	(25,874,541)	-	(25,874,541)
Other comprehensive income for the year								
Profit (loss) for the year		-	-	(175,686,376)	-	(175,686,376)	5,159,527	(170,526,849)
Other comprehensive income for the year		-	-	-	-	-	-	-
Total comprehensive income (loss) for the year		-	-	(175,686,376)	-	(175,686,376)	5,159,527	(170,526,849)
Balance at 31 December 2022	1,361,817,957	734,849,520	29,000,000	(95,749,700)	487,109,367	2,517,027,144	5,159,527	2,522,186,671

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

Power Line Engineering Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity (Continued)

For the year ended 31 December 2022

Separate financial statements							
Note	Issued and paid up share capital	Share premium	Retained earnings (Deficit)		Other components of equity	Total equity	
			Legal reserve	Unappropriated	Revaluation		
					surplus from property		
(in Baht)							
For the year ended 31 December 2021							
Balance as at 1 January 2021	1,361,817,957	734,849,520	27,600,000	(235,210,239)	487,109,367	2,376,166,605	
Cumulative effects of adjustments in respect of prior year	-	-	-	67,634,975	-	67,634,975	
Balance at 1 January 2021 - restated	1,361,817,957	734,849,520	27,600,000	(167,575,264)	487,109,367	2,443,801,580	
Other comprehensive income (expense) for the year							
Legal reserve	27	-	-	1,400,000	(1,400,000)	-	
Profit for the year		-	-	181,056,773	-	181,056,773	
Other comprehensive income for the year		-	-	13,952,646	-	13,952,646	
Total comprehensive income (loss) for the year		-	-	1,400,000	193,609,419	195,009,419	
Balance at 31 December 2021		1,361,817,957	734,849,520	29,000,000	26,034,155	487,109,367	2,638,810,999
For the year ended 31 December 2022							
Balance as at 1 January 2022		1,361,817,957	734,849,520	29,000,000	26,034,155	487,109,367	2,638,810,999
Transactions with owners, recorded directly in equity							
Contributions by and distributions to owners of the Company							
Dividend paid	29	-	-	-	(25,874,541)	-	(25,874,541)
Total contributions by and distributions to owners of the Company		-	-	-	(25,874,541)	-	(25,874,541)
Total transactions with owners, recorded directly in equity		-	-	-	(25,874,541)	-	(25,874,541)
Other comprehensive income (expense) for the year							
Loss for the year		-	-	-	(195,875,569)	-	(195,875,569)
Other comprehensive income for the year		-	-	-	-	-	-
Total comprehensive income (loss) for the year		-	-	-	(195,875,569)	-	(195,875,569)
Balance at 31 December 2022		1,361,817,957	734,849,520	29,000,000	(195,715,955)	487,109,367	2,417,060,889

Power Line Engineering Public Company Limited and its subsidiaries
Statement of cash flows
For the year ended 31 December 2022

		Consolidated financial statements		Separate financial statements	
	Note	2022	2021 (Restated)	2022	2021
		(in Baht)			
Cash flows from operating activities					
Profit (loss) for the year		(170,526,849)	125,914,964	(195,875,569)	181,056,773
Adjustments to reconcile profit (loss) to cash receipts (payment)					
Tax income	25	(86,657,772)	18,514,477	(93,832,421)	18,728,279
Depreciation		38,885,739	35,172,206	34,025,759	31,264,759
Amortisation of intangible asset		4,620,859	4,666,027	4,618,630	4,592,766
(Reversal of) expected credit loss		(122,003,120)	294,884	(126,720,120)	294,884
Bad debt		131,113,507	-	131,113,507	-
Loss from allowance in other advance payments and other current assets		-	7,893,797	-	7,893,797
Loss on write-off of input tax pending		-	109,782	-	109,782
Profit from remeasuring of fair value through income statement		(3,739)	(3,218)	(3,739)	(3,218)
Unrealized (gain) loss on exchange rate		(11,537,682)	3,906,989	(11,537,682)	3,906,989
Gain on fair value adjustment from investment property		-	(112,458,680)	-	(112,458,680)
Gain on sale of property, plant and equipment		(725,731)	(676,221)	(725,731)	(676,221)
Loss on write-off of property, plant and equipment		9,723	33,632	9,723	33,632
Loss on write-off of prior period tax assets		-	718,530	-	-
Gain on write-off of Liabilities		(33,607,597)	(32,045,169)	(32,742,958)	(32,045,169)
Loss on litigations	22	40,745,664	40,745,664	40,745,664.00	40,745,664
(Reversal of) loss from impairment of investments in joint ventures	15	-10,647,154	29,798,054	-	71,635,568
Share of loss of joint ventures for using equipment, net of tax	15	10,647,154	97,737,275	-	-
Gain on sales of investment		-	(3,956,463)	-	-
Provisions for employee benefit		22,736,324	21,089,258	22,457,704	20,734,579
Interest income		(5,422,314)	(4,553,029)	(5,373,555)	(4,545,979)
Interest expense		181,400,228	182,636,843	188,152,068	191,055,814
Amortization of borrowing transaction costs		184,657	3,564,003	-	3,464,003
		(10,788,103)	419,103,605	(45,688,720)	425,788,022
Change in operating assets and liabilities					
Trade and other accounts receivable		(543,922,104)	180,689,427	(543,420,986)	163,158,870
Contract assets		(238,133,664)	(479,356,279)	(156,251,430)	(483,312,864)
Incremental costs of obtaining contracts with customers		21,666,346	(1,173,227)	21,666,346	(1,173,227)
Costs to fulfil contracts with customers		(456,034,287)	10,662,505	(362,423,528)	11,058,505
Real estate development costs		(155,931,844)	(20,290,960)	-	-
Advance payments for projects		7,334,348	(8,371,361)	18,721,581	(10,381,423)
Other current assets		(133,893,905)	33,191,772	(30,721,900)	33,545,619
Other non-current assets		(594,471)	(8,562,551)	(248,670)	(8,562,551)
Trade accounts payable		461,684,298	746,560,152	293,031,574	754,428,999
Retention payables		75,551,275	(10,624,520)	71,999,097	(8,914,427)
Unbilled costs of constructions		(924,916,076)	(247,802,338)	(946,398,704)	(233,547,482)
Contract liabilities		(357,399,784)	1,126,080,204	(432,241,961)	1,120,364,778
Other current liabilities		35,750,970	15,762,827	27,246,322	7,592,456
Non-current provisions for employee benefits		(6,191,862)	(8,250,876)	(6,191,862)	(8,250,876)
Cash generated from (used in) operating activities		(2,225,818,863)	1,747,618,380	(2,090,922,841)	1,761,794,399
Cash received from interest		1,078,921	1,109,596	1,056,197	1,102,545
Cash received from income tax		203,208,254	144,803,364	203,208,254	144,803,364
Cash paid for income tax		(165,313,401)	(204,704,871)	(156,713,473)	(203,208,254)
Net cash generated from (used in) operating activities		(2,186,845,089)	1,688,826,469	(2,043,371,863)	1,704,492,054

Power Line Engineering Public Company Limited and its subsidiaries
Statement of cash flows (Continued)
For the year ended 31 December 2022

	Consolidated financial statements		Separate financial statements	
<i>Note</i>	2022	2021 (Restated)	2022	2021
	<i>(in Baht)</i>			
Cash flows from investing activities				
(Increase) Decrease in financial institution deposits - fixed accounts	302,428,455	(305,337,079)	302,428,455	(305,337,079)
(Increase) Decrease in restricted cash at financial institution	156,822,926	(316,941,173)	156,822,926	(316,941,173)
Cash receipts from disposal on investment in subsidiaries	-	8,437,236	-	11,500,000
Purchases of property, plant and equipment	(47,512,567)	(18,814,799)	(46,639,713)	(18,811,070)
Proceeds from sale of property, plant and equipment	763,973	852,753	763,973	852,753
Purchases of other intangible assets	(1,256,523)	(2,924,612)	(1,256,523)	(2,924,612)
Proceeds from interest	4,392,878	3,107,882	4,392,738	3,107,882
Net cash generated from (used in) investing activities	415,639,142	(631,619,792)	416,511,856	(628,553,299)
Cash flows from financing activities				
Increase in bank overdrafts and short-term loans				
from financial institutions	1,428,383,448	332,982,907	1,171,285,874	332,982,907
Payment for short-term loans from related parties	5 -	-	(53,000,000)	(10,000,000)
Received for short-term loans from related parties	5 -	-	195,000,000	-
Payment for long-term loans from financial institutions	-	(19,853)	-	-
Received for long-term loans from financial institutions	10,000,000	-	-	-
Payment for debentures	(422,691,047)	(500,000,000)	(422,691,047)	(500,000,000)
Proceeds from debentures	595,684,300	-	595,684,300	-
Payment for lease liabilities	(16,236,668)	(13,106,357)	(10,652,046)	(11,753,020)
Dividend paid	29 (25,874,541)	-	(25,874,541)	-
Payment for payables for assets	(5,560,818)	(4,183,623)	(5,541,356)	(4,183,623)
Interest paid	(180,293,629)	(181,116,387)	(225,778,575)	(184,224,145)
Net cash generated from (used in) financing activities	1,383,411,045	(365,443,313)	1,218,432,609	(377,177,881)
Net increase (decrease) in cash and cash equivalents, before effect of exchange rates	(387,794,902)	691,763,364	(408,427,398)	698,760,874
Effect of exchange rate changes on cash and cash equivalents	1,433,630	100,571	1,433,630	100,571
Net increase (decrease) in cash and cash equivalents	(386,361,272)	691,863,935	(406,993,768)	698,861,445
Cash and cash equivalents, at 1 January	815,809,281	123,945,346	811,256,444	112,394,999
Cash and cash equivalents, at 31 December	429,448,009	815,809,281	404,262,676	811,256,444
Non-cash transactions				
Purchase of property, plant and equipment	6,409,322	5,598,139	6,409,322	5,598,139
Recognition of right-of-use assets	5,700,715	12,638,536	5,700,715	9,943,242
Transfer right-of-use assets to property, plant and equipment	-	21,926	-	21,926

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

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Power Line Engineering Public Company Limited and its subsidiaries
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For the year ended 31 December 2022

These notes form an integral part of the interim financial statements.

The financial statements issued for Thai regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language statutory financial statements, and were approved and authorized for issue by the Board of Directors of the Company on 27 February 2023.

1 General information

Power Line Engineering Public Company Limited, the “Company”, is incorporated in Thailand and has its registered office at 2 Soi Sukhumvit 81 (Siripot), Sukhumvit Road, Bangjak, Phra Khanong, Bangkok, Thailand.

The Company was listed on the Stock Exchange of Thailand on 12 December 2002.

The Company’s major shareholder during the financial period was Srisuchart Group, who held 16.44% shareholding.

The principal activities of the Company and its subsidiaries are engaging in the businesses of system installation of electrical, telecommunication, air condition, sanitary and fire protection and civil construction. Details of the associate, subsidiaries and joint venture as at 31 December 2022 and 2021 are given in notes 13, 14 and 15.

2 Basis of preparation of the financial statements

2.1 Statement of compliance

The financial statements are prepared in accordance with Thai Financial Reporting Standards (“TFRS”), guidelines promulgated by the Federation of Accounting Professions and applicable rules and regulations of the Thai Securities and Exchange Commission.

2.2 Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items.

Items	Measurement bases
Other current financial assets	Fair value
Land	Revaluation to fair value
Investment property	Fair value
Consideration transferred in a business combination	Fair value
Defined benefit liability	Present value of the defined benefit obligation

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

2.3 Functional and presentation currency

The financial statements are presented in Thai Baht, which is the Group's functional currency.

All financial information presented in Thai Baht has been rounded in the notes to the financial statements to the nearest thousand unless otherwise stated.

2.4 Judgements and estimates

The preparation of financial statements in conformity with TFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Assumptions and estimation uncertainties

Information about significant areas of estimation uncertainty that have the most significant effect on the amount recognised in the financial statements is included in the following notes:

Note 4.11, 4.13, 4.14, 17 and 18	Estimation of useful life of assets.
Note 4.5, 4.6 and 7	Measurement of expected credit losses for trade receivables.
Note 4.8 and 10	Allowance for decline in value of inventories adjusted to net realisable value.
Note 4.9, 13, 14 and 15	Measurement of investments adjusted for impairment
Note 4.21	Revenue recognition - discretion in measuring the percentage of completion of construction project.
Note 4.17 and 24	Measurement of defined benefit obligations: key actuarial assumptions.
Note 4.23 and 25	Recognition of deferred tax assets: availability of future taxable profit against which deductible temporary differences and tax losses carried forward can be utilized.
Note 4.18, 22 and 35	Recognition and measurement of provisions and contingent liabilities with respect to key assumptions of the likelihood of resource loss and the probability of damage value.
Note 4.10, 4.11, 4.19, 16, 17 and 33	Determining the fair value of financial instruments and non-financial instrument on the basis of significant unobservable inputs.

3 Adjustments in respect of prior year and reclassification of accounts

The Company has adjustments in respect of prior year that have the effects to the consolidated financial statements and separate financial statements which are presented as comparative by reclassification of trade and other accounts receivable, other current assets, costs to fulfil contracts with customers, administrative expenses, loss on exchange rate and adjustments in respect of prior year due to the Company over recorded investment in joint venture in the consolidated financial statements for the year ended 31 December 2021, amounting to Baht 29.80 million. Consequently, the Company retrospectively adjusted in consolidated financial statements presuming that the accounting errors are corrected in the period that the transaction had occurred.

