**Tipco Foods Public Company Limited and its subsidiaries**

**Notes to interim consolidated financial statements**

**For the three-month and nine-month periods ended 30 September 2022**

**1. General information**

**1.1 Coronavirus disease 2019 pandemic**

The Coronavirus disease 2019 pandemic is adversely impacting most businesses and industries. This situation may bring uncertainties and have an impact on the environment in which the Group operates. The Group’s management has continuously monitored ongoing developments and assessed the financial impact in respect of the valuation of assets, provisions and contingent liabilities, and has used estimates and judgement in respect of various issues as the situation has evolved.

**1.2 Basis of preparation of interim financial statements**

These interim financial statements are prepared in accordance with Thai Accounting Standard No. 34 Interim Financial Reporting, with the Company choosing to present condensed interim financial statements. However, the Company has presented the statements of financial position, comprehensive income, changes in shareholders' equity, and cash flows in the same format as that used for the annual financial statements.

The interim financial statements are intended to provide information additional to that included in the latest annual financial statements. Accordingly, they focus on new activities, events and circumstances so as not to duplicate information previously reported. These interim financial statements should therefore be read in conjunction with the latest annual financial statements.

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

**1.3 Basis of consolidation**

The consolidated interim financial statements include the financial statements of Tipco Foods Public Company Limited and its subsidiaries (“the Group”) and have been prepared on the same basis as that applied for the consolidated financial statements for the year ended 31 December 2021.

**1.4 Significant accounting policies**

The interim consolidated financial statements are prepared using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2021.

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

**2. Related party transactions**

During the periods, the Group had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon among the Company, its subsidiaries and those related parties.

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | (Unit: Million Baht) | | | | |
|  | For the three-month periods ended 30 September | | | |  |
|  | Consolidated financial statements | | Separate  financial statements | | Transfer pricing policy |
|  | 2022 | 2021 | 2022 | 2021 |  |
| **Transactions with subsidiaries** |  |  |  |  |  |
| (eliminated from the consolidated financial statements) |  |  |  |  |  |
| Sales of goods | - | - | 82 | 81 | Cost plus certain margin |
| Management income | - | - | 8 | 10 | As agreed |
| Interest income | - | - | 4 | 3 | 2.65 - 3.25 percent per annum |
| **Transactions with associate** |  |  |  |  |  |
| Sales of goods | - | 1 | - | - | Market price |
| Dividend income | - | - | - | 92 | Announced rate |
| **Transactions with related companies** |  |  |  |  |  |
| Sales of goods | - | 1 | - | - | Market price |
| Rental and service expenses | 10 | 9 | 2 | 2 | As agreed |

|  | (Unit: Million Baht) | | | | |
| --- | --- | --- | --- | --- | --- |
|  | For the nine-month periods ended 30 September | | | |  |
|  | Consolidated financial statements | | Separate  financial statements | | Transfer pricing policy |
|  | 2022 | 2021 | 2022 | 2021 |  |
| **Transactions with subsidiaries** |  |  |  |  |  |
| (eliminated from the consolidated financial statements) |  |  |  |  |  |
| Sales of goods | - | - | 227 | 228 | Cost plus certain margin |
| Management income | - | - | 28 | 31 | As agreed |
| Interest income | - | - | 12 | 9 | 2.65 - 3.25 percent per annum |
| **Transactions with associate** |  |  |  |  |  |
| Sales of goods | - | 2 | - | - | Market price |
| Dividend income | - | - | 296 | 573 | Announced rate |
| **Transactions with related companies** |  |  |  |  |  |
| Sales of goods | - | 1 | - | - | Market price |
| Rental and service expenses | 29 | 27 | 7 | 7 | As agreed |

The balances of the accounts as at 30 September 2022 and 31 December 2021 between the Company, its subsidiaries and those related parties were as follows:

