

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
INTERIM FINANCIAL STATEMENTS
JUNE 30, 2019
ON REVIEW OF INTERIM FINANCIAL INFORMATION

Independent Auditor's Report on Review of Interim Financial Information

To The Board of Directors of Green Resources Public Company Limited

I have reviewed the accompanying consolidated and separate statements of financial position of Green Resources Public Company Limited and its subsidiaries, and of Green Resources Public Company Limited, respectively, as at June 30, 2019; the consolidated and separate statements of comprehensive income for the three-month and six-month periods ended June 30, 2019, the changes in equity and cash flows for the six-month period then ended; and condensed notes ("interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34, "Interim Financial Reporting". My responsibility is to express a conclusion on this interim financial information based on my review.

Scope of Review

I conducted my review in accordance with Thai Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Thai Standards on Auditing and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.

Conclusion

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34, "Interim Financial Reporting".

Other matters

Statement of financial position of Green Resources Public Company Limited and its subsidiaries And the statement of financial position of Green Resources Public Company Limited as at December 31, 2018, which is presented as comparative information, audited by other auditors By submitting an audit report showing unqualified opinions dated February 26, 2019

The consolidated and separate statements of comprehensive income for the three-month and six month period ended June 30, 2018, the consolidated and separate statements of changes in shareholders' equity And consolidated and separate cash flow statements for the six-month period ended June 30, 2018 of Green Resources Public Company Limited and its subsidiaries and of Green Resources Public Company Limited. Respectively, as shown as comparative information reviewed by other auditors According to the report dated August 9, 2018, it was concluded that there was no reason to believe that interim financial information was not prepared in accordance with Thai Accounting Standard No. 34, Interim Financial Reporting.

(Mr. Jadesada Hungsapruak)

Certified Public Accountant

Registration No. 3759

Karin Audit Company Limited

Bangkok, Thailand.

August 9, 2019

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT JUNE 30, 2019

(Unit : Thousand Baht)

ASSETS	Notes	Consolidated		Separate	
		As at	As at	As at	As at
		June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
		"UNAUDITED"	"AUDITED"	"UNAUDITED"	"AUDITED"
		"REVIEWED"		"REVIEWED"	
Current assets					
Cash and cash equivalents	4	20,719	53,556	11,437	9,003
Trade and other current receivables	5,18	64,702	65,873	16,160	14,692
Current portion of assets receivable form subsidiaries	10	-	-	-	-
Deposit receivable and project guarantee	6	-	-	-	-
Costs of property development projects	7	106,999	111,326	23,027	24,207
Current tax assets		151	-	121	-
Total current assets		192,571	230,755	50,745	47,902
Non-current assets					
Investment in subsidiaries	8	-	-	143,976	223,976
Long-term investments	9	32,085	32,085	32,085	32,085
Assets receivable from subsidiaries	10,18	-	-	-	-
Long-term loans	11	74,178	74,905	311,500	298,500
Investment property	12	108,771	110,684	108,771	110,684
Property, plant and equipment	13	629,587	643,896	98,881	101,291
Other intangible assets	14	34,959	35,732	20	29
Deferred tax assets		187	187	-	-
Other non-current assets					
- Bank deposits with obligations		6,648	1,711	-	-
- Other non-current assets		830	830	13	12
Total non-current assets		887,245	900,030	695,246	766,577
Total assets		1,079,816	1,130,785	745,991	814,479

(sign).....Committee

Mr. Pipat Viriyamettakul □

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION (CONT.)

AS AT JUNE 30, 2019

(Unit : Thousand Baht)

	Notes	Consolidated		Separate	
		As at	As at	As at	As at
		June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
		"UNAUDITED"	"AUDITED"	"UNAUDITED"	"AUDITED"
		"REVIEWED"		"REVIEWED"	
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current liabilities					
Trade and other current payables		10,250	14,485	7,987	11,993
Short term borrowing from subsidiaries	15	300	40,300	-	58,000
Advance received under agreement to buy and to sell		1,922	1,579	537	191
Current portion of financial lease liabilities		505	346	505	346
Current portion of long-term borrowings from financial institutions	17	16,057	16,053	-	-
Accrued income tax		-	33	-	-
Total current liabilities		29,034	72,796	9,029	70,530
Non-current liabilities					
Financial lease liabilities		447	210	447	210
Long-term borrowings	16	9,000	9,000	-	-
Long-term borrowings from financial institutions	17	179,518	187,548	-	-
Non-Current provisions for employee benefits	18	955	1,538	925	1,528
Total non-current liabilities		189,920	198,296	1,372	1,738
Total liabilities		218,954	271,092	10,401	72,268

(sign).....Committee

Mr. Pipat Viriyamettakul □

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION (CONT.)

AS AT JUNE 30, 2019

(Unit : Thousand Baht)

LIABILITIES AND SHAREHOLDERS' EQUITY (CONT.)	Notes	Consolidated		Separate	
		As at	As at	As at	As at
		June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
		"UNAUDITED"	"AUDITED"	"UNAUDITED"	"AUDITED"
		"REVIEWED"		"REVIEWED"	
Shareholders' equity					
Share capital					
Authorized share capital					
Common share 818,024,729 common shares of Baht 1 each	21	818,025	818,025	818,025	818,025
Issued and paid-up share capital					
Common share 818,024,729 common shares of Baht 1 each		818,025	818,025	818,025	818,025
Premium on share capital		624,226	624,226	624,226	624,226
Retained earnings (Deficit)					
Appropriated					
Legal reserve		9,834	9,834	9,834	9,834
Unappropriated		(707,859)	(702,784)	(716,495)	(709,874)
Total owners of the Company		744,226	749,301	735,590	742,211
Non-controlling interests		116,636	110,392	-	-
Total shareholders' equity		860,862	859,693	735,590	742,211
Total liabilities and shareholders' equity		1,079,816	1,130,785	745,991	814,479

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

"UNAUDITED"

"REVIEWED"

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE THREE-MONTH PERIOD ENDED JUNE 30, 2019

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	2019	2018	2019	2018
Revenues				
Revenues from sales	690	14,938	690	650
Revenues from rental and services	2,951	1,817	3,411	2,672
Revenues from electricity current distribution	22,208	4,855	2,246	-
Other income	1,147	2,782	3,805	3,321
Reversal of impairment of investment	-	-	-	-
Reversal of doubtful debt	20	-	20	-
Total revenues	27,016	24,392	10,172	6,643
Expenses				
Cost of sales	598	12,413	598	927
Cost of rental and service	2,486	2,123	2,463	2,106
Cost of electricity current distribution	10,481	2,073	868	-
Cost of distribution	382	2,121	168	260
Administrative expenses	10,976	12,898	9,922	11,920
Finance costs	3,504	142	12	100
Total expenses	28,427	31,770	14,031	15,313
Profit (loss) before income tax	(1,411)	(7,378)	(3,859)	(8,670)
Income tax expenses	-	-	-	-
Profit (loss) for the period	(1,411)	(7,378)	(3,859)	(8,670)

(sign).....Committee

Mr. Pipat Viriyamettakul □

(sign).....Committee

Mr. Prateep Anantachote

"UNAUDITED"

"REVIEWED"

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME (CONT.)