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

The accumulated effect of this adjustments in respect of a prior period is as follows:

Statement of financial position as at 31 December 2021

	Consolidated financial statements			
	Before restatement	Adjustment (in thousand Baht)	Reclass	As restated
Current assets				
Trade and other accounts receivable	743,958	-	43,589	787,547
Other current assets	91,893	-	(21,923)	69,970
Costs to fulfil contracts with customers	21,666	-	(21,666)	-
Investments in joint venture	29,798	(29,798)	-	-
Retained earnings (Deficit)	135,610	29,798	-	105,812

Statement of comprehensive income for the year ended 31 December 2021

Expenses				
Administrative expenses	454,586	29,798	(2,404)	481,980
Loss on exchange rate	-	-	2,404	2,404
Earning per share	0.11			0.09

	Separate financial statements			
	Before restatement	Adjustment (in thousand Baht)	Reclass	As restated
Current assets				
Trade and other accounts receivable	761,488	-	43,589	805,077
Other current assets	88,225	-	(21,923)	66,302
Costs to fulfil contracts with customers	21,666	-	(21,666)	-

During the year 2021, the Group has changed in accounting policies regarding measurement of investment properties for the consolidated and separate financial statements from historical cost to fair value and recognised changes in the fair value in the statement of income, and retroactively adjusted the consolidated and separate financial statements for prior period which presented herein for comparative purposes as if such accounting policy have always been applied, which have the effect on retained earnings (deficit) - unappropriated of the consolidated and separate financial statements amounting to Baht 67.63 million.

4 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

4.1 Basis of consolidation

The consolidated financial statements relate to the Company and its subsidiaries (together referred to as the "Group") and the Group's interests in associates and joint ventures.

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Non-controlling interests

At the acquisition date, the Group measures any non-controlling interests at its proportionate interest in the identifiable net assets of the acquiree.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

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 ventures 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 or joint control ceases.

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.

Disposal of investments

For the year ended 31 December 2022 and 2021, There are changes in the components of the Group during the current year as follows:

On 1 December 2021, the Company has issued a share transfer agreement in B-Lay Plus Company Limited, which the Company held in total 115,000 shares, which has the shareholding 69.70% of the total outstanding and paid-up shares of the subsidiary at a price of Baht 100 per share, totaling in the amount of Baht 11,500,000 with the existing shareholders and it already has performed the share transferring and registered with the Department of Business Development, Ministry of Commerce on 14 December 2021 with the following details:

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

The detail of B-Lay Plus Company Limited as at the disposal of subsidiary date are as follows:

	Consolidated Financial statements <i>(In thousand Baht)</i>
Fair value of assets	
Cash and cash equivalents	3,063
Inventories	3,752
Current deferred tax assets	-
Other current assets	814
Property, plant and equipment	2,512
Other intangible assets	281
Other non-current assets	642
Total assets	11,064
Fair value of liabilities	
Other current liabilities	(156)
Non-current provisions for employee benefit	(84)
Total liabilities	(240)
Carrying amount of net assets of subsidiary	10,824
Less non-controlling interests	(3,280)
Carrying amount of net assets by investment ratio	7,544
Net proceeds on disposal of investments in subsidiary	11,500
Net assets value of subsidiary in the carrying amount of the company as at the date of disposal of investments in subsidiary	(7,544)
Gain on disposal of investments in subsidiary	3,956
Net realized value from disposal of investments in subsidiary	11,500
Less cash and cash equivalents of the subsidiary as at the date of disposal of investments	(3,063)
Cash received from disposal of investments	8,437

4.2 Foreign currencies

Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at the reporting date.

Non-monetary assets and liabilities measured at cost in foreign currencies are translated to the functional currency at the exchange rates at the dates of the transactions.

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

Foreign currency differences are generally recognized in profit or loss. However, foreign currency differences arising from the translation of the following items are recognised in other comprehensive income.

Foreign operations

The assets and liabilities of foreign operations are translated to Thai Baht at the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated to Thai Baht at rates approximating the exchange rates at the dates of the transactions. Foreign exchange differences are recognised in other comprehensive income and accumulated in the translation reserve, except to the extent that the translation difference is allocated to non-controlling interest.

When a foreign operation is disposed of in its entirety or partially such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of an associate or joint venture while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation and are recognised in other comprehensive income, and presented in the foreign currency translation reserve in equity until disposal of the investment.

4.3 Financial instruments

4.3.1 Recognition and initial measurement

Trade receivables, debt securities issued and trade payables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset and financial liability (unless it is a trade receivable without a significant financing component or measured at FVTPL) is initially measured at fair value plus transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price. A financial asset and a financial liability measured at FVTPL are initially recognised at fair value.

4.3.2 Classification and subsequent measurement

Financial assets - classification

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value to other comprehensive income (FVOCI); or fair value to profit or loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified prospectively from the reclassification date.

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A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cashflows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets - subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income, calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Financial liabilities - classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

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4.3.3 Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

4.3.4 Derivatives

Derivatives are recognised at fair value. At the end of each reporting period the fair value is measured. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss, except where the derivatives qualify for cash flow hedge accounting or hedges of net investment in a foreign operation, in which case recognition of any resultant gain or loss depends on nature of the item being hedged.

4.4 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.

Restricted deposits at financial institutions are separately presented as “Restricted deposits at financial institutions”.

4.5 Trade and other accounts receivable

A receivable is recognised when the Group has an unconditional right to receive consideration. If revenue has been recognised before the Group has an unconditional right to receive consideration, the amount is presented as a contract asset.

A receivable is measured at transaction price less allowance for expected credit loss which is determined based on an analysis of payment histories and future expectations of customer payments. Bad debts are written off when incurred.

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4.6 Contract assets and contract liabilities

Contract assets

Contract assets are recognised when the Group has recognised revenue before it has an unconditional right to receive consideration. The contract assets are measured at the amount of consideration that the Group is entitled to, less allowance for expected credit loss. The contract assets are classified as trade receivables when the Group has an unconditional right to receive consideration.

Contract liabilities

Contract liabilities are the obligation to transfer services to the customer. The contract liabilities are 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.

A refund liability is the obligation to refund some or all of the consideration received from the customer and is measured at the amount the Group ultimately expects it will have to return to the customer. The refund liability is reassessed at each reporting date and make a corresponding change to the amount of revenue recognised.

4.7 Costs to fulfill contracts with customers

The Group recognises costs to fulfil contracts with customers as an asset, provided that the costs generate or enhance resources of the entity that will be used in satisfying performance obligations in the future and the costs are expected to be recovered. The asset recognised is amortised to expenses on a systematic basis that is consistent with the pattern of revenue recognition. An impairment loss is recognised to the extent that the carrying amount of an asset recognised exceeds the remaining amount of consideration that the entity expects to receive less direct costs

4.8 Real estate development costs

Real estate development costs are stated at the lower of cost and net realisable value. Cost consists of cost of land, land improvement, design fees, public utilities, construction cost, capitalised borrowing costs and other related expenses, as well as estimated project development cost.

The Group recognises losses on diminution in value of project (if any) in the profit or loss.

4.9 Investments in subsidiaries, associates and joint ventures

Investments in subsidiaries, associates and joint ventures in the separate financial statements of the Company are accounted for using the cost method. Investments in associates and joint ventures in the consolidated financial statements are accounted for using the equity method.

Disposal of investments

On disposal of an investment, the difference between net disposal proceeds and the carrying amount 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.

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4.10 Investment properties

Investment properties are such as investment properties as a right-of-use asset that the Group held to earn rental income, for capital appreciation or for both, but not for sale in the ordinary course of business or use in operation.

Investment properties are initially recorded at cost and subsequently measured at fair value, changes in fair value are recorded in profit or loss.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, and other costs directly attributable to bringing the investment property to a working condition for its intended use and capitalised borrowing costs.

When the use of a property changes such that it is reclassified as property, plant and equipment, its fair value at the date of reclassification becomes its cost for subsequent accounting.

Differences between the proceeds from disposal and the carrying amount of investment property are recognised in profit or loss.

4.11 Property, plant and equipment

Recognition and measurement

Owned assets

Land has been revalued to fair value. Plant and equipment are measured at cost less accumulated depreciation and 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 a 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.

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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:

Buildings	14 - 20 years
Tools, Machinery and Equipment	5 years
Furniture and Office Equipment	3 - 7 years
Vehicles	5 years

There is no depreciation for land and assets under construction.

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

4.12 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction, production of an asset or development of real estate project that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

4.13 Intangible assets

Intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses.

Subsequent expenditure

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.

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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:

Software license	5 - 10 years
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Amortisation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

4.14 Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. To assess whether a contract conveys the right to control the use of an identified asset, the Group uses the definition of a lease in TFRS 16.

As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date except for leases of low-value assets and short-term leases which is recognised as an expense on a straight-line basis over the lease term.

Right-of-use asset is measured at cost, less any accumulated depreciation and impairment loss, and adjusted for any remeasurements of lease liability. The cost of right-of-use asset includes the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of restoration costs, less any lease incentives received. Depreciation is charged to profit or loss on a straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. The lease payments included fixed payments less any lease incentive receivable.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in lease term, change in lease payments, change in the estimate of the amount expected to be payable under a residual value guarantee, or a change in the assessment of purchase, extension or termination options. When the lease liability is remeasured, a corresponding

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adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

4.15 Impairment of financial assets

The Group recognises allowances for expected credit losses (ECLs) on financial assets measured at amortised cost (including cash and cash equivalents, trade receivables and other receivables, loans to others and related parties), debt investments measured at FVOCI, contract assets, lease receivables, and loan commitments issued which are not measured at FVTPL.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

ECLs are measured on either of the following bases:

- 24-month ECLs: these are losses that are expected to result from possible default events within the 24 months after the reporting date; or
- lifetime ECLs: these are losses that are expected to result from all possible default events over the expected lives of a financial instrument.

Loss allowances for trade receivables, lease receivables and contract assets are always measured at an amount equal to lifetime ECLs. ECLs on these financial assets are estimated using a provision matrix based on the group's historical credit loss experience, adjusted for factors that are specific to the debtors and an assessment of both current and forecast general economic conditions at the reporting date.

Loss allowances for all other financial instruments, the Group recognises ECLs equal to 24-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition or credit-impaired financial assets, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due, significant deterioration in financial instruments's credit rating, significant deterioration in the operating results of the debtor and existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the debtor's ability to meet its obligation to the Group.

The Group considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

Depending on the nature of the financial instruments, the assessment of a significant increase in credit risk is performed on either an individual basis or a collective basis. When the assessment is performed on a collective basis, the financial instruments are grouped based on shared credit risk characteristics, such as past due status and credit risk ratings.

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ECLs are remeasured at each reporting date to reflect changes in the financial instrument's credit risk since initial recognition. Increase in loss allowance is recognised as an impairment loss in profit or loss. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the Group recognises an impairment loss in profit or loss with the corresponding entry in other comprehensive income.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence of credit-impairment includes significant financial difficulty, a breach of contract such as more than 90 days past due, probable the debtor will enter bankruptcy.

Write-off

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering. Subsequent recoveries of an asset that was previously written off, are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

4.16 Impairment of non-financial assets

The carrying amounts of the Group 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.

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 and 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

Impairment losses recognised in prior periods in respect of other 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.

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4.17 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 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. To calculate the present value of economic benefits, consideration is given to any application minimum funding requirements.

Remeasurements of the net defined benefit liability, actuarial gain or loss are recognized 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 recognized 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.

Other long-term employee benefit

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurements are recognised in profit or loss in the period in which they arise.

Termination benefit

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognizes costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the end of the reporting period, then they are discounted.

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

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this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

4.18 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.

4.19 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 market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When one is available, the Group measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as 'active' if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then the Group uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

If an asset or a liability measured at fair value has a bid price and an ask price, then the Group measures assets and long positions at a bid price and liabilities and short positions at an ask price.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price - i.e. the fair value of the consideration given or received. If the Group determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique for which any unobservable inputs are judged to be insignificant in relation to the measurement, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently, that difference is recognised in profit or loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

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.

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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.

4.20 Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

4.21 Revenue

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.

Revenues from construction contracts

The Group has determined that its construction contracts generally have one performance obligation. The Group recognises construction revenue over time where the stage of completion is measured using output method, which determined by the project engineers of the Group.

The likelihood of contract variations, claims and liquidated damages, delays in delivery or contractual penalties is taken into account in determining revenue to be recognised, such that revenue is only recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur.

When the value and stage of completion of the contract cannot be reasonably measured, revenue is recognised only to the extent of contract costs incurred that are expected to be recovered.

Investment income

Investment income comprises rental income, dividend income and interest income from investments and bank deposits.

Dividend income

Dividend income is recognised in profit or loss on the date the Group right to receive payments is established.

Interest income

Interest income is recognised in profit or loss as it accrues.

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4.22 Finance costs

Effective Interest Rate (EIR)

Interest income or expense is recognised using the effective interest method. The EIR is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

4.23 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 period that such a determination is made.

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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 realised.

4.24 Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

4.25 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.

