**AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES**

**CONDENSED NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE THREE-MONTH AND SIX-MONTH PERIODS ENDED AUGUST 31, 2024**

**“UNAUDITED”**

**1. GENERAL INFORMATION AND OPERATIONS OF THE COMPANY AND ITS SUBSIDIARIES (THE “GROUP”)**

The Company was registered as a limited company under the Civil and Commercial Code on September 18, 1992 and registered to be Public Limited Company with the Ministry of Commerce on August 7, 2001. The Company was listed on The Stock Exchange of Thailand on December 11, 2001. The Company’s head office is located at 388, 27th Floor, Exchange Tower, Sukhumvit Road, Klongtoey, Bangkok. The Company’s main objective is to do the retail finance services which consist of credit card, hire-purchase, personal loans and others. Subsequently, on October 6, 2020, the Company has registered another objective which is to conduct life and non-life insurance broker business.

AEON Financial Service Co., Ltd., incorporated in Japan, and ACS Capital Corporation Limited, incorporated in Thailand, are major shareholders with 35.12% and 19.20% shareholdings, respectively. AEON Co., Ltd., incorporated in Japan, is the ultimate parent company.

The Company has subsidiaries which are under its control in finance and operations as mentioned in Note 2.5 and Note 8.

AEON Microfinance (Myanmar) Co., Ltd. (the “subsidiary”) has temporarily suspended new loans to customers due to the impact of the political turmoil in Myanmar since February 1, 2021. Subsequently, the subsidiary had resumed providing new loans to existing customers starting from January 22, 2022, and to new customers starting from January 12, 2023. The subsidiary has continuously reduced operation costs and continued pursuing debt collection. However, the subsidiary has suspended loan disbursement starting from February 24, 2024.

**2. BASIS FOR PREPARATION AND PRESENTATION OF THE INTERIM CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**

2.1 These interim consolidated and separate financial statements are prepared in Thai Baht and in compliance with Thai Accounting Standard No. 34 “Interim Financial Reporting” and accounting practices generally accepted in Thailand. The Company presents the condensed notes to interim financial statements and the additional information is disclosed in accordance with the regulations of the Office of   
the Securities and Exchange Commission (the “SEC”).

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

2.2 The interim consolidated and separate financial statements for the three-month   
and six-month periods ended August 31, 2024 and 2023 are prepared by the management of the Company and are unaudited. However, in the opinion of the Company, all adjustments necessary for a fair presentation have been reflected therein.

The consolidated and separate statements of financial position as at February 29, 2024, presented herein for comparison, have been derived from the consolidated and separate financial statements of the Company for the year then ended which had been previously audited.

2.3 The unaudited results of operations presented in the three-month and six-month periods ended August 31, 2024 are not necessarily an indication nor anticipation of the operating results for the full year.

2.4 Certain financial information which is normally included in the annual financial statements prepared in accordance with TFRSs, but which is not required for interim reporting purposes, has been omitted. Therefore, the interim financial statements for the three-month and six-month periods ended August 31, 2024 should be read in conjunction with the audited financial statements for the year ended February 29, 2024.

2.5 Material intercompany transactions between the Company and its subsidiaries have been eliminated from this interim consolidated financial statements. The interim consolidated financial statements for the three-month and six-month periods ended August 31, 2024 have included the subsidiaries’ interim financial statements which were reviewed.

For the three-month and six-month periods ended August 31, 2024 and 2023,   
the subsidiaries included in the consolidated financial statements are as follows:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | **Business type** | **Country of** | **Registration date** | **Percentage of direct and** | |
|  |  | **registration** |  | **indirect holdings (%)** | |
|  |  |  |  | **for the three-month and six-month periods ended August 31,** | |
|  |  |  |  | **2024** | **2023** |
|  |  |  |  |  |  |
| ACS Servicing (Thailand) | Collection servicer | Thailand | March 13, 2007 | 100.00 | 100.00 |
| Company Limited |  |  |  |  |  |
| ACSI (Thailand) Co., Ltd. | Non-life insurance broker  and life insurance broker | Thailand | July 1, 2013 | 100.00 | 100.00 |
| AEON Specialized Bank | Retail finance business | Cambodia | October 5, 2011 | 50.00 | 50.00 |
| (Cambodia) Plc.(4) |  |  |  |  |  |
| AEON Microfinance (Myanmar) | Retail finance business | Myanmar | November 2, 2012 | 100.00 | 100.00 |
| Company Limited |  |  |  |  |  |
| AEON Leasing Service (Lao) | Retail finance business | Laos | January 11, 2013 | 100.00 | 100.00 |
| Company Limited(1) |  |  |  |  |  |
| ATS Rabbit Special Purpose | Special purpose juristic | Thailand | March 20, 2015 | 48.75 | 48.75 |
| Vehicle Company Limited(3) | person in securitization projects |  |  |  |  |
| AEON Asset Management | Non-performing assets | Thailand | August 2, 2022 | 100.00 | 100.00 |
| (Thailand) Co., Ltd.(2) | management |  |  |  |  |

(1) The Company indirectly holds shares of AEON Leasing Service (Lao) Company Limited through ACS Servicing (Thailand) Company Limited with 3.71% shareholdings.

(2) The Company indirectly holds shares of AEON Asset Management (Thailand) Co., Ltd. through ACS Servicing (Thailand) Company Limited with 0.01% shareholdings.

(3) The Company has the power to control over ATS Rabbit Special Purpose Vehicle Company Limited because the Company has power to appoint the board of directors and rights to provide certain service which is significantly impacted by the performance of underlying assets and has rights to get variable return from such company under securitization project.

(4) The Company has the power to control over AEON Specialized Bank (Cambodia) Plc. in accordance with the requirement of TFRS No. 10 “Consolidated Financial Statements”.

The significant accounting policies used for the financial statements of the subsidiaries are adjusted to be the same as those of the Company.

2.6 The financial statements of the subsidiaries used in the preparation of consolidated financial statements are as of a date or for a period that is different from that of the consolidated financial statements. However, the Company consolidated the financial information of the subsidiaries using the most recent financial statements of the subsidiaries adjusted for the effects of significant transactions or events that occur between the date of those financial statements and the date of the consolidated financial statements. The dates of the end of the reporting period of the financial statements of the aforementioned subsidiaries are as follows:

|  |  |  |  |
| --- | --- | --- | --- |
|  | **The date of the end of the reporting period** | | |
|  | **in preparation of**  **the consolidated financial statements** | | |
|  | **for the three-month and six-month periods ended August 31,** | | |
|  | **2024** |  | **2023** |
| **Subsidiaries** |  |  |  |
| ACS Servicing (Thailand) Company Limited | June 30, 2024 |  | June 30, 2023 |
| ACSI (Thailand) Co., Ltd. | June 30, 2024 |  | June 30, 2023 |
| AEON Specialized Bank (Cambodia) Plc. | June 30, 2024 |  | June 30, 2023 |
| AEON Microfinance (Myanmar) Company Limited | June 30, 2024 |  | June 30, 2023 |
| AEON Leasing Service (Lao) Company Limited | June 30, 2024 |  | June 30, 2023 |
| AEON Asset Management (Thailand) Co., Ltd. | June 30, 2024 |  | June 30, 2023 |
|  |  |  |  |

2.7 Thai Financial Reporting Standards affecting the presentation and disclosure in   
the current period financial statements

During the period, the Group and the Company have adopted the revised financial reporting standards issued by the Federation of Accounting Professions which are effective for fiscal years beginning on or after January 1, 2024. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards, which the changes are to amend the accounting requirements, as follows:

- Thai Accounting Standard No. 1 “Presentation of Financial Statements”, require to disclose the material accounting policy information.

- Thai Accounting Standard No. 8 “Accounting Policies, Changes in Accounting Estimates and Errors”, amend the definition of accounting estimates.

- Thai Accounting Standard No. 12 “Income Taxes”, add the requirements for the initial recognition of deferred tax which give rise to equal taxable and deductible temporary differences, and also add the exemption for the deferred tax recognition related to International Tax Reform - Pillar Two Model.

The adoption of these financial reporting standards does not have any significant impact on the Group and the Company’s interim financial statements.

2.8 Thai Financial Reporting Standards announced in the Royal Gazette but not yet effective

Thai Financial Reporting Standard No. 17 “Insurance Contracts” which will be effective for the financial statements for the period beginning on or after January 1, 2025, onwards, establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts and supersedes Thai Financial Reporting Standard No.4 “Insurance Contracts”. The Group and the Company do not have accounting transactions which should be complied to this Financial Reporting Standard.

**3. MATERIAL ACCOUNTING POLICIES**

The interim financial statements have been prepared based on the basis, accounting policies and method of computation consistent with those used in the financial statements for the year ended February 29, 2024.

**4. SUPPLEMENTARY DISCLOSURES OF CASH FLOW INFORMATION**

4.1 Cash and cash equivalents as at August 31, 2024 and February 29, 2024 are as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED**  **FINANCIAL STATEMENTS** | | |  | **SEPARATE**  **FINANCIAL STATEMENTS** | | |
|  | **“Unaudited”** |  |  |  | **“Unaudited”** |  |  |
|  | **As at** |  | **As at** |  | **As at** |  | **As at** |
|  | **August 31,** |  | **February 29,** |  | **August 31,** |  | **February 29,** |
|  | **2024** |  | **2024** |  | **2024** |  | **2024** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |
| Cash | 45,209 |  | 283,248 |  | 632 |  | 237,712 |
| Deposits at banks - call deposits | 4,473,342 |  | 2,513,408 |  | 3,018,535 |  | 1,800,874 |
| Total cash and cash equivalents | 4,518,551 |  | 2,796,656 |  | 3,019,167 |  | 2,038,586 |

4.2 Cash paid for purchase of leasehold improvements and equipment, and intangible assets other than goodwill for the six-month periods ended August 31, 2024 and 2023 are as follows:

|  | **CONSOLIDATED** | | |  | **SEPARATE** | | |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **FINANCIAL STATEMENTS** | | |  | **FINANCIAL STATEMENTS** | | |
|  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| Leasehold improvements and equipment |  |  |  |  |  |  |  |
| Liabilities recorded - brought forward | 3,553 |  | 8,655 |  | 3,554 |  | 8,458 |
| Purchase of leasehold improvements and equipment | 154,270 |  | 124,361 |  | 136,256 |  | 72,324 |
|  | 157,823 |  | 133,016 |  | 139,810 |  | 80,782 |
| Less Cash paid for purchase of |  |  |  |  |  |  |  |
| leasehold improvements and equipment | (135,172) |  | (121,181) |  | (117,159) |  | (68,947) |
| Liabilities recorded - carried forward | 22,651 |  | 11,835 |  | 22,651 |  | 11,835 |
|  |  |  |  |  |  |  |  |
| Intangible assets other than goodwill |  |  |  |  |  |  |  |
| Liabilities recorded - brought forward | 46,960 |  | 46,661 |  | 45,632 |  | 46,410 |
| Purchase of intangible assets other than goodwill | 57,608 |  | 70,948 |  | 48,912 |  | 52,286 |
|  | 104,568 |  | 117,609 |  | 94,544 |  | 98,696 |
| Less Cash paid for purchase of |  |  |  |  |  |  |  |
| intangible assets other than goodwill | (82,253) |  | (97,316) |  | (73,494) |  | (79,838) |
| Liabilities recorded - carried forward | 22,315 |  | 20,293 |  | 21,050 |  | 18,858 |

4.3 The Company had non-cash items relating to sale of the rights on loans receivable   
to ATS Rabbit Special Purpose Vehicle Company Limited, a subsidiary, which   
the Company had sold loans receivable to. During the six-month periods ended August 31, 2024 and 2023, such sale was settled by increasing the Seller loan Account of Baht 176.84 million and decreasing of Baht 11.58 million, respectively, instead of cash receipt.

4.4 Changes in liabilities arising from financing activities for the six-month periods ended August 31, 2024 and 2023 are as follows:

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | | | | |
|  |  |  | | | | | | | | | **“Unaudited”** | |
|  | **Beginning** | |  | **Financing cash flows** | | |  | **Non-cash changes** | | |  | **Ending** |
|  | **balance** | |  | **Cash** |  | **Cash** |  | **Differences** |  | **Others** |  | **balance** |
|  | **as at** | |  | **received** |  | **paid** |  | **on translating** |  |  |  | **as at** |
|  | **March 1,** | |  |  |  |  |  | **foreign** |  |  |  | **August 31,** |
|  | **2024** | |  |  |  |  |  | **currencies** |  |  |  | **2024** |
|  | **Baht ’000** | |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  | |  |  |  |  |  |  |  |  |  |  |
| Short-term borrowings from financial institutions | 2,682,231 | |  | 31,157,616 |  | (28,475,921) |  | 163,323 |  | - |  | 5,527,249 |
| Long-term borrowings | 51,295,636 | |  | 3,240,458 |  | (5,691,382) |  | (1,124,165) |  | 9,729 |  | 47,730,276 |
| Long-term debentures | 8,453,209 | |  | - |  | (265,995) |  | (82,807) |  | 7,179 |  | 8,111,586 |
| Lease liabilities | 691,540 | |  | - |  | (272,789) |  | 4,860 |  | 297,279\* |  | 720,890 |
|  |  | |  |  |  |  |  |  |  |  |  |  |
| \*The amount comprises addition of lease agreements and extensions of existing lease agreements. | | | | | | | | | | | | |

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | | | | |
|  |  | |  | | | | | | | | **“Unaudited”** | |
|  | **Beginning** |  | | **Financing cash flows** | | |  | **Non-cash changes** | | |  | **Ending** |
|  | **balance** |  | | **Cash** |  | **Cash** |  | **Differences** |  | **Others** |  | **balance** |
|  | **as at** |  | | **received** |  | **paid** |  | **on translating** |  |  |  | **as at** |
|  | **March 1,** |  | |  |  |  |  | **foreign** |  |  |  | **August 31,** |
|  | **2023** |  | |  |  |  |  | **currencies** |  |  |  | **2023** |
|  | **Baht ’000** |  | | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  | |  |  |  |  |  |  |  |  |  |
| Bank overdrafts and short-term borrowings from financial institutions | 4,485,424 |  | | 53,877,923 |  | (51,874,333) |  | 36,777 |  | - |  | 6,525,791 |
| Long-term borrowings | 51,989,485 |  | | 3,008,403 |  | (5,347,182) |  | (694,569) |  | 4,204 |  | 48,960,341 |
| Long-term debentures | 9,580,142 |  | | - |  | - |  | (317,305) |  | 3,357 |  | 9,266,194 |
| Lease liabilities | 917,668 |  | | - |  | (275,668) |  | 1,447 |  | 141,580\* |  | 785,027 |
|  |  |  | |  |  |  |  |  |  |  |  |  |
| \*The amount comprises addition of lease agreements and extensions of existing lease agreements. | | | | | | | | | | | | |