FOR THE THREE-MONTH PERIOD ENDED JUNE 30, 2019

		(Unit : Thousand Baht)			
		Consolidated		Separate	
Notes		2019	2018	2019	2018
Other comprehensive income					
Components of other comprehensive income that will not be reclassified to profit or loss					
	Gain (loss) on remeasurement of Employee benefits are defined	109	-	100	-
Total comprehensive income (expense) for the period		<u>(1,302)</u>	<u>(7,378)</u>	<u>(3,759)</u>	<u>(8,670)</u>
Profit (loss) attributable to:					
	Owners of the Company	(3,751)	(7,378)	(3,859)	(8,670)
	Non-controlling interests	2,340	-	-	-
		<u>(1,411)</u>	<u>(7,378)</u>	<u>(3,859)</u>	<u>(8,670)</u>
Total comprehensive income (expense) attributable to:					
	Owners of the Company	(3,642)	(7,378)	(3,759)	(8,670)
	Non-controlling interests	2,340	-	-	-
		<u>(1,302)</u>	<u>(7,378)</u>	<u>(3,759)</u>	<u>(8,670)</u>
Earnings per share					
	Basic earnings (loss) per share	20 (0.005)	(0.010)	(0.005)	(0.012)
	Weighted average number of common shares (unit : thousand share)	818,025	715,021	818,025	715,021

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

"UNAUDITED"

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GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE SIX-MONTH PERIOD ENDED JUNE 30, 2019

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	2019	2018	2019	2018
Revenues				
Revenues from sales	5,780	21,205	1,360	1,340
Revenues from rental and services	5,921	3,900	6,842	5,055
Revenues from electricity current distribution	46,092	7,122	4,584	-
Other income	2,279	3,812	7,619	4,793
Reversal of impairment of investment	-	-	-	18,943
Reversal of doubtful debt	50	19,000	50	-
Total revenues	60,122	55,039	20,455	30,131
Expenses				
Cost of sales	4,344	17,311	1,196	1,493
Cost of rental and service	5,015	4,097	4,948	4,039
Cost of electricity current distribution	20,652	2,706	1,673	-
Cost of distribution	1,724	3,167	374	486
Administrative expenses	22,289	25,555	18,947	22,822
Finance costs	5,038	153	38	111
Total expenses	59,062	52,989	27,176	28,951
Profit (loss) before income tax	1,060	2,050	(6,721)	1,180
Income tax expenses	-	33	-	-
Profit (loss) for the period	1,060	2,083	(6,721)	1,180

(sign).....Committee

Mr. Pipat Viriyamettakul □

(sign).....Committee

Mr. Prateep Anantachote

"UNAUDITED"

"REVIEWED"

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME (CONT.)

FOR THE SIX-MONTH PERIOD ENDED JUNE 30, 2019

	(Unit : Thousand Baht)				
	Consolidated		Separate		
Notes	2019	2018	2019	2018	
Other comprehensive income					
Components of other comprehensive income that will not be reclassified to profit or loss					
Gain (loss) on remeasurement of Employee benefits are defined	109	-	100	-	
Total comprehensive income (expense) for the period	<u>1,169</u>	<u>2,083</u>	<u>(6,621)</u>	<u>1,180</u>	
Profit (loss) attributable to:					
Owners of the Company	(5,184)	2,083	(6,721)	1,180	
Non-controlling interests	6,244	-	-	-	
	<u>1,060</u>	<u>2,083</u>	<u>(6,721)</u>	<u>1,180</u>	
Total comprehensive income (expense) attributable to:					
Owners of the Company	(5,075)	2,083	(6,621)	1,180	
Non-controlling interests	6,244	-	-	-	
	<u>1,169</u>	<u>2,083</u>	<u>(6,621)</u>	<u>1,180</u>	
Earnings per share					
Basic earnings (loss) per share	20	(0.006)	0.003	(0.008)	0.002
Weighted average number of common shares (unit : thousand share)		818,025	715,302	818,025	715,302

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

"UNAUDITED"

"REVIEWED"

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE SIX-MONTH PERIOD ENDED JUNE 30, 2019

(Unit : Thousand Baht)

	Consolidated							
	Equity of the Company							
	Issued and paid-up share capital		Retained earnings (deficit)			Total	Non-controlling interests	Total shareholders' equity
	Share premium	Defined benefit plan actuarial gains (loss)	Appropriated Legal reserve	Unappropriated				
Balance as at January 1, 2019	818,025	624,226	-	9,834	(702,784)	749,301	110,392	859,693
Total comprehensive income (expense) for the period	-	-	109	-	(5,184)	(5,075)	6,244	1,169
Transfer to retained earnings (deficit)	-	-	(109)	-	109	-	-	-
Balance as at June 30, 2019	818,025	624,226	-	9,834	(707,859)	744,226	116,636	860,862
Balance as at January 1, 2018	715,021	624,226	-	9,834	(699,985)	649,096	3	649,099
Share capital increase for the period	103,004	-	-	-	-	103,004	-	103,004
Non-controlling interests of the subsidiary	-	-	-	-	-	-	70,573	70,573
Total comprehensive income (expense) for the period	-	-	-	-	2,083	2,083	-	2,083
Balance as at June 30, 2018	818,025	624,226	-	9,834	(697,902)	754,183	70,576	824,759

(sign).....Committee

Mr. Pipat Viriyamettakul □

(sign).....Committee

Mr. Prateep Anantachote

"UNAUDITED"

"REVIEWED"

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE SIX-MONTH PERIOD ENDED JUNE 30, 2019

(Unit : Thousand Baht)

	Separate					Total shareholders' equity
	Issued and paid- up share capital	Share premium	Retained earnings (deficit)		Unappropriated	
			Defined benefit plan actuarial gains (loss)	Appropriated Legal reserve		
Balance as at January 1, 2019	818,025	624,226	-	9,834	(709,874)	742,211
Total comprehensive income (expense) for the period	-	-	100	-	(6,721)	(6,621)
Transfer to retained earnings (deficit)	-	-	(100)	-	100	-
Balance as at June 30, 2019	818,025	624,226	-	9,834	(716,495)	735,590
Balance as at January 1, 2018	715,021	624,226	-	9,834	(698,681)	650,400
Share capital increase	103,004	-	-	-	-	103,004
Total comprehensive income (expense) for the period	-	-	-	-	1,180	1,180
Balance as at June 30, 2019	818,025	624,226	-	9,834	(697,501)	754,584

(sign).....Committee

Mr. Pipat Viriyamettakul □

(sign).....Committee

Mr. Prateep Anantachote

"UNAUDITED"

"REVIEWED"

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF CASH FLOWS

FOR THE SIX-MONTH PERIOD ENDED JUNE 30, 2019

(Unit : Thousand Baht)

	Consolidated		Separate	
	2019	2018	2019	2018
Cash flows from operating activities				
Profit (loss) before corporate income tax for expense	1,060	2,050	(6,721)	1,180
Adjust items that profit (loss) is cash received (paid)				
Finance cost	5,047	2,244	38	111
Adjustment on trade receivables (Increase) Decrease	1,285	(28,499)	(1,417)	(54)
Adjustment on trade receivables - relate parties (increase) decrease	-	-	-	19
Adjustment on assets receivable in subsidiary	-	-	1,180	1,937
Adjustment on real estate project development costs	4,327	16,949	-	1,131
Adjustment on Other assets (increase) decrease	(4,936)	22	-	-
Adjustment on trade payables (increase) decrease	(3,960)	7,194	(3,661)	3,981
Adjustment on in advance received in accordance with the contract to buy and sell	-	45	-	35
Depreciation depletion and amortization charge	18,177	5,483	5,506	4,143
Adjustment with impairment loss on assets (reverse)	-	-	-	(18,942)
Adjustment on provisions liabilities (reverse)	264	229	264	228
Adjustment on bad debts and allowance for doubtful accounts (reverse)	(50)	(19,000)	(50)	-
Adjustment on loss on devaluation of costs of property development projects (reversed)	-	(1,487)	-	(1,487)
Other improvements with non-cash items - amortization of assets	-	313	-	134
Adjustment on cash generated from investments or loans	(10)	(1,747)	(3,747)	(2,694)
Net cash provided by (used in) operating activities	21,204	(16,204)	(8,608)	(10,278)
Cash paid interest	(5,047)	(2,244)	(38)	(21)
Income Tax expense refund (paid)	(181)	(74)	(121)	(103)
Cash received (paid) from other activities				
- Provision for employee benefits	(738)	-	(767)	-
Net cash provided by (used in) operating activities	15,238	(18,522)	(9,534)	(10,402)

(sign).....Committee

Mr. Pipat Viriyamettakul □

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF CASH FLOWS (CONT.)