5 Related parties

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control or joint control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Relationships with associate, subsidiaries and joint venture are described in notes 13, 14 and 15, Relationships with management or other related parties were as follows:

Related parties	Country of incorporation/ 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.
PLE International Company Limited	Thai	Subsidiary of the Company
S A Future Property Company Limited	Thai	Subsidiary of the Company
PAR Joint venture	Thai	Subsidiary of the Company
Inter-Ausy Joint venture	Thai	Subsidiary of the Company
Techner Company Limited	Thai	Associate of the Company

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Related parties	Country of incorporation/ nationality	Nature of relationships
PCS Joint venture	Thai	Joint Venture
Flamtechnic Company Limited	Thai	Common Directors
United Power Engineering Company Limited	Thai	Common Directors
ESI Trading Company Limited	Thai	Common Directors
E.S. International (1991) Company Limited	Thai	Common Directors
Flamtechnic E & C Company Limited	Thai	Common Directors
R.N.C. (Thailand) Company Limited	Thai	Other party to the Joint Venture
China State Construction Engineering (Thailand) Company Limited	Thai	Other party to the Joint Venture

The pricing policies for particular types of transactions are explained further below:

Transactions	Pricing policies
Revenue from construction contracts	Cost plus margin prices
Other income	Agreed price and comparable prices with other entities
Costs of construction	Cost plus margin prices
Other expenses	Agreed price
Interest expense	At the rate of 3.00 - 5.00% per annum
Key management personnel compensation	As defined by the nomination and remuneration committee

Significant transactions for the year ended 31 December with related parties were as follows:

	Consolidated financial statements		Separate financial statements	
For the year ended 31 December	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Subsidiaries (eliminated from the consolidated financial statements)				
Revenue from construction contracts	-	-	71,842	31,758
Other income	-	-	444	-
Cost of construction	-	-	5,819	5,835
Interest expense	-	-	10,205	10,539
Joint venture				
Revenue from construction contracts	-	1,456,449	-	1,456,449
Other income	7,336	5,473	-	5,473
Cost of construction	7,336	84,069	7,336	84,069

Power Line Engineering Public Company Limited and its subsidiaries

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For the year ended 31 December 2022

<i>For the year ended 31 December</i>	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Other related parties				
Other income	686	21,189	686	21,189
Cost of construction	146,674	146,158	146,674	146,158
Other expenses	1,568	3,454	1,568	1,454
Interest expense	311	281	311	281
Other party to the Joint Venture				
Other revenue	462	8,061	462	7,758
Cost of construction	393	1,372,684	393	-
Other expenses	-	5,473	-	-
Key management personnel				
Short - term employee benefits	44,256	39,895	44,256	38,575
Post - employment benefits	2,765	2,292	2,765	2,247
Total key management personnel compensation	47,021	42,187	47,021	40,822

Balances as at 31 December with related parties were as follows:

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Trade accounts receivable - related parties (Note 7)				
Subsidiaries	-	-	25,868	17,531
Total	-	-	25,868	17,531
Contract assets - related parties				
Retention of construction - receivable				
Subsidiaries	-	-	3,971	712
Joint venture	-	67,391	-	67,391
Unbilled receivable				
Subsidiaries	-	-	49,077	3,245
Total	-	67,391	53,048	71,348
Other receivable - related parties (Note 7)				
Subsidiaries	-	-	55	-
Associate	577	539	57	539
Joint venture	13,377	10,599	13,376	10,599
Related parties - common directors	217	217	217	217
Other party in the Joint Venture	165	154	165	154
Total	14,336	11,509	14,391	11,509
Less Allowance for expected credit losses	(699)	(699)	(699)	(699)
Net	13,637	10,810	13,692	10,810

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For the year ended 31 December 2022

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	(in thousand Baht)			
<i>Other advance payments - related parties</i>				
Subsidiaries	-	-	13	-
Associates	36,043	33,150	36,043	33,150
Joint venture	60,887	80,887	60,887	80,887
Other party in the Joint Venture	5,000	-	-	-
Total	101,930	114,037	96,943	114,037
Less Allowance for expected credit losses	(36,043)	(33,150)	(36,043)	(33,150)
Net	65,887	80,887	60,900	80,887
<i>Trade accounts payable - related parties</i>				
Subsidiaries	-	-	-	352
Related parties - common directors	39,550	35,589	39,550	35,589
Other party in the Joint Venture	8,894	2,852	-	-
Total	48,444	38,441	39,550	35,941
<i>Retention of construction - payables</i>				
Related parties - common directors	121	56	121	56
Other party in the Joint Venture	-	67,391	-	-
Total	121	67,447	121	56
<i>Short - term loans from related parties</i>				
Subsidiaries	-	-	471,128	329,128
Total	-	-	471,128	329,128

Movements during the year period ended 31 December of short - term loans from related parties was as follows:

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	(in thousand Baht)			
Subsidiaries				
At 1 January	-	-	329,128	339,128
Add	-	-	195,000	-
Repayment	-	-	(53,000)	(10,000)
At 31 December	-	-	471,128	329,128

As at 31 December 2022 and 2021, short - term loans from related parties were interest promissory notes payable at call, the interest rate is 3.00 - 4.50 % per annum. (2021 : 3.00 - 5.00 % per annum).

Power Line Engineering Public Company Limited and its subsidiaries
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For the year ended 31 December 2022

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
<i>Accrued interest - related parties</i>				
Subsidiaries	-	-	25,660	64,347
<i>Advance received - related party</i>				
Joint Venture	60,887	80,887	-	-
<i>Accrued expenses - related parties</i>				
Joint Venture	10,896	7,746	571	-
Related parties - common directors	420	133	420	133
Total	11,316	7,879	991	133

Other commitments with related parties

As at 31 December 2022 and 2021, the Company had guarantees with related parties as follows;

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Guarantee of subsidiary's liabilities	187,000	167,000	187,000	167,000

As at 31 December 2022 and 2021, the Company has financed the letters of guarantee of financial institutions for the same total of Baht 153 million to be placed as the collateral security against the appeal of tax assessments of PAR Joint Venture which is a subsidiary as in Note 34.

As at 31 December 2022 and 2021, the Company had given guarantee of credit limit with financial institutions for subsidiaries in amount of Baht 187 million (2021 : Baht 167 million) to finance the operation of real estate development business. The facility is fully guaranteed by the real estate development project and the Company's letter of guarantee as in Note 10.

As at 31 December 2022 and 2021, the Company has financed the letters of guarantee of financial institutions for the total of Baht 375 and 651 million respectively, to be placed as the collateral security against the projects of PCS Joint Venture which is a joint venture according to the Company's joint venture ratio.

6 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Cash on hand	9,600	8,364	9,500	8,314
Cash deposit - Current account	8,042	62,179	2,538	59,754
Cash deposit - Savings account	192,860	743,220	189,230	741,153
Cash deposit - Highly liquid	218,946	2,035	202,995	2,035
Matured cheques receivable	-	11	-	-
Total	429,448	815,809	404,263	811,256

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For the year ended 31 December 2022

As at 31 December 2022, bank deposits in saving accounts earned interest at 0.20 - 0.25 % per annum (2021: 0.05 - 0.10 % per annum). The highly liquid short - term investments are 3 months fixed deposits at banks. The fixed deposits earn interest at 0.20 - 0.40 % per annum (2021: 0.10 - 0.25 % per annum) and will mature on 28 March 2023.

7 Trade and other accounts receivable

		Consolidated financial statements		Separate financial statements	
	Note	2022	2021	2022	2021
		(in thousand Baht)			
Trade accounts receivable					
Related parties	5	-	-	25,868	17,531
Other parties		1,360,849	905,521	1,277,877	905,520
Total		1,360,849	905,521	1,303,745	923,051
Less allowance for expected credit loss		(77,717)	(161,563)	(77,717)	(161,563)
Trade accounts receivable - net		1,283,132	743,958	1,226,028	761,488

Aging analyses for trade and other accounts receivable were as follows:

		Consolidated financial statements		Separate financial statements	
	Note	2022	2021	2022	2021
		(in thousand Baht)			
Trade accounts receivable					
Within credit terms		719,725	425,340	662,621	435,380
Overdue:					
Less than 3 months		557,935	281,642	557,935	289,132
3 - 6 months		48	19,806	48	19,806
6 - 12 months		38	9,309	38	9,309
Over 12 months		83,103	169,424	83,103	169,424
Total		1,360,849	905,521	1,303,745	923,051
Less allowance for expected credit loss		(77,717)	(161,563)	(77,717)	(161,563)
Trade accounts receivable - net		1,283,132	743,958	1,226,028	761,488
Other accounts receivable					
Related parties	5	14,336	11,509	14,391	11,509
Other parties		106,546	35,292	106,544	35,292
Total		120,882	46,801	120,935	46,801
Less allowance for expected credit loss		(3,195)	(3,212)	(3,195)	(3,212)
Other accounts receivable - net		117,687	43,589	117,740	43,589
Total trade and other accounts receivable		1,400,819	787,547	1,343,768	805,077

(Reversal of) Expected credit loss of trade and other accounts receivable

For the year ended 31 December	(83,863)	(40,163)	(83,863)	(40,163)
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As at 31 December 2022, the Group and the Company have outstanding accounts receivable over 3 months overdue of Baht 83.19 million. The normal credit terms of the Group is 30 days.

Power Line Engineering Public Company Limited and its subsidiaries
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For the year ended 31 December 2022

8 Contract assets and contract liabilities

8.1 Balances of contract

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Contract assets				
Unbilled receivables	7,741,377	7,572,451	7,672,136	7,575,697
Retention receivables	914,575	887,888	905,891	888,599
Total contract assets	8,655,952	8,460,339	8,578,027	8,464,296
Less allowance for expected credit losses	(26,626)	(67,676)	(26,626)	(67,676)
Net	8,629,326	8,392,663	8,551,401	8,396,620
Contract liabilities				
Advances received from customers	2,699,296	3,056,696	2,611,858	3,044,100
Total contract liabilities	2,699,296	3,056,696	2,611,858	3,044,100

As at 31 December 2022 and 2021, in consolidated and separate financial statements, the right of collection of contracted construction revenues of Baht 15,080 million and Baht 18,886 million respectively are pledged as collateral security against the credit facilities with the financial institutions as shown in Note 20.

8.2 Contract assets - unbilled receivables

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Unbilled receivables	7,741,377	7,572,451	7,672,136	7,575,697
Less allowance for expected credit losses	(22,626)	(24,890)	(22,626)	(24,890)
Net	7,718,751	7,547,561	7,649,510	7,550,807

Movements in the allowance for expected credit losses for the unbilled receivables for the year ended 31 December 2022 as below:

	Consolidated Financial statements	Separate Financial statements
	<i>(in thousand Baht)</i>	
As at 1 January 2022	24,890	24,890
Increase in allowance for expected credit losses	16,076	16,076
(Reversal of) Expected credit loss	(18,340)	(18,340)
As at 31 December 2022	22,626	22,626

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For the year ended 31 December 2022

8.3 Revenue to be recognized for the remaining performance obligations

As at 31 December 2022, the Group expects to recognized revenue in the future in respect of performance obligations which are unsatisfied (or partially unsatisfied) with customers for the contract in amounting to Baht 16,359 million (2021: Baht 21,473 million) (Separate financial statement : Baht 15,347 million (2021: Baht 21,678 million)). The Group has to complete the obligations of contract within year 2026. (2021: year 2025).

9 Cost to fulfil contract with customers

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Net book value at beginning of year	80,944	92,002	80,944	92,002
Increase (decrease) during the year	456,034	(11,058)	362,423	(11,058)
Net book value at end of year	536,978	80,944	443,367	80,944

10 Real estate development costs

Real estate development costs as at 31 December 2022 and 2021 were as follows:

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Project land	115,812	115,812	-	-
Project development costs	183,889	27,957	-	-
Total	299,701	143,769	-	-

As at 31 December 2022 and 2021, in consolidated financial statements, the whole amount of project land is pledged as collateral security against the credit facilities with the financial institutions as shown in Note 20.

During the year, the Group has capitalized the borrowing cost as part of the cost of project land and cost of project development. The purpose of borrowing cost is specifically for the cost of land and the construction costs of real estate development projects.

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Additional information of the projects

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Estimated project value - on process of sales project at the year ended	641,624	611,226	-	-
Sales with signed agreements	250,862	186,172	-	-
The ratio of sales with signed agreements	39.09%	29.01%	-	-

11 Advance payments for projects

Advance payments for projects as at 31 December 2022 and 2021 were as follows:

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Advance payments for projects	321,852	329,187	310,465	329,187
Less allowance for expected credit losses	-	-	-	-
Net	321,852	329,187	310,465	329,187

12 Other current financial assets

Other current financial assets as at 31 December 2022 and 2021 were as follows:

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Financial institution deposits				
Fixed deposits 6 - 12 months	21,075	323,503	21,075	323,503
Trading securities				
Cost	1,078	1,078	1,078	1,078
Gain from revaluation	44	41	44	41
Fair value	1,122	1,119	1,122	1,119
Total	22,197	324,622	22,197	324,622

Power Line Engineering Public Company Limited and its subsidiaries
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13 Investment in associate

	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Associate				
At 1 January	-	-	-	-
Acquisition	-	-	-	-
Disposals	-	-	-	-
Reversal of impairment of investment	-	-	-	-
Share of gain (loss) of investment in associates	-	-	-	-
At 31 December	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

Power Line Engineering Public Company Limited and its subsidiaries
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Investment in associate as at 31 December 2022 and 2021 was as follows:

Consolidated financial statements											
	Country of incorporation	Ownership interest		Paid-up capital		Cost, net of impairment		Equity			
		2022	2021	2022	2021	2022	2021	2022	2021		
		(%)				(in thousand Baht)					
Associate											
Techner Company Limited	Thailand	49.99	49.99	41,250	41,250	-	-	-	-		
Total						-	-	-	-		
Separate financial statements											
	Country of incorporation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net	
		2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
		(%)				(in thousand Baht)					
Associate											
Techner Company Limited	Thailand	49.99	49.99	41,250	41,250	30,000	30,000	(30,000)	(30,000)	-	-
Total						30,000	30,000	(30,000)	(30,000)	-	-

The Group's equity security is not publicly listed and consequently does not have a published price quotation.