| (Unit: Thousand Baht) | | | | |
| --- | --- | --- | --- | --- |
|  | Consolidated financial statements | | Separate financial statements | |
|  | 30 September 2022 | 31 December 2021 | 30 September 2022 | 31 December 2021 |
|  |  | (Audited) |  | (Audited) |
| **Trade and other receivables - related parties** (Note 3) |  |  |  |  |
| Subsidiaries | - | - | 32,907 | 22,611 |
| Associate | 290 | 1,879 | - | 47 |
| Related companies (common shareholders and directors) | 26 | 376 | - | - |
| **Total trade and other receivables - related parties** | 316 | 2,255 | 32,907 | 22,658 |
|  |  |  |  |  |
| **Prepaid expenses - related parties** |  |  |  |  |
| Related companies (common shareholders and directors) | 197 | 16 | 84 | 8 |
| **Total prepaid expenses - related parties** | 197 | 16 | 84 | 8 |
|  |  |  |  |  |
|  |  |  |  |  |
| **Retentions - related parties** |  |  |  |  |
| Related companies (common shareholders and directors) | 7,490 | 7,166 | 1,824 | 1,961 |
| **Total retentions - related parties** | 7,490 | 7,166 | 1,824 | 1,961 |
|  |  |  |  |  |
| **Trade and other payables - related parties** (Note 8) |  |  |  |  |
| Subsidiaries | - | - | 33 | 41 |
| Associate | 5 | 87 | - | 23 |
| Related companies (common shareholders and directors) | 1,090 | 1,058 | 145 | 141 |
| **Total trade and other payables - related parties** | 1,095 | 1,145 | 178 | 205 |
|  |  |  |  |  |
| **Lease liabilities - related parties** |  |  |  |  |
| Related companies (common shareholders and directors) | 13,831 | 13,166 | 5,243 | 3,163 |
| **Total lease liabilities - related parties** | 13,831 | 13,166 | 5,243 | 3,163 |

**Short-term loans to related parties**

As at 30 September 2022 and 31 December 2021, the balances of short-term loans to related parties and the movements were as follows:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  | |  | (Unit: Thousand Baht) | | | |
|  | |  | Separate financial statements | | | |
| Short-term loans | | Related by | Balance as at 31 December 2021 | Increase during the period | Decrease during the period | Balance as at 30 September 2022 |
|  | |  | (Audited) |  |  |  |
| Tipco Pineapple Co., Ltd. | Subsidiary | | 392,000 | 170,000 | (151,000) | 411,000 |
| Tipco Biotech Co., Ltd. | Subsidiary | | 18,500 | 32,500 | (36,000) | 15,000 |
| Tipco Retail Co., Ltd. | Subsidiary | | 64,000 | 32,700 | - | 96,700 |
| Total |  | | 474,500 | 235,200 | (187,000) | 522,700 |
| Less: Allowance for impairment loss | | | (54,700) | (42,000) | - | (96,700) |
| Short-term loans to related parties - net | | | 419,800 | 193,200 | (187,000) | 426,000 |

Directors and management’s benefits

For the three-month and nine-month periods ended 30 September 2022 and 2021, the Group had employee benefit expenses of its directors and management as detailed below.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| (Unit: Million Baht) | | | | |
|  | For the three-month periods ended 30 September | | | |
|  | Consolidated  financial statements | | Separate  financial statements | |
|  | 2022 | 2021 | 2022 | 2021 |
| Short-term employee benefits | 3 | 7 | 3 | 7 |
|  | | | | |
| (Unit: Million Baht) | | | | |
|  | For the nine-month periods ended 30 September | | | |
|  | Consolidated  financial statements | | Separate  financial statements | |
|  | 2022 | 2021 | 2022 | 2021 |
| Short-term employee benefits | 21 | 19 | 21 | 19 |
| Post-employment benefits | 1 | 1 | 1 | 1 |
| Total | 22 | 20 | 22 | 20 |