FOR THE SIX-MONTH PERIOD ENDED JUNE 30, 2019

(Unit : Thousand Baht)

	Consolidated		Separate	
	2019	2018	2019	2018
Cash flows from investing activities				
Cash received from capital reduction in subsidiaries	-	-	80,000	-
Advance payments for shares	-	(61,750)	-	-
Cash paid for the purchase of subsidiaries, net of cash received	-	-	-	(51,000)
Cash paid for the purchase of indirect investments in subsidiaries, net of cash received	-	(20,580)	-	-
Cash advance payment and loans to other persons or related parties	-	-	(32,000)	(120,000)
Cash advance payment and loans to other companies	-	(66,572)	-	-
Cash received from advance payments and loans to other persons or related parties	726	-	19,000	(108,000)
Cash paid for purchase of property, plant and equipment	(293)	(111,640)	(285)	(247)
Interest received	10	1,116	3,746	1,955
Net cash provided by (used in) investing activities	443	(259,426)	70,461	(277,292)
Cash flows from financing activities				
Cash paid for loan	(48,025)	-	(58,000)	-
Cash paid for liabilities under financial leasing	(493)	(162)	(493)	(162)
Cash received from short-term borrowings from related parties	-	-	-	25,000
Cash received from long-term borrowings from other companies	-	12,300	-	-
Cash received from share capital increase	-	103,004	-	103,004
Net cash provided by (used in) financing activities	(48,518)	115,142	(58,493)	127,842
Net increase (decrease) in cash and cash equivalents	(32,837)	(162,806)	2,434	(159,852)
Cash and cash equivalents, at beginning of period	53,556	213,059	9,003	190,685
Cash and cash equivalents, at ending of period	20,719	50,253	11,437	30,833

Supplemental disclosures of cash flows information :

- For the purpose of preparing the statement of cash flows, cash and cash equivalents items include cash in hand and cash at banks and short-term investment in promissory notes which are due within 3 months.
- During the period 2019, the company has purchased 1 motor vehicle by the financial lease of Baht 0.89 million.

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

1. GENERAL INFORMATION

Registration : The Company has listed in The Stock Exchange of Thailand on April 17, 2005.

Head office : 405 Soi 13 Bond Street Road, Bang Pood Subdistrict, Pak Kret District, Nonthaburi.

Project location

A Company I : 242/1 Moo 4, Phatthana Nikhom, Sub-district Phatthana Nikhom, Lopburi.

Subsidiary I : 350-351 Khlong Muang, Pak Chong, Nakhon Ratchasima.

Subsidiary II : Sakhwan, Muang Suakao, Sakao.

Type of business : The Company engaged in business of real estate development.

2. SIGNIFICANT ACCOUNTING POLICIES

These interim financial statements have been prepared by using the same accounting policies and methods of computation as were used in the preparation of the financial statements for the year ended December 31, 2018.

Revised accounting standards and financial reporting standards

2.1 Financial reporting standards that becomes effective for fiscal years beginning on or after January 1, 2019.

The Federation of Accounting Professions issued a number of revised and new financial reporting standards and interpretations including new accounting treatment guidance, which are effective for fiscal years beginning on or after January 1, 2019. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The management of the Company and its subsidiaries believe that most of the revised financial reporting standards are not have any significant impact on the financial. However, the new standard involves changes to key principles, as summarized below.

TFRS 15	Revenue from Contracts with Customers
TFRS 15	Supersedes the following accounting standards together with related Interpretations.
TAS 11 (revised 2017)	Construction contracts

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

TAS 18 (revised 2017)	Revenue
TSIC 31 (revised 2017)	Revenue - Barter Transactions Involving Advertising Services
TFRIC 13 (revised 2017)	Customer Loyalty Programmes
TFRIC 15 (revised 2017)	Agreements for the Construction of Real Estate
TFRIC 18 (revised 2017)	Transfers of Assets from Customers

Entities are to apply this standard to all contracts with customers unless those contracts fall within the scope of other standards. The standard establishes a five-step model to account for revenue arising from contracts with customers, with revenue being recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The standard requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model.

2.2 Financial reporting standards that will become effective for fiscal years beginning on or after January 1, 2020.

The Federation of Accounting Professions issued the set of TFRSs related to financial instruments consists of five accounting standards and interpretations, as follows:

Financial reporting standards:

TFRS 7	Financial Instruments: Disclosures
TFRS 9	Financial Instruments

Accounting standard:

TAS 32	Financial Instruments: Presentation
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Financial Reporting Standard Interpretations:

TFRIC 16	Hedges of a Net Investment in a Foreign Operation
TFRIC 19	Extinguishing Financial Liabilities with Equity Instruments

These TFRSs related to financial instruments make stipulations relating to the classification of financial instruments and their measurement at fair value or amortized cost (taking into account the type of instrument, the characteristics of the contractual cash flows and the Company’s business model), calculation of impairment using the expected credit loss method, and hedge accounting. These include stipulations regarding the presentation and disclosure of financial instruments. When the TFRSs related to financial instruments are effective, some accounting standards, interpretations and guidance which are currently effective will be cancelled.

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
JUNE 30, 2019

TFRS 16 Leases

TFRS 16 supersedes TAS 17 Leases together with related Interpretations. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases, and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is low value.

Accounting by lessors under TFRS 16 is substantially unchanged from TAS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles to those used under TAS 17.

The management of the Company and its subsidiaries is currently evaluating the impact of these standards to the financial statements in the year when they are adopted.

3. BASIS OF CONSOLIDATED FINANCIAL STATEMENT PREPARATION

3.1 These financial statements are consolidated by including the accounts of Green Resources Public Company

Name of Companies	Type of business	Percentage of Shareholding (%)	
		As at June 30, 2019	As at December 31, 2018
<u>Subsidiaries by direct shareholding</u>			
ACD Energy Co., Ltd.	Initiate and develop projects concerning energy and invest in electric power business	99.99	99.99
Orin Property Co., Ltd.	Real estate development	99.99	99.99
J.E Solar Lopburi Co., Ltd.	Generate and distribution of electricity from solar	99.99	99.99
<u>Subsidiary company Indirectly held by ACD Energy Company Limited</u>			
SK-1 Power Company Limited	Generate and distribution of electricity from solar	29.40	29.40
Ventus Solar Company Limited	Generate and distribution of electricity from solar	49.00	49.00

3.2 The Company and subsidiaries presumed the control the entity that is invested or the subsidiaries if the Company and subsidiaries have a right to receive or has share of returns of the entity that is invested and have a power in commanding the activities which have significant impacts on the amount of returns.