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | | | | | | |
|  |  | |  | |  |  |  |  |  |  | **“Unaudited”** | |
|  | **Beginning** | |  | | **Financing cash flows** | | |  | **Non-cash changes** | |  | **Ending** |
|  | **balance** | |  | | **Cash** |  | **Cash** |  | **Differences** | **Others** |  | **balance** |
|  | **as at** | |  | | **received** |  | **paid** |  | **on translating** |  |  | **as at** |
|  | **March 1,** | |  | |  |  |  |  | **foreign** |  |  | **August 31,** |
|  | **2024** | |  | |  |  |  |  | **currencies** |  |  | **2024** |
|  | **Baht ’000** | |  | | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** | **Baht ’000** |  | **Baht ’000** |
|  |  | |  | |  |  |  |  |  |  |  |  |
| Bank overdrafts and short-term borrowings from financial institutions | 500,000 | |  | | 23,280,000 |  | (21,510,000) |  | - | - |  | 2,270,000 |
| Long-term borrowings | 48,839,110 | |  | | 3,130,950 |  | (5,662,461) |  | (1,308,391) | 9,965 |  | 45,009,173 |
| Long-term borrowings under  securitization project | 1,091,265 | |  | | 41,782 |  | (254,976) |  | - | 128,084\*\* | | 1,006,155 |
| Long-term debentures | 7,801,505 | |  | | - |  | - |  | (82,807) | 7,179 |  | 7,725,877 |
| Lease liabilities | 604,372 | |  | | - |  | (235,213) |  | - | 208,172\* |  | 577,331 |
|  |  | |  | |  |  |  |  |  |  |  |  |
| \*The amount comprises addition of lease agreements and extensions of existing lease agreements. | | | | | | | | | | | | |
| \*\*The amount comprises sales of the rights in additional loans receivables and written-off receivables which was settled by the seller loan account. | | | | | | | | | | | | |
|  | | **SEPARATE FINANCIAL STATEMENTS** | | | | | | | | | | |
|  | |  | | | | | | | | | **“Unaudited”** | |
|  | | **Beginning** | |  | **Financing cash flows** | | |  | **Non-cash changes** | |  | **Ending** |
|  | | **balance** | |  | **Cash** |  | **Cash** |  | **Differences** | **Others** |  | **balance** |
|  | | **as at** | |  | **received** |  | **paid** |  | **on translating** |  |  | **as at** |
|  | | **March 1,** | |  |  |  |  |  | **foreign** |  |  | **August 31,** |
|  | | **2023** | |  |  |  |  |  | **currencies** |  |  | **2023** |
|  | | **Baht ’000** | |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** | **Baht ’000** |  | **Baht ’000** |
|  | |  | |  |  |  |  |  |  |  |  |  |
| Bank overdrafts and short-term borrowings from financial institutions | | 3,440,000 | |  | 51,150,000 |  | (49,840,000) |  | - | - |  | 4,750,000 |
| Long-term borrowings | | 49,141,338 | |  | 2,153,500 |  | (3,781,000) |  | (745,533) | 4,204 |  | 46,772,509 |
| Long-term borrowings under  securitization project | | 1,260,991 | |  | 273,501 |  | (273,501) |  | - | (76,834) |  | 1,184,157 |
| Long-term debentures | | 8,107,060 | |  | - |  | - |  | (317,305) | 3,357 |  | 7,793,112 |
| Lease liabilities | | 802,204 | |  | - |  | (242,488) |  | - | 116,682\* |  | 676,398 |
|  | |  | |  |  |  |  |  |  |  |  |  |
| \*The amount comprises addition of lease agreements and extensions of existing lease agreements. | | | | | | | | | | | | |

**5.** **TRADE RECEIVABLES**

5.1 Trade receivables as at August 31, 2024 and February 29, 2024 consist of the following:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED** | | |  | **SEPARATE** | | |
|  | **FINANCIAL STATEMENTS** | | |  | **FINANCIAL STATEMENTS** | | |
|  | **“Unaudited”** |  |  |  | **“Unaudited”** |  |  |
|  | **As at** |  | **As at** |  | **As at** |  | **As at** |
|  | **August 31,** |  | **February 29,** |  | **August 31,** |  | **February 29,** |
|  | **2024** |  | **2024** |  | **2024** |  | **2024** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |
| Trade receivables | 90,381,939 |  | 90,213,378 |  | 82,750,718 |  | 84,155,439 |
| Trade receivables under securitization project |  |  |  |  |  |  |  |
| - ATS Rabbit Special Purpose Vehicle  Company Limited | 1,006,155 |  | 1,091,265 |  | 1,006,155 |  | 1,091,265 |
| Total | 91,388,094 |  | 91,304,643 |  | 83,756,873 |  | 85,246,704 |
| Less Allowance for expected credit losses | (8,401,996) |  | (8,287,968) |  | (7,833,719) |  | (7,837,443) |
| **Total trade receivables** | 82,986,098 |  | 83,016,675 |  | 75,923,154 |  | 77,409,261 |

As the securitization transaction under the Receivables Sale and Purchase Agreement for transferred rights on loans receivable with ATS Rabbit Special Purpose Vehicle Company Limited does not qualify for derecognition of financial assets according to TFRS 9, the Company continues to recognize the full carrying amount of these receivables and uses them as collateral for long-term borrowings under the securitization project (see Note 5.5).

As at August 31, 2024 and February 29, 2024, trade receivables are as follows:

|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **“Unaudited”** | | | | |  |  | | | | |
|  | **As at August 31, 2024** | | | | |  | **As at February 29, 2024** | | | | |
|  | **Due within** |  | **Due after** |  | **Total** |  | **Due within** |  | **Due after** |  | **Total** |
|  | **1 year** |  | **1 year** |  |  |  | **1 year** |  | **1 year** |  |  |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| **Hire-purchase receivable** |  |  |  |  |  |  |  |  |  |  |  |
| Hire-purchase and accrued |  |  |  |  |  |  |  |  |  |  |  |
| interest receivable | 3,343,402 |  | 6,002,378 |  | 9,345,780 |  | 3,005,528 |  | 4,543,214 |  | 7,548,742 |
| Less Unearned financing income | (385,247) |  | (743,449) |  | (1,128,696) |  | (320,959) |  | (580,331) |  | (901,290) |
|  | 2,958,155 |  | 5,258,929 |  | 8,217,084 |  | 2,684,569 |  | 3,962,883 |  | 6,647,452 |
| Less Allowance for expected |  |  |  |  |  |  |  |  |  |  |  |
| credit losses | (180,471) |  | (347,436) |  | (527,907) |  | (170,624) |  | (312,816) |  | (483,440) |
| Hire-purchase and accrued |  |  |  |  |  |  |  |  |  |  |  |
| interest receivable - net | 2,777,684 |  | 4,911,493 |  | 7,689,177 |  | 2,513,945 |  | 3,650,067 |  | 6,164,012 |
|  |  |  |  |  |  |  |  |  |  |  |  |
| **Loans receivable** |  |  |  |  |  |  |  |  |  |  |  |
| Loans and accrued interest |  |  |  |  |  |  |  |  |  |  |  |
| receivable | 42,816,942 |  | 861,839 |  | 43,678,781 |  | 42,841,454 |  | 580,001 |  | 43,421,455 |
| Less Allowance for expected |  |  |  |  |  |  |  |  |  |  |  |
| credit losses | (5,103,321) |  | (77,182) |  | (5,180,503) |  | (5,041,675) |  | (49,606) |  | (5,091,281) |
| Loans and accrued interest |  |  |  |  |  |  |  |  |  |  |  |
| receivable - net | 37,713,621 |  | 784,657 |  | 38,498,278 |  | 37,799,779 |  | 530,395 |  | 38,330,174 |
|  |  |  |  |  |  |  |  |  |  |  |  |
| **Credit card receivable** |  |  |  |  |  |  |  |  |  |  |  |
| Credit card and accrued |  |  |  |  |  |  |  |  |  |  |  |
| interest receivable | 39,423,900 |  | - |  | 39,423,900 |  | 41,162,280 |  | - |  | 41,162,280 |
| Less Allowance for expected |  |  |  |  |  |  |  |  |  |  |  |
| credit losses | (2,693,426) |  | - |  | (2,693,426) |  | (2,713,190) |  | - |  | (2,713,190) |
| Credit card and accrued |  |  |  |  |  |  |  |  |  |  |  |
| interest receivable - net | 36,730,474 |  | - |  | 36,730,474 |  | 38,449,090 |  | - |  | 38,449,090 |
|  |  |  |  |  |  |  |  |  |  |  |  |
| **Receivable from rendering** |  |  |  |  |  |  |  |  |  |  |  |
| **the collection service** |  |  |  |  |  |  |  |  |  |  |  |
| Receivable from rendering |  |  |  |  |  |  |  |  |  |  |  |
| the collection service | 15,929 |  | - |  | 15,929 |  | 12,926 |  | - |  | 12,926 |
| Less Allowance for expected |  |  |  |  |  |  |  |  |  |  |  |
| credit losses | (160) |  | - |  | (160) |  | (57) |  | - |  | (57) |
| Receivable from rendering |  |  |  |  |  |  |  |  |  |  |  |
| the collection service - net | 15,769 |  | - |  | 15,769 |  | 12,869 |  | - |  | 12,869 |
|  |  |  |  |  |  |  |  |  |  |  |  |
| **Receivable from insurance** |  |  |  |  |  |  |  |  |  |  |  |
| **broker business** | 52,400 |  | - |  | 52,400 |  | 60,530 |  | - |  | 60,530 |
| **Total trade receivables** | 77,289,948 |  | 5,696,150 |  | 82,986,098 |  | 78,836,213 |  | 4,180,462 |  | 83,016,675 |

|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **“Unaudited”** | | | | |  |  | | | | |
|  | **As at August 31, 2024** | | | | |  | **As at February 29, 2024** | | | | |
|  | **Due within** |  | **Due after** |  | **Total** |  | **Due within** |  | **Due after** |  | **Total** |
|  | **1 year** |  | **1 year** |  |  |  | **1 year** |  | **1 year** |  |  |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| **Hire-purchase receivable** |  |  |  |  |  |  |  |  |  |  |  |
| Hire-purchase and accrued |  |  |  |  |  |  |  |  |  |  |  |
| interest receivable | 1,203,342 |  | 3,545,357 |  | 4,748,699 |  | 1,061,761 |  | 2,876,759 |  | 3,938,520 |
| Less Unearned financing income | (385,247) |  | (743,449) |  | (1,128,696) |  | (320,959) |  | (580,331) |  | (901,290) |
|  | 818,095 |  | 2,801,908 |  | 3,620,003 |  | 740,802 |  | 2,296,428 |  | 3,037,230 |
| Less Allowance for expected |  |  |  |  |  |  |  |  |  |  |  |
| credit losses | (65,540) |  | (224,472) |  | (290,012) |  | (76,380) |  | (236,770) |  | (313,150) |
| Hire-purchase and accrued |  |  |  |  |  |  |  |  |  |  |  |
| interest receivable - net | 752,555 |  | 2,577,436 |  | 3,329,991 |  | 664,422 |  | 2,059,658 |  | 2,724,080 |
|  |  |  |  |  |  |  |  |  |  |  |  |
| **Loans receivable** |  |  |  |  |  |  |  |  |  |  |  |
| Loans and accrued interest |  |  |  |  |  |  |  |  |  |  |  |
| receivable | 41,704,420 |  | 26,240 |  | 41,730,660 |  | 41,911,920 |  | 13,274 |  | 41,925,194 |
| Less Allowance for expected |  |  |  |  |  |  |  |  |  |  |  |
| credit losses | (4,892,797) |  | (795) |  | (4,893,592) |  | (4,852,367) |  | (283) |  | (4,852,650) |
| Loans and accrued interest |  |  |  |  |  |  |  |  |  |  |  |
| receivable - net | 36,811,623 |  | 25,445 |  | 36,837,068 |  | 37,059,553 |  | 12,991 |  | 37,072,544 |
|  |  |  |  |  |  |  |  |  |  |  |  |
| **Credit card receivable** |  |  |  |  |  |  |  |  |  |  |  |
| Credit card and accrued |  |  |  |  |  |  |  |  |  |  |  |
| interest receivable | 38,353,810 |  | - |  | 38,353,810 |  | 40,223,750 |  | - |  | 40,223,750 |
| Less Allowance for expected |  |  |  |  |  |  |  |  |  |  |  |
| credit losses | (2,650,115) |  | - |  | (2,650,115) |  | (2,671,643) |  | - |  | (2,671,643) |
| Credit card and accrued |  |  |  |  |  |  |  |  |  |  |  |
| interest receivable - net | 35,703,695 |  | - |  | 35,703,695 |  | 37,552,107 |  | - |  | 37,552,107 |
|  |  |  |  |  |  |  |  |  |  |  |  |
| **Receivable from insurance** |  |  |  |  |  |  |  |  |  |  |  |
| **broker business** | 52,400 |  | - |  | 52,400 |  | 60,530 |  | - |  | 60,530 |
| **Total trade receivables** | 73,320,273 |  | 2,602,881 |  | 75,923,154 |  | 75,336,612 |  | 2,072,649 |  | 77,409,261 |

5.2 Quality of assets

Staging analysis for trade receivables as at August 31, 2024 and February 29, 2024 are as follows:

