



บริษัท ยูไนเต็ด เพาเวอร์ ออฟ เอเชีย จำกัด (มหาชน)

United Power of Asia Public Company Limited

No. UPA 016-2021

13 August 2021

Re : Management Discussion and Analysis Quarter 2 Ending 30 June 2021

To : The President
The Stock Exchange of Thailand

United Power of Asia Public Company Limited (“The Company”) would like to report the Company and subsidiaries’ operating performance for ended June 30, 2021 as follows;

Revenue from sales of condominium / Cost of condominium sold

In the second quarter of 2021, the company had no revenue and cost from condominium sold by a subsidiary company, The Pino Khaoyai project of Domeland Estate Co., Ltd. In the same quarter of 2020, there were no revenue and cost from selling condominium as well.

Revenue from Electricity Generation / Cost of Electricity Generation/

In the second quarter of 2021, electricity sales revenue of United Power of Asia Public Company Limited from Krasaesin solar power project under Songkhla Agriculture Cooperative Limited with 5.00 MW capacity was Baht 8.09 million, cost of sales was Baht 4.29 million, and gross profit was Baht 3.79 million.

A subsidiary of a subsidiary (Parabolic Solar Power Company Limited, a subsidiary of Andaman Power and Utility Company Limited) had revenue from four solar power projects. The first project in Kratoon under Nakhon Si Thammarat Agriculture Cooperative Limited Company Limited with 1.20 MW capacity, had Baht 1.74 million revenue, Baht 0.98 million cost of sales, and Baht 0.76 million gross profit. The second project in Wichian Buri under Phetchabun Agricultural Cooperative Limited with 1.75 MW capacity, had Baht 2.78 million revenue, Baht 1.48 million cost of sales, and Baht 1.30 million gross profit. The third project in Sri That Dairy under Udon Thani Agricultural Cooperative Limited with 5 MW capacity, had Baht 9.22 million revenue, Baht 5.76 million cost of sales, and Baht 5.76 million gross profit. Solar power plant project in Vietnam, B Solar (Song Luy) with 46.78 MW capacity had Baht 56.29 million revenue, Baht 18.28 million cost of sales, with Baht 38.10 million gross profit.

Other income / Change in fair value of available-for-sale investment/ Share of profit (loss) of associate and joint venture

Other income of the Company and its subsidiaries in the second quarter of 2021 was Baht 0.36 million, mainly from B Solar (Song Luy).

Share of loss from investments in associates and joint ventures was Baht (0.72) million came from gain in San Din water supply project at Baht 0.22 million and loss from One Central real estate project at Baht (0.94) million.

Total revenue of the Company's group in the second quarter of 2021 was Baht 78.11 million, an increase of Baht 65.31 million from the same quarter of the previous year or an increase of 510.23%.

Selling and administrative expenses

Selling and administrative expenses in the second quarter of 2021 were Baht 31.91 million which increased from the same quarter of the previous year by Baht 13.87 million or an increase of 77%. This included Soi Aree office buildings depreciation, financial advisory fee and company registration fee for Canna Care Co., Ltd. in the amount of Baht 2.73 million. General administration free for B Solar (Song Luy) was Baht 3.91 million. Song Luy's financial statements were not included in the previous year.

Net profit

The Group had Baht 50.40 million gross profit in the second quarter of 2021. Gross profit margin of 64.52% from sales by revenue from electricity sales of the company and its subsidiaries, from four local projects and an overseas project. Comparing to the same quarter of the previous year, gross profit increased by Baht 43.46 million or 626.22% increase.

After deducting selling and administrative expenses, financial cost and income tax, net profit was Baht 4.10 million. Compared to the same quarter of the previous year with a loss Baht (17.07) million, an increase of Baht 21.17 million or net profit increased 124.02% from to 2 additional electricity projects in Udon Thani and B Solar Project (Song Luy) in Vietnam.

Other issues

On 16 July 2021, the Board of Directors meeting has a resolution to approve an increase of the Company's authorized share capital from Baht 5,065,171,462.50 to Baht 13,470,544,918 by issuing new 16,810,746,911 ordinary shares at a par value of Baht 0.50 each to the private placement and existing shareholders at their current shareholding proportion (right offering) of Baht 0.33 each.

On 16 July 2021, the Board of Director meeting approved the Company to acquire 9,684,987 issued ordinary shares at a par value at Baht 10 each or 96.49% of paid-up ordinary shares of Golden Triangle Group Company Limited (GTG) for a consideration of Baht 2,788.41 million. The acquisition included the existing four subsidiary companies that considered as Entire Business Transfer.

The Company has agreed to settle the consideration by allocating the Company's 8,449,719,031 newly issued ordinary shares at a par of Baht 0.50 each to the four limited companies, equivalent to 872.46 shares of the Company: 1 share of GTG. The acquisition will be purposed to the Extraordinary Meeting of Shareholders for the approval within November 2021.

Deposits for investments Baht 300.31 million

1. Deposit paid to an entity in Lao People's Democratic Republic ("Laos") in the amount of Baht 420 million to provide the Company with the right to conduct due diligence and study feasibilities of water utility and hydropower plant projects in Laos. The Company will receive the deposit refunded within April 2019 if the results of projects' feasibility study are unsatisfactory. The recipient entity has given bank guarantee amounting to Baht 420 million to the Company as a security.

On 31 October 2019, the Company acquired interests for participating in Sandin Water Supply Project in Laos and settled the consideration by setting-off against such deposit amounting to Baht 79.23 million.

On 29 September 2020, the Company and the counterparty agreed to extend the period for feasibility study and refund of the remaining deposit to 29 September 2021.

On 4 February 2021, a subsidiary invested in solar power plant in Vietnam and partially settled the consideration by setting-off against the deposit amounting to Baht 73.38 million

As of June 30, 2021, this deposit has a balance of Baht 267.39 million.

2. Deposit paid to an entity in Thailand amounting to Baht 20 million to provide the Company with the right to conduct study feasibilities of Paddle Wheel Solar Cell project. The Company will receive the full amount of deposit refunded together with the agreed interest within 10 January 2022 if the Company decides not to invest in this project.

3. Deposit paid to an entity incorporated in Laos amounting to Baht 300 million to provide the Company with the right to conduct due diligence and feasibility study of coal-fired power plant in Laos. The Company will receive the full amount of deposit refunded on 14 May 2021 if the result of the study is



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unsatisfactory. The recipient entity gave a bank guarantee amounting to Baht 300 million to the Company as a security.

On 30 November 2020, the Company decided not to invest and has received a refund of deposit amounting to Baht 47.56 million. On 4 February 2021, the Company received a refundable deposit amounting to Baht 239.52 million.

As of June 30, 2021, this deposit has a balance of Baht 12.92 million.

Please be informed accordingly.

Sincerely yours,

(Mr. Kawin Chalermroj)

Assistant Chief Executive Officer