(sign).....Committee
Mr. Pipat Viriyamettakul

(sign).....Committee
Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

3.3 The Company taken the financial statements of subsidiaries to include in the consolidated financial statements since the Company has a power to control over subsidiaries until the controllable is ceased.

3.4 Transaction between the Company and subsidiaries have been eliminated under the equity method and investment in subsidiaries was eliminated with the subsidiaries shareholders' equity in preparing consolidated financial statements.

3.5 The consolidated financial statements have been prepared in conformity with the same accounting policy for the accounts and accounting events of the Company and subsidiaries.

Consolidation of financial statements of subsidiaries which the Company and subsidiaries owned less than 50%

The management considered that the Company and ACD Energy Co., Ltd., a subsidiary has a power to control over SK-1 Power Co., Ltd. and Ventus Solar Co., Ltd. Levent if it owned and has a right in voting at 29.40% and 49% respectively since the Company and subsidiary have ability to direct the significant activities other than the other shareholders of two companies. Who are minor shareholder. Therefore, two companies are presumed as subsidiary of the Group and must take to include in the consolidated financial statements preparation since the date of control over that company.

4. CASH AND CASH EQUIVALENTS

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	As at	As at	As at	As at
	June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
Cash	35	133	16	56
Current accounts	1,566	272	20	10
Savings deposit	19,105	53,138	11,401	8,937
Fixed deposits 3 months maturity	13	13	-	-
Total	20,719	53,556	11,437	9,003

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

5. TRADE AND OTHER CURRENT RECEIVABLES

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	As at June 30, 2019	As at December 31, 2018	As at June 30, 2019	As at December 31, 2018
Trade accounts receivable	39,393	47,296	32,352	32,044
<u>Less</u> Allowance for doubtful accounts	(29,858)	(29,908)	(29,858)	(29,908)
Trade accounts receivable - net	9,535	17,388	2,494	2,136
Other current receivables				
- Prepaid expenses	1,270	1,031	414	599
- Prepaid income tax	1,037	979	559	544
-Revenue Department receivable	40,666	43,467	6,641	6,861
- Others	12,194	553	892	355
Total other current receivables	55,167	46,030	8,506	8,359
Trade accounts receivable - related parties	-	-	100	915
Other current receivables - related parties	-	2,455	5,060	3,282
Total	64,702	65,873	16,160	14,692

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

As at June 30, 2019 and December 31, 2018, the Company and subsidiaries have outstanding trade accounts receivable separated on aging, counting from the due date as follows :

(Unit : Thousand Baht)

	Consolidated		Separate	
	As at	As at	As at	As at
	June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
Undue	9,535	17,388	2,494	2,136
Overdue exceed 12 months	29,858	29,908	29,858	29,908
Total	39,393	47,296	32,352	32,044

Allowance for doubtful accounts receivable have changed during the period as follows:

(Unit : Thousand Baht)

	Consolidated		Separate	
	As at	As at	As at	As at
	June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
Beginning balance	(29,908)	(30,486)	(29,908)	(27,908)
Increase	-	-	-	-
Decrease	50	578	50	2,000
Ending balance	(29,858)	(29,908)	(29,858)	(29,908)

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
JUNE 30, 2019

6. DEPOSIT RECEIVABLE AND PROJECT GUARANTEE

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	As at June 30, 2019	As at December 31, 2018	As at June 30, 2019	As at December 31, 2018
Deposit for land acquisition				
receivable	46,000	46,000	46,000	46,000
Project study guarantee	35,000	35,000	35,000	35,000
Total	81,000	81,000	81,000	81,000
<u>Less</u> Allowance for				
doubtful accounts	(81,000)	(81,000)	(81,000)	(81,000)
Deposit receivable and project guarantee	-	-	-	-

Deposit for land acquisition receivable

As at June 30, 2019 and December 31, 2018, the Company has deposit receivable amount of Baht 46 million arose from the transfer of right to claim deposit of land to a company which is matured in June 2015. Such company did not settle debt on due and negotiated with the Company for changing the repayment condition to be made by installment with interest as concerned by relevant company. At present, the Company has not yet received the repayment. In 2015, the Company has provided allowance for doubtful accounts in full amount. In 2016, the Company entered into the prosecution. At present, the case is still pending the Court's trial. Currently, it is under consideration of the court.

Project study guarantee

The Company

On July 29, 2015, the Company entered into covenant with a project owner to study the residence building for rent in Chiang Mai Province. On August 3, 2015, the Company has paid deposit against such project amount of Baht 35 million. The project owner has to return deposit in full amount where the Company intended not to joint investment. According to minutes of Board of directors' meeting held on February 9, 2016, passed the resolution to deny the joint investment in such project and the Company has sued for calling the return of guarantee. As at June 30, 2019 and December 31, 2018, allowance for doubtful accounts is provided in full. Currently, it is under consideration of the court.

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
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7. COSTS OF PROPERTY DEVELOPMENT PROJECTS

(Unit : Thousand Baht)

	Consolidated		Separate	
	As at	As at	As at	As at
	June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
Land and buildings	39,878	38,491	24,254	22,280
Construction and other costs	71,658	77,372	3,310	6,464
Total	111,536	115,863	27,564	28,744
<u>Less</u> Provision for decline in valuation	(4,537)	(4,537)	(4,537)	(4,537)
Net	106,999	111,326	23,027	24,207

Movements in cost of property developments project for the six-month periods ended June 30, 2019 and 2018, are as follows:

(Unit : Thousand Baht)

	Consolidated		Separate	
	Depreciation charge for the six-month period ended June 30,		Depreciation charge for the six-month period ended June 30,	
	2019	2018	2019	2018
As at the beginning of the period	111,326	211,822	24,207	64,525
Increase during the period	-	-	-	-
Decrease in sales of condominium units during the period	(4,327)	(16,949)	(1,180)	(1,131)
Transfer to assets for rent	-	(48,496)	-	(48,496)
Reversed allowance for devaluation of assets	-	9,918	-	9,918
As the end of the period	106,999	156,295	23,027	24,816

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

8. INVESTMENTS IN SUBSIDIARIES

As at June 30, 2019 and December 31, 2018, the Company has investments in subsidiaries as follows:

	(Unit : Thousand Baht)			
	Paid-up share capital		Dividend received	
	As at	As at	As at	As at
	June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
ACD Energy Co., Ltd.	86,000	86,000	-	-
Orin Property Co., Ltd.	45,000	125,000	-	-
J.E Solar Lopburi Co., Ltd.	14,500	14,500	-	-
(Held by ACD Energy Co., Ltd.)				
SK-1 Power Co., Ltd.	100,000	100,000	-	-
Ventus Solar Co., Ltd.	75,000	75,000	-	-

Subsidiary

According to the Extraordinary General Meeting of Shareholders No. 2/2018, on December 4, 2018, the meeting unanimously resolved to reduce the registered capital from 125 million baht (125,000 shares) to the registered capital of 45 million baht (45,000 shares at 1,000 baht per share) by reducing Registered capital of 80 million baht (80,000 shares). The subsidiary company has already registered the reduction of the capital with the Ministry of Commerce on January 8, 2019.

	Separate							
	Percentage of		(Unit : Thousand Baht)					
	Shareholding (%)		Cost		Impairment of investment		Net	
	June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
ACD Energy Co., Ltd.	99.99	99.99	86,000	86,000	(11,524)	(11,524)	74,476	74,476
Orin Property Co., Ltd.	99.99	99.99	55,000	135,000	-	-	55,000	135,000
J.E Solar Lopburi Co., Ltd.	99.99	99.99	14,500	14,500	-	-	14,500	14,500
Net			155,500	235,500	(11,524)	(11,524)	143,976	223,976

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

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As at December 31, 2018, the Company provided the provision for impairment of investment in another subsidiary amounting to Baht 11.52 million.