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | | | | | |
|  | **“Unaudited”** | | | | | |  | |  | | | | |
|  | **As at August 31, 2024** | | | | | |  | | **As at February 29, 2024** | | | | |
|  | **Trade receivables** |  | **Allowance for expected  credit losses** |  | **Total trade receivables** |  | | **Trade receivables** | |  | **Allowance for expected  credit losses** |  | **Total trade receivables** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | | **Baht ’000** | |  | **Baht ’000** |  | **Baht ’000** |
| Low credit risk receivables (Stage 1) | 83,347,673 |  | (3,425,388) |  | 79,922,285 |  | | 83,792,052 | |  | (3,748,439) |  | 80,043,613 |
| Significant increase in credit risk receivables (Stage 2) | 2,744,778 |  | (1,135,775) |  | 1,609,003 |  | | 2,978,947 | |  | (1,300,947) |  | 1,678,000 |
| Default receivables in credit risk (Stage 3) | 5,295,643 |  | (3,840,833) |  | 1,454,810 |  | | 4,533,644 | |  | (3,238,582) |  | 1,295,062 |
| Total | 91,388,094 |  | (8,401,996) |  | 82,986,098 |  | | 91,304,643 | |  | (8,287,968) |  | 83,016,675 |
|  |  | | | | | | | | | | | | |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | | | | | | | |
|  | **“Unaudited”** | | | | |  | |  | | | | | |
|  | **As at August 31, 2024** | | | | |  | | **As at February 29, 2024** | | | | | |
|  | **Trade receivables** |  | **Allowance for expected  credit losses** |  | **Total trade**  **receivables** |  | | **Trade receivables** | |  | **Allowance for expected  credit losses** |  | **Total trade**  **receivables** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | | **Baht ’000** | |  | **Baht ’000** |  | **Baht ’000** |
| Low credit risk receivables (Stage 1) | 76,413,812 |  | (3,282,830) |  | 73,130,982 |  | | 78,326,899 | |  | (3,623,373) |  | 74,703,526 |
| Significant increase in credit risk receivables (Stage 2) | 2,520,830 |  | (1,057,899) |  | 1,462,931 |  | | 2,793,624 | |  | (1,245,895) |  | 1,547,729 |
| Default receivables in credit risk (Stage 3) | 4,822,231 |  | (3,492,990) |  | 1,329,241 |  | | 4,126,181 | |  | (2,968,175) |  | 1,158,006 |
| Total | 83,756,873 |  | (7,833,719) |  | 75,923,154 |  | | 85,246,704 | |  | (7,837,443) |  | 77,409,261 |

Trade receivables as at August 31, 2024 and February 29, 2024 classified by aging are as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED** | | |  | **SEPARATE** | | |
|  | **FINANCIAL STATEMENTS** | | |  | **FINANCIAL STATEMENTS** | | |
|  | **“Unaudited”** |  |  |  | **“Unaudited”** |  |  |
|  | **As at** |  | **As at** |  | **As at** |  | **As at** |
|  | **August 31,** |  | **February 29,** |  | **August 31,** |  | **February 29,** |
|  | **2024** |  | **2024** |  | **2024** |  | **2024** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |
| Less than 3 months | 86,684,888 |  | 87,414,398 |  | 79,527,079 |  | 81,763,922 |
| 3 months up | 4,703,206 |  | 3,890,245 |  | 4,229,794 |  | 3,482,782 |
| Total | 91,388,094 |  | 91,304,643 |  | 83,756,873 |  | 85,246,704 |
| Less Allowance for expected credit losses | (8,401,996) |  | (8,287,968) |  | (7,833,719) |  | (7,837,443) |
| **Total trade receivables** | 82,986,098 |  | 83,016,675 |  | 75,923,154 |  | 77,409,261 |

5.3 Troubled debt restructuring

For the three-month periods ended August 31, 2024 and 2023, the Company recognized interest income on restructured debts totaling Baht 50.94 million and Baht 16.82 million, respectively.

For the six-month periods ended August 31, 2024 and 2023, the Company recognized interest income on restructured debts totaling Baht 90.09 million and Baht 33.58 million, respectively.

The Company had outstanding balances of credit card receivable, hire-purchase receivable and loans receivable as at August 31, 2024 and February 29, 2024,   
as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | |
|  | **“Unaudited”** | | |  |  | | | |
|  | **As at August 31, 2024** | | |  | **As at February 29, 2024** | | | |
|  | **Number of** |  | **Amount** |  | **Number of** |  | **Amount** | |
|  | **debtors** |  | **Baht ’000** |  | **debtors** |  | **Baht ’000** | |
|  |  |  |  |  |  |  |  | |
| Restructured trade receivables | 32,565 |  | 1,671,329 |  | 27,236 |  | 1,318,128 | |
| Non-restructured trade receivables | 3,500,598 |  | 89,648,436 |  | 3,522,910 |  | 89,913,059 | |
| Total | 3,533,163 |  | 91,319,765 |  | 3,550,146 |  | 91,231,187 | |
|  |  | | | | | | |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | |
|  | **“Unaudited”** | | |  |  | | | |
|  | **As at August 31, 2024** | | |  | **As at February 29, 2024** | | | |
|  | **Number of** |  | **Amount** |  | **Number of** |  | **Amount** | |
|  | **debtors** |  | **Baht ’000** |  | **debtors** |  | **Baht ’000** | |
|  |  |  |  |  |  |  |  | |
| Restructured trade receivables | 23,582 |  | 1,630,756 |  | 18,973 |  | 1,272,083 | |
| Non-restructured trade receivables | 2,379,182 |  | 82,073,717 |  | 2,413,423 |  | 83,914,091 | |
| Total | 2,402,764 |  | 83,704,473 |  | 2,432,396 |  | 85,186,174 | |

As at August 31, 2024 and February 29, 2024, the Company had no commitment to provide additional loans to its restructured debtors after debt restructuring.

5.4 Allowance for expected credit losses

Allowance for expected credit losses as at August 31, 2024 and February 29, 2024 are as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED** | | |  | **SEPARATE** | | |
|  | **FINANCIAL STATEMENTS** | | |  | **FINANCIAL STATEMENTS** | | |
|  | **“Unaudited”** |  |  |  | **“Unaudited”** |  |  |
|  | **As at** |  | **As at** |  | **As at** |  | **As at** |
|  | **August 31,** |  | **February 29,** |  | **August 31,** |  | **February 29,** |
|  | **2024** |  | **2024** |  | **2024** |  | **2024** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |
| Beginning balance | 8,287,968 |  | 10,125,258 |  | 7,837,443 |  | 9,530,542 |
| Expected credit losses | 4,257,888 |  | 7,759,122 |  | 4,101,447 |  | 7,686,083 |
| Written-off bad debts | (4,143,860) |  | (9,596,412) |  | (4,105,171) |  | (9,379,182) |
| Ending balance | 8,401,996 |  | 8,287,968 |  | 7,833,719 |  | 7,837,443 |

5.5 Transfers of financial assets

The Company entered into the Receivables Sale and Purchase Agreement with Special Purposes Vehicle Company, which was incorporated under the Civil and Commercial Code of Thailand to be special purpose vehicle (SPV) under the Royal Enactment on Special Purpose Juristic Persons for Securitization B.E. 2540 (1997). Under the securitization plan which was approved by the SEC, the Company sold an amount of revolving receivables and the SPV also appointed the Company to act as the servicer responsible for collecting payments from its obligor under   
the Receivables Sale and Purchase Agreement and Servicing Agreement.

Details of aforementioned sales of receivables are summarized as follows:

|  |  |  |
| --- | --- | --- |
|  |  | **ATS Rabbit\*** |
| Approved date of the securitization project by the SEC |  | October 2, 2015 |
| Initial selling date |  | October 29, 2015 |
| Type of transferred receivables |  | Loans receivable |
| Revolving period |  | October 2015 - October 2025 (approximately) |
| **Initial sale of receivables** |  |  |
| Net book value of initial receivables | Baht | 456,076,200 |
| Proceeds from transfer of the rights in receivables | Baht | 433,272,390 |
| Subordinated lendings | Baht | 50,081,313 |
| Minimum seller loans - pari passu with debentures | Baht | None |
| Number of contracts |  | 49,225 |
| Average principal amount outstanding | Baht | 9,265 |
| Interest rate |  | 25% p.a. |

\* ATS Rabbit Special Purpose Vehicle Company Limited (Subsidiary)

The Company does not recognize other assets obtained in the transfer of financial assets including retained interests in the financial statements because it is not practical to estimate their reliable fair values.

On October 22, 2015, the Company entered into the Receivables Sale and Purchase Agreement with ATS Rabbit Special Purpose Vehicle Company Limited which was registered as a special purpose vehicle company under the Civil and Commercial Code of Thailand for the purpose of implementing or facilitating the securitization   
in accordance with the securitization project approved by the Office of the SEC   
on October 2, 2015 for transferred rights, title, interest and benefits in respect of the Initial Receivables, the Future Receivables and the Additional Receivables   
on the term of the Agreement.

During the life of the securitization project, the Company may repurchase the rights on the Purchased Receivables with ATS Rabbit in the following circumstances:

1. When the Company has breached its representations and warrantees with respect to the Purchased Receivables which are ineligible. The Company is obliged to repurchase such ineligible receivables on the next Monthly Purchase Date.
2. The Company, as the collection agent, may exercise the Clean-up Call Option for repurchase of remaining Purchased Receivables whenever the continued servicing of the Purchase Receivables is deemed to be burdensome.
3. The Company may exercise the Tax Redemption Option for repurchase of remaining Purchased Receivables, where there is incurred taxes other than corporate income tax and special business tax.

For the three-month and six-month periods ended August 31, 2024 and 2023, transactions relating to the transfers of financial assets under the securitization project are summarized as follows:

|  | **For the three-month**  **periods ended August 31,** | | |  | **For the six-month**  **periods ended August 31,** | | |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  | **Million** |  | **Million** |  | **Million** |  | **Million** |
|  | **Baht** |  | **Baht** |  | **Baht** |  | **Baht** |
| Transfers of future and additional receivables (at book value) |  |  |  |  |  |  |  |
| - Loans receivable (ATS Rabbit) | 107 |  | 130 |  | 219 |  | 262 |
|  | 107 |  | 130 |  | 219 |  | 262 |
|  |  |  |  |  |  |  |  |
| Cash collection on behalf of a Special Purpose Vehicle |  |  |  |  |  |  |  |
| - Loans receivable (ATS Rabbit) | 201 |  | 218 |  | 403 |  | 437 |
|  | 201 |  | 218 |  | 403 |  | 437 |
|  |  |  |  |  |  |  |  |
| Servicing income on cash collection from a Special Purpose Vehicle |  |  |  |  |  |  |  |
| - Loans receivable (ATS Rabbit) | 14 |  | 16 |  | 29 |  | 33 |
|  | 14 |  | 16 |  | 29 |  | 33 |

**6.** **LONG-TERM LOAN TO A SUBSIDIARY**

As at August 31, 2024 and February 29, 2024, the Company has long-term loan to a subsidiary (see Note 25.2.1) in the separate financial statements as follows:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | | | | | **SEPARATE FINANCIAL STATEMENTS** | | |
|  |  | | | | | **“Unaudited”** |  |  |
|  |  | | | | | **As at August 31,**  **2024** |  | **As at February 29, 2024** |
|  | **Due within** | **Interest rate** |  | **Foreign currency** |  | **Baht equivalent** |  | **Baht equivalent** |
|  | **the year** | **p.a. (%)** |  | **Million** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |  |
| Loans in USD currency | 2024 - 2026 | 8.50 |  | 2.40 |  | 81,132 |  | 85,862 |
| Less Long-term loan to a subsidiary due within 1 year | | |  |  |  | (27,044) |  | (28,621) |
| Total long-term loan to a subsidiary | | |  |  |  | 54,088 |  | 57,241 |

Such long-term loan to a subsidiary is unsecured.

**7. LOANS FROM PURCHASE OF ACCOUNTS RECEIVABLE**

As at August 31, 2024 and February 29, 2024, loans from purchase of accounts receivable are as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  | **CONSOLIDATED FINANCIAL STATEMENTS** | | |
|  | **“Unaudited”** | |  |  |
|  | **As at** **August 31,**  **2024** | |  | **As at** **February 29, 2024** |
|  | **Baht ’000** | |  | **Baht ’000** |
|  |  | |  |  |
| Hire-purchase receivables | 51,400 | |  | 51,810 |
| Add Accrued interest | 25,034 | |  | 17,571 |
|  | 76,434 | |  | 69,381 |
| Less Allowance for expected credit losses | (54,663) | |  | (45,174) |
|  | 21,771 | |  | 24,207 |
| Less Current portion of loans from |  | |  |  |
| purchase of accounts receivable | (1,567) | |  | (1,590) |
| **Loans from purchase of** |  | |  |  |
| **accounts receivable - net of current portion** | 20,204 | |  | 22,617 |

On January 6, 2023 and March 31, 2023, ACS Servicing (Thailand) Company Limited   
(the “Subsidiary”) bought written-off receivables under hire-purchase agreements by a bidding process from unrelated local companies (the “Sellers”) with the selling price of Baht 27.12 million and Baht 11.79 million, respectively. On the same date, the Subsidiary entered into the Asset Sale and Purchase Agreement with the Sellers and already paid the payment in full to the Sellers. The agreement set out the conditions and terms in respect of the sales, assignment and conveyance of the subsidiary’s rights, title, claim, obligation, liability and interest in the written-off receivables under hire-purchase agreements.

**8.** **INVESTMENTS IN SUBSIDIARIES**

As at August 31, 2024 and February 29, 2024, the Company had investments in subsidiaries (see Note 25.1) which are accounted for using the cost method in the separate financial statements are as follows:

|  | **SEPARATE FINANCIAL STATEMENTS** | | | |
| --- | --- | --- | --- | --- |
|  | **“Unaudited”** | |  | |
|  | **As at August 31, 2024** | | **As at February 29, 2024** | |
|  | **Ownership** | **Cost** | **Ownership** | **Cost** |
|  | **%** | **Baht ’000** | **%** | **Baht ’000** |
|  |  |  |  |  |
| ACS Servicing (Thailand) Company Limited | 100.00 | 175,349.1 | 100.00 | 175,349.1 |
| ACSI (Thailand) Co., Ltd. | 100.00 | 149,224.3 | 100.00 | 149,224.3 |
| AEON Specialized Bank (Cambodia) Plc. | 50.00 | 323,580.0 | 50.00 | 323,580.0 |
| AEON Microfinance (Myanmar) Company Limited | 100.00 | 455,403.3 | 100.00 | 455,403.3 |
| AEON Leasing Service (Lao) Company Limited | 96.29 | 107,333.1 | 96.29 | 107,333.1 |
| ATS Rabbit Special Purpose Vehicle Company Limited | 48.75 | 19.5 | 48.75 | 19.5 |
| AEON Asset Management (Thailand) Company Limited | 99.99 | 99,999.9 | 99.99 | 49,999.9 |
| **Total** |  | 1,310,909.2 |  | 1,260,909.2 |

8.1 On April 11, 2022, the Board of Directors’ Meeting of ACSI (Thailand) Co., Ltd.   
(the “Subsidiary”) had a special resolution to approve the Subsidiary’s dissolution. Subsequently, on April 28, 2022, the Annual General Meeting of Shareholders of the Subsidiary had the resolutions to approve the Subsidiary’s dissolution. The Subsidiary has registered the dissolution with the Department of Business Development, Ministry of Commerce on June 30, 2022. As at August 31, 2024, the Subsidiary is in process of liquidation.