**3. Trade and other receivables**

|  | (Unit: Thousand Baht) | | | |
| --- | --- | --- | --- | --- |
|  | Consolidated financial statements | | Separate financial statements | |
|  | 30 September 2022 | 31 December 2021 | 30 September 2022 | 31 December 2021 |
|  |  | (Audited) |  | (Audited) |
| **Trade receivables - related parties** (Note 2) |  |  |  |  |
| Aged on the basis of due dates |  |  |  |  |
| Not yet due | 122 | 2,117 | 27,459 | 18,823 |
| Past due |  |  |  |  |
| Up to 3 months | 82 | 91 | 818 | - |
| 3 - 6 months | 112 | - | - | - |
| Total trade receivables - related parties | 316 | 2,208 | 28,277 | 18,823 |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
| **Trade receivables - unrelated parties** |  |  |  |  |
| Aged on the basis of due dates |  |  |  |  |
| Not yet due | 266,959 | 246,922 | - | - |
| Past due |  |  |  |  |
| Up to 3 months | 54,551 | 46,859 | - | - |
| 3 - 6 months | 188 | 1,320 | - | - |
| 6 - 12 months | 702 | 46 | - | - |
| Over 12 months | 2,325 | 2,386 | - | - |
| Total | 324,725 | 297,533 | - | - |
| Less: Allowance for expected credit losses | (4,741) | (4,931) | - | - |
| Total trade receivables - unrelated parties, net | 319,984 | 292,602 | - | - |
| Total trade receivables - net | 320,300 | 294,810 | 28,277 | 18,823 |
| **Other receivables** |  |  |  |  |
| Amounts due from related parties (Note 2) | - | 47 | 4,630 | 3,835 |
| Amounts due from unrelated parties | 47,291 | 58,069 | 81 | 113 |
| Advance to employees | 162 | 157 | 29 | 9 |
| Accrued income | 307 | 168 | 7 | - |
| Total other receivables | 47,760 | 58,441 | 4,747 | 3,957 |
| **Total trade and other receivables - net** | 368,060 | 353,251 | 33,024 | 22,780 |

**4. Inventories**

Movements in the reduction of cost to net realisable value of inventories account during the nine-month period ended 30 September 2022 were summarised below.

|  |  |  |
| --- | --- | --- |
| (Unit: Thousand Baht) | | |
|  | Consolidated  financial statements | Separate financial statements |
| **Balance as at 1 January 2022** | 9,117 | 1,335 |
| Add: Additions during the period | 20,579 | - |
| Less: Reversals during the period | (4,849) | (1,302) |
| **Balance as at 30 September 2022** | 24,847 | 33 |

**5. Investments in subsidiaries**

Details of investments in subsidiaries as presented in the separate financial statements are as follows:

|  |  |  |  |
| --- | --- | --- | --- |
|  | (Unit: Thousand Baht) | | |
| Company’s name | | Cost | |
|  | | 30 September 2022 | 31 December 2021 |
|  | |  | (Audited) |
| Tipco F&B Co., Ltd. | | 729,050 | 729,050 |
| Tipco Retail Co., Ltd. | | 175,500 | 175,500 |
| Tipco Biotech Co., Ltd. | | 160,787 | 160,787 |
| Tipco Pineapple Co., Ltd. | | 700,000 | 700,000 |
| Total | | 1,765,337 | 1,765,337 |
| Less: Allowance for impairment loss  on investments in subsidiaries | | (231,500) | (231,500) |
| Investments in subsidiaries - net | | 1,533,837 | 1,533,837 |

During the three-month and nine-month periods ended 30 September 2022 and 2021, no dividend was received from the above subsidiaries.

**6. Investment in associate**

The Company has investment in an associate, Tipco Asphalt Public Company Limited, which incorporate in Thailand and engaged in the manufacture and distribution of asphalt and petroleum products. The shareholding percentage of the Company as at 30 September 2022 and 31 December 2021 is 23.4345 percent.

6.1 Details of associate

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | (Unit: Thousand Baht) | | | |
|  | Consolidated financial statements | | Separate financial statements | |
|  | 30 September 2022 | 31 December 2021 | 30 September 2022 | 31 December 2021 |
|  |  | (Audited) |  | (Audited) |
| Cost | 644,930 | 644,930 | 644,930 | 644,930 |
| Carrying amounts based on equity method | 3,822,607 | 3,601,403 | - | - |

6.2 Share of comprehensive income and dividend received

During the three-month and nine-month periods ended 30 September 2022 and 2021, the Company has recognised its share of profit from investment in associate in the consolidated financial statements and dividend income in the separate financial statements as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  | | (Unit: Thousand Baht) | |
|  | For the three-month periods ended 30 September | | | |
|  | Consolidated financial statements | | Separate financial statements | |
|  | 2022 | 2021 | 2022 | 2021 |
| Share of profit from investment in associate during the period | 119,393 | 88,684 | - | - |
| Share of other comprehensive income from investment in associate during the period | 284,964 | 105,312 | - | - |
| Dividend received during the period | - | - | - | 92,471 |
|  |  | |  | |
|  |  | | (Unit: Thousand Baht) | |
|  | For the nine-month periods ended 30 September | | | |
|  | Consolidated financial statements | | Separate financial statements | |
|  | 2022 | 2021 | 2022 | 2021 |
| Share of profit from investment in associate during the period | 307,607 | 390,914 | - | - |
| Share of other comprehensive income from investment in associate during the period | 209,451 | 227,222 | - | - |
| Dividend received during the period | - | - | 295,905 | 573,317 |

6.3 Fair value of investment in listed associate

The fair value of investment in Tipco Asphalt Public Company Limited which is a listed company on the Stock Exchange of Thailand as at 30 September 2022 and 31 December 2021 are Baht 6,103 million and Baht 6,695 million, respectively.