9. LONG-TERM INVESTMENTS

As at June 30, 2019 and December 31, 2018, investment in other companies consist of investments in ordinary shares as following :

	Paid-up share capital		Company's shareholding proportion	
	(Unit : Thousand Baht)		(%)	
	As at	As at	As at	As at
	June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
Phuket Peninsula				
Company Limited	600,000	600,000	20.00	20.00
Aura Dream Company				
Limited	500,000	500,000	9.00	9.00
				(Unit : Thousand Baht)
	Consolidated		Separate	
	As at	As at	As at	As at
	June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
Cost of investment				
Phuket Peninsula				
Company Limited	140,000	140,000	140,000	140,000
Aura Dream				
Company Limited	45,000	45,000	45,000	45,000
Total	185,000	185,000	185,000	185,000
<u>Less</u> Allowance				
for impairment	(152,915)	(152,915)	(152,915)	(152,915)
Net	32,085	32,085	32,085	32,085

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
JUNE 30, 2019

10. ASSETS RECEIVABLE FROM SUBSIDIARIES

	(Unit : Thousand Baht)	
	Separate	
	As at	As at
	June 30, 2019	December 31, 2018
Assets receivable from subsidiaries	-	39,525
<u>Less</u> The portion of accounts receivable, assets in the subsidiaries that are due within 1 year	-	-
<u>Less</u> Debt for purchase of assets	-	(39,525)
Total	-	-

During the period 2018, the Company entered into a purchase agreement with a subsidiary company in accordance with Note 16 and has sold the said assets. To deduct with outstanding long-term debts of Baht 39.53 million, remaining amount of Baht 1.92 million, the Company has recorded as a creditor in the financial statements

11. LONG-TERM LOANS

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	As at	As at	As at	As at
	June 30, 2019	December 31, 2018	June 30, 2019	December 31, 2018
Long-term loans				
to subsidiaries	-	-	117,000	90,000
Long-term loans				
to related companies	68,850	68,850	194,500	208,500
Long-term loans				
to other companies	5,328	6,055	-	-
Total	74,178	74,905	311,500	298,500

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

Long-term loans to subsidiaries

The Company

As at June 30, 2019, the Company has loans to 4 subsidiaries and indirect subsidiaries amounting to Baht 13.50 million, Baht 90.00 million, Baht 181.00 million and Baht 27.00 million respectively, which charged interest at the rate of 4.5-5% per annum.

The loan amount of Baht 13.50 million will be repayable within 10 years from the agreement date (on March 19, 2018)

The loan amount of Baht 90.00 million will be repayable within 3 years from the agreement date (on June 20, 2018)

The loan amount of Baht 181.00 million will be repayable within 10 years from the agreement date (on September 20, 2018)

The loan amount of Baht 27.00 million will be repayable the agreement date on January 8, 2019 until complete.

As at December 31, 2018, the Company has loans to three subsidiaries and indirect subsidiaries amounting to Baht 13.50 million, Baht 90.00 million and Baht 195.00 million respectively, which charged interest at the rate of 4.5-5% per annum.

The loan amount of Baht 13.50 million will be repayable within 10 years from the agreement date (on March 19, 2018)

The loan amount of Baht 90.00 million will be repayable within 3 years from the agreement date (on June 20, 2018)

The loan amount of Baht 195.00 million will be repayable within 10 years from the agreement date (on September 20, 2018).

Long-term loans to related companies

Subsidiary

As at June 30, 2019, the subsidiary has loans to 2 related parties totaling Baht 68.85 million.

The 1st party : Issued two issues of promissory notes total amount of Baht 30.60 million, at the interest rate of 7% per annum that No. 1 amount of Baht 9.18 million has been transferred rights in promissory notes from the individuals and No. 2, amount of Baht 21.42 million are matured on demand or 3 years from November 30, 2017 and March 19, 2018 respectively, whichever is earlier.

The 2nd party : On June 11, 2018, the subsidiary entered into a memorandum of agreement for three parties to invest in solar power projects with two companies, in which the subsidiary paid deposit for guarantee the payment of share capital in the amount of Baht 61.75 million and provided another loan amount of Baht 38.25 million, charged the interest at the rate of 5% per annum. The loan is repayable within 2

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

years from the agreement date (on June 25, 2018), total amount of Baht 100 million. The loan is guaranteed by preferred shares in the amount of Baht 38.20 million held by the borrower in the lender company.

Long-term loans to other parties

On April 10, 2018, the subsidiary entered into loans agreement with a co-operative for acquisition of land to structure project of electricity from solar energy. The subsidiary has transferred right of claiming on such loans from the existing right holder of land. The debt balance at the transferring date amount of Baht 6.90 million. The agreement determined the borrower to make payment for 60 months in the amount of Baht 121,092.43 each.

12. INVESTMENT PROPERTY

Movements for the six-month periods ended June 30, 2019, are as follows :

	(Unit : Thousand Baht)
	Consolidated and Separate
	As at June 30, 2019
<u>Cost Method</u>	
Book value at the beginning of the period	110,684
Additional during periods	-
Depreciation for the period	(1,913)
Book value at the end of the period	108,771

13. PROPERTY, PLANT AND EQUIPMENT

Movements for the six-month periods ended June 30, 2019, are as follows :

	(Unit : Thousand Baht)	
	Consolidated	Separate
	As at	As at
	June 30, 2019	June 30, 2019
Book value at the beginning of the period	643,896	101,291
Additional during period	1,182	1,175
Depreciation for the period	(15,491)	(3,585)
Book value at the end of the period	629,587	98,881

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
JUNE 30, 2019

14. OTHER INTANGIBLE ASSETS

Movements for the six-month period ended June 30, 2019, are as follows :

	(Unit : Thousand Baht)	
	Consolidated	Separate
	For the six-month period ended June 30, 2019	For the six-month period ended June 30, 2019
Book value at the beginning of the period	35,732	29
Amortization for the period	(773)	(9)
Book value at the end of the period	34,959	20

15. SHORT-TERM BORROWINGS FROM SUBSIDIARIES

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	As at June 30, 2019	As at December 31, 2018	As at June 30, 2019	As at December 31, 2018
Borrowings from subsidiaries	300	300	-	18,000
Loans from related persons	-	40,000	-	40,000
Total	300	40,300	-	58,000

The Company

During the period 2019 , The Company paid from the loan subsidiaries and related persons amount of Baht 58 million.

Indirect subsidiary

An indirect subsidiary has borrowings from a shareholder in the amount of Baht 300,000 will repay on demand.

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

16. LONG-TERM BORROWINGS

As of June 30, 2019, the Company has outstanding loan of 9 Baht million from loan agreement on March 19, 2018 by an indirect subsidiary entered into a borrowings agreement with a shareholder amounting to Baht 12 million, bearing interest at a fixed rate of 5 % per annum. The borrowings have no any collateral and will be repay within 10 years.