8.2 On August 2, 2022, the Company has established a new subsidiary under the name “AEON Asset Management (Thailand) Company Limited” (“AEON AMC”), whereas the Company holds 98% of the shares. The initial registered capital is Baht 25 million, which were fully paid. The objective of AEON AMC is to purchase and manage non-performing assets.

Subsequently, on August 25, 2023, the Company purchased 2,499 shares of AEON AMC from ACS Servicing (Thailand) Company Limited, a subsidiary, at the amount of Baht 100 per share totaling Baht 0.25 million. On the same date, the Company also purchased 2,503 shares of AEON AMC from non-controlling interests at the amount of Baht 100 per share totaling Baht 0.25 million. Therefore, the Company directly holds 99.99% shares of AEON AMC.

On September 8, 2023, the Extraordinary General Meeting of Shareholders of AEON AMC had a resolution to approve the increase of registered share capital from Baht 25 million, divided into 250,000 shares at a par value of Baht 100, to Baht 100 million, divided into 1,000,000 shares at a par value of Baht 100, by issuance of 750,000 new ordinary shares at a par value of Baht 100, totaling Baht 75 million. AEON AMC has registered the increase of registered share capital with the Department of Business Development, Ministry of Commerce on September 22, 2023, of which 33.33% totaling Baht 25 million was called up.

Subsequently, on July 24, 2024, the Board of Directors’ Meeting of AEON AMC had a resolution to call up for payment on the remaining unpaid shares 66.67% of the issuance of 750,000 new ordinary shares at a par value of Baht 100, totaling   
Baht 50 million. The Company has already paid the remaining amount on   
August 6, 2024. As a result, the issued and paid-up share capital of AEON AMC amount to Baht 100 million.

8.3 On May 28, 2024, the Board of Directors’ Meeting of AEON Specialized Bank (Cambodia) Plc. (“ASBC”), a subsidiary, had a resolution to approve the increase of registered share capital of USD 20 million by issuance of 20 million new ordinary shares at a par value of USD 1 per share, according to the existing percentage of shareholding. The Company had made a payment in advance for the capital injection amounting to USD 10 million or equivalent to Baht 367.51 million, which is presented as share subscription paid in advance to a subsidiary in the separate statement of financial position as at August 31, 2024. On September 19, 2024, the National Bank of Cambodia has approved such increase in registered share capital, thus, ASBC is in the process to register the increased share capital. After the registration, the Company will still maintain shareholding of 50% in ASBC.

Moreover, since Aeon Financial Service Limited (“Major shareholder”) has 50% shareholding in ASBC, and has already made a payment in advance for the   
share subscription amounting to USD 10 million or equivalent to Baht 366.56 million, such amount is presented as share subscription received in advance as   
part of shareholders’ equity in the consolidated statement of financial position as at August 31, 2024.

**9. INVESTMENTS IN EQUITY SECURITIES DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS**

Investments in equity securities designated at fair value through profit or loss as at August 31, 2024 and February 29, 2024 consist of the following:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS** | | | | |
|  | **“Unaudited”** | |  |  | |
|  | **As at August 31, 2024** | |  | **As at February 29, 2024** | |
|  | **Ownership** | **Fair Value** |  | **Ownership** | **Fair Value** |
|  | **%** | **Baht ’000** |  | **%** | **Baht ’000** |
|  |  |  |  |  |  |
| AEON (Thailand) Co., Ltd.(1) | 3.82 | - |  | 3.82 | - |
| PT. AEON Credit Service Indonesia (2) | 2.59 | 14,471 |  | 2.59 | 14,471 |
| ACS Trading Vietnam Company Limited | 1.59 | - |  | 1.59 | - |
| **Total** |  | 14,471 |  |  | 14,471 |

(1) 340,000 shares of Baht 100 each, Baht 25 called up

(2) 173 shares of IDR 30 million each, fully paid

The fair values of investments in equity securities designated at fair value through profit or loss are categorized into level 3.

**10.** **INVESTMENT IN EQUITY SECURITY DESIGNATED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME**

Investment in equity security designated at fair value through other comprehensive income as at August 31, 2024 and February 29, 2024 consist of the following:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS** | | | | |
|  | **“Unaudited”** | |  |  | |
|  | **As at August 31, 2024** | |  | **As at February 29, 2024** | |
|  | **Ownership** | **Fair Value** |  | **Ownership** | **Fair Value** |
|  | **%** | **Baht ’000** |  | **%** | **Baht ’000** |
|  |  |  |  |  |  |
| Rabbit Cash Co., Ltd. (1) | 18.00 | 216,000 |  | 18.00 | 216,000 |
| **Total** |  | 216,000 |  |  | 216,000 |

1. 2,160,000 shares of Baht 100 each, fully paid

On March 29, 2021, the Company has entered into a Joint Venture Agreement with BSS Holdings Company Limited (“BSS Holdings”) and Humanica Public Company Limited (“HUMAN”) to incorporate a Joint Venture Company under the name of “Rabbit Cash Company Limited”, whereas BSS Holdings, the Company and HUMAN holds 77%, 18% and 5%, respectively, of the shares. The initial registered capital is Baht 800 million.

Subsequently, on February 22, 2024, the Extraordinary General Meeting of Shareholders of Rabbit Cash Company Limited had a resolution to approve the increase of registered share capital amount of Baht 400 million and the Company has increased the share capital to maintain the proportion of shareholding at 18%.

The fair value of investment in equity security designated at fair value through other comprehensive income is categorized into level 3.

**11. SELLER LOAN IN SPECIAL PURPOSE VEHICLE FOR SECURITIZATION**

Seller loan in Special Purpose Vehicle for securitization as at August 31, 2024 and February 29, 2024 are as follows:

|  |  |  |  |
| --- | --- | --- | --- |
|  | **SEPARATE**  **FINANCIAL STATEMENTS** | | |
|  | **“Unaudited”** |  |  |
|  | **As at**  **August 31,**  **2024** |  | **As at**  **February 29, 2024** |
|  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |
| Seller loan in Special Purpose Vehicle for securitization (see Note 25.2.1) |  |  |  |
| ATS Rabbit Special Purpose Vehicle Company Limited (ATS Rabbit) | 484,884 |  | 308,045 |
| **Total Seller loan in Special Purpose Vehicle for securitization** | 484,884 |  | 308,045 |

Subsequent to the sale of the rights in initial loans receivable under securitization project,   
the Company received partial payments from ATS Rabbit with Seller Loan Account under securitization project for sales of the rights in loans receivable to ATS Rabbit during the sales period of the rights in additional receivables or repurchase period of the rights in loans receivable. Such Seller Loan Account will decrease from cash repayment when the outstanding amount reaches or exceeds determined level or the duration after the closing date reaches or exceed the determined level, or every 3-month period after the payment date as agreed in the agreement, whichever is earlier.

**12. Subordinated lendingS AND SUBORDINATED BORROWINGS**

12.1 Subordinated lendings to Special Purpose Vehicle as at August 31, 2024 and February 29, 2024 are as follows:

|  |  |  |  |
| --- | --- | --- | --- |
|  | **SEPARATE** | | |
|  | **FINANCIAL STATEMENTS** | | |
|  | **“Unaudited”** |  |  |
|  | **As at** |  | **As at** |
|  | **August 31,** |  | **February 29,** |
|  | **2024** |  | **2024** |
|  | **Baht ’000** |  | **Baht ’000** |
| Subordinated lendings (see Note 25.2.1) |  |  |  |
| ATS Rabbit Special Purpose Vehicle Company Limited  (ATS Rabbit) | 84,074 |  | 84,074 |
| Less Current portion of subordinated lendings | (53,432) |  | (2,441) |
| **Total subordinated lendings** | 30,642 |  | 81,633 |

On October 22, 2015, the Company entered into the subordinated term loan agreement with ATS Rabbit amounting to 5% of transferred rights in Initial Receivables (see Note 5.5) and originated transaction cost, and of Future Receivables and Additional Receivables, which are settled by Seller Loan Account and backed for each issuance of debentures of ATS Rabbit, for the purposes of partial payment from ATS Rabbit for the sales of rights in loans receivable.

The term loan is due within the year 2025 and the interest is payable on a monthly basis at the rate of 12% per annum.

12.2 Subordinated borrowings of Special Purpose Vehicle as at August 31, 2024 and February 29, 2024 are as follows:

|  |  |  |  |
| --- | --- | --- | --- |
|  | **CONSOLIDATED** | | |
|  | **FINANCIAL STATEMENTS** | | |
|  | **“Unaudited”** |  |  |
|  | **As at** |  | **As at** |
|  | **August 31,** |  | **February 29,** |
|  | **2024** |  | **2024** |
|  | **Baht ’000** |  | **Baht ’000** |
| Subordinated borrowings |  |  |  |
| ATS Rabbit Special Purpose Vehicle Company Limited  (ATS Rabbit) | 84,074 |  | 84,074 |
| Less Current portion of subordinated borrowings | (53,432) |  | (2,441) |
| **Total subordinated borrowings** | 30,642 |  | 81,633 |

On October 22, 2015, ATS Rabbit, a subsidiary, entered into the subordinated term borrowings agreement with BSS Holdings Co., Ltd. amounting to 5% of transferred rights in Initial Receivables (see Note 5.5) and originated transaction cost, and of Future Receivables and Additional Receivables, which are settled by Seller Loan Account and backed for each issuance of debentures of ATS Rabbit, for the purposes of partial payment for the purchase of rights in loans receivable.

The term borrowings are due within the year 2025 and the interest is payable on   
a monthly basis at the rate of 12% per annum.

**13.** **DEFERRED TAX ASSETS**

Deferred tax assets as at August 31, 2024 and February 29, 2024 are as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED** | | |  | **SEPARATE** | | |
|  | **FINANCIAL STATEMENTS** | | |  | **FINANCIAL STATEMENTS** | | |
|  | **“Unaudited”** |  |  |  | **“Unaudited”** |  |  |
|  | **As at** |  | **As at** |  | **As at** |  | **As at** |
|  | **August 31,** |  | **February 29,** |  | **August 31,** |  | **February 29,** |
|  | **2024** |  | **2024** |  | **2024** |  | **2024** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| **Deferred tax assets** |  |  |  |  |  |  |  |
| Allowance for expected credit losses | 1,605,783 |  | 1,603,710 |  | 1,566,744 |  | 1,567,489 |
| Cumulative loss from fair value measurement of investments in equity securities | 2,620 |  | 2,620 |  | 5,984 |  | 5,984 |
| Allowance for impairment of investment and assets | 40,579 |  | 38,009 |  | 19,099 |  | 19,099 |
| Provisions for employee benefit | 101,530 |  | 95,306 |  | 93,996 |  | 88,140 |
| Deferred revenue from customer loyalty programs | 68,649 |  | 62,933 |  | 68,649 |  | 62,933 |
| Lease agreements | 19,983 |  | 19,656 |  | 18,186 |  | 17,898 |
| Derivatives | 521,931 |  | 233,909 |  | 521,931 |  | 233,909 |
| Others | 41,544 |  | 38,393 |  | 16,970 |  | 17,181 |
|  | 2,402,619 |  | 2,094,536 |  | 2,311,559 |  | 2,012,633 |
| **Deferred tax liabilities** |  |  |  |  |  |  |  |
| Lease agreements | 329 |  | 66 |  | - |  | - |
| Others | 6,376 |  | 5,919 |  | - |  | - |
|  | 6,705 |  | 5,985 |  | - |  | - |
| **Deferred tax assets** | 2,395,914 |  | 2,088,551 |  | 2,311,559 |  | 2,012,633 |

The movements of deferred tax assets and liabilities during the period/year are as follows:

|  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | | | |
|  | **“Unaudited”** | | | | | | | | | | |
|  | **Beginning**  **balance**  **as at**  **March 1,  2024** |  | | **Items as**  **recognized in profit or loss** | |  | **Items as**  **recognized**  **in other comprehensive income** |  | | | **Ending**  **balance**  **as at**  **August 31,**  **2024** |
|  | **Baht ’000** |  | | **Baht ’000** | |  | **Baht ’000** |  | | | **Baht ’000** |
| **Deferred tax assets** |  |  | |  | |  |  |  | | |  |
| Allowance for expected credit losses | 1,603,710 |  | | 2,073 | |  | - |  | | | 1,605,783 |
| Cumulative loss from fair value measurement of investments in equity securities | 2,620 |  | | - | |  | - |  | | | 2,620 |
| Allowance for impairment of investment and assets | 38,009 |  | | 2,570 | |  | - |  | | | 40,579 |
| Provisions for employee benefit | 95,306 |  | | 6,224 | |  | - |  | | | 101,530 |
| Deferred revenue from customer loyalty programs | 62,933 |  | | 5,716 | |  | - |  | | | 68,649 |
| Lease agreements | 19,656 |  | | 327 | |  | - |  | | | 19,983 |
| Derivatives | 233,909 |  | | 279,564 | |  | 8,458 |  | | | 521,931 |
| Others | 38,393 |  | | 3,151 | |  | - |  | | | 41,544 |
|  | 2,094,536 |  | | 299,625 | |  | 8,458 |  | | | 2,402,619 |
| **Deferred tax liabilities** |  |  | |  | |  |  |  | | |  |
| Lease agreements | 66 |  | | 263 | |  | - |  | | | 329 |
| Others | 5,919 |  | | 457 | |  | - |  | | | 6,376 |
|  | 5,985 |  | | 720 | |  | - |  | | | 6,705 |
| **Deferred tax assets** | 2,088,551 |  | | 298,905 | |  | 8,458 |  | | | 2,395,914 |
|  |  | | | | | | | | | | |
|  | | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | | | |
|  | | **Beginning**  **balance**  **as at**  **March 1,  2023** | |  | | **Items as**  **recognized in profit or loss** |  | **Items as**  **recognized**  **in other comprehensive income** | |  | **Ending**  **balance**  **as at**  **February 29, 2024** | |
|  | | **Baht ’000** | |  | | **Baht ’000** |  | **Baht ’000** | |  | **Baht ’000** | |
| **Deferred tax assets** | |  | |  | |  |  |  | |  |  | |
| Allowance for expected credit losses | | 1,956,008 | |  | | (352,298) |  | - | |  | 1,603,710 | |
| Cumulative loss from fair value measurement of investments in equity securities | | 4,502 | |  | | (1,882) |  | - | |  | 2,620 | |
| Allowance for impairment of investment and assets | | 21,300 | |  | | 16,709 |  | - | |  | 38,009 | |
| Provisions for employee benefit | | 88,052 | |  | | 12,168 |  | (4,914) | |  | 95,306 | |
| Deferred revenue from customer loyalty programs | | 72,678 | |  | | (9,745) |  | - | |  | 62,933 | |
| Lease agreements | | 18,016 | |  | | 1,640 |  | - | |  | 19,656 | |
| Derivatives | | 147,856 | |  | | 27,238 |  | 58,815 | |  | 233,909 | |
| Others | | 42,075 | |  | | (3,682) |  | - | |  | 38,393 | |
|  | | 2,350,487 | |  | | (309,852) |  | 53,901 | |  | 2,094,536 | |
| **Deferred tax liabilities** | |  | |  | |  |  |  | |  |  | |
| Lease agreements | | 518 | |  | | (452) |  | - | |  | 66 | |
| Others | | 9,047 | |  | | (3,128) |  | - | |  | 5,919 | |
|  | | 9,565 | |  | | (3,580) |  | - | |  | 5,985 | |
| **Deferred tax assets** | | 2,340,922 | |  | | (306,272) |  | 53,901 | |  | 2,088,551 | |