**7. Property, plant and equipment**

Movements of the property, plant and equipment account during the nine-month period ended 30 September 2022 were summarised below.

|  |  |  |
| --- | --- | --- |
| (Unit: Thousand Baht) | | |
|  | Consolidated financial statements | Separate financial statements |
| **Net book value as at 1 January 2022** | 1,583,254 | 583,450 |
| Acquisitions during period - at cost | 101,737 | 9,197 |
| Disposals/written-off during period - net book value at disposal/written-off date | (14,112) | (2,084) |
| Depreciation for the period | (262,150) | (49,368) |
| **Net book value as at 30 September 2022** | 1,408,729 | 541,195 |

**8. Trade and other payables**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| (Unit: Thousand Baht) | | | | |
|  | Consolidated  financial statements | | Separate  financial statements | |
|  | 30 September 2022 | 31 December 2021 | 30 September 2022 | 31 December 2021 |
|  |  | (Audited) |  | (Audited) |
| Trade payables - related parties (Note 2) | - | - | - | 35 |
| Trade payables - unrelated parties | 177,947 | 199,046 | 20,552 | 26,945 |
| Other payables - related parties (Note 2) | 1,095 | 1,145 | 178 | 170 |
| Other payables - unrelated parties | 54,877 | 57,671 | 6,655 | 5,580 |
| Accounts payable from sale promotions | 148,559 | 139,838 | - | - |
| Accrued expenses | 121,206 | 84,666 | 23,480 | 13,772 |
| Total trade and other payables | 503,684 | 482,366 | 50,865 | 46,502 |

**9. Long-term loans from financial institutions**

Movements in the long-term loans from financial institutions account during the nine-month period ended 30 September 2022 were summarised below.

|  |  |  |
| --- | --- | --- |
| (Unit: Thousand Baht) | | |
|  | Consolidated financial statements | Separate financial statements |
| **Balance as at 1 January 2022** | 722,563 | 555,000 |
| Repayments | (252,660) | (195,000) |
| **Balance as at 30 September 2022** | 469,903 | 360,000 |
| Less: Current portion | (289,903) | (215,000) |
| **Long-term loans from financial institutions - net of current portion** | 180,000 | 145,000 |

As at 30 September 2022, the long-term credit facilities of the Group which has not yet been drawn down amounted to Baht 12 million (31 December 2021: Baht 12 million).

Loan covenants

The loans are secured by the mortgage of certain land, buildings, machinery and equipment of the Group.

The loan agreements of the Group contain certain restrictive covenants pertaining to, among other things, the maintenance of debt-to-equity ratio and debt service coverage ratio at the rate prescribed in the agreements and the prohibition from creating lien over related assets.

**10. Lease liabilities**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | (Unit: Thousand Baht) | | | |
|  | Consolidated financial statements | | Separate financial statements | |
|  | 30 September 2022 | 31 December 2021 | 30 September 2022 | 31 December 2021 |
|  |  | (Audited) |  | (Audited) |
| Lease payments | 33,519 | 33,380 | 11,409 | 9,655 |
| Less: Deferred interest expenses | (1,337) | (1,071) | (810) | (686) |
| Total lease liabilities | 32,182 | 32,309 | 10,599 | 8,969 |
| Less: Portion due within one year | (16,163) | (22,456) | (4,138) | (5,129) |
| Lease liabilities - net of current portion | 16,019 | 9,853 | 6,461 | 3,840 |

The Group has entered into the lease agreements for rental of property, plant and equipment for use in its operation, whereby it is committed to pay rental on a monthly basis.

**11. Credit facilities**

The credit facilities of the Group granted by financial institutions are secured by the following collaterals:

a) The guarantees by the Company.

b) The mortgages of the assets of the Group of which the net book value as at 30 September 2022 and 31 December 2021 were summarised below.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| (Unit: Million Baht) | | | | |
|  | Consolidated financial statements | | Separate financial statements | |
|  | 30 September  2022 | 31 December 2021 | 30 September  2022 | 31 December 2021 |
|  |  | (Audited) |  | (Audited) |
| Land | 58 | 58 | 17 | 17 |
| Buildings and complement | 434 | 463 | 235 | 245 |

c) The prohibition from creating lien over assets of the Group.