17. LONG-TERM BORROWINGS FROM FINANCIAL INSTITUTIONS

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	As at June 30, 2019	As at December 31, 2018	As at June 30, 2019	As at December 31, 2018
Long-term borrowings from				
financial institutions	196,500	204,600	-	-
Deferred borrowings				
management fee under				
effective rate	(925)	(999)	-	-
<u>Less</u> Current portion of				
long-tem borrowings	(16,057)	(16,053)	-	-
Net	179,518	187,548	-	-

Indirect subsidiary

On July 10, 2018, the Company entered into borrowings agreement with a local bank for credit line amount of Baht 210 million for the payment electricity from solar energy project from a company. Such borrowings had the fee from management at the rate of 0.5% and the first five years has interest rate MLR-1.50% per annum. Later, MLR-1.25% per annum . The interest is payable on a monthly basis, the principal is repayable on a monthly basis through 143 installments, commenced in September 2018 by the various amount as below: 1st - 24th installment is repayable in the amount of Baht 1.35 million each, Baht 1.40 million for the 25th-60th installment, Baht 1.50 million for 61st-108th installment, Baht 1.50 million for 109th-142 installment and the remaining for the 143th installment. Such borrowings are guaranteed by buildings, power generation and equipment, and the right on land in solar energy projects, bank deposits, and ordinary shares and preferred shares of the Company held by related companies.

On January 25, 2019, the Company entered into borrowings agreement with a local bank for credit amount of Baht 180 million to be used in supporting the 5 megawatt electricity current generating plants project in the type of solar power plant installed on the 0.25% of the borrowings and bear interest at the rate of BBL's MLR-2.15% per annum.

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

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At the agreement date , BBL's MLR is equal to 6.25% per annum. Interest is payable every end of month. The principal is repayable within 10 years from the first withdrawal date, (as at the date of agreement, the withdrawal is not made), the principal will be paid by 120 monthly installments in the amount of Baht 1.84 million each for 1st-119th installment and the remaining for the 120th installment, commenced from the first withdrawal month. The borrowings are guaranteed by construction of electricity generating sets and equipment, and rights on land in solar power projects (note 6), the issued and paid-up 750,000 shares issued, bank deposits and rights to receive payments under the electricity current distribution agreement as well as the parent.

18. EMPLOYEE BENEFIT

On April 5, 2019, The Labor Protection Act (No. 7) B.E. 2562 was announced in the Royal Gazette. This stipulates additional legal severance pay rates for employees who have worked for an uninterrupted period of twenty years or more, with such employees entitled to receive not less than 400 days' compensation at the latest wage rate. The law is effective from May 5, 2019 that the change is considered a project amendment for the post-employment benefits plan. The Company will record the effect of change by recognizing the past service cost immediately in the income statement in the period which the law is effective. At present, The company recognizing service cost in the income statement amounting to approximately of Baht 0.06 million.

19. TRANSACTIONS WITH RELATED PARTIES

A portion of the Company's assets, liabilities, revenues, and expenses of the Company was derived from its related parties. These companies are related to the Company through the co-shareholders and/or co-directors. The financial statements are reflected the effects of these transactions on the basis determined by the normal course of business with related parties at the same rate applicable to other parties.

<u>Related parties</u>	<u>Relationship</u>
ACD Energy Co., Ltd.	Subsidiary and co-director
Orin Property Co., Ltd.	Subsidiary and co-director
J.E Solar Lopburi Co., Ltd.	Subsidiary and co-director
SK-1 Power Co., Ltd.	Indirect subsidiaries and directors
Metlink Info Co., Ltd.	Held preferred shares in indirect subsidiary
Ventus Solar Co., Ltd.	Indirect subsidiaries and directors
Astronergy Solar (Thailand) Co., Ltd.	Held preferred shares in indirect subsidiary
Nortis Energy Co., Ltd.	Shareholder indirect subsidiary
Mr.Phichit Wiriyamethakul	Major shareholder

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
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The Company has pricing policy as follows :

<u>Type of transaction</u>	<u>Pricing policy</u>
Rental and service income	As agreed
Loans	4.5-7 % per annum
Borrowing	3-5 % per annum

As at June 30, 2019 and December 31, 2018, significant transactions with related parties are as follows :

	(Unit : Thousand Baht)	
	Separate	
	As at June 30, 2019	As at December 31, 2018
Trade accounts receivable		
Orin Property Co., Ltd.	100	100
Total	100	100
 Other current receivables		
J.E Solar Lopburi Co., Ltd.	-	815
Total	-	815
 Trade payables		
ACD Energy Co., Ltd.	-	54
J.E Solar Lopburi Co., Ltd.	1,859	1,924
Total	1,859	1,978

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

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(Unit : Thousand Baht)

	Separate			As at June 30, 2019
	As at December 31, 2018	Increase	Decrease	
	2018	Increase	Decrease	
SK-1 Power Co., Ltd.				
Short-term loans	13,500	-	-	13,500
Accrued interest income	20	335	-	355
Total	13,520	335	-	13,855
ACD Energy Co., Ltd.				
Long-term loans	90,000	-	-	90,000
Accrued interest income	2,392	2,231	(505)	4,118
Total	92,392	2,231	(505)	94,118
Ventus Solar Co., Ltd.				
Long-term loans	195,000	-	(14,000)	181,000
Accrued interest income	745	4,216	(4,850)	111
Total	195,745	4,216	(18,850)	181,111
J.E Solar Lopburi Co., Ltd.				
Accrued interest income	65	-	(65)	-
Total	65	-	(65)	-

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

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(Unit : Thousand Baht)

	Separate			As at June 30, 2019
	As at December 31, 2018	Increase	Decrease	
	2018	Increase	Decrease	
Orin Property Co., Ltd.				
Long-term loans	-	32,000	(5,000)	27,000
Accrued interest income	-	668	(192)	476
Short-term borrowings	18,000	-	(18,000)	-
Accrued interest expense	229	18	(247)	-
Total	18,229	32,686	(23,439)	27,476
Metlink Info Co.,Ltd.				
Long-term borrowings	30,600	-	-	30,600
Accrued interest expense	1,920	1,062	-	2,982
Total	32,520	1,062	-	33,582
Astronergy Solar (Thailand) Co., Ltd.				
Long-term borrowings	38,250	-	-	38,250
Accrued interest expense	534	949	-	1,483
Total	38,784	949	-	39,733
Mr.Phichit Wiriyamethakul				
Short-term borrowings	40,000	-	(40,000)	-
Accrued interest expense	162	104	(226)	-
Total	40,162	104	(40,266)	-

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

Significant revenues and expenses in statements of comprehensive income for the three-month periods and six-month periods ended June 30, 2019 and 2018, are as follows :

	(Unit : Thousand Baht)			
	Consolidated		Separate	
	For the three-month period ended June 30,		For the three-month period ended June 30,	
	2019	2018	2019	2018
ACD Energy Co., Ltd.				
Rental income	-	-	60	54
Interest income	-	-	1,121	136
Orin Property Co., Ltd.				
Rental income	-	-	60	60
Service income	-	-	261	280
Interest	-	-	-	90
J.E Solar Lopburi Company Limited				
Rental income	-	-	-	180
Interest income	-	-	-	524
SK-1 Power Co., Ltd.				
Interest income	-	-	168	-
Ventus Solar Co., Ltd.				
Rental income	-	-	60	-
Interest income	-	-	2,088	-
Mr.Phichit Wiriymethakul				
Interest	-	-	-	-
Executive compensation				
Short-term benefits	2,372	2,573	1,172	2,573
Post-employment benefits	-	-	-	-
Total	2,372	2,573	1,172	2,573