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | |
|  | **“Unaudited”** | | | | | | |
|  | **Beginning**  **balance**  **as at**  **March 1,  2024** |  | **Items as**  **recognized in profit or loss** |  | **Items as**  **recognized**  **in other comprehensive income** |  | **Ending**  **balance**  **as at**  **August 31,**  **2024** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| **Deferred tax assets** |  |  |  |  |  |  |  |
| Allowance for expected credit losses | 1,567,489 |  | (745) |  | - |  | 1,566,744 |
| Cumulative loss from fair value measurement of investments in equity securities | 5,984 |  | - |  | - |  | 5,984 |
| Allowance for impairment of assets | 19,099 |  | - |  | - |  | 19,099 |
| Provisions for employee benefit | 88,140 |  | 5,856 |  | - |  | 93,996 |
| Deferred revenue from customer loyalty programs | 62,933 |  | 5,716 |  | - |  | 68,649 |
| Lease agreements | 17,898 |  | 288 |  | - |  | 18,186 |
| Derivatives | 233,909 |  | 279,564 |  | 8,458 |  | 521,931 |
| Others | 17,181 |  | (211) |  | - |  | 16,970 |
|  | 2,012,633 |  | 290,468 |  | 8,458 |  | 2,311,559 |
| **Deferred tax assets** | 2,012,633 |  | 290,468 |  | 8,458 |  | 2,311,559 |

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | |
|  | **Beginning**  **balance**  **as at**  **March 1,  2023** |  | **Items as**  **recognized in profit or loss** |  | **Items as**  **recognized**  **in other comprehensive income** |  | **Ending**  **balance**  **as at**  **February 29, 2024** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| **Deferred tax assets** |  |  |  |  |  |  |  |
| Allowance for expected credit loss | 1,906,108 |  | (338,619) |  | - |  | 1,567,489 |
| Cumulative loss from fair value measurement of investments in equity securities | 7,866 |  | (1,882) |  | - |  | 5,984 |
| Allowance for impairment of assets | 19,099 |  | - |  | - |  | 19,099 |
| Provisions for employee benefit | 81,866 |  | 10,866 |  | (4,592) |  | 88,140 |
| Deferred revenue from customer loyalty programs | 72,678 |  | (9,745) |  | - |  | 62,933 |
| Lease agreements | 16,482 |  | 1,416 |  | - |  | 17,898 |
| Derivatives | 147,856 |  | 27,238 |  | 58,815 |  | 233,909 |
| Others | 16,893 |  | 288 |  | - |  | 17,181 |
|  | 2,268,848 |  | (310,438) |  | 54,223 |  | 2,012,633 |
| **Deferred tax assets** | 2,268,848 |  | (310,438) |  | 54,223 |  | 2,012,633 |

**14.** **SHORT-TERM BORROWINGS FROM FINANCIAL INSTITUTIONS**

Short-term borrowings from financial institutions as at August 31, 2024 and February 29, 2024 consist of the following:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | |
|  | **“Unaudited”** | | |  |  | | |
|  | **As at August 31, 2024** | | |  | **As at February 29, 2024** | | |
|  | **Interest rate** |  |  |  | **Interest rate** |  |  |
|  | **p.a. (%)** |  | **Baht ’000** |  | **p.a. (%)** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |
| Short-term borrowings in THB currency | 2.65 - 2.67 |  | 2,270,000 |  | 2.69 |  | 500,000 |
| Short-term borrowings in USD currency | 6.62 - 8.00 |  | 2,899,399 |  | 6.78 - 8.00 |  | 1,859,266 |
| Short-term borrowings in LAK currency | 6.50 - 6.60 |  | 357,850 |  | 6.50 - 6.60 |  | 322,965 |
| Total |  |  | 5,527,249 |  |  |  | 2,682,231 |
|  |  | | | | | | |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | |
|  | **“Unaudited”** | | |  |  | | |
|  | **As at August 31, 2024** | | |  | **As at February 29, 2024** | | |
|  | **Interest rate** |  |  |  | **Interest rate** |  |  |
|  | **p.a. (%)** |  | **Baht ’000** |  | **p.a. (%)** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |
| Short-term borrowings in THB currency | 2.65 - 2.67 |  | 2,270,000 |  | 2.69 |  | 500,000 |
| Total |  |  | 2,270,000 |  |  |  | 500,000 |

Short-term borrowings in THB and foreign currencies from financial institutions are borrowings from various financial institutions in the form of promissory notes and are unsecured.

**15. LONG-TERM BORROWINGS**

As at August 31, 2024 and February 29, 2024, the Company entered into various long-term borrowings agreements in THB and foreign currencies as follows:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | |
|  | **“Unaudited”** | | | | | |
|  | **As at August 31, 2024** | | | | | |
|  | **Due within** | **Interest rate** |  | **Foreign currency** |  | **Baht equivalent** |
|  | **the year** | **p.a. (%)** |  | **Million** |  | **Baht ’000** |
|  |  |  |  |  |  |  |
| Borrowings in JPY currency | 2025 - 2027 | 1.90 - 2.49 |  | 9,398.95 |  | 2,237,871 |
| Borrowings in USD currency | 2024 - 2028 | 1.85 - 8.50 |  | 694.54 |  | 23,907,444 |
| Borrowings in THB currency | 2024 - 2027 | 2.01 - 3.79 |  | 21,500.00 |  | 21,500,000 |
| Borrowings in MMK currency | 2026 | 0.80 |  | 6,477.51 |  | 114,004 |
| Less Borrowings issuance cost |  |  |  |  |  | (29,043) |
|  |  |  |  |  |  | 47,730,276 |
| Less Current portion of long-term borrowings | |  |  |  |  | (19,250,491) |
| Total long-term borrowings |  |  |  |  |  | 28,479,785 |

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  |  | | | | | |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | |
|  | **As at February 29, 2024** | | | | | |
|  | **Due within** | **Interest rate** |  | **Foreign currency** |  | **Baht equivalent** |
|  | **the year** | **p.a. (%)** |  | **Million** |  | **Baht ’000** |
|  |  |  |  |  |  |  |
| Borrowings in JPY currency | 2024 - 2027 | 1.90 - 2.49 |  | 11,903.19 |  | 2,892,106 |
| Borrowings in USD currency | 2024 - 2027 | 1.85 - 8.50 |  | 677.33 |  | 24,332,342 |
| Borrowings in THB currency | 2024 - 2027 | 2.01 - 3.79 |  | 24,000.00 |  | 24,000,000 |
| Borrowings in MMK currency | 2026 | 0.80 |  | 6,719.32 |  | 110,197 |
| Less Borrowings issuance cost |  |  |  |  |  | (39,009) |
|  |  |  |  |  |  | 51,295,636 |
| Less Current portion of long-term borrowings | |  |  |  |  | (16,960,051) |
| Total long-term borrowings |  |  |  |  |  | 34,335,585 |
|  |  |  | | | | |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | |
|  | **“Unaudited”** | | | | | |
|  | **As at August 31, 2024** | | | | | |
|  | **Due within** | **Interest rate** |  | **Foreign currency** |  | **Baht equivalent** |
|  | **the year** | **p.a. (%)** |  | **Million** |  | **Baht ’000** |
|  |  |  |  |  |  |  |
| Borrowings in JPY currency | 2025 - 2027 | 1.90 - 2.49 |  | 9,398.95 |  | 2,237,871 |
| Borrowings in USD currency | 2024 - 2028 | 1.85 - 3.64 |  | 624.10 |  | 21,300,345 |
| Borrowings in THB currency | 2024 - 2027 | 2.01 - 3.79 |  | 21,500.00 |  | 21,500,000 |
| Less Borrowings issuance cost |  |  |  |  |  | (29,043) |
|  |  |  |  |  |  | 45,009,173 |
| Less Current portion of long-term borrowings | |  |  |  |  | (18,892,211) |
| Total long-term borrowings |  |  |  |  |  | 26,116,962 |
|  |  |  |  |  |  |  |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | |
|  | **As at February 29, 2024** | | | | | |
|  | **Due within** | **Interest rate** |  | **Foreign currency** |  | **Baht equivalent** |
|  | **the year** | **p.a. (%)** |  | **Million** |  | **Baht ’000** |
|  |  |  |  |  |  |  |
| Borrowings in JPY currency | 2024 - 2027 | 1.90 - 2.49 |  | 11,903.19 |  | 2,892,106 |
| Borrowings in USD currency | 2024 - 2027 | 1.85 - 3.54 |  | 609.10 |  | 21,986,013 |
| Borrowings in THB currency | 2024 - 2027 | 2.01 - 3.79 |  | 24,000.00 |  | 24,000,000 |
| Less Borrowings issuance cost |  |  |  |  |  | (39,009) |
|  |  |  |  |  |  | 48,839,110 |
| Less Current portion of long-term borrowings | |  |  |  |  | (16,960,051) |
| Total long-term borrowings |  |  |  |  |  | 31,879,059 |

As at August 31, 2024 and February 29, 2024, the Company can maintain financial ratios and other requirements according to the conditions as specified in the agreement.

**16. LONG-TERM borrowingS UNDER SECURITIZATION PROJECT**

As at August 31, 2024 and February 29, 2024, the Company recognized the cash received and the settlement by the Seller Loan Account of ATS Rabbit for the transferred rights in loans receivable under securitization project (see Note 5.5) as long-term borrowings under securitization project in the separate financial statements in the amount of Baht 1,006.16 million and Baht 1,091.27 million, respectively.

**17.** **LONG-TERM DEBENTURES**

Long-term debentures represent unsubordinated and unsecured debentures as at August 31, 2024 and February 29, 2024, as follows:

|  |  |  |  |  |  |  |  |  | **“Unaudited”** | |  | |  | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **Issue date** | **Maturity**  **date** | **No. of**  **units** | **Currency** | **Par value**  **per unit** | **Amount** | **Interest rate**  **p.a. (%)** | **Term of interest**  **payment** |  | **As at**  **August 31,**  **2024** | |  | | **As at**  **February 29,**  **2024** | |
|  |  |  |  |  |  |  |  |  | **Baht ’000** | |  | | **Baht ’000** | |
| **Company** | | | | | | |  |  |  | |  | |  | |
| 15/11/2019 | 15/11/2024 | 1,000,000 | THB | 1,000 | 1,000,000,000 | 2.57 | Semi-annual |  | 1,000,000 | |  | | 1,000,000 | |
| 29/12/2021 | 29/12/2026 | 70 | JPY | 100,000,000 | 7,000,000,000 | 0.65 | Semi-annual |  | 1,666,686 | |  | | 1,700,783 | |
| 29/11/2022 | 28/11/2025 | 100 | JPY | 100,000,000 | 10,000,000,000 | 0.69 | Semi-annual |  | 2,380,980 | |  | | 2,429,690 | |
| 24/02/2023 | 24/02/2025 | 1,000,000 | THB | 1,000 | 1,000,000,000 | 2.99 | Semi-annual |  | 1,000,000 | |  | | 1,000,000 | |
| 24/02/2023 | 24/02/2026 | 1,700,000 | THB | 1,000 | 1,700,000,000 | 3.18 | Semi-annual |  | 1,700,000 | |  | | 1,700,000 | |
|  |  |  |  |  |  |  |  |  | 7,747,666 | |  | | 7,830,473 | |
| Less Debentures issuance cost | | | |  |  |  |  |  | (21,789) |  | | (28,968) | |
|  | | | |  |  |  |  |  | 7,725,877 |  | | 7,801,505 | |
| Less Current portion of long-term debentures | | | |  |  |  |  |  | (1,999,544) |  | | (1,998,985) | |
| **Total long-term debentures in the separate financial statements** | | | | | | |  |  | 5,726,333 |  | | 5,802,520 | |
|  | | | | |  |  |  |  |  |  | |  | |
| **ATS Rabbit Special Purpose Vehicle Company Limited** | | | | |  |  |  |  |  |  | |  | |
| 29/09/2018 | 28/10/2025 | 385,709 | THB | 1,000 | 385,709,000 | 3.38 | Monthly |  | 385,709 |  | | 651,704 | |
| Less Current portion of long-term debentures | | | |  |  |  |  |  | (324,424) |  | | (488,439) | |
|  | | | |  |  |  |  |  | 61,285 |  | | 163,265 | |
| **Total long-term debentures in the consolidated financial statements** | | | | | | |  |  | 5,787,618 |  | | 5,965,785 | |

As at August 31, 2024 and February 29, 2024, the Company can maintain financial ratios and other requirements according to the conditions as specified in the agreement.