Power Line Engineering Public Company Limited and its subsidiaries
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14 Investments in subsidiaries

	Separate financial statements	
	2022	2021
	<i>(in thousand Baht)</i>	
At 1 January	404,993	404,993
Acquisition	-	-
At 31 December	404,993	404,993

Power Line Engineering Public Company Limited and its subsidiaries
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Investments in subsidiaries as at 31 December 2022 and 2021 were as follows:

	Country of incorporation	Ownership interest		Separate financial statements			
		2022	2021	Paid-up capital		At cost	
				2022	2021	2022	2021
			(%)			<i>(in thousand Baht)</i>	
Direct subsidiaries							
PLE International Company Limited.	Thailand	99.99	99.99	300,000	300,000	245,000	245,000
S A Future Property Company Limited.	Thailand	99.99	99.99	160,000	160,000	159,993	159,993
PAR Joint Venture	Thailand	100.00	100.00	-	-		
Inter-Ausy Joint Venture	Thailand	80.00	-	-	-		
Total						404,993	404,993

For the year ended 31 December 2022 and 2021, the Company has no dividends received from subsidiaries.

Power Line Engineering Public Company Limited and its subsidiaries
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15 Investment in Joint Venture

		Consolidated		Separate	
	Note	financial statements		financial statements	
		2022	2021	2022	2021
			(Restated)		
		(in thousand Baht)			
Joint Venture					
At 1 January		-	127,535	71,636	71,636
Share of loss of Joint Ventures		(10,647]	(97,737]	-	-
Allowance for impairment in Joint Ventures	3	10,647	(29,798]	(71,636]	(71,636]
At 31 December		-	-	-	-

Power Line Engineering Public Company Limited and its subsidiaries
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Investment in Joint Venture as at 31 December 2022 and 2021 was as follows:

		Consolidated financial statements							
	Country of incorporation	Note	Paid-up capital		Cost			Equity	
			2022	2021	2022	2021	2022		2021 (Restated)
<i>(in thousand Baht)</i>									
Joint Venture									
PCS Joint Venture	Thailand	3	86,077	86,077	71,636	71,636	-		-
		Separate financial statements							
	Country of incorporation		Paid-up capital		Cost	Impairment		At cost - net	
			2022	2021	2022	2021	2022	2021	2021
<i>(in thousand Baht)</i>									
Joint Venture									
PCS Joint Venture	Thailand	86,077	86,077	71,636	71,636	(71,636)	(71,636)	-	-

The Group's Joint Venture is not publicly listed and consequently does not have a published price quotation.

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Joint Ventures

The following table summaries the financial information of the joint ventures as included in their own financial statements, adjusted for fair value adjustments at acquisition and differences in accounting policies. The table also reconciles the summarized financial information to the carrying amount of the Group's interest in these companies.

	PCS Joint venture	
	2022	2021
	<i>(in thousand Baht)</i>	
Revenue	17,357	254,589
Profit (loss) for the year	(15,803)	(191,642)
Adjustments in respect of prior year	(5,074)	-
Other comprehensive income	-	-
Total comprehensive income (100%)	<u>(20,877)</u>	<u>(191,642)</u>
Total income attributable to the Group (by proportion of investment)	<u>(10,647)</u>	<u>(97,737)</u>
Current assets	129,276	306,123
Non-Current assets	237	4,374
Current liabilities	<u>(146,347)</u>	<u>(306,454)</u>
Net assets (100%)	<u>(16,834)</u>	<u>4,043</u>
Less Investment in Joint Venture	<u>(86,077)</u>	<u>(86,077)</u>
Net assets (100%)	<u>(102,911)</u>	<u>(82,034)</u>
Net assets of the Group	<u>(52,485)</u>	<u>(41,838)</u>
Add Investment attributable of the Company	<u>71,636</u>	<u>71,636</u>
Carrying amount of investment in Joint Venture before impairment	<u>19,151</u>	<u>29,798</u>
Remark:		
Included:		
- Depreciation and amortisation	(409)	(1,693)
- Interest income	83	46
- Interest expense	-	(3,367)

16 Investment properties

Movement of the investment properties account during the year ended 31 December 2022 is summarised below.

	Consolidated/ Separate financial statements		
	Land	Condominiums	Total
	<i>(in thousand Baht)</i>		
Fair value as at 1 January 2022	187,301	121,088	308,389
Acquisition of assets	-	-	-
Fair value as at 31 December 2022	187,301	121,088	308,389

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The Group revalues the initial value of investment properties from the historical cost to fair value, as the management considers it is beneficial to reflect the current value of investment properties. The Group obtains regular valuation appraisal to its investment properties by an independent appraisal firm hired to make the evaluation which is approved by the SEC office. The appraiser selected a fair value basis on the market approach by using comparative analysis of the available market data on indential or comparable property in the same or nearby locations for all investment properties, which are Level 3 inputs of the fair value hierarchy. The Company had gain from revaluation of investment properties in statement of profit and loss for the year ended 31 December 2021 in amount of Baht 112.46 million.

As at 31 December 2022 and 2021, in the consolidated and separate financial statements, part of investment properties amounting to Baht 228.24 million, are pledged as collateral security against credit facilities with the financial institutions as shown in Note 20.

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17 Property, plant and equipment

	Consolidated financial statements							Total
	Land	Building and building improvement	Tool, machinery and equipment	Fixture and office equipment (in thousand Baht)	Vehicles	Sample suite	Assets under construction	
Cost								
At 1 January 2021	-	84,945	301,889	72,661	17,581	3,532	-	480,608
Revaluation	730,005	-	-	-	-	-	-	730,005
Total cost / valuation at 1 January 2021	730,005	84,945	301,889	72,661	17,581	3,532	-	1,210,613
Additions	-	4,212	6,281	13,920	-	-	-	24,413
Transfers	-	-	2,766	-	-	-	-	2,766
Loss control	-	(428)	(2,839)	(59)	-	-	-	(3,326)
Disposals	-	-	(5,452)	(7,584)	(1,369)	-	-	(14,405)
Write-off	-	-	-	(750)	-	-	-	(750)
At 31 December 2021 and 1 January 2022	730,005	88,729	302,645	78,188	16,212	3,532	-	1,219,311
Additions	-	8,590	21,964	11,578	1,790	-	10,000	53,922
Disposals	-	-	(1,450)	(704)	(3,929)	-	-	(6,083)
Write-off	-	-	-	(505)	-	-	-	(505)
At 31 December 2022	730,005	97,319	323,159	88,557	14,073	3,532	10,000	1,266,645

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Consolidated financial statements

	Land	Building and building improvement	Tool, machinery and equipment	Fixture and office equipment (in thousand Baht)	Vehicles	Sample suite	Assets under construction	Total
Accumulated depreciation								
At 1 January 2021	-	70,492	287,485	53,310	17,281	2,117	-	430,685
Depreciation for the year	-	4,121	5,239	10,694	300	1,415	-	21,769
Transfers	-	-	2,744	-	-	-	-	2,744
Loss control	-	(166)	(630)	(18)	-	-	-	(814)
Disposals	-	-	(5,289)	(7,570)	(1,369)	-	-	(14,228)
Write-off	-	-	-	(717)	-	-	-	(717)
At 31 December 2021 and 1 January 2022	-	74,447	289,549	55,699	16,212	3,532	-	439,439
Depreciation for the year	-	4,952	6,462	12,262	271	-	-	23,947
Disposals	-	-	(1,415)	(701)	(3,929)	-	-	(6,045)
Write-off	-	-	-	(495)	-	-	-	(495)
At 31 December 2022	-	79,399	294,596	66,765	12,554	3,532	-	456,846
Net book value								
At 31 December 2021	730,005	14,282	13,096	22,489	-	-	-	779,872
At 31 December 2022	730,005	17,920	28,563	21,792	1,519	-	10,000	809,799

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				Separate financial statements			
	Land	Building and building improvement	Tool, machinery and equipment	Fixture and office equipment <i>(in thousand Baht)</i>	Vehicles	Assets under construction	Total
Cost							
At 1 January 2021	-	84,517	299,042	72,004	17,581	-	473,144
Revaluation	730,005	-	-	-	-	-	730,005
Total cost / valuation at 1 January 2021	730,005	84,517	299,042	72,004	17,581	-	1,203,149
Additions	-	4,213	6,280	13,917	-	-	24,410
Transfers	-	-	2,766	-	-	-	2,766
Disposals	-	-	(5,452)	(7,584)	(1,369)	-	(14,405)
Write-off	-	-	-	(750)	-	-	(750)
At 31 December 2021 and 1 January 2022	730,005	88,730	302,636	77,587	16,212	-	1,215,170
Additions	-	8,590	21,091	11,578	1,790	10,000	53,049
Disposals	-	-	(1,450)	(704)	(3,929)	-	(6,083)
Write-off	-	-	-	(505)	-	-	(505)
At 31 December 2022	730,005	97,320	322,277	87,956	14,073	10,000	1,261,631

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Separate financial statements

	Land	Building and building improvement	Tool, machinery and equipment	Fixture and office equipment <i>(in thousand Baht)</i>	Vehicles	Assets under construction	Total
Accumulated Depreciation							
At 1 January 2021	-	70,456	287,373	54,528	17,281	-	429,638
Depreciation for the year	-	3,991	4,718	10,209	300	-	19,218
Transfers	-	-	2,744	-	-	-	2,744
Disposals	-	-	(5,289)	(7,570)	(1,369)	-	(14,228)
Write-off	-	-	-	(717)	-	-	(717)
At 31 December 2021 and 1 January 2022	-	74,447	289,546	56,450	16,212	-	436,655
Depreciation for the year	-	4,952	6,364	11,789	271	-	23,376
Disposals	-	-	(1,415)	(701)	(3,929)	-	(6,045)
Write-off	-	-	-	(495)	-	-	(495)
At 31 December 2022	-	79,399	294,495	67,043	12,554	-	453,491
Net book value							
At 31 December 2021	730,005	14,283	13,090	21,137	-	-	778,515
At 31 December 2022	730,005	17,921	27,782	20,913	1,519	10,000	808,140

As at 31 December 2022, as in the consolidated and separate financial statements, a part of land and buildings in amount of Baht 669.86 million (31 December 2021 : Baht 673.21 million) is pledged as collateral security against the credit facilities with the financial institutions as shown in Note 20.

The Group measures the value of land by using the revalued method. The Group hired an independent appraiser to make the evaluation which approved by the SEC Office. The appraiser selected a revalue of land basis on the market approach by using comparative analysis, according to the report dated 2 September 2020. As at 31 December 2022, the cost of land is Baht 121.12 million and a revalued amount of land is Baht 730.01 million. The appraisal surplus on assets is amounted to Baht 487.11 million which cannot be including in calculation of dividends payment.

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18 Right-of-use assets

	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
<i>Right-of-use assets</i>				
Land	5,604	5,445	4,364	5,445
Buildings	3,328	4,504	2,542	2,370
Machinery and equipment	509	799	509	799
Vehicles	7,519	7,809	4,060	7,809
Total	16,960	18,557	11,475	16,423

In 2022, additions to the right-of-use assets of the Group and the Company were Baht 13.34 million and Baht 5.70 million, respectively (2021: Baht 12.64 million and Baht 9.94 million, respectively).

The Group leases vehicles for 2 - 5 years, with extension options at the end of lease term. The rental is payable monthly as specified in the contract.

Extension options

Some property leases contain extension options exercisable by the Group up to 90 day before the end of the non-cancellable contract period. Where practicable, the Group seeks to include extension options in new leases to provide operational flexibility. The extension options held are exercisable only by the Group and not by the lessors. The Group assesses at lease commencement date whether it is reasonably certain to exercise the extension options. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant changes in circumstances within its control.

	Consolidated		Separate	
	financial statements		financial statements	
<i>For the year ended 31 December</i>	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
<i>Amounts recognised in profit or loss</i>				
Depreciation of right-of-use assets:				
- Lands	4,692	6,155	4,147	6,155
- Buildings	2,854	2,349	1,507	993
- Machinery and equipment	290	564	290	564
- Vehicles	7,103	4,335	4,706	4,335
- Interest on lease liabilities	730	958	623	899
Expenses relating to short-term leases	-	-	-	-
Expenses relating to leases of low-value assets	-	-	-	-

In 2022, total cash outflow for leases of the Group and the Company were Baht 16.24 million and Baht 10.65 million, respectively (2021: Baht 13.11 million and Baht 11.75 million, respectively).