**12. Provision for long-term employee benefits**

Movements of the provision for long-term employee benefits account during the nine-month period ended 30 September 2022 are summarised below.

|  |  |  |
| --- | --- | --- |
|  | (Unit: Thousand Baht) | |
|  | Consolidated  financial statements | Separate  financial statements |
| **Provision for long-term employee benefits as at 1 January 2022** | 112,326 | 31,750 |
| Included in profit or loss |  |  |
| Current service cost | 7,829 | 3,365 |
| Interest cost | 1,207 | 318 |
| Gains on settlement or curtailment | (10,323) | (6,184) |
| Included in other comprehensive income |  |  |
| Actuarial (gain) loss arising from |  |  |
| Demographic assumptions changes | (10,561) | (2,094) |
| Financial assumptions changes | (12,469) | (3,085) |
| Experience adjustments | 4,971 | 2,005 |
| Benefits paid during period | (1,312) | (1,198) |
| **Provision for long-term employee benefits as at 30 September 2022** | 91,668 | 24,877 |

**13. Income tax**

Income tax expenses for the three-month and nine-month periods ended 30 September 2022 and 2021 were made up as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| (Unit: Thousand Baht) | | | | |
|  | For the three-month periods ended 30 September | | | |
|  | Consolidated  financial statements | | Separate  financial statements | |
|  | 2022 | 2021 | 2022 | 2021 |
| **Current income tax:** |  |  |  |  |
| Current income tax charge | 1,813 | - | - | - |
| **Deferred tax:** |  |  |  |  |
| Relating to origination and reversal of temporary differences | (8,110) | (3,409) | (260) | (260) |
| **Income tax expenses (benefit) reported in profit or loss** | (6,297) | (3,409) | (260) | (260) |
|  | | | | |
| (Unit: Thousand Baht) | | | | |
|  | For the nine-month periods ended 30 September | | | |
|  | Consolidated  financial statements | | Separate  financial statements | |
|  | 2022 | 2021 | 2022 | 2021 |
| **Current income tax:** |  |  |  |  |
| Current income tax charge | 7,349 | - | - | - |
| **Deferred tax:** |  |  |  |  |
| Relating to origination and reversal of temporary differences | (24,063) | (20,906) | 1,014 | (500) |
| **Income tax expenses (benefit) reported in profit or loss** | (16,714) | (20,906) | 1,014 | (500) |

The amounts of income tax relating to each component of other comprehensive income for the three-month and nine-month periods ended 30 September 2022 and 2021 are as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  | | (Unit: Thousand Baht) | |
|  | For the three-month periods ended 30 September | | | |
|  | Consolidated financial statements | | Separate financial statements | |
|  | 2022 | 2021 | 2022 | 2021 |
| Deferred tax relating to actuarial gain | - | - | - | - |
|  |  |  |  |  |
|  |  | | (Unit: Thousand Baht) | |
|  | For the nine-month periods ended 30 September | | | |
|  | Consolidated financial statements | | Separate financial statements | |
|  | 2022 | 2021 | 2022 | 2021 |
| Deferred tax relating to actuarial gain | 1,709 | - | 635 | - |

**14. Earnings per share**

Basic earnings (loss) per share is calculated by dividing profit (loss) 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.

**15. Segment information**

The following tables present revenue and profit information regarding the Group’s operating segments for the three-month and nine-month periods ended 30 September 2022 and 2021, respectively.

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| (Unit: Million Baht) | | | | | | | | |
|  | For the three-month periods ended 30 September | | | | | | | |
|  | Products of vegetable & fruit | | Beverage | | Others | | Consolidation | |
|  | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 |
| Revenues from sales of goods | 233 | 249 | 495 | 410 | 8 | 8 | 736 | 667 |
| **Gross profit** | 27 | 66 | 140 | 113 | 2 | 2 | 169 | 181 |
| Other income |  |  |  |  |  |  | 15 | 14 |
| Selling and distribution expenses |  |  |  |  |  |  | (140) | (70) |
| Administrative expenses |  |  |  |  |  |  | (110) | (105) |
| Gain (loss) on exchange |  |  |  |  |  |  | 4 | (2) |
| **Operating profit (loss)** |  |  |  |  |  |  | (62) | 18 |
| Share of profit from investment in associate |  |  |  |  |  |  | 119 | 89 |
| Finance cost |  |  |  |  |  |  | (11) | (9) |
| **Profit before income tax expenses** |  |  |  |  |  |  | 46 | 98 |
| Income tax benefit |  |  |  |  |  |  | 6 | 3 |
| **Profit for the period** |  |  |  |  |  |  | 52 | 101 |