**18.** **DERIVATIVE FINANCIAL INSTRUMENTS**

The fair values and notional amounts of derivative instruments as at August 31, 2024, and February 29, 2024 are as follows:

|  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS** | | | | | | | | | | |
|  | **“Unaudited”** | | | | |  |  | | | | |
|  | **As at August 31, 2024** | | | | |  | **As at February 29, 2024** | | | | |
|  | **Fair value** | | |  | **Notional** |  | **Fair value** | | |  | **Notional** |
|  | **Assets** |  | **Liabilities** |  | **amount** |  | **Assets** |  | **Liabilities** |  | **amount** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |  |  |  |  |
| Derivatives designated as cash flow hedges |  |  |  |  |  |  |  |  |  |  |  |
| Cross currency and  interest rate swaps | 733,930 |  | 2,285,005 |  | 27,585,883 |  | 1,400,485 |  | 1,505,044 |  | 29,008,592 |
| Interest rate swaps | 1,786 |  | 27,904 |  | 4,500,000 |  | 4,198 |  | 36,714 |  | 7,000,000 |
|  | 735,716 |  | 2,312,909 |  | 32,085,883 |  | 1,404,683 |  | 1,541,758 |  | 36,008,592 |
| Less Current portion of  derivative assets /  liabilities | (735,716) |  | (807,032) |  | (10,296,703) |  | (1,027,407) |  | (399,465) |  | (9,661,879) |
| **Total derivative assets / liabilities** | - |  | 1,505,877 |  | 21,789,180 |  | 377,276 |  | 1,142,293 |  | 26,346,713 |

**19. provisions for employee benefit**

The Company operates post-employment benefit plans under the Labor Protection Act, which are considered as unfunded defined benefit plans.

For the three-month and six-month periods ended August 31, 2024 and 2023, amounts recognized in the statements of profit or loss in respect of the post-employment benefit plans are as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | |
|  | **For the three-month  periods ended** | | |  | **For the six-month  periods ended** | | |
|  | **August 31, 2024** |  | **August 31, 2023** |  | **August 31, 2024** |  | **August 31, 2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| Decrease of liabilities from  transfer of employees within the Group | (303) |  | (2,162) |  | (1,147) |  | (4,003) |
| Current service cost | 17,613 |  | 17,973 |  | 33,986 |  | 32,832 |
| Interest cost | 3,423 |  | 3,116 |  | 6,909 |  | 6,261 |
| Loss on settlement | 7,855 |  | - |  | 7,887 |  | - |
| Total | 28,588 |  | 18,927 |  | 47,635 |  | 35,090 |
|  |  | | | | | | |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | |
|  | **For the three-month  periods ended** | | |  | **For the six-month  periods ended** | | |
|  | **August 31, 2024** |  | **August 31, 2023** |  | **August 31, 2024** |  | **August 31, 2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| Decrease of liabilities from  transfer of employees within the Group | (303) |  | (2,162) |  | (1,147) |  | (4,003) |
| Current service cost | 15,705 |  | 16,281 |  | 30,156 |  | 29,441 |
| Interest cost | 3,112 |  | 2,853 |  | 6,284 |  | 5,734 |
| Loss on settlement | 7,855 |  | 16 |  | 7,887 |  | 16 |
| Total | 26,369 |  | 16,988 |  | 43,180 |  | 31,188 |

Movements in the present value of the provisions for post-employment benefit for the   
six-month periods ended August 31, 2024 and 2023 are as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED** | | |  | **SEPARATE** | | |
|  | **FINANCIAL STATEMENTS** | | |  | **FINANCIAL STATEMENTS** | | |
|  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |
| Beginning balance | 483,535 |  | 444,377 |  | 440,701 |  | 405,630 |
| Decrease of liabilities from |  |  |  |  |  |  |  |
| transfer of employees within the Group | (1,147) |  | (4,003) |  | (1,147) |  | (4,003) |
| Current service cost | 33,986 |  | 32,832 |  | 30,156 |  | 29,441 |
| Interest cost | 6,909 |  | 6,261 |  | 6,284 |  | 5,734 |
| Loss on settlement | 7,887 |  | - |  | 7,887 |  | 16 |
| Benefits paid | (13,863) |  | (1,016) |  | (13,902) |  | (889) |
| Ending balance | 517,307 |  | 478,451 |  | 469,979 |  | 435,929 |

The significant actuarial assumptions used to calculate the provisions for post-employment benefits as at August 31, 2024 and February 29, 2024 are as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | |
|  | **“Unaudited”** |  |  | |
|  | **As at August 31, 2024** |  | **As at February 29, 2024** | |
|  | **% per annum** |  | **% per annum** | |
| Financial assumptions |  |  |  | |
| Discount rate | 0.84 - 3.06 |  | 0.84 - 3.06 | |
| Expected rate of salary increase | 5.0 |  | 5.0 | |
|  |  |  |  | |
| Demographic assumptions |  |  |  | |
| Turnover rate |  |  |  | |
| Monthly staff | 0.0 - 27.0 |  | 0.0 - 27.0 | |
|  | Subject to range of age of employees |  | Subject to range of age of employees | |
|  |  |  |  | |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | |
|  | **“Unaudited”** |  |  | |
|  | **As at August 31, 2024** |  | | **As at February 29, 2024** |
|  | **% per annum** |  | | **% per annum** |
| Financial assumptions |  |  | |  |
| Discount rate | 2.90 |  | | 2.90 |
| Expected rate of salary increase | 5.0 |  | | 5.0 |
|  |  |  | |  |
| Demographic assumptions |  |  | |  |
| Turnover rate |  |  | |  |
| Monthly staff | 0.0 - 27.0 |  | | 0.0 - 27.0 |
|  | Subject to range of age of employees |  | | Subject to range of age of employees |

**20. EMPLOYEE JOINT INVESTMENT PROGRAM**

On August 9, 2022, the Company’s Board of Directors’ Meeting had the resolution to approve the Employee Joint Investment Program (“EJIP”), which has started on September 1, 2022. The details of the program are as follows:

|  |  |
| --- | --- |
| EJIP Period | Program period: 5 years (September 1, 2022 to August 31, 2027) |
|  | Program contribution period: 3 years (September 1, 2022 to August 31, 2025) |
| Eligible employees under EJIP | Permanent employees of the Company at Assistant Manager level or higher and Executive Director level or higher with at least 3 years of service, on a voluntary basis |
| EJIP Arrangement | Money paid by employees to participate in the project:3 - 5 percent of salary  Money paid by executives to participate in the project:3 - 9 percent of salary  Contributions made by the Company to join the program: Equivalent amount paid by employees or executives into the program, with 3% additional contribution of the base salary for Talent Employee according to the terms and conditions set by the Company |
| EJIP Buying Schedule | Monthly |
| Conditions for holding the securities | Sell of shares during year 1 - 3 is not allowed  All accumulated shares in the first year of the Program are allowed to be sold after the end of the third year of the Program  All accumulated shares in the second year of the Program are allowed to be sold after the end of the fourth year of the Program  All accumulated shares in the third year of the Program are allowed to be sold after the end of the fifth year of the Program |
| EJIP Manager | Phillip Securities (Thailand) Public Company Limited |

Movements of the employee joint investment program for the six-month periods ended August 31, 2024 and 2023 are as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED**  **FINANCIAL STATEMENTS** | | |  | **SEPARATE**  **FINANCIAL STATEMENTS** | | |
|  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  | **Surplus on share-based**  **payment transactions** | | |  | **Surplus on share-based**  **payment transactions** | | |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| Beginning balance | 13,650 |  | 9,265 |  | 12,110 |  | 9,265 |
| Change during the period |  |  |  |  |  |  |  |
| - Employee joint investment program expense | 6,010 |  | 10,902 |  | 5,339 |  | 8,937 |
| - Cash paid for employee joint investment program | (6,576) |  | (6,471) |  | (5,783) |  | (5,699) |
| Ending balance | 13,084 |  | 13,696 |  | 11,666 |  | 12,503 |

Expenses recognized in the statements of profit or loss for the three-month and six-month periods ended August 31, 2024 and 2023 are as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | |
|  | **For the three-month  periods ended** | | |  | **For the six-month  periods ended** | | |
|  | **August 31, 2024** |  | **August 31, 2023** |  | **August 31, 2024** |  | **August 31, 2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| Operating and administrative expenses | 691 |  | 2,373 |  | 2,985 |  | 6,037 |
| Directors and managements’ remuneration | 1,396 |  | 1,683 |  | 3,025 |  | 4,865 |
| Total | 2,087 |  | 4,056 |  | 6,010 |  | 10,902 |
|  |  | | | | | | |

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | |
|  | **For the three-month  periods ended** | | |  | **For the six-month  periods ended** | | |
|  | **August 31, 2024** |  | **August 31, 2023** |  | **August 31, 2024** |  | **August 31, 2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| Operating and administrative expenses | 595 |  | 2,091 |  | 2,666 |  | 5,112 |
| Directors and managements’ remuneration | 1,208 |  | 1,243 |  | 2,673 |  | 3,825 |
| Total | 1,803 |  | 3,334 |  | 5,339 |  | 8,937 |

**21. SHAREHOLDERS’ EQUITY**

21.1 On June 20, 2023 the Annual General Meeting of Shareholders had the resolutions to approve the declaration of final dividends for the year ended February 28, 2023 at the rate of Baht 2.95 per share, totaling Baht 737.50 million. The aforementioned shareholders included 1,300 shares of foreign shareholders who had no right to receive dividend in accordance with regulation of Thailand Securities Depositary, thus   
the Company paid dividend to shareholders amounting to Baht 737.50 million on   
July 17, 2023 in addition to the interim dividends which had been paid to all shareholders at Baht 2.55 per share, totaling Baht 637.50 million on November 2, 2022.

21.2 On June 21, 2024 the Annual General Meeting of Shareholders had the resolutions to approve the declaration of final dividends for the year ended February 29, 2024 at the rate of Baht 2.95 per share, totaling Baht 737.50 million. The aforementioned shareholders included 120,401 shares of foreign shareholders who had no right to receive dividend in accordance with regulation of Thailand Securities Depositary, thus   
the Company paid dividend to shareholders amounting to Baht 737.14 million on   
July 17, 2024 in addition to the interim dividends which had been paid to all shareholders at Baht 2.55 per share, totaling Baht 637.38 million on November 2, 2023.

21.3 Under the Securitization project, the subsidiary has to pay dividend to its shareholders from all remaining amounts after deducting the required accumulated reserves and payment of all fees and expenses. The subsidiary appropriates interim dividends after the approval of Board of Directors’ Meeting on a monthly basis at each Monthly Purchase Date as an appropriation of net profit after corporate income tax of each month.

ATS Rabbit Special Purpose Vehicle Company Limited’s registered share capital comprises 2 groups of ordinary shares and 2 groups of preferred shares. Dividends from the profits of the subsidiary shall be allocated to the holders of preferred shares which are non-controlling interests at the rate of 1% of the par value of each preferred share. The remaining dividends shall be distributed to the holders of ordinary shares and another group of preferred shares.

**22. REVENUES RELATING TO SECURITIZATION TRANSACTION**

For the three-month and six-month periods ended August 31, 2024 and 2023, revenues relating to securitization transaction incurred from sales of rights in loans receivable to ATS Rabbit Special Purpose Vehicle Company Limited are included in the presentation of Loan income as follows:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | | |
|  |  | **For the three-month**  **periods ended August 31,** | | |  | **For the six-month**  **periods ended August 31,** | | |
|  |  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| Loan income (see Note 25.2.2) |  |  |  |  |  |  |  |  |
| Interest income from subordinated lendings |  | 2,543 |  | 2,543 |  | 5,086 |  | 5,086 |
| Revenue from seller loan in Special Purpose Vehicle |  | 13,464 |  | 8,454 |  | 24,256 |  | 17,044 |
| Dividend from investment in Special Purpose Vehicle |  | - |  | 2,570 |  | - |  | 3,929 |
| Collection servicing income |  | 14,052 |  | 16,448 |  | 28,727 |  | 33,448 |
| Total |  | 30,059 |  | 30,015 |  | 58,069 |  | 59,507 |

**23. DIRECTORS AND MANAGEMENTS’ REMUNERATION**

Directors’ remuneration represents the benefits paid to the Company’s directors in accordance with Section 90 of the Public Limited Companies Act. Managements’ remuneration represents monetary remuneration as salaries and bonus paid to the Company’s management.

For the three-month and six-month periods ended August 31, 2024 and 2023, directors and managements’ remuneration are as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | |
|  | **For the three-month**  **periods ended August 31,** | | |  | **For the six-month**  **periods ended August 31,** | | |
|  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| Short-term employee benefits |  |  |  |  |  |  |  |
| Directors’ remuneration (reversal) | (247) |  | 15,674 |  | 6,840 |  | 21,374 |
| Managements’ remuneration | 43,825 |  | 38,027 |  | 81,471 |  | 69,195 |
| Post-employment benefits | 1,320 |  | 1,481 |  | 2,641 |  | 2,919 |
| Total | 44,898 |  | 55,182 |  | 90,952 |  | 93,488 |

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | |
|  | **For the three-month**  **periods ended August 31,** | | |  | **For the six-month**  **periods ended August 31,** | | |
|  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| Short-term employee benefits |  |  |  |  |  |  |  |
| Directors’ remuneration | 3,719 |  | 17,086 |  | 8,219 |  | 21,086 |
| Managements’ remuneration | 30,884 |  | 27,516 |  | 56,125 |  | 50,299 |
| Post-employment benefits | 1,064 |  | 1,209 |  | 2,127 |  | 2,419 |
| Total | 35,667 |  | 45,811 |  | 66,471 |  | 73,804 |

For the three-month and six-month periods ended August 31, 2024 and 2023, directors’ remunerations which were included in short-term employee benefits were approved by the Annual General Meeting of shareholders of the Company held on June 21, 2024 and June 20, 2023, respectively.

**24. CORPORATE INCOME TAX**

The Company and its local subsidiaries used tax rate of 20% for corporate income tax and deferred tax calculations for the three-month and six-month periods ended August 31, 2024 and 2023.

The foreign subsidiaries used tax rate of 20% - 22% for corporate income tax and deferred tax calculations for the three-month and six-month periods ended August 31, 2024 and 2023.

Income tax expenses of the Company and its subsidiaries are calculated from profit before tax, added back transactions which are non-deductible expenses and deducted exempted income under the Revenue Code.