Power Line Engineering Public Company Limited and its subsidiaries
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19 Deferred tax assets (liabilities)

Movement in deferred tax assets (liabilities) for the year ended 31 December 2022 and 2021 are as follows:

	Consolidated financial statements		
	<u>(Charged) / Credited to</u>		At 31 December 2022
	At 1 January 2022	Profit or loss Other comprehensive income	
		<i>(In thousand Baht)</i>	
Deferred tax assets			
Trade accounts receivables	13,847	1,696	15,543
Contract assets	5,778	(452)	5,326
Other current assets	1,443	(944)	499
Investment properties	137	-	137
Lease liabilities	318	(214)	104
Other current liabilities	40	-	40
Non-current provisions for employee benefits	41,762	3,310	45,072
Loss carry forward	6,825	91,462	98,287
Total	70,150	94,858	165,008
Deferred tax liabilities			
Other current financial assets	9	-	9
Right-of-use asset	139	34	173
Gain on revaluation of assets	121,777	-	121,777
Investment properties	38,335	-	38,335
Total	160,260	34	160,294

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Consolidated financial statements				
	At	<u>(Charged) / Credited to</u>		At
	1 January	Profit or loss	Other comprehensive income	31 December
	2021			2021
		<i>(In thousand Baht)</i>		
Deferred tax assets				
Trade accounts receivables	5,875	7,972	-	13,847
Contract assets	13,691	(7,913)	-	5,778
Other current assets	442	1,001	-	1,443
Investment properties	137	-	-	137
Property, plant and equipment	6	(6)	-	-
Lease liabilities	4	314	-	318
Other current liabilities	230	(190)	-	40
Non-current provisions for employee benefits	42,718	2,546	(3,502)	41,762
Loss carry forward	5,126	1,699	-	6,825
Total	68,229	5,423	(3,502)	70,150
Deferred tax liabilities				
Other current financial assets	8	1	-	9
Right-of-use asset	54	84	-	139
Gain on revaluation of assets	121,777	-	-	121,777
Investment properties	15,844	22,492	-	38,335
Total	137,683	22,577	-	160,260

As at 31 December 2022 and 2021, tax losses had occurred which were classified by expiring year of tax benefits as follows;

	2022	2021
	<i>(In thousand Baht)</i>	
Expiring year of tax benefit		
Year 2024	12,978	12,978
Year 2025	121,491	121,491
Year 2026	8,496	8,496
Year 2027	948,469	-
Total	1,091,434	142,965

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For the year ended 31 December 2022

	Separate financial statements		
	(Charged) / Credited to		
	At	Other	At
	1 January 2022	Profit or loss comprehensive income <i>(In thousand Baht)</i>	31 December 2022
Deferred tax assets			
Trade accounts receivables	13,847	1,696	15,543
Contract assets	5,778	(452)	5,326
Other current assets	1,442	(943)	499
Investment properties	137	-	137
Lease liabilities	314	(215)	99
Non-current provisions for employee benefits	41,104	3,253	44,357
Loss carry forward	-	90,472	90,472
Total	62,622	93,811	156,433

Deferred tax liabilities			
Other current financial assets	9	-	9
Right-of-use asset	138	(22)	116
Gain on revaluation of assets	121,777	-	121,777
Investment properties	38,336	-	38,336
Total	160,260	(22)	160,238

	Separate financial statements		
	(Charged) / Credited to		
	At	Other	At
	1 January 2021	Profit or loss comprehensive income <i>(In thousand Baht)</i>	31 December 2021
Deferred tax assets			
Trade accounts receivables	5,875	7,972	13,847
Contract assets	13,691	(7,913)	5,778
Other current assets	442	1,000	1,442
Investment properties	137	-	137
Property, plant and equipment	22	(22)	-
Lease liabilities	-	314	314
Other current liabilities	-	-	-
Non-current provisions for employee benefits	42,095	2,497	41,104
Total	62,262	3,848	62,622

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	Separate financial statements		
	(Charged) / Credited to		
	At	Other	At
	1 January 2021	Profit or loss comprehensive income <i>(In thousand Baht)</i>	31 December 2021
Deferred tax liabilities			
Other current financial assets	8	1	9
Right-of-use asset	54	84	138
Gain on revaluation of assets	121,777	-	121,777
Investment properties	15,844	22,492	38,336
Total	137,683	22,577	160,260

As at 31 December 2022 and 2021, tax losses had occurred which were classified by expiring year of tax benefits as follows;

	2022	2021
	<i>(In thousand Baht)</i>	
Expiring year of tax benefit		
Year 2025	108,840	108,840
Year 2026	343,521	-
Total	452,361	108,840

20 Restricted cash at financial institution

As at 31 December 2022 and 2021, in the consolidated and separate financial statements, the whole amount of restricted cash at financial institution is financial institution deposits which are pledged as collateral security against the credit facilities with the financial institutions to finance specific real estate development projects. The lender financial institutions require the Group to deposit the proceeds from the projects into the deposit accounts of the Group which are opened with those lender financial institutions. The credit facilities are secured by the collateral as shown in Notes 8, 10, 16 and 17.

As at 31 December 2022 and 2021, a subsidiary has obtained the credit facilities from a financial institution so as to finance the operation of real estate development business. The credit facilities are secured by the collateral as shown in Note 5.

Power Line Engineering Public Company Limited and its subsidiaries

Notes to the financial statements

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21 Interest - bearing liabilities

	Consolidated		Separate		Consolidated		Separate	
	financial statements		financial statements		financial statements		financial statements	
	2022	2021	2022	2021	2022	2021	2022	2021
	<i>(interest rate per annum)</i>		<i>(interest rate per annum)</i>		<i>(in thousand Baht)</i>			
	MOR	MOR	MOR	MOR				
Bank overdrafts					35,425	-	35,425	-
Short-term loans								
- promissory notes	3.50 - 5.97	3.50 - 5.47	3.50 - 5.97	3.50 - 5.47	3,696,804	2,478,578	3,526,123	2,478,578
Short-term loans - trust receipt	4.25 - 5.97	3.75 - 5.47	4.25 - 5.97	3.75 - 5.47	192,634	32,966	192,634	32,966
Short-term loans - aval notes	-	-	-	-	408,188	393,124	321,771	393,124
Total short-term loans					4,333,051	2,904,668	4,075,953	2,904,668

As at 31 December 2022 and 2021, short-term loans of the Group and the Company are secured by a part of land and buildings in amount Baht 669.86 million (2021 : Baht 673.21 million) and rights in bank deposit, partially, in amount Baht 947.96 million (2021 : Baht 1,106.32 million). The Group has assets that pledged as collateral security against the credit facilities with the financial institutions as shown in Notes 8, 10, 16 and 17.

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For the year ended 31 December 2022

Movements of short-term loans - trust Receipt for the period ended 31 December 2022, comprise the following:

	Consolidated/ Separate financial statements <i>(in thousand Baht)</i>
At 1 January 2022	32,966
Increased	457,455
Repayment	(297,787)
At 31 December 2022	192,634

Movements of short-term loans - Aval notes for the period ended 31 December 2022, comprise the following:

	Consolidated financial statements <i>(in thousand Baht)</i>	Separate financial statements
At 1 January 2022	393,124	393,124
Increased	1,845,402	1,758,985
Repayment	(1,830,338)	(1,830,338)
At 31 December 2022	408,188	321,771

Long - term loan from financial institutions

	Consolidated financial statements	
	2022	2021
	<i>(in thousand Baht)</i>	
Long-term loans from financial institutions	54,980	44,980
Deferred financial cost	-	(185)
Total	54,980	44,795
<i>Less current portion</i>	<i>(44,980)</i>	<i>-</i>
Total long - term loans	10,000	44,795

As at 31 December 2022 and 2021, the Group has long-term loans from financial institutions for the purpose of supporting the real estate development cost with the payment due within 3 years from the first date of receiving the loan. The interest rate is MLR-1 per annum. The Group has pledged collateral for the long - term loans from financial institutions according to Note 5.

Principal is payable upon redemption of the mortgage of residential condominium units of the project at a rate 70 percentage to the selling price per the condominium sales agreement and payment is to be completed in 2024 (2021: *payment complete in 2023*). Certain loans of the Group are secured by the mortgage of land and construction in progress of the Group, and guaranteed by the Company.

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Movements of long - term loans from financial institutions for the year ended 31 December 2022 and 2021, comprise the following:

	Consolidated financial statements	
	2022	2021
	<i>(in thousand Baht)</i>	
At 1 January 2022	44,795	44,980
Addition	10,000	-
Deferred financial cost	185	(185)
Less current portion	(44,980)	-
At 31 December 2022	10,000	44,795

Lease liabilities

Lease liabilities as at and 31 December 2022 and 2021 were as follows:

	Consolidated financial statements					
	2022			2021		
	Future minimum lease payments	Interest	Present value of minimum lease payments	Future minimum lease payments	Interest	Present value of minimum lease payments
	<i>(in thousand Baht)</i>					
Due:						
Within one year	12,263	(357)	11,906	11,548	(604)	10,944
After one year but within five years	2,998	(65)	2,933	6,962	(173)	6,789
Total	15,261	(422)	14,839	18,510	(777)	17,733

	Separate financial statements					
	2022			2021		
	Future minimum lease payments	Interest	Present value of minimum lease payments	Future minimum lease payments	Interest	Present value of minimum lease payments
	<i>(in thousand Baht)</i>					
Due:						
Within one year	9,166	(273)	8,893	10,135	(533)	9,602
After one year but within five years	1,769	(34)	1,735	6,138	(161)	5,977
Total	10,935	(307)	10,628	16,273	(694)	15,579

As at 31 December 2022, the Group has entered into a lease with a company incorporated in Thailand for group's operations. The said lease is granted until 2026 with interest rate 3.77% to 7.12% per annum (2021: 0.62% to 6.18% per annum).

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22 Judgement debts from guarantee

For the year ended 31 December 2022, judgement debts from guarantee have the movement as follows:

	Consolidated/ Separate financial statements <i>(in thousand Baht)</i>
At 1 January 2022	680,460
Increased	40,745
At 31 December 2022	721,205

As at 31 December 2022 and 2021, in the consolidated and separate financial statements, the whole amount of judgement debts from guarantee is the debts from guarantee obligation to two financial institutions regarding the issuance of letters of guarantee for a project of Techner Company Limited, which is an associate of the Group, for the Ban Ua Arthron project, Phra Nakhon Si Ayudhaya province (Bang Pa In) and the Ban Ua Arthron project, Ang Thong province (Wiset Chai Chan) totaling Baht 412.20 million. The projects had been cancelled, advance payments recalled, performance bonds confiscated and claims for damages by the principal totaling Baht 388.86 million before offsetting against land receivable, retention receivable and pledged financial institutions deposits totaling Baht 104.90 million. The principal had filed the complaints to the Central administrative court for damages from the associate and the Central administrative court has the judgements that the associate and a financial institution have to settle the damage from breach of contract for joint operation in the Ban Ua Arthron project, Phra Nakhon Si Ayudhaya province (Bang Pa In) and the Ban Ua Arthron project, Ang Thong province (Wiset Chai Chan). Therefore, the associate has recorded the interest according to the judgement of the Central administrative court from the guarantee to financial institutions at the interest rates of 15% and 7.5%. However, the associate has appealed for objection of the judgement. Presently, the cases are under the consideration of the Supreme Administrative Court.

23 Debentures

	Consolidated/ Separate financial statements					
	Principal		Deferred debenture issuing fee		Net	
	2022	2021	2022	2021	2022	2021
	<i>(in thousand Baht)</i>					
Current						
Not later than 1 year	-	424,500	-	(1,809)	-	422,691
Total current	-	424,500	-	(1,809)	-	422,691
Non-Current						
Over 1 year but not later than 5 years	600,000	-	(4,316)	-	595,684	-
Total Non-Current	600,000	-	(4,316)	-	595,684	-
Total	600,000	424,500	(4,316)	(1,809)	595,684	422,691

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Movements of debentures for the years ended 31 December 2022 and 2021 are as follows:

	Consolidated/ Separate financial statements	
	2022	2021
	<i>(in thousand Baht)</i>	
At 1 January	422,691	424,500
Add issued debentures	600,000	-
Add amortization of costs of issuing debentures	1,809	-
Less redemption of former debentures	(424,500)	-
Less cost of issuing debentures	(4,316)	(1,809)
At 31 December	595,684	422,691

Fair value of debentures carrying fixed interest rates is estimated by discounting expected future cash flow by the current market interest rate of the loans with similar terms and conditions are as follows:

	Consolidated/ Separate financial statements			
	2022		2021	
	Carrying amount	Fair value	Carrying amount	Fair value
		<i>(in thousand Baht)</i>		
Debentures	595,684	600,420	422,691	424,656

The Board of Directors meeting No.7/2565, held on 13 August 2022 acknowledge issuing debentures totaling Baht 600 million. These debentures had been approved by the shareholders in the annual meeting for the year 2015, held on 24 April 2015. the shareholders approval of debentures is for any types of debentures limited to Baht 1,500 million.

On 12 October 2022, the Company has issued 600,000 units of debentures at face value of Baht 1,000 amounting to Baht 600 million as the specified name of holder, unsecured and unsubordinated debenture, with the debenture holder representative by offering to institutional investors and/or high net worth investors for 2 years, maturing on 12 October 2024, with the fixed interest rate of 6.5% per annum. The Company must retain interest bearing debt to equity ratio of not more than 4:1 as at the end of quarter or year-end periods of the consolidated financial statements. Debt is defined as net financial debt and consists of the interest-bearing debt of the debenture issuer, including financial obligations on which interest is payable and the interest-carrying portion of any debt that may arise as a result of the debenture issuer's provision of guarantees, aval or the creation of obligations of a similar nature to any other individual or juristic person that is not a subsidiary of the debenture issuer, minus cash and/or cash equivalents.

On 8 October 2020, the Company has issued 424,500 units of debentures at face value of Baht 1,000 amounting to Baht 425 million as the specified name of holder, unsecured and unsubordinated debenture, with the debenture holder representative by offering to institutional investors and/or high net worth investors for 2 years, maturing on 8 October 2022, with the fixed interest rate of 6% per annum. The Company must retain interest bearing debt to equity ratio of not more than 4:1 as the end of quarter or year-end periods of the consolidated financial statements. Consequently, the mentioned debenture has fully repaid in October 2022. However, the Company has issued new debenture in October 2022.

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24 Non-Current provisions for employee benefits

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Post-employment benefits	225,359	208,814	221,784	205,519
Other long-term employee benefits	-	-	-	-
Total	225,359	208,814	221,784	205,519

Defined benefit plan

The Group and the Company operate a defined benefit plan based on the requirement of Thai Labour Protection Act B.E 2541 (1998) to provide retirement benefits to employees based on pensionable remuneration and length of service. The defined benefit plans are exposed to actuarial risks, such as longevity risk, currency risk.