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

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	(Unit : Thousand Baht)			
	Consolidated		Separate	
	For the six-month period		For the six-month period	
	ended June 30,		ended June 30,	
	2019	2018	2019	2018
ACD Energy Co., Ltd.				
Rental income	-	-	120	114
Interest income	-	-	2,231	136
Orin Property Co., Ltd.				
Rental income	-	-	120	120
Service income	-	-	561	561
Interest	-	-	18	90
J.E Solar Lopburi Company Limited				
Rental income	-	-	-	360
Interest income	-	-	-	1,054
SK-1 Power Co., Ltd.				
Interest income	-	-	335	612
Ventus Solar Co., Ltd.				
Rental income	-	-	120	-
Interest income	-	-	4,216	-
Mr.Phichit Wiriymethakul				
Interest	-	-	266	-
Executive compensation				
Short-term benefits	4,746	5,024	3,146	5,024
Post-employment benefits	-	-	-	-
Total	4,746	5,024	3,146	5,024

(sign).....Committee

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GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

20. BASIC EARNINGS (LOSS) PER SHARE

Earnings (Loss) per share for the three-month and six-month periods ended June 30, 2019 and 2018 are as follow:

	(Unit : Thousand Baht)			
	For the three-month period ended June 30,			
	Consolidated		Separate	
	2019	2018	2019	2018
Earnings (Loss) attributable to ordinary share holders of the Company	(3,751)	(7,378)	(3,859)	(8,670)
Earnings (Loss) attributable to ordinary share holders of the Company	818,025	715,302	818,025	715,302
Basic earnings (loss) per share (Baht : Share)	(0.005)	(0.010)	(0.005)	(0.012)

	(Unit : Thousand Baht)			
	For the six-month period ended June 30,			
	Consolidated		Separate	
	2019	2018	2019	2018
Earnings (Loss) attributable to ordinary share holders of the Company	(5,184)	2,083	(6,721)	1,180
Earnings (Loss) attributable to ordinary share holders of the Company	818,025	715,302	818,025	715,302
Basic earnings (loss) per share (Baht : Share)	(0.006)	0.003	(0.008)	0.002

21. SHEARE CAPITAL

According to the minutes of the shareholders' extraordinary meeting of subsidiary No. 1/2018 held on February 19, 2018, the subsidiary has registered the increase share capital by issuing 8.5 million ordinary shares of Baht 10 each (Baht 85 million), as a result, the registered share capital is increased to Baht 135 million. The resolution was registered with the Ministry of Commerce on February 28, 2018. The partial paid-up is made in the amount of Baht 3 per share. In addition, the subsidiary has also called for the payment of share capital in full of value for another Baht 15 million (4 million shares at Baht 3.75 each).

(sign).....Committee

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GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

22. PRESENTATION OF FINANCIAL INFORMATION BY SEGMENT

Operating segment information is reported in a manner consistent with the internal reports of the Company and subsidiaries that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance. The chief operating decision maker of the Company and subsidiaries have been identified as the Company's Board of directors.

The Company and subsidiaries have core revenues from three type of business of which the information by business segment for the three-month and six-month periods ended June 30, 2019 and 2018, are as follows:

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Mr. Pipat Viriyamettakul

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GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

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(Unit : Million Baht)

Consolidated financial statements								
For the three-month period ended June 30,								
	Real estate		Rental and services		Energy generating from		Total	
	2019	2018	2019	2018	2019	2018	2019	2018
Revenues from sales and services	0.69	14.94	2.95	1.82	22.21	4.85	25.85	21.61
<u>Less</u> cost of sales and services	(0.60)	(12.41)	(2.48)	(2.12)	(10.48)	(2.08)	(13.56)	(16.61)
Gross profit	<u>0.09</u>	<u>2.53</u>	<u>0.47</u>	<u>(0.30)</u>	<u>11.73</u>	<u>2.77</u>	12.29	5.00
Other income							1.15	2.78
Reversed doubtful accounts							0.02	-
Distribution costs							(0.38)	(2.12)
Administrative expenses							(10.98)	(12.90)
Finance costs							(3.51)	(0.14)
Income (expense) income tax							-	-
Profit (loss) Net							<u>(1.41)</u>	<u>(7.38)</u>

(sign).....Committee

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GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
NOTES TO INTERIM FINANCIAL STATEMENTS
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(Unit : Million Baht)

	Consolidated financial statements							
	For the six-month period ended June 30,							
	Real estate		Rental and services		Energy generating from		Total	
	2019	2018	2019	2018	2019	2018	2019	2018
Revenues from sales and services	5.78	21.21	5.92	3.90	46.09	7.12	57.79	32.23
<u>Less</u> cost of sales and services	(4.34)	(17.31)	(5.02)	(4.10)	(20.65)	(2.71)	(30.01)	(24.12)
Gross profit	<u>1.44</u>	<u>3.90</u>	<u>0.90</u>	<u>(0.20)</u>	<u>25.44</u>	<u>4.41</u>	27.78	8.11
Other income							2.28	3.81
Reversed doubtful accounts							0.05	19.00
Distribution costs							(1.72)	(3.17)
Administrative expenses							(21.16)	(25.55)
Finance costs							(6.17)	0.15
Income (expense) income tax							-	(0.03)
Profit (loss) Net							<u>1.06</u>	<u>2.08</u>

(sign).....Committee

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GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

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As at 30 June 2019 and 31 December 2018, the Company has presented assets by segment. Classified by business type with the following details :

(Unit : Million Baht)

	Consolidated financial statements							
	Real estate		Rental and services		Energy generating from		Total	
	2019	2018	2019	2018	2019	2018	2019	2018
Fixed assets	42.96	65.63	-	-	621.59	354.49	664.55	420.12
Fixed assets for rent	-	-	108.77	112.63	-	-	108.77	112.63
Other assets	-	-	-	-	-	-	306.50	419.66
Total assets	<u>42.96</u>	<u>65.63</u>	<u>108.77</u>	<u>112.63</u>	<u>621.59</u>	<u>354.49</u>	<u>1,079.82</u>	<u>952.41</u>

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GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

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23. FINANCIAL INSTRUMENTS

Financial risk management and policies

The Company and subsidiaries are exposed to risk from changes in market interest rates and from non-performance of contractual obligations by counterparties. The Company and subsidiaries do not hold or issue derivative instruments for speculative or trading purposes.

Interest rate risk

The Company had subsidiaries have borrowings from financial institution at the floating rate in which may fluctuate by market circumstances and may have risk from the higher rate. Information of interest rate have been disclosed in note 17. Credit risk and The Company and subsidiaries are exposed to credit risk in respect of related companies. However, the Company and subsidiaries have borrowings which bear fixed interest rate. Therefore, the Company has no a risk from the fluctuation of such interest rate.

Fair value of financial assets and liabilities

The Company and subsidiaries used the following methods and assumptions in estimating fair value of financial instruments as disclosed herein :

- Cash and cash at banks and current investments are stated at fair value based on the amount in statements of financial position.
- Trade and other current receivables are stated at faire value based on the amount in statements of financial position.
- Loans to, are stated at the estimated faire value based on the amount in statements of financial position.
- Trade and other current payables are stated at faire value based on the amount in statements of financial position.
- Short-term and long-term borrowings with floating rate and some part with fixed interest rate had the rate close to interest rate in the current money market. The carrying value of borrowings equal to their fair value.

(sign).....Committee

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GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO THE INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

24. CAPITAL MANAGEMENT

The objective of capital management of the Company and subsidiaries is to prepare the financial structure to be properly appropriated and preserve the ability to continue their operations as a going concern.