For the three-month and six-month periods ended August 31, 2024 and 2023, income tax expenses consist of:

|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **For the three-month**  **periods ended August 31,** | | |  | **For the six-month**  **periods ended August 31,** | | |
|  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |
| Current tax expenses for the period | 579,709 |  | 268,615 |  | 638,450 |  | 598,902 |
| Deferred income tax expense | (372,470) |  | (50,143) |  | (298,905) |  | (219,597) |
| Income tax expenses per statements of profit or loss | 207,239 |  | 218,472 |  | 339,545 |  | 379,305 |

|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **For the three-month**  **periods ended August 31,** | | |  | **For the six-month**  **periods ended August 31,** | | |
|  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |
| Current tax expenses for the period | 562,503 |  | 237,252 |  | 594,738 |  | 539,114 |
| Deferred income tax expense | (369,418) |  | (47,098) |  | (290,468) |  | (216,876) |
| Income tax expenses per statements of profit or loss | 193,085 |  | 190,154 |  | 304,270 |  | 322,238 |

Reconciliations of effective tax rates for the three-month and six-month periods ended August 31, 2024 and 2023 are as follows:

|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **For the three-month**  **periods ended August 31,** | | |  | **For the six-month**  **periods ended August 31,** | | |
|  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |
| Accounting profit before income tax | 1,038,595 |  | 1,082,191 |  | 1,710,108 |  | 1,887,040 |
| Permanent differences | 11,903 |  | 6,474 |  | (144,644) |  | (137,901) |
| Temporary differences | 1,855,460 |  | 216,806 |  | 1,465,467 |  | 1,053,163 |
| Taxable profit | 2,905,958 |  | 1,305,471 |  | 3,030,931 |  | 2,802,302 |
| Normal income tax rate (%) | 20.00 - 22.00 |  | 20.00 - 22.00 |  | 20.00 - 22.00 |  | 20.00 - 22.00 |
| Income tax for the period currently payable | 580,241 |  | 269,545 |  | 638,982 |  | 599,832 |
| Adjustment for prior year’s income tax | (532) |  | (930) |  | (532) |  | (930) |
| Deferred tax from temporary differences | (372,470) |  | (50,143) |  | (298,905) |  | (219,597) |
| Income tax expenses per statements of profit or loss | 207,239 |  | 218,472 |  | 339,545 |  | 379,305 |
| Effective tax rate (%) | 19.95 |  | 20.19 |  | 19.86 |  | 20.10 |
|  |  |  |  |  |  |  |  |
|  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | |
|  | **For the three-month**  **periods ended August 31,** | | |  | **For the six-month**  **periods ended August 31,** | | |
|  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |
| Accounting profit before income tax | 963,790 |  | 957,731 |  | 1,665,593 |  | 1,759,592 |
| Permanent differences | 3,464 |  | 263 |  | (1,812) |  | 781 |
| Temporary differences | 1,847,091 |  | 235,487 |  | 1,452,342 |  | 1,084,375 |
| Income that is exempt from taxable | - |  | (2,570) |  | (140,600) |  | (144,529) |
| Taxable profit | 2,814,345 |  | 1,190,911 |  | 2,975,523 |  | 2,700,219 |
| Normal income tax rate (%) | 20.00 |  | 20.00 |  | 20.00 |  | 20.00 |
| Income tax for the period currently payable | 562,869 |  | 238,182 |  | 595,104 |  | 540,044 |
| Adjustment for prior year’s income tax | (366) |  | (930) |  | (366) |  | (930) |
| Deferred tax from temporary differences | (369,418) |  | (47,098) |  | (290,468) |  | (216,876) |
| Income tax expenses per statements of profit or loss | 193,085 |  | 190,154 |  | 304,270 |  | 322,238 |
| Effective tax rate (%) | 20.03 |  | 19.85 |  | 18.27 |  | 18.31 |

**25. TRANSACTIONS WITH RELATED PARTIES**

The consolidated and separate financial statements include certain transactions with the subsidiaries and the related parties. The relationship may be by shareholding or the companies may have the same group of shareholders or directors. The consolidated and separate financial statements reflect the effects of these transactions on the basis determined by the Company, the subsidiaries and the related parties which are as follows:

25.1 Investments in subsidiaries (see Note 8) as at August 31, 2024 and February 29, 2024 are as follows:

|  |  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | **“Unaudited”** | | |  | |  | |
|  |  | **As at August 31, 2024** | | | **As at February 29, 2024** | | | |
| **Related parties** | **Relationship** | **Ownership** | **Paid-up** | **Cost** | **Ownership** | **Paid-up** | | **Cost** |
|  |  |  | **capital** |  |  | **capital** | |  |
|  |  | **%** | **Baht ’000** | **Baht ’000** | **%** | **Baht ’000** | | **Baht ’000** |
| ACS Servicing (Thailand) Company Limited | Subsidiary | 100.00 | 175,349.1 | 175,349.1 | 100.00 | 175,349.1 | | 175,349.1 |
| ACSI (Thailand) Co., Ltd. | Subsidiary | 100.00 | 149,224.3 | 149,224.3 | 100.00 | 149,224.3 | | 149,224.3 |
| AEON Specialized Bank (Cambodia) Plc. | Subsidiary | 50.00 | 643,720.4 | 323,580.0 | 50.00 | 643,720.4 | | 323,580.0 |
| AEON Microfinance (Myanmar) Company Limited | Subsidiary | 100.00 | 455,403.3 | 455,403.3 | 100.00 | 455,403.3 | | 455,403.3 |
| AEON Leasing Service (Lao) Company Limited | Subsidiary | 96.29 | 111,402.9 | 107,333.1 | 96.29 | 111,402.9 | | 107,333.1 |
| ATS Rabbit Special Purpose Vehicle Company Limited | Subsidiary | 48.75 | 40.0 | 19.5 | 48.75 | 40.0 | | 19.5 |
| AEON Asset Management (Thailand) Company Limited | Subsidiary | 99.99 | 100,000.0 | 99,999.9 | 99.99 | 50,000.0 | | 49,999.9 |
| **Total** | |  |  | 1,310,909.2 |  |  | | 1,260,909.2 |

25.2 Business transactions with related parties

25.2.1 Balances with related parties as at August 31, 2024 and February 29, 2024 are as follows:

|  |  | **CONSOLIDATED** | | | |  | **SEPARATE** | | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | **FINANCIAL STATEMENTS** | | | |  | **FINANCIAL STATEMENTS** | | | |
|  |  | **“Unaudited”** | |  | |  | **“Unaudited”** | |  | |
| **Related parties** | **Relationship** | **As at** |  | | **As at** |  | **As at** |  | | **As at** |
|  |  | **August 31,** |  | | **February 29,** |  | **August 31,** |  | | **February 29,** |
|  |  | **2024** |  | | **2024** |  | **2024** |  | | **2024** |
|  |  | **Baht ’000** |  | | **Baht ’000** |  | **Baht ’000** |  | | **Baht ’000** |
| **Other receivables** |  |  |  | |  |  |  |  | |  |
| ACS Servicing (Thailand) Company Limited | Subsidiary | - |  | | - |  | 5,743 |  | | 9,062 |
| AEON Asset Management (Thailand) Company Limited | Subsidiary | - |  | | - |  | 225 |  | | 274 |
| AEON Financial Service Co., Ltd. | Major shareholder | 3,597 |  | | 3,733 |  | 992 |  | | 1,816 |
| ACS Capital Corporation Limited | Shareholder and  one common director | 1,085 |  | | 437 |  | 117 |  | | 172 |
| ATS Rabbit Special Purpose Vehicle Company Limited | Subsidiary | - |  | | - |  | 32,839 |  | | 38,387 |
| AEON Specialized Bank (Cambodia) Plc. | Subsidiary | - |  | | - |  | 1,188 |  | | 1,414 |
| AEON Leasing Service (Lao) Co., Ltd. | Subsidiary | - |  | | - |  | 36 |  | | 24 |
| AEON Microfinance (Myanmar) Company Limited | Subsidiary | - |  | | - |  | 33 |  | | 703 |
| ACS Trading Vietnam Co., Ltd. | Common ultimate  holding company | 1,330 |  | | 951 |  | 1,330 |  | | 951 |
| AEON (Cambodia) Co., Ltd. | Common ultimate holding company | 23 |  | | 16 |  | - |  | | - |
|  |  | 6,035 |  | | 5,137 |  | 42,503 |  | | 52,803 |
|  |  |  |  | |  |  |  |  | |  |
| **Share subscription paid in advance**  **to a subsidiary**  (see Note 8.3) |  |  |  | |  |  |  |  | |  |
| AEON Specialized Bank (Cambodia) Plc. | Subsidiary | - |  | | - |  | 367,514 |  | | - |
|  |  |  | | | |  |  | | | |
|  |  |  | | | |  |  | | | |
| **Long-term loan to a subsidiary**  (see Note 6) |  |  |  | |  |  |  |  | |  |
| AEON Specialized Bank (Cambodia) Plc. | Subsidiary | - |  | | - |  | 81,132 |  | | 85,862 |
|  |  |  |  | |  |  |  |  | |  |
| **Seller loan in Special Purpose Vehicle** |  |  |  | |  |  |  |  | |  |
| **for securitization** (see Note 11) |  |  |  | |  |  |  |  | |  |
| ATS Rabbit Special Purpose Vehicle Company Limited | Subsidiary | - |  | | - |  | 484,884 |  | | 308,045 |
|  |  |  |  | |  |  |  |  | |  |
| **Subordinated lendings** (see Note 12.1) |  |  |  | |  |  |  |  | |  |
| ATS Rabbit Special Purpose Vehicle Company Limited | Subsidiary | - |  | | - |  | 84,074 |  | | 84,074 |
|  |  |  |  | |  |  |  |  | |  |
| **Other payables** |  |  |  | |  |  |  |  | |  |
| ACS Servicing (Thailand) Company Limited | Subsidiary | - |  | | - |  | 68,678 |  | | 77,557 |
| AEON (Thailand) Company Limited | Common ultimate holding company | 827 |  | | 872 |  | 827 |  | | 821 |
| AEON Financial Service Co., Ltd. | Major shareholder | 69,283 |  | | 73,689 |  | 44,661 |  | | 45,898 |
| AEON Bank Ltd. | Common ultimate  holding company | 3,021 |  | | 3,166 |  | 590 |  | | 820 |
| ACS Credit Management Co., Ltd. | Common ultimate  holding company | 100 |  | | - |  | - |  | | - |
| ATS Rabbit Special Purpose Vehicle Company Limited | Subsidiary | - |  | | - |  | 43,929 |  | | 45,116 |
| AEON Mall (Cambodia) Co., Ltd. | Common ultimate holding company | 995 |  | | 750 |  | - |  | | - |
|  |  | 74,226 |  | | 78,477 |  | 158,685 |  | | 170,212 |
|  |  |  |  | |  |  |  |  | |  |
| **Long-term borrowings under**  **securitization project** (see Note 16) |  |  |  | |  |  |  |  | |  |
| ATS Rabbit Special Purpose Vehicle Company Limited | Subsidiary | - |  | | - |  | 1,006,155 |  | | 1,091,265 |
|  |  |  |  | |  |  |  |  | |  |
| **Long-term borrowings** |  |  |  | |  |  |  |  | |  |
| AEON Financial Service Co., Ltd. | Major shareholder | 202,829 |  | | 220,237 |  | - |  | | - |
| AEON Bank Ltd. | Common ultimate  holding company | 370,010 |  | | 343,876 |  | - |  | | - |
|  |  | 572,839 |  | | 564,113 |  | - |  | | - |
|  |  |  |  | |  |  |  |  | |  |
| **Lease liabilities** |  |  |  | |  |  |  |  | |  |
| AEON Mall (Cambodia) Co., Ltd. | Common ultimate |  |  | |  |  |  |  | |  |
|  | holding company | 3,450 |  | | 5,880 |  | - |  | | - |
|  |  |  |  | |  |  |  |  | |  |
| **Deferred revenue** |  |  |  | |  |  |  |  | |  |
| ACS Servicing (Thailand) Company Limited | Subsidiary | - |  | | - |  | 77,575 |  | | 78,466 |
| ACS Capital Corporation Limited | Shareholder and  one common director | 4,362 |  | | 4,640 |  | 4,362 |  | | 4,640 |
| AEON Asset Management (Thailand) Company Limited | Subsidiary | - |  | | - |  | 1,620 |  | | 1,717 |
|  |  | 4,362 |  | | 4,640 |  | 83,557 |  | | 84,823 |

25.2.2 Transactions with related parties for the three-month and six-month periods ended August 31, 2024 and 2023 are as follows:

|  |  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **Related parties** | **Relationship** | **For the three-month** | | |  | **For the six-month** | | |
|  |  | **periods ended August 31,** | | |  | **periods ended August 31,** | | |
|  |  | **2024** |  | **2023** |  | **2024** |  | **2023** |
|  |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
| **Collection service income** |  |  |  |  |  |  |  |  |
| ACS Capital Corporation Limited | Shareholder and  one common director | 764 |  | 148 |  | 906 |  | 382 |
|  |  |  |  |  |  |  |  |  |
| **Other income** |  |  |  |  |  |  |  |  |
| ACS Capital Corporation Limited | Shareholder and  one common director | 708 |  | 724 |  | 1,424 |  | 1,466 |
| ACS Trading Vietnam Co., Ltd. | Common ultimate  holding company | 498 |  | 501 |  | 974 |  | 1,002 |
|  |  | 1,206 |  | 1,225 |  | 2,398 |  | 2,468 |
|  |  |  |  |  |  |  |  |  |
| **Operating and administrative expenses** | |  |  |  |  |  |  |  |
| **Others** |  |  |  |  |  |  |  |  |
| AEON Financial Service Co., Ltd. | Major shareholder | 45,267 |  | 41,486 |  | 109,617 |  | 79,503 |
| AEON Credit Service Company Limited | Common ultimate  holding company | - |  | 23 |  | - |  | 6,060 |
| AEON (Thailand) Company Limited | Common ultimate  holding company | 2,469 |  | 2,664 |  | 4,846 |  | 5,254 |
| AEON Bank Ltd. | Common ultimate  holding company | 2,095 |  | 1,014 |  | 4,112 |  | 2,011 |
| ACS Credit Management Co., Ltd. | Common ultimate  holding company | 246 |  | 247 |  | 467 |  | 488 |
| AEON Co., Ltd. | Ultimate  holding company | 513 |  | - |  | 513 |  | - |
| AEON Mall (Cambodia) Co., Ltd. | Common ultimate  holding company | 1,298 |  | - |  | 2,561 |  | - |
| AEON Compass Co., Ltd. | Common ultimate  holding company | - |  | 132 |  | - |  | 132 |
| AEON Credit Service (Malaysia) BHD. | Common ultimate  holding company | - |  | 328 |  | - |  | 328 |
|  |  | 51,888 |  | 45,894 |  | 122,116 |  | 93,776 |
|  |  |  |  |  |  |  |  |  |
| **Finance costs** |  |  |  |  |  |  |  |  |
| AEON Bank Ltd. | Common ultimate  holding company | 5,833 |  | 2,894 |  | 11,568 |  | 5,654 |
| AEON Financial Service Co., Ltd. | Major shareholder | 3,293 |  | 2,710 |  | 6,790 |  | 5,537 |
| AEON Mall (Cambodia) Co., Ltd. | Common ultimate  holding company | 72 |  | - |  | 163 |  | - |
|  |  | 9,198 |  | 5,604 |  | 18,521 |  | 11,191 |
|  |  |  |  |  |  |  |  |  |
| **Dividend paid** |  |  |  |  |  |  |  |  |
| ACS Capital Corporation Limited | Shareholder and  one common director | 141,600 |  | 141,600 |  | 141,600 |  | 141,600 |
| AEON Financial Service Co., Ltd. | Major shareholder | 259,010 |  | 259,010 |  | 259,010 |  | 259,010 |
| AEON Holding (Thailand) Limited | Common ultimate  holding company | 64,900 |  | 64,900 |  | 64,900 |  | 64,900 |
|  |  | 465,510 |  | 465,510 |  | 465,510 |  | 465,510 |