<i>Present value of the defined benefit obligations</i>	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
At 1 January	208,814	213,668	205,519	210,476
Included in profit or loss:				
Current service cost	18,228	18,013	18,024	17,705
Past service cost	-	-	-	-
Interest on obligation	4,509	3,076	4,433	3,030
	231,551	234,757	227,976	231,211
Included in other comprehensive income				
Actuarial gain (loss)	-	(17,608)	-	(17,441)
Other				
Benefit paid	(6,192)	(8,251)	(6,192)	(8,251)
Decreased from Disposal of Investments in Subsidiary	-	(84)	-	-
	(6,192)	(8,335)	(6,192)	(8,251)
At 31 December	225,359	208,814	221,784	205,519

Actuarial gains and losses recognised in other comprehensive income arising from:

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Financial assumptions	-	(9,273)	-	(9,273)
Experience adjustment	-	(8,335)	-	(8,168)
Total	-	(17,608)	-	(17,441)

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Actuarial assumptions

The following were the principal actuarial assumptions at the reporting date

	Consolidated financial statements			Separate financial statements	
	2022	2021		2022	2021
			(%)		
Discount rate	2.30	2.30		2.30	2.30
Future salary growth rate	5.00	5.00		5.00	5.00
Employee turnover rate	Thai Standard Table	Thai Standard Table		Thai Standard Table	Thai Standard Table

Assumptions regarding future mortality have been based on published statistics and mortality tables.

At 31 December 2022, the weighted-average duration of the defined benefit obligation was 9.24 years (2021: 9.24 years).

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.

	Consolidated financial statements			Separate financial statements	
			(in thousand Baht)		
At 31 December 2022	Increase	Decrease		Increase	Decrease
Discount rate (0.5% movement)	(9,725)	10,496		(9,598)	10,360
Future salary growth (1% movement)	21,772	(19,015)		21,485	(18,758)
Employee turnover	Thai Standard Table			Thai Standard Table	
At 31 December 2021	Increase	Decrease		Increase	Decrease
Discount rate (0.5% movement)	(9,283)	19,184		(9,166)	19,061
Future salary growth (1% movement)	20,781	(18,149)		20,518	(17,913)
Employee turnover	Thai Standard Table			Thai Standard Table	

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25 Income tax

<i>Income tax recognised in profit or loss</i>	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Current tax expense				
Current year	8,165	1,361	-	-
Deferred tax expense				
Movements in temporary differences	(94,823)	17,153	(93,832)	18,728
Tax income (expenses) reported in the income statements	(86,658)	18,514	(93,832)	18,728

Reconciliation of effective tax rate

Consolidated financial statements				
<i>(Restate)</i>				
		2022		2021
	<i>Rate (%)</i>	<i>(in thousand Baht)</i>	<i>Rate (%)</i>	<i>(in thousand Baht)</i>
Profit (loss) before income tax expense		(257,185)		174,227
Income tax using the Thai corporation tax rate	20.00	(51,421)	20.00	34,845
Additional deductible expenses		(315)		9
Income not subject to tax		-		(256)
Expense not deductible for tax purposes		12,495		29,389
Write-off to bad debt		(25,643)		-
Tax losses for current year for which no deferred tax asset is recognized		-		566
Tax Losses for prior period which are unrecognized deferred tax assets		(21,774)		(45,780)
Temporary differences for prior year which are recognized deferred tax assets		-		(259)
Total		(33.69)		18,514

Separate financial statements				
<i>(Restate)</i>				
		2022		2021
	<i>Rate (%)</i>	<i>(in thousand Baht)</i>	<i>Rate (%)</i>	<i>(in thousand Baht)</i>
Profit (loss) before income tax expense		(289,708)		199,785
Income tax using the Thai corporation tax rate	20.00	(57,942)	20.00	39,957
Additional deductible expenses		(315)		(259)
Income not subject to tax		-		(240)
Expenses not deductible for tax purposes		11,842		24,075
Write-off to bad debt		(25,643)		-
Tax losses for prior period which are unrecognized deferred tax assets		(21,774)		(44,624)
Temporary differences for prior year which are recognized deferred tax assets		-		(181)
Total		(32.39)		18,728

Power Line Engineering Public Company Limited and its subsidiaries

Notes to the financial statements

For the year ended 31 December 2022

26 Earnings (loss) per share

Basic earnings (loss) per share

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

27 Legal reserve

Reserves comprise:

Appropriations of profit and/or retained earnings

Legal reserve

Section 116 of the Public Companies Act B.E. 2535 Section 116 requires that a public company shall allocate not less than 5% of its annual net profit, less any accumulated losses brought forward, to a reserve account ("legal reserve"), until this account reaches an amount not less than 10% of the registered authorised capital. The legal reserve is not available for dividend distribution.

Other components of equity

Currency translation differences

The currency translation differences account within equity comprises all foreign currency differences arising from the translation of the financial statements of foreign operations, as well as from the translation of liabilities that hedge the Company's net investment in a foreign operation.

Valuation surplus

The valuation surplus account within equity comprises the cumulative net change in the valuation of property, plant and equipment included in the financial statements at valuation until such property, plant and equipment is sold or otherwise disposed of.

28 Other income

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Rental and service income	25,289	27,908	25,732	27,908
Interest income	5,422	4,553	5,374	4,546
Gain on write-off of liabilities	32,743	32,045	32,743	32,045
Revenue from sale of scrap materials	28,888	29,754	28,888	29,754
Others	94,054	90,903	90,128	84,793
Total	186,396	185,163	182,865	179,046

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

29 Dividends

At the meeting of the shareholders of the Company held on 29 April 2022, the shareholders approved the dividend payment from retained earnings of the Company as at 31 December 2021 of Baht 0.019 per share, totaling Baht 25.87 million. The said dividend was paid to the shareholders to the Company on 18 May 2022.

30 Segment information

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

The operations of the Group principally involve construction contracting and property development, and are mostly carried out in the single geographic area of Thailand. There were no material activities pertaining to the property development segment. For this reason, financial information has not been presented by industry segment. All of the material revenues and operating profit pertain to the aforementioned reportable operating segment and geographic area.

30.1 The results of operations separated by business segment

Information about major customers

For the year ended 31 December 2022 and 2021, information about major customers which amounted to 10% or more of revenue in the consolidated financial statements of the Group are as follows:

For the year ended 31 December	Proportion to total revenue		Revenue	
	2022	2021	2022	2021
	(%)		(in thousand Baht)	
1 st Private entity	-	15.62	-	1,145,285
1 st State enterprise	11.04	16.68	888,208	1,222,916
1 st Government	10.59	10.45	851,982	765,835
Total	21.63	42.75	1,740,190	3,134,036

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

30.2 Assets separated by business segment

	Service segment		Real estate development		Adjustments and elimination		Consolidated financial statements	
	2022	2021	2022	2021	2022	2021	2022	2021
	<i>(in thousand Baht)</i>							
Assets								
Contract assets	8,682,375	8,396,620	-	-	(53,049)	(3,957)	8,629,326	8,392,663
Real estate development costs	-	-	247,176	157,949	52,525	(14,180)	299,701	143,769
Restricted cash at financial institution	949,492	1,106,315	-	-	-	-	949,492	1,106,315
Property, plant and equipment	809,799	782,384	-	-	-	(2,512)	809,799	779,872
Others	4,211,104	3,635,162	-	-	(918,252)	(795,104)	3,292,852	2,840,058
Total	14,652,770	13,920,481	247,176	157,949	(918,776)	(815,753)	13,981,170	13,262,677
Unallocated asset	-	-	-	-	-	-	308,389	308,389
Total assets	14,652,770	13,920,481	247,176	157,949	(918,776)	(815,753)	14,289,559	13,571,066
Total liabilities	12,294,067	11,279,041	-	-	(526,696)	(426,563)	11,767,371	10,852,478

31 Administrative expenses

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Employee expenses	267,978	282,837	261,592	274,606
Loss on litigation	41,929	41,191	41,929	41,190
Depreciation	20,210	20,652	18,389	16,744
Supplies used	19,927	12,536	19,896	12,436
Wages and other service	19,194	12,887	17,437	11,132
Amortisation	17,520	15,129	17,518	15,127
Professional fees	13,421	8,066	12,437	7,691
Utilities expenses	10,761	9,473	10,491	9,119
Employee benefit expenses	8,127	6,570	7,848	6,215
Repairs and maintenance	6,642	13,842	6,642	13,828
Bad debt and expected credit loss	4,397	8,189	4,397	8,189
(Reversal of) loss on impairment of investments	(10,647)	29,798	-	71,636
Others	18,139	20,810	15,953	15,586
Total	437,598	481,980	434,529	503,499

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

32 Expenses by nature

The financial statements represent expense by function. Expenses by nature are disclosed as required by TAS as follows:

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Change in incremental costs of obtaining contracts with customers	21,666	(1,173)	21,666	(1,173)
Change in costs to fulfil contracts with customers	(465,721)	12,636	(362,424)	12,636
Change in unbilled costs of constructions	(1,061,004)	(247,802)	(946,399)	(233,547)
Installation equipment and supplies used	4,922,063	3,866,665	4,681,895	3,866,665
Wages and labor for hire of works	3,187,145	2,049,828	3,065,005	2,073,242
Employee benefit expenses	746,797	696,845	738,243	688,979
Rental and service expenses	237,238	146,968	230,459	146,968
Transportation	76,739	21,316	75,080	21,316
Bank fee	75,589	69,791	74,386	69,791
Utilities	75,242	68,248	72,955	68,248
Project consulting fee	51,094	41,003	50,666	39,674
Director compensation	45,202	42,175	45,201	42,175
Loss on litigations	41,929	41,190	41,929	41,190
Depreciation	38,886	35,172	34,026	31,264
Amortization	4,621	4,666	4,619	4,593
Bad debt and expected credit loss	4,393	8,189	4,393	8,189
(Reversal of) loss on impairment of investments	(10,647)	29,798	-	71,635
Others	296,859	307,899	286,289	299,987
Total cost of sales of goods, distribution costs and administrative expenses	8,288,091	7,193,414	8,117,989	7,251,832

33 Financial instruments

Risk management framework

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The board of directors has established the risk management committee, which is responsible for developing and monitoring the Group's risk management policies. The committee reports regularly to the board of directors on its activities.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

The Group audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Group audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

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 derivatives for speculative or trading purposes. In addition, the Company has factored post-dated cheque to manage financial risk.

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.

33.1 Foreign currency risk

The Group does not hold or issue any derivative instruments for speculative or trading purposes.

The Group is exposed to foreign currency risk relating to holding cash denominated in foreign currencies and the Group has financial assets and liabilities which are exposed to foreign currency risk as below:

	Consolidated/ Separate financial statements	
	2022	2021
	<i>(in thousand Baht)</i>	
US Dollar	179,761	82,756
Qatar Rival	931	903
Chinese Yuan	34	36
Euro	122,734	132,608
Swedish Krona	82	-
Indian Rupee	12	-
Singapore Dollar	41	-

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

33.2 Interest rate risk

Interest rate risk is the risk that future movements in market interest rates will affect the results of the Group's operations and its cash flows because financial assets and liabilities, debt securities are primarily exposed to interest rates referenced to the market interest rate.

The effective interest rates of financial assets and liabilities as at 31 December and the periods in which the loans receivable and debt securities mature or re-price were as follows:

Consolidated financial statements					
	Effective Interest rate (% per annum)	Within 1 year	After 1 year but within 5 years (in thousand Baht)	After 5 years	Total
2022					
Current					
Cash equivalents	0.05 - 0.25	429,448	-	-	429,448
Other current financial assets					
Financial Institution Deposits					
Fixed Accounts 6 - 12 months	0.20 - 0.40	21,075	-	-	21,075
Pledged Financial Institution					
Deposits	0.15 - 1.25	949,492	-	-	949,492
Bank overdrafts and short-term loans from financial institutions					
- Bank overdraft	MOR	35,425	-	-	35,425
- Promissory Notes	3.50 - 6.22	3,696,804	-	-	3,696,804
- Trust Receipts	4.15 - 5.97	192,634	-	-	192,634
- Aval Notes	-	408,188	-	-	408,188
Non-Current					
Long-term loans	MLR -1	44,980	10,000	-	54,980
Lease liabilities	3.77 - 7.12	11,906	2,933	-	14,839
Debentures	6.50	-	595,684	-	595,684
Total		5,789,952	608,617	-	6,398,569
2021					
Current					
Cash equivalents	0.05 - 0.25	815,809	-	-	815,809
Other current financial assets					
Financial Institution Deposits					
Fixed Accounts 6 - 12 months	0.20 - 0.58	323,503	-	-	323,503
Pledged Financial Institution					
Deposits	0.10 - 1.25	1,106,315	-	-	1,106,315
Bank overdrafts and short-term loans from financial institutions					
- Promissory Notes	3.50 - 5.47	2,478,578	-	-	2,478,578
- Trust Receipts	3.75 - 5.47	32,966	-	-	32,966
- Aval Notes	-	393,124	-	-	393,124
Debentures	6.00	422,691	-	-	422,691
Non-Current					
Long-term loans	MLR-1	-	44,795	-	44,795
Lease liabilities	0.62 - 6.18	10,944	6,789	-	17,733
Total		5,583,930	51,584	-	5,635,514

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

		Separate financial statements			
	Effective Interest rate (% per annum)	Within 1 year	After 1 year but within 5 years (in thousand Baht)	After 5 years	Total
2022					
Current					
Cash equivalents	0.20 - 0.25	404,263	-	-	404,263
Other current financial assets					
Financial Institution Deposits					
Fixed Accounts					
6 - 12 months	0.20 - 0.40	21,075	-	-	21,075
Pledged Financial Institution					
Deposits	0.15 - 1.25	949,492	-	-	949,492
Bank overdrafts and short - term loans from financial institutions					
- Bank overdraft	MOR	35,425	-	-	35,425
- Promissory Notes	3.50 - 6.22	3,526,123	-	-	3,526,123
- Trust Receipts	4.15 - 5.97	192,634	-	-	192,634
- Aval Notes	-	321,771	-	-	321,771
Short-Term Borrowings from Financial Institutions	3.00 - 4.50	471,128	-	-	471,128
Non-Current					
Lease liabilities	4.09 - 7.12	8,893	1,735	-	10,628
Debentures	6.50	-	595,684	-	595,684
Total		5,930,804	597,419	-	6,528,223
2021					
Current					
Cash equivalents	0.12 - 0.25	811,256	-	-	811,256
Other current financial assets					
Financial Institution Deposits					
Fixed Accounts 6 - 12 months	0.20 - 0.58	323,503	-	-	323,503
Pledged Financial Institution					
Deposits	0.10 - 1.25	1,106,315	-	-	1,106,315
Bank overdrafts and short-term loans from financial institutions					
- Promissory Notes	3.50 - 5.47	2,478,578	-	-	2,478,578
- Trust Receipts	3.75 - 5.47	32,966	-	-	32,966
- Aval Notes	-	393,124	-	-	393,124
Short-Term Borrowings from Financial Institutions	3.00 - 5.00	329,128	-	-	329,128
Debentures	6.00	422,691	-	-	422,691
Non-Current					
Lease liabilities	0.62 - 6.18	9,602	5,977	-	15,579
Total		5,907,163	5,977	-	5,913,140

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

33.3 Credit risk

Credit risk is the risk that one party to the financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Credit risk of the Group is associated with concentrations of credit and default on collection from financial institution deposits and receivables.