As at June 30, 2019 and December 31, 2018, the Company and subsidiaries have debt to equity ratio as summarized below :

	Consolidated		Separate	
	As at June 30, 2019	As at December 31, 2018	As at June 30, 2019	As at December 31, 2018
Debt to equity ratio	0.25	0.32	0.01	0.10

25. PRIVILEGES FROM INVESTMENT CERTIFICATE

The objective of capital management of the Company and subsidiaries is to prepare the financial structure to be properly appropriated and preserve the ability to continue their operations as a going concern.

The Company and two indirect subsidiaries have received the rights and benefits from the Board of Investment in the promotion of electricity generation from solar energy for 3 issues, with the following tax incentives.

- Exemption from import duty on machinery as approved by the Board.

- Exemption from payment of corporate income tax on net profit derived from the promoted activity for the period of 8 years from the date of income earnings and the comply with the promotion certificate must be met. In the case where a loss has been incurred during the period of receiving exemption of corporate income tax. The promoted subsidiary is granted permission to deduct such annual loss from the net profits accrued after the expiration of the period of exemption of corporate income tax for a period of not more than 5 years from the expiry of such period.

The subsidiaries must strictly comply with the conditions specified in the investment promotion certificate.

On February 4, 2019, subsidiaries have received the notice to approve the transfer of business including privilege from investment certificate to the transferee (the Parent) which received the approval for transferring such right since January 21, 2019.

(sign).....Committee

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GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO THE INTERIM FINANCIAL STATEMENTS

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26. COMMITMENT AND CONTINGENT LIABILITIES

As at June 30, 2019 and December 31, 2018, the Company has commitment on construction agreement, commitment on payment under assets rental and other service agreements with the amount of Baht 7.89 million and Baht 9.50 million respectively.

The Company and subsidiaries entered into agreements with many counterparties regarding the acquisition of the right to distribute electricity from solar energy as follows:

The Company

On August 23, 2018, the Company entered into the third-party agreement between the Company (transferee), Provincial Electricity Authority (counterparty) and its subsidiaries (transferor) to amended in the Power Purchase Agreement for the purchase of electricity from solar power generation installed on the roof in order to transfer all rights and obligations under the agreement to the Company. And on November 1, 2018, the Company has acquired the solar power generation project assets from the parent compan at the net bookvalue of Baht 38.74 million as stated in note 16. On January 21, 2019, the Company also received the approval for transfer the tax privilege from investment promotional to the parent company as stated in note 31. From transferring of such project, The Company taken the inter-company outstanding debt from acquisition of project which incurred in 2017 as stated in note 13 to be partially paid for assets acquisition in the project, the remaining is recorded as subsidiary payable amount of Baht 1.92 million in the financial statements.

Subsidiary

2017, the subsidiary purchased solar power from a group of companies and purchased shares in a subsidiary in the same group that received the rights to distribute solar electricity current installed on the roof with the Provincial Electricity Authority according to the contract No. PV-PEA 0065/2556 dated September 6, 2013, in which PEA purchases 995 kilowatts of electricity for a period of 25 years, starting from December 30, 2013 to December 30, 2038 at the determined rate according to the production volume, which is Baht 6.16 per unit. In November 2018, the subsidiary has sold electricity energy project including any rights to the Company. The Company, thus has the further obligations against the counterparty instead of subsidiary as described in the preceding paragraph

Indirect Subsidiary 1

- The Company has entered into an amendment of the power purchase agreement for the purchase of electricity from solar power generation with a company that has been granted rights to the Provincial Electricity Authority to

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receive the rights to generate and distribute electricity current according to the same conditions in which the transferor made with the PEA for the project period of 25 years.

- The Company has entered into an agreement to be a sponsor of the solar power plant project, installed on the ground, to use rights from the project owner. The Company will pay the project subsidy to the project owner on a yearly basis amount of Baht 3.3 million each by making after the sponsor distributed the electricity current project for 1 year (the right payment will be paid by monthly). The Company has to pay subsidy until the termination of the agreement (April, 2041) amount of Baht 76.45 million.

Indirect Subsidiary 2

- The Company entered into agreements with several parties relating to the acquisition of rights to distribute electricity current from solar energy as follows.

On January 20, 2017, entered into an agreement to purchase a solar power project on the ground, located in Pak Chong Dairy Cooperative from a related company, which has been granted the right to distribute electricity current from the Provincial Electricity Authority with the agreement value is Baht 294.99 million. On February 20, 2017, the Company entered into an amendment to receive the transfer the rights in the Power Purchase Agreement with the Provincial Electricity Authority from the existing counterparty in accordance with the power purchase agreement No. PVF2-PEA-018/2559 in the maximize 5.0 MW of the electricity energy by determining the distribution date to commercial system within April 30, 2017 for a period of 25 years.

On April 3, 2017, the Company entered into a joint development agreement for the solar power generation project with Pak Chong Dairy Cooperative Limited, for which the project owner has to provide land to be used as the project address and the Company is a project sponsor and entered into agreement with the Provincial Electricity Authority and applied for licenses and others by sharing the returns as indicated in agreement.

On April 18, 2018, the Company and dairy cooperative have jointly entered into agreement to lease land with a land owner for use as project address of the electricity generation project starting from December 1, 2016 to December 1, 2041 (the existing issue dated July 14, 2016) for an agreement period of 25 years. As at December 31, 2018, total rental is Baht 38.40 million, the cooperative has made the payment for the amount of Baht 26.40 million on a monthly basis amount of Baht 88,008 each. The Company has to pay total amount of Baht 12.00 million on monthly basis of Baht 40,008 each.

(sign).....Committee

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GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
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The Company is liable on payment the future rental the rent until termination of agreement, summarized as follows:

	(Unit : Thousand Baht)	
	As at	As at
	June 30, 2019	December 31, 2018
Within 1 year	480	480
Over 1 year but less than 5 years	2,400	2,400
Over 5 years	7,882	8,122

27. LITIGATION

As at June 30, 2019 and December 31, 2018, the Company and subsidiaries were sued in the many cases, the significant are as follows :

The Company

27.1 The Company has a lawsuit from an ex-employee and former managing director claim indemnity from inaccuracy lay-off for total amount of Baht 22.60 million, the case is still pending the Court's trial.

27.2 The Company has filed a claim indemnity from the counterparty for recovery deposits as stated in note 6 and on August 17, 2016, the Company was filed a counterclaim by the counterparty for claiming amount of Baht 50 million. At present, the case is still pending the Supreme Court's trial.

27.3 The Company was sued by the former shareholder of a subsidiary for claiming the remain amount of Baht 5 million which the Company deducted as damages insurance or expenses for the condominium project that the Company acquired from total share capital of subsidiaries. At present, the Company has filed a counterclaim to claim damages from the plaintiff in the amount of Baht 44.04 million. At present, the case is still pending the Court' trial.

28. SUBSEQUENT EVENT

On July 30, 2019, the company issued promissory notes (P / N) for the company working capital (period not longer than 6 months) totaling of Baht 40 million with interest rates of 4.50 percent per year. Interest expense is payable every 3 months. Maturity on January 30, 2020. The issuer could redeem before maturity date by paying interest expense according to the issuing period.

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote

“UNAUDITED”

“REVIEWED”

GREEN RESOURCES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

NOTES TO THE INTERIM FINANCIAL STATEMENTS

JUNE 30, 2019

29. INTERIM FINANCIAL STATEMENTS APPROVAL

These interim financial statements were approved and authorized for issue by the Company's Board of directors on August 9, 2019.

(sign).....Committee

Mr. Pipat Viriyamettakul

(sign).....Committee

Mr. Prateep Anantachote