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| (Unit: Million Baht) | | | | | | | | |
|  | For the nine-month periods ended 30 September | | | | | | | |
|  | Products of vegetable & fruit | | Beverage | | Others | | Consolidation | |
|  | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 |
| Revenues from sales of goods | 841 | 649 | 1,299 | 1,128 | 22 | 14 | 2,162 | 1,791 |
| **Gross profit** | 111 | 122 | 332 | 293 | 7 | 3 | 450 | 418 |
| Other income |  |  |  |  |  |  | 76 | 61 |
| Selling and distribution expenses |  |  |  |  |  |  | (362) | (235) |
| Administrative expenses |  |  |  |  |  |  | (325) | (304) |
| Gain (loss) on exchange |  |  |  |  |  |  | 10 | (14) |
| **Operating loss** |  |  |  |  |  |  | (151) | (74) |
| Share of profit from investment in associate |  |  |  |  |  |  | 307 | 391 |
| Finance cost |  |  |  |  |  |  | (31) | (30) |
| **Profit before income tax expenses** |  |  |  |  |  |  | 125 | 287 |
| Income tax benefit |  |  |  |  |  |  | 17 | 21 |
| **Profit for the period** |  |  |  |  |  |  | 142 | 308 |

Geographic segment information for the three-month and nine-month periods ended 30 September 2022 and 2021 was as follows:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  | (Unit: Million Baht) | | | | | |
|  | For the three-month periods ended 30 September | | | | | |
|  | Domestic sales | | Export sales | | Consolidation | |
|  | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 |
| Revenues from the sale of goods | 377 | 345 | 359 | 322 | 736 | 667 |
| Gross profit | 112 | 98 | 57 | 83 | 169 | 181 |
|  |  |  |  |  |  |  |
|  | (Unit: Million Baht) | | | | | |
|  | For the nine-month periods ended 30 September | | | | | |
|  | Domestic sales | | Export sales | | Consolidation | |
|  | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 |
| Revenues from the sale of goods | 1,003 | 930 | 1,159 | 861 | 2,162 | 1,791 |
| Gross profit | 263 | 239 | 187 | 179 | 450 | 418 |

Transfer prices between the segments are set out in Note 2 to the interim financial statements.

**16. Dividends**

|  |  |  |  |
| --- | --- | --- | --- |
| Dividends | Approved by | Total dividends | Dividend per share |
|  |  | (Million Baht) | (Baht) |
| Interim dividends for 2021 | Board of Directors’ meeting on 18 February 2021 | 91.7 | 0.19 |
| Final dividends for 2020 | Annual General Meeting of the shareholders on 9 April 2021 | 241.3 | 0.50 |
| Interim dividends for 2021 | Board of Directors’ meeting on 13 August 2021 | 91.7 | 0.19 |
| Total dividends for the nine-month period ended  30 September 2021 | | 424.7 | 0.88 |
|  |  |  |  |
| Final dividends for 2021 | Annual General Meeting of the shareholders on 7 April 2022 | 279.9 | 0.58 |
| Total dividends for the nine-month period ended  30 September 2022 | | 279.9 | 0.58 |

**17. Commitments and contingent liabilities**

**17.1 Capital commitments**

The Group had outstanding capital commitments relating purchases of machinery and equipment and computer software as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| (Unit: Million) | | | | |
|  | Consolidated financial statements | | Separate financial statements | |
| Foreign currency | 30 September  2022 | 31 December  2021 | 30 September  2022 | 31 December  2021 |
|  |  | (Audited) |  | (Audited) |
| Baht | 6 | 11 | - | - |

**17.2 Lease and service commitments**

The Group has entered into several agreements in respect of the lease of office equipment, which is short-term leases or leases of low-value assets, and other service agreements.