As at 31 December 2021, the Group has the maximum potential credit loss equal to the carrying amount of financial institution deposits and receivables presented in the consolidated and separate financial statements.

33.4 Fair values of financial instruments

Owing to mainly financial assets and financial liabilities were classified as short-term type and several borrowings have an interest rate nearby the market rate, thence the management of the Group believes that the fair value of such financial assets and liabilities do not materially differ from the carrying value.

33.5 Fair value hierarchy

As at 31 December 2022 and 2021, the Group has the assets that were measured at fair value for which fair value were disclosed using different levels of input as follows:

	Consolidated/Separate Financial Statements			
	Fair Value			
	Level 1	Level 2	Level 3	Total
	(in thousand Baht)			
As at 31 December 2022				
Assets measured at fair value				
Financial Assets Measured at				
Fair Value Through Profit or Loss				
Debt Instruments	1,122	-	-	1,122
Investment Properties	-	-	308,389	308,389
Land	-	-	730,005	730,005
As at 31 December 2021				
Assets measured at fair value				
Financial Assets Measured at				
Fair Value Through Profit or Loss				
Debt Instruments	1,119	-	-	1,119
Investment Properties	-	-	308,389	308,389
Land	-	-	730,005	730,005

Power Line Engineering Public Company Limited and its subsidiaries

Notes to the financial statements

For the year ended 31 December 2022

As at 31 December 2022 and 2021, the Group has financial short and long term liabilities which have fair value disclosures are categorized by the fair value hierarchy as follows:

	Consolidated/Separate Financial Statements			
	Level 1	Fair Value Level 2 (in thousand Baht)	Level 3	Total
As at 31 December 2022				
Non-Current Financial Liability				
Debentures	-	600,420	-	600,420
As at 31 December 2021				
Current Financial Liability				
Debentures	-	424,656	-	424,656

34 Commitments and contingent liabilities with non - related parties

As at 31 December 2022 and 2021, the Group has commitments and contingent liabilities with financial institutions as follows:

Consolidated financial statements						
	Total	2022	Remaining	Total	2021	Remaining
	facilities	Utilized	facilities	facilities	Utilized	facilities
		facilities	(in thousand Baht)		facilities	
Overdrafts	52,000	(35,425)	16,575	57,000	-	57,000
Short-term borrowings	-	-	-	165,000	(45,000)	120,000
Long-term borrowings	185,000	(55,000)	130,000	-	-	-
Letters of guarantee	17,013,327	(8,006,786)	9,006,541	18,578,277	(9,020,198)	9,558,079
Promissory notes, letters of credit, trust receipts and aval	19,837,444	(5,330,936)	14,506,508	21,733,300	(4,604,810)	17,128,490
Separate financial statements						
	Total	2022	Remaining	Total	2021	Remaining
	Facilities	Utilized	facilities	Facilities	Utilized	facilities
		facilities	(in thousand Baht)		facilities	
Overdrafts	50,000	(35,425)	14,575	55,000	-	55,000
Letters of guarantee	16,686,727	(7,839,702)	8,847,025	18,578,277	(9,020,198)	9,558,079
Promissory notes, letters of credit, trust receipts and aval	19,025,040	(5,615,679)	13,409,361	21,733,300	(4,604,810)	17,128,490

Power Line Engineering Public Company Limited and its subsidiaries
Notes to the financial statements
For the year ended 31 December 2022

As at 31 December 2022 and 2021, the Group has commitments with subcontractors as below:

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Construction subcontracts	3,220,307	2,781,250	3,220,307	2,781,250

As at 31 December 2022 and 2021, the Group has entered into contracts with customers which are not yet rendered or not yet completed satisfaction in performance obligations as below:

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
Construction contracts	16,358,769	21,472,942	15,347,017	21,678,385

As at 31 December 2021, PAR Joint Venture which is a subsidiary, has contingent liabilities from tax assessments for additional corporate income tax for the period since 1 January 2014 to 31 December 2014 and additional value added tax on the aforementioned period together with potential fines and surcharges totaling Baht 153 million, that have already been appealed against. Currently, the tax assessments are under the consideration of the Appeal Committee. The Company's management is confident that the cases will be favorable to the Company. Therefore, the Company has not made any provision for possible losses in the financial statements.

35 Litigation and claims

As at 31 December 2022 and 2021, the Company has been sued by several companies for prosecuted capital amounting to Baht 46.45 million and Baht 13.82 million respectively, relating to default on contracts and claim for damages. The ultimate outcomes have not been finalized. Hereby, the management of the Company believes that the Company has the good defense in this case and expects that it will not have any effect to the Company. Therefore, there is no provision for loss from this case in the consolidated and separate financial statement.

During the year 2022, there was for prosecuted capital amounting Baht 7.54 million which the ultimate outcomes have been finalized and Joint Venture of the Company have process to make payment of these litigation claims in total amount of Baht 5.5 million in October 2022.

PART 4

Verification of Information Accuracy

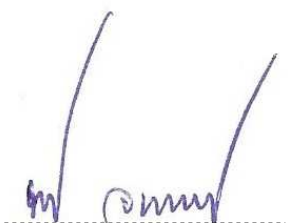
“The Company has verified the information in this Annual Registration Statements/Annual Report with prudence, and hereby certifies that the said information is accurate, complete and truthful, not misleading others or not lacking any essential information that should be disclosed. Besides, I would like to certify that:

(1) The statement of financial position and the financial position summarized in the Annual Registration Statements/Annual Report is accurate and complete with significant information regarding the financial position, operating results and cash flow of the Company and subsidiaries.

(2) The Company has arranged for a good information disclosure system to ensure that significant information related to the Company and subsidiaries are properly and accurately disclosed, with the monitoring procedures to ensure compliance with the system.

(3) The Company has implemented a good internal control system and ensures compliance with it. The Company has also notified the information related to the most recent internal control system assessment to the CPA and the Audit Committee, taking into account the shortcomings and key changes of the internal control system, as well as misconduct that may affect the preparation of the statements of financial position of the Company and subsidiaries.

In this regard, in order to serve as evidence that all documents are the same as the ones certified correct by the Company, the Company has authorized Mr. Thada Chumasaratul to sign on every page of these documents. If any documents do not have Mr. Thada Chumasaratul’s signatures, it is to be held that the information has not yet been certified correct by the Company.”

	Name	Position	Signature
1.	Mr. Swake Srisuchart	Chairman of the Executive Committee	
2.	Mr. Phisant Chintanapakdee	Member of the Executive Committee	

	Name	Position	Signature
Authorized Person	Mr. Thada Chumasaratul	Company Secretary	



Attachment

Attachment 1 : Details of Directors, Executives, Controlling Persons and company secretary
Attachment 1

Board of Directors	Age	Proportion of shareholding in (Number of shares)	Family relationship among executives	Highest educational qualification/training history related to roles and skills of being a director	Working experience from 1987 to present			
					Period	Position	Company	Business type
1 Mr. Somorasibg Boonyachai - Chairman of the Board - Independent Director - Member of the Audit Committee	67	-	No	Ph.D. - Honorary Doctorate Degree in Philosophy Department of Political Science, Ramkhamhaeng University Master's degree - Asian Institute of Technology (AIT) Engineering National Defence College NDC.4313 Bachelor of Engineering (IE) King Mongkut's University of Technology Thonburi	2022-Present 2022-Present 2021-Present 2017-Present 2017-Present 2016-Present 2016-Present 2002-Present 2016 2008-2015 2008-2015 2007-2008 2007-2008 2000-2007 2000-2007 1999-2000 1997-1998 1997-1998 1993-1996	Chairman of the Board Chairman of the Board Chairman of the Board Director Director Director Director Independent Director /Member of the Audit Committee Chairman of Executive Committee Chairman of Executive Committee Vice Chairman of Executive Committee Chairman of Executive Committee Chairman of Executive Committee Vice Chairman of Executive Committee Chairman of Executive Committee Chairman of Executive Committee Chairman of Executive Committee President President	Osotsa Public Company Limited Power Line Engineering Public Company Limited Thaicom Public Company Limited BEC World Public Company Limited Dusit Thani Public Company Limited Intouch Holdings Public Company Limited Intouch Holdings Plc./ Advanced Info Services Plc. Power Line Engineering Public Company Limited Intouch Holdings Public Company Limited Intouch Group (Intouch Holdings Plc) Advanced Info Services Public Company Limited (AIS) Intouch Group (Intouch Holdings Plc) Advanced Info Services Public Company Limited (AIS) Shin Corporation Advanced Info Services Public Company Limited (AIS) Advanced Info Services Public Company Limited (AIS) Shin-IT Company Limited Advanced Info Services Public Company Limited (AIS) Advanced Info Services Public Company Limited (AIS)	Thai beverage industry Provides design, procurement, contractor installation of engineering systems and construction Information technology and communication Service media publications Tourism and recreation Communication and investment in various businesses Communication and investment in various businesses Provides design, procurement, contractor installation of engineering systems and construction Communication and investment in various businesses Communication and investment in various businesses Providing mobile phone network services Communication and investment in various businesses Providing mobile phone network services Communication and investment in various businesses Providing mobile phone network services Communication and investment in various businesses Providing mobile phone network services Communication and investment in various businesses Providing mobile phone network services Providing mobile phone network services
2 Mr. Swake Srisuchart - Director - Chairman of Executive Committee	70	177,444,214 (13.03%)	No	Master's degree Business Administration Thammasat University National Defence College NDC.4313 Bachelor of Engineering, Electrical engineering Chulalongkorn University	2021-Present 1988-Present 1988-2021 2000-2001 1989-2002 1992-Present 1988 -Present 1990-2002 1996-Present 1992-2002 1997-2002 1997-2002 2000-Present 1989-2002 1989-2002 2001-2002 1995-Present 2004-2016	Director Chairman of Executive Committee Chairman of the Board Association President Chairman of Executive Committee Director Director Director/ Chairman of Executive Committee Director Director/ Chairman of Executive Committee Director/ Chairman of Executive Committee Chairman of Executive Committee Director Director Director Director Director Director	Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Thai Electrical&Mechanical Contractors Association Maps Construction Company Limited E.S. International Company Limited Frame Technic Company Limited Sukhothai Enterprise Company Limited United Power Engineering Company Limited Prostar (Thailand) Company Limited Advance Power Technology Company Limited Power Network International Company Limited PLE International Company Limited Rattanakosin Enterprise Company Limited Integrate Enterprise Company Limited Thai Electrical&Mechanical Contractors Company Limited MSI Trading Company Limited Power Prospect Company Limited	Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction Installation contractor for construction of buildings and factories Distributor of electrical equipment and assembling high and low voltage switchboard cabinets Dealer and installer of fire protection equipment for buildings and factories. Distributor of Building Automation System equipment and SCADA systems from the United States. Distributor of Fire Pumps and water pumps from the United States. Fire protection putty production plant Consulting company about energy saving in both high-rise buildings and industrial plants Receive engineering system work in the Socialist Republic of Vietnam, the Kingdom of Cambodia, Lao People's Democratic Republic and the Union of Myanmar General contracting for civil works Import equipment and spare parts of all kinds Import all kinds of air conditioning equipment Providing design, procurement and installation services for engineering systems in foreign countries. Distributor of electrical and plumbing equipment Produce and sell Electricity and steam power
3 Mr. Amnuay Kamjanopas - Vice Chairman - Vice Chairman of Executive Committee - Senior Executive Vice President	67	39,960,712 (2.93%)	No	Master's degree Business Administration National Institute of Development Administration Bachelor of Engineering, Electrical engineering King Mongkut's University of Technology Thonburi	1988-Present 2002-Present 2005-2018 2002-2004 1988-2002 1989-2002 1992-Present 2000-Present 1992-2002 1997-2002 1997-Present 1989-2002 1989-2002 1989-2002 1997-Present 1997-2002 2004-2016	Vice Chairman Senior Executive Vice President Executive Vice President of System Engineering Division 1 Vice Chairman of the Executive Board of Electrical Engineering Director of Electrical Engineering, Communications Executive director Director Director Director Director Director Director Director Director and Managing Director Director Director Director Director Director	Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Maps Construction Company Limited E.S. International Company Limited PLE International Company Limited Prostar (Thailand) Company Limited Power Network International Company Limited Frame Technic Company Limited Rattanakosin Enterprise Company Limited Sukhothai Enterprise Company Limited Integrate Enterprise Company Limited EST Trading Company Limited Advance Power Network Company Limited Power Prospect Company Limited	Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction Installation contractor for construction of buildings and factories Distributor of electrical equipment and assembling high and low voltage switchboard cabinets General contracting for civil works Fire protection putty production plant Receive engineering system work in the Socialist Republic of Vietnam, the Kingdom of Cambodia, Lao People's Democratic Republic and the Union of Myanmar Dealer and installer of fire protection equipment for buildings and factories. Import equipment and spare parts of all kinds Distributor of Building Automation System equipment and SCADA systems from the United States. Import all kinds of air conditioning equipment Distributor of electrical and plumbing equipment Consulting company about energy saving in both high-rise buildings and industrial plants Produce and sell Electricity and steam power