|  | |  | **SEPARATE FINANCIAL STATEMENTS** | | | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **Related parties** | | **Relationship** | **For the three-month** | | |  | **For the six-month** | | | | |
|  | |  | **periods ended August 31,** | | |  | **periods ended August 31,** | | | | |
|  | |  | **2024** |  | **2023** |  | **2024** | |  | **2023** | |
|  | |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** | |  | **Baht ’000** | |
| **Revenues relating to securitization**  **transaction** (included in loan income) | | |  |  |  |  |  | |  |  | |
| (see Note 22) | |  |  |  |  |  |  | |  |  | |
| ATS Rabbit Special Purpose Vehicle Company Limited | | Subsidiary | 30,059 |  | 30,015 |  | 58,069 | |  | 59,507 | |
|  | |  |  |  |  |  |  | |  |  | |
| **Dividend income** | |  |  |  |  |  |  | |  |  | |
| ACS Servicing (Thailand) Company Limited | | Subsidiary | - |  | - |  | 140,600 | |  | 140,600 | |
|  | |  |  |  |  |  |  | |  |  | |
| **Other income** | |  |  |  |  |  |  | |  |  | |
| ACS Capital Corporation Limited | | Shareholder and  one common director | 442 |  | 444 |  | 884 | |  | 890 | |
| ACSI (Thailand) Co., Ltd. | | Subsidiary | 37 |  | 18 |  | 73 | |  | 24 | |
| ACS Servicing (Thailand) Company Limited | | Subsidiary | 10,068 |  | 8,517 |  | 20,137 | |  | 17,035 | |
| AEON Asset Management  (Thailand) Company Limited | | Subsidiary | 614 |  | 738 |  | 1,228 | |  | 1,264 | |
| AEON Specialized Bank (Cambodia) Plc. | | Subsidiary | 2,179 |  | 2,866 |  | 4,383 | |  | 5,619 | |
| AEON Leasing Service (Lao) Company Limited | | Subsidiary | 36 |  | 29 |  | 72 | |  | 59 | |
| AEON Microfinance Myanmar Company Limited | | Subsidiary | 12 |  | 39 |  | 53 | |  | 78 | |
| ACS Trading Vietnam Co., Ltd. | | Common ultimate  holding company | 498 |  | 501 |  | 974 | |  | 1,002 | |
|  | |  | 13,886 |  | 13,152 |  | 27,804 | |  | 25,971 | |
|  | |  |  |  |  |  |  | |  |  | |
| **Operating and administrative expenses** | | |  |  |  |  |  |  | |  |
| **Collection service fee** | |  |  |  |  |  |  | |  |  | |
| ACS Servicing (Thailand) Company Limited | | Subsidiary | 131,061 |  | 139,864 |  | 270,539 | |  | 273,308 | |
| ATS Rabbit Special Purpose Vehicle Company Limited | | Subsidiary | 636 |  | 797 |  | 1,320 | |  | 1,576 | |
|  | |  | 131,697 |  | 140,661 |  | 271,859 | |  | 274,884 | |
|  |  | |  |  |  |  |  | |  |  | |
| **Others** |  | |  |  |  |  |  | |  |  | |
| AEON Financial Service Co., Ltd. | Major shareholder | | 27,378 |  | 25,195 |  | 73,139 | |  | 50,645 | |
| AEON Credit Service Company Limited | Common ultimate  holding company | | - |  | - |  | - | |  | 952 | |
| AEON (Thailand) Company Limited | Common ultimate  holding company | | 2,469 |  | 2,664 |  | 4,846 | |  | 5,254 | |
| AEON Bank Ltd. | Common ultimate  holding company | | 1,301 |  | 1,014 |  | 2,486 | |  | 2,011 | |
| ATS Rabbit Special Purpose Vehicle Company Limited | Subsidiary | | 12,143 |  | 11,274 |  | 23,564 | |  | 21,950 | |
| AEON Compass Co., Ltd. | Common ultimate  holding company | | - |  | 132 |  | - | |  | 132 | |
|  |  | | 43,291 |  | 40,279 |  | 104,035 | |  | 80,944 | |
|  |  | |  |  |  |  |  | |  |  | |
| **Finance costs** |  | |  |  |  |  |  | |  |  | |
| ATS Rabbit Special Purpose Vehicle Company Limited | Subsidiary | | 58,721 |  | 68,870 |  | 120,534 | |  | 139,862 | |
|  |  | |  |  |  |  |  | |  |  | |
| **Dividend paid** |  | |  |  |  |  |  | |  |  | |
| ACS Capital Corporation Limited | Shareholder and  one common director | | 141,600 |  | 141,600 |  | 141,600 | |  | 141,600 | |
| AEON Financial Service Co., Ltd. | Major shareholder | | 259,010 |  | 259,010 |  | 259,010 | |  | 259,010 | |
| AEON Holding (Thailand) Limited | Common ultimate  holding company | | 64,900 |  | 64,900 |  | 64,900 | |  | 64,900 | |
|  |  | | 465,510 |  | 465,510 |  | 465,510 | |  | 465,510 | |

- Other income for the three-month and six-month periods ended August 31, 2024 and 2023 includes computer fee and Finance and Accounting operation services fee charged to ACS Capital Corporation Limited, ACSI (Thailand) Co., Ltd., ACS Servicing (Thailand) Company Limited and AEON Asset Management (Thailand) Company Limited as stated in the agreement which the service fees are based on a cost-plus basis.

- Revenues relating to securitization transactions are determined by the Company and subsidiaries in accordance with securitization projects   
(see Note 5.5).

- Collection service fee paid to ACS Servicing (Thailand) Company Limited is based on general market price and in the normal course of business.

- Management assistant fee is paid to AEON Financial Service Co., Ltd.   
as stated in the agreement.

- Pricing policy for other operating and administrative expenses are determined by the Company and related parties based on a cost-plus basis.

**26. SEGMENT INFORMATION**

The Group presents segment information in respect of the business segments based on   
the management and internal reporting structure. The business segments of the Group consist of:

|  |  |
| --- | --- |
| Retail finance services | Consist of credit card, hire-purchase, personal loans and others |
| Other businesses | Consist of debt collection service and insurance brokerage services |

The Group does not have revenues from transactions with a single external customer at 10% or more of total revenues.

Transactions between segments are recorded on the same basis as the transaction conducted with the third-party. Transactions between segments are eliminated on consolidation.

The segment information of the Group was classified by business segment as follows:

26.1 Operating results, classified by business for the three-month and six-month periods ended August 31, 2024 and 2023, are as follows:

|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **For the three-month period ended August 31, 2024** | | | | | | | | |
|  | **Retail finance services** | | |  | **Other businesses** |  | **Elimination** |  | **Total** |
|  | **Domestic** |  | **Foreign** |  | **Domestic** |  |  |  |  |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |  |  |
| Revenues |  |  |  |  |  |  |  |  |  |
| Revenue from external customers | 5,072,457 |  | 423,461 |  | 218,314 |  | - |  | 5,714,232 |
| Inter - segment revenues | 32,308 |  | (6,639) |  | 104,983 |  | (130,652) |  | - |
|  | 5,104,765 |  | 416,822 |  | 323,297 |  | (130,652) |  | 5,714,232 |
| Expenses |  |  |  |  |  |  |  |  |  |
| Operating and administrative expenses | 1,858,224 |  | 209,011 |  | 155,391 |  | (135,401) |  | 2,087,225 |
| Directors and managements’ remuneration | 35,667 |  | 7,511 |  | 1,720 |  | - |  | 44,898 |
| Gain on sale and write-off of leasehold improvements and equipment and intangible assets other than goodwill | (129) |  | (139) |  | - |  | - |  | (268) |
| Total expenses | 1,893,762 |  | 216,383 |  | 157,111 |  | (135,401) |  | 2,131,855 |
| Finance costs | 467,006 |  | 92,363 |  | 485 |  | (1,890) |  | 557,964 |
| Expected credit losses | 1,900,707 |  | 85,022 |  | 89 |  | - |  | 1,985,818 |
| Profit before income tax | 843,290 |  | 23,054 |  | 165,612 |  | 6,639 |  | 1,038,595 |
| Income tax expenses | 194,929 |  | 6,053 |  | 6,257 |  | - |  | 207,239 |
| Profit for the period | 648,361 |  | 17,001 |  | 159,355 |  | 6,639 |  | 831,356 |
|  |  | | | | | | | | |
|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | |
|  | **For the three-month period ended August 31, 2023** | | | | | | | | |
|  | **Retail finance services** | | |  | **Other businesses** |  | **Elimination** |  | **Total** |
|  | **Domestic** |  | **Foreign** |  | **Domestic** |  |  |  |  |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |  |  |
| Revenues |  |  |  |  |  |  |  |  |  |
| Revenue from external customers | 5,026,575 |  | 359,830 |  | 289,966 |  | - |  | 5,676,371 |
| Inter - segment revenues | 67,590 |  | 659 |  | 75,867 |  | (144,116) |  | - |
|  | 5,094,165 |  | 360,489 |  | 365,833 |  | (144,116) |  | 5,676,371 |
| Expenses |  |  |  |  |  |  |  |  |  |
| Operating and administrative expenses | 1,826,097 |  | 190,624 |  | 139,042 |  | (141,087) |  | 2,014,676 |
| Directors and managements’ remuneration | 45,811 |  | 3,753 |  | 5,618 |  | - |  | 55,182 |
| Loss on sale and write-off of leasehold improvements and equipment and intangible assets other than goodwill | 1,422 |  | 11 |  | 1 |  | - |  | 1,434 |
| Total expenses | 1,873,330 |  | 194,388 |  | 144,661 |  | (141,087) |  | 2,071,292 |
| Finance costs | 486,048 |  | 89,862 |  | 608 |  | (2,370) |  | 574,148 |
| Expected credit losses (reversal) | 1,933,547 |  | 15,278 |  | (85) |  | - |  | 1,948,740 |
| Profit before income tax | 801,240 |  | 60,961 |  | 220,649 |  | (659) |  | 1,082,191 |
| Income tax expenses | 191,440 |  | 14,796 |  | 12,236 |  | - |  | 218,472 |
| Profit for the period | 609,800 |  | 46,165 |  | 208,413 |  | (659) |  | 863,719 |

|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | | | | | | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **For the six-month period ended August 31, 2024** | | | | | | | | | | | | | | | | | | |
|  | **Retail finance services** | | | | | |  | | **Other businesses** | |  | | **Elimination** | |  | | **Total** | | |
|  | **Domestic** | | |  | | **Foreign** |  | | **Domestic** | |  | |  | |  | |  | | |
|  | **Baht ’000** | | |  | | **Baht ’000** |  | | **Baht ’000** | |  | | **Baht ’000** | |  | | **Baht ’000** | | |
|  |  | | |  | |  |  | |  | |  | |  | |  | |  | | |
| Revenues |  | | |  | |  |  | |  | |  | |  | |  | |  | | |
| Revenue from external customers | 9,883,144 | | |  | | 817,366 |  | | 520,932 | |  | | - | |  | | 11,221,442 | | |
| Inter - segment revenues | 224,060 | | |  | | (4,730) |  | | 222,427 | |  | | (441,757) | |  | | - | | |
|  | 10,107,204 | | |  | | 812,636 |  | | 743,359 | |  | | (441,757) | |  | | 11,221,442 | | |
| Expenses |  | | |  | |  |  | |  | |  | |  | |  | |  | | |
| Operating and administrative expenses | 3,816,996 | | |  | | 398,086 |  | | 314,843 | |  | | (302,138) | |  | | 4,227,787 | | |
| Directors and managements’ remuneration | 66,471 | | |  | | 14,878 |  | | 9,603 | |  | | - | |  | | 90,952 | | |
| (Gain) loss on sale and write-off of leasehold improvements and equipment and intangible assets other than goodwill | 1,539 | | |  | | (162) |  | | 3 | |  | | - | |  | | 1,380 | | |
| Total expenses | 3,885,006 | | |  | | 412,802 |  | | 324,449 | |  | | (302,138) | |  | | 4,320,119 | | |
| Finance costs | 944,409 | | |  | | 174,761 |  | | 1,018 | |  | | (3,749) | |  | | 1,116,439 | | |
| Expected credit losses | 3,918,335 | | |  | | 156,337 |  | | 104 | |  | | - | |  | | 4,074,776 | | |
| Profit before income tax | 1,359,454 | | |  | | 68,736 |  | | 417,788 | |  | | (135,870) | |  | | 1,710,108 | | |
| Income tax expenses | 307,691 | | |  | | 14,687 |  | | 17,167 | |  | | - | |  | | 339,545 | | |
| Profit for the period | 1,051,763 | | |  | | 54,049 |  | | 400,621 | |  | | (135,870) | |  | | 1,370,563 | | |
|  |  | | |  | |  |  | |  | |  | |  | |  | |  | | |
|  | | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | | | | | | | | | |
|  | | **For the six-month period ended August 31, 2023** | | | | | | | | | | | | | | | | |
|  | | **Retail finance services** | | | | | |  | | **Other businesses** | |  | | **Elimination** | |  | | **Total** |
|  | | **Domestic** |  | | **Foreign** | | |  | | **Domestic** | |  | |  | |  | |  |
|  | | **Baht ’000** |  | | **Baht ’000