Future minimum rental and service fees payable under these agreements were as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| (Unit: Million Baht) | | | | |
|  | Consolidated financial statements | | Separate financial statements | |
|  | 30 September  2022 | 31 December 2021 | 30 September  2022 | 31 December 2021 |
|  |  | (Audited) |  | (Audited) |
| Payable within: |  |  |  |  |
| 1 year | 22 | 24 | 7 | 3 |
| 2 to 5 years | 6 | 2 | 5 | 1 |

**17.3 Bank guarantees**

The outstanding bank guarantees issued by the banks on behalf of the Group in respect of certain performance bonds as required in the normal course of business were summarised below.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| (Unit: Million Baht) | | | | |
|  | Consolidated financial statements | | Separate financial statements | |
|  | 30 September  2022 | 31 December 2021 | 30 September  2022 | 31 December 2021 |
|  |  | (Audited) |  | (Audited) |
| Bank guarantees | 13 | 14 | 7 | 7 |

**18. Foreign currency risk**

The balances of financial assets and liabilities of the Group denominated in foreign currencies were summarised below.

|  | Consolidated financial statements | | | |  | |
| --- | --- | --- | --- | --- | --- | --- |
|  | Financial assets | | Financial liabilities | | Average exchange rate | |
| Foreign currency | 30 September 2022 | 31 December 2021 | 30 September 2022 | 31 December 2021 | 30 September 2022 | 31 December 2021 |
|  | (Million) | (Million) | (Million) | (Million) | (Baht per 1 foreign currency unit) | |
|  |  | (Audited) |  | (Audited) |  | (Audited) |
| US Dollar | 2.8 | 2.1 | 1.1 | 0.7 | 37.91 | 33.42 |
| Euro | 1.1 | 1.4 | 0.2 | 0.2 | 37.20 | 37.89 |
| Australian Dollar | - | - | 0.2 | 0.1 | 24.61 | 24.26 |

The outstanding forward exchange contracts of the Group which maturity date within one year were summarised below.

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  | As at 30 September 2022 | | | | | |
|  | Consolidated  financial statements | | Separate  financial statements | | Contractual exchange rate | |
|  | Sold | Bought | Sold | Bought |  | |
| Foreign currency | Amount | amount | amount | amount | Sold | Bought |
|  | (Million) | (Million) | (Million) | (Million) | (Baht per 1 foreign currency unit) | |
| US Dollar | 0.6 | 0.1 | - | - | 35.38 - 36.92 | 35.79 |
| Euro | 0.1 | - | - | - | 36.40 | - | |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
|  | As at 31 December 2021 (Audited) | | | | | | |
|  | Consolidated  financial statements | | Separate  financial statements | | Contractual exchange rate | | |
|  | Sold | Bought | Sold | Bought |  | | |
| Foreign currency | amount | amount | amount | amount | Sold | Bought | |
|  | (Million) | (Million) | (Million) | (Million) | (Baht per 1 foreign currency unit) | | |
| US Dollar | 1.4 | 0.1 | - | - | 32.85 - 33.63 | 33.13 - 33.29 | |
| Euro | 0.3 | - | - | - | 37.15 | - | |

**19. Fair value of financial instruments**

As at 30 September 2022 and 31 December 2021, the financial assets and liabilities of the Group that were measured at fair value are derivatives. The level in determining the fair value of such assets and liabilities is level 2. The fair value of such assets and liabilities are presented below.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| (Unit: Thousand Baht) | | | | |
|  | Consolidated  financial statements | | Separate  financial statements | |
|  | 30 September 2022 | 31 December 2021 | 30 September 2022 | 31 December 2021 |
|  |  | (Audited) |  | (Audited) |
| **Financial assets measured at fair value** |  |  |  |  |
| Forward exchange contracts | 93 | 46 | - | - |
| **Financial liabilities measured at fair value** |  |  |  |  |
| Forward exchange contracts | 951 | 835 | - | - |

During the current period, there were no transfers within the fair value hierarchy.

**20. Events after reporting period**

20.1 On 9 November 2022, the Board of Directors’ meeting of Tipco Asphalt Public Company Limited (associated company) approved a payment of interim dividend of Baht 0.25 per share.

20.2 On 11 November 2022, the Board of Directors’ meeting of the Company approved a payment of interim dividend of Baht 0.19 per share, a total of Baht 91.7 million, which will be paid in December 2022.

**21. Approval of interim financial statements**

These interim financial statements were authorised for issue by the Company’s Board of Directors on 11 November 2022.