Attachment 1 : Details of Directors, Executives, Controlling Persons and company secretary
Attachment 1

Board of Directors	Age	Proportion of shareholding in (Number of shares)	Family relationship among executives	Highest educational qualification/training history related to roles and skills of being a director	Working experience from 1987 to present			
					Period	Position	Company	Business type
4 Mr. Phisant Chintanapakdee - Director - Member of Executive Committee	74	3,304,660 (0.24%)	No	Bachelor's Degree in Civil Engineering Prince of Songkla University	2004-Present 2005-2016 2000-2004 2000-2002 1987-Present 1987-Present	Director/ Member of Executive Committee Senior Vice President Construction Executive Vice President Construction Director of Civil Engineering Director Director	Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited PLE International Company Limited Prostar (Thailand) Company Limited	Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction General contracting for civil works Fire protection putty production plant
5 Dr. Singchai Aroonvuthiphong - Independent Director - Chairman of the Audit Committee	63	-	No	Doctorate in Business Management Suan Dusit University Master's Degree in Business Administration University of the Thai Chamber of Commerce Graduate Diploma (Audit) Thammasat University Bachelor of Business Administration (Accounting) Ramkhamhaeng University	2002-Present 2003-Present 2000-Present 1993-Present 1990-1993 1986-1990 1983-1986	Independent Director /Chairman of the Audit Committee Director Independent Director /Member of the Audit Committee Managing director General manager Internal Audit Manager Inspector	Power Line Engineering Public Company Limited PAS Accounting Center Company Limited Thantawan Industry Public Company Limited Sirin CPA Company Limited Legal and Accounting Consulting Company Limited Siam Yamaha Company Limited CDIA Auditing Office	Provides design, procurement, contractor installation of engineering systems and construction Providing audit services for accounting, management Providing training seminars Plastic Tube, Zip Bag and Plastic Bag Manufacturer and Distributor Audit office Manufacture, import, export, purchase, sell and sell motorcycles Audit office
6 Lt.General Sinchai Nutsatid - Independent Director - Member of the Audit Committee	75	-	No	National Defence College NDC.4313 Bachelor of Science Chulachomklao Royal Military Academy	2002-Present 2006-2007 2005-2006 2004-2005	Independent Director/Member of the Audit Committee Army Special Expert Advisor to the Ministry of Defense Deputy Commander of the 4 th Region	Power Line Engineering Public Company Limited Royal Thai Army Ministry of Defence Royal Thai Army	Provides design, procurement, contractor installation of engineering systems and construction
7 Mrs.Chutima Yoosathorn - Director - Member of Executive Committee - Chief Financial Officer	63	240,600 (0.01%)	No	Master's degree Business Administration Kasetsart University Mini MBA 20 Kasetsart University Bachelor of Science in Finance, Faculty of Economics Kasetsart University	2019-Present 2019-Present 2013-Present 2009-2019 2007-2009 2003-2006 2001-2003 1999-2000 1995-1999 1992-1993 1990-1991 1988-1990 1986-1988 1983-1986	Director Chief Financial Officer Member of Executive Committee Deputy Chief Accounting and Finance Officer Managing director Chief Executive Officer Accounting and Finance Department/ Assistant Managing Director ประธานเจ้าหน้าที่บริหารฝ่ายบัญชีและการเงิน/รองกรรมการผู้จัดการ First Vice President Metropolitan Credit Business Development 7 Vice President Credit department Assistant Vice President Credit department Marketing Manager Personal Banking Center Assistant Manager, Credit Line, Sathorn Office Senior Loan Officer, Credit Department Loan officer Central Credit Department	Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Soluton Plus International Company Limited J J Land Development Company Limited Nava Nakorn Public Company Limited Bank Thai Public Company Limited/Head Office Union Bank/Head Office Union Bank/Head Office Asia Bank/Head Office Asia Bank/Head Office Asia Bank/Head Office Asia Bank/Head Office	Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction Provides design, procurement, contractor installation of engineering systems and construction Financial Advisory Firm Real Estate Development Development of real estate projects and industrial estates Financial Institution Financial Institution Financial Institution Financial Institution Financial Institution Financial Institution Financial Institution
8 Mr. Thada Chumasararul - Company Secretary	64	-	No	Master of Business Administration Management Woodbury University U.S.A Bachelor of Political Science (Government) Ramkhamhaeng University	2005-Present 2002-2004 1991-2001 1986-1990	Company Secretary Director and Credit Manager Credit and Risk Management Manager Head of credit unit	Power Line Engineering Public Company Limited General Meter Accent (Thailand) Company Limited HSBC Thailand Krungthai Bank Public Company Limited	Provides design, procurement, contractor installation of engineering systems and construction Finance Company Financial Institution Financial Institution

Attachment 2 : Details of executives with controlling powers and information as of December 31, 2022.

Name	Power Line Engineering Public Company Limited	PLE International Co.,Ltd.	Techner Co.,Ltd.	S A P S 2007 Holding Co.,Ltd.	Fame Technic Co., Ltd.	United Power Engineering Co., Ltd.	ES Internation (1991) Co.,Ltd.	ESI Treading Co., Ltd	Note
	(PLE)	(PLE Inter)	(TN)	(SAPS)	(FAME)	(UNITED)	(ES Inter)	(ESI)	
1	Mr. Somprasong Boonyachai	//							
2	Mr. Swake Srisuchart	/ , xx	//	/	/ , x	/	/	/	
3	Mr. Amnuay Karnjanopas	/ , x	/		/ , x	/	/	/	
4	Mr. Phisant Chintanapakdee	/ , x	/		/ , x				
5	Mrs. Chutima Yoosathorn	/ , x							
6	Dr. Singchai Aroonvuthiphong	/							
7	Lt. General Sinchai Nutsatid	/							
8	Mr.Thada Chumasaratul	x							

// = Chairman of the Board / = Director xx = Executive Chairman x = Executive Director

Attachment 3 : Details about the head of the internal auditor

The company has prepared an annual internal audit plan. To follow up and verify the accuracy of each department's performance, give opinions, suggestions and report to the Audit Committee meeting every quarter, with Mr. Ekachai Buddha, Senior Manager of the Internal Audit Department, supervising.

Name	Position	Educational qualifications / Training history	period	Position	Finishing place
Mr. Ekachai Buddha	Senior Manager of the Internal Audit Department and Secretary of the Audit Committee	- Bachelor of Business Administration Program in Accounting, Ramkhamhaeng University - Training and seminars - Evaluating Internal Control: A COSO Based Approach - Auditing Practices for Beginner Auditors - Operation Auditing - Leadership Skills for Auditors - internal audit management - Certificate of Professional Internal Auditing in Thailand (CPIAT) - COSO 2013New internal control framework - Risk Assessment Methods for Planning an Internal Audit - Internal Audit Practice Course 1 and Course 2 - techniques for writing internal audit reports - Enterprise Risk Management in Practice - Anti-Corruption : The Practical Guide - Risk Management	2555 - present	Senior Manager of the Internal Audit Department and Secretary of the Audit Committee	Power Line Engineering Public Company Limited The Institute of Internal Auditors of Thailand The Institute of Internal Auditors of Thailand The Institute of Internal Auditors of Thailand The Institute of Internal Auditors of Thailand The Institute of Internal Auditors of Thailand The Institute of Internal Auditors of Thailand Federation of Accounting Professions Federation of Accounting Professions Federation of Accounting Professions Federation of Accounting Professions Thai Listed Companies Association Thai Institute of Directors Faculty of Economics, Chulalongkorn University



Name	Position	Educational qualifications / Training history	period	Position	Finishing place
		- Safety, Occupational Health and Working Environment Committee - interpretation of terms ISO 9001 : 2015 - internal quality system assessment ISO 9001 : 2015 - Succession Planning & Management - Personnel potential development to increase work efficiency - Use of constructive disciplinary measures for managers, line leader - Managing contracts and demands on construction projects			Department of Labor Protection and Welfare Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited Power Line Engineering Public Company Limited

Attachment 4 : Details of the asset appraisal as of 31 December 2022

Item	Description	Location	Deed No.	Deed No. Rai-Ngan-Square Wa	Appraised price (Market price)	Forced Sale Price	Appraised by
1	Land in Pathum Thani Province	Next to the road along the canal Rangsit Prayoontrak	48329	17-2-78 Rai	67,241,000.00	47,068,700.00	T.A. Management
	(Klong 2) Land reclamation fee	Buang Saman Subdistrict, Thanyaburi District, Pathum Thani Province		7,078 Square Wa			Corporation (1999) Co.,Ltd.
2	Land in Buriram Province (Satuk)	Satuk Samran Rd., Satuk Subdistrict, Satuk District, Buriram Province	24293	4-3-50 Rai	9,750,000.00	5,850,000.00	T.A. Management
				1,950 Square Wa			Corporation (1999) Co.,Ltd.
3	Land in Prachinburi Province	Adjacent to Suwannasorn Road, Nonai Subdistrict, Kabinburi District,	3930, 4158 and	80-3-70 Rai	145,665,000.00	77,399,000.00	T.A. Management
	(Kabinburi)	Prachinburi Province	57216	32,370 Square Wa			Corporation (1999) Co.,Ltd.
4	Land in Lop Buri Province	Adjacent to the three-way intersection of Lopburi Industrial	355	2-1-64 Rai	57,784,000.00	-	T.A. Management
	(Pharthana Nakhom District)	Estate - Wat Muang (Thor Lor. 3017) Pharthana Nakhom Subdistrict,		964 Square Wa			Corporation (1999) Co.,Ltd.
		Pharthana Nakhom District, Lopburi Province					
5	Land in Lopburi Province	Next to the Rural Road Lop Buri 015 Separated from Soi Tha Manao 12	35498 and 35497	8-1-68 Rai	26,102,000.00	-	T.A. Management
	(Chai Badan District)	Sai Muak Lek - Lam Narai Road (Tor Lor. 2089), Lam Narai Subdistrict		3,368.0 Square Wa			Corporation (1999) Co.,Ltd.
		Chai Badan District, Lopburi Province					
6	Land in Sukhumvit Rd.	2, 4 Sukhumvit 81 (Siripot) Sukhumvit Rd., Bangjak, Phrakhanong,	92399, 10428	2-0-06 Rai	419,120,000.00	293,400,000.00	T.A. Management
	Power Line Engineering Plc.	Bangkok (Head Office)	10429, 163852	806 Square Wa			Corporation (1999) Co.,Ltd.
7	Land and Building: Nakhon Pathom	Next to Phutthamonthon Sai 5 Road (Tor Lor. 3414) at km. 5+300	5510, 38467	17-3-66 Rai	243,644,000.00	170,550,800.00	T.A. Management
	Central store location	Rai Khing Subdistrict, Sampran District, Nakhon Pathom Province	48843-48846	7,166 Square Wa			Corporation (1999) Co.,Ltd.
8	The Cove Condominium	The Cove Condominium project	Suite Number 700/91	91.53 Square Meter	32,278,750.00	-	T.A. Management
	2 Unit	Soi Naklua 18/1, Pattaya-Naklua Road, Naklua Subdistrict	Suite Number 700/95	166.7 Square Meter			Corporation (1999) Co.,Ltd.
		Bang Lamung District, Chonburi Province					
9	Indo Chine Condominium	Indo Chine Condominium 328/37 Kamala-Patong Rd.	Suite Number 328/37	435 Square Meter	50,025,000.00	35,017,500.00	T.A. Management
	1 Unit	(Highway 4233) Patong Sub-district, Kathu District, Phuket Province					Corporation (1999) Co.,Ltd.
		Kathu District, Phuket Province 83150					
10	Condominium Veranda Residence Pattaya	Veranda Residence Pattaya, 212/46, 11 th floor Soi Na Jomtien 4,	63374	56.66 Square Meter	6,232,600.00	-	T.A. Management
	1 Unit	Sukhumvit Road (Highway 3), Na Jomtien Subdistrict,					Corporation (1999) Co.,Ltd.
		Sattahip District, Chonburi Province					

Item	Description	Location	Deed No.	Deed No. Rai-Ngan-Sqaure Wa	Appraised price (Market price)	Forced Sale Price	Appraised by
11	The Monument Thonglor Condominium	The Monument Thonglor Condominium, Unit 998/81, 14 th Floor	2850	125.20 Square Meter	32,552,000.00	22,786,400.00	T.A. Management
	1 Unit	Soi Sukhumvit 55 (Thonglor), Sukhumvit Road, North Klongton					Corporation (1999) Co.,Ltd.
		Wattana District, Bangkok.					
12	Land in Soi Pridi Banomyong 41	No. 68/16 Soi Pridi Banomyong 41, Sukhumvit 71 Road	12679	0-3-99 1 $\frac{1}{2}$	119,700,000.00	111,720,000.00	
		(Pridi Banomyong) Khlong Tan Nuea Subdistrict,		399 Square Meter			
		Wattana District, Bangkok					



POWER LINE ENGINEERING PUBLIC COMPANY LIMITED

บริษัท เพาเวอร์ไลน์ เอ็นจิเนียริง จำกัด (มหาชน)

เลขที่ 2 ซอยสุขุมวิท 81 (ศิริพงษ์) ถนนสุขุมวิท แขวงบางจาก เขตพระโขนง กรุงเทพฯ 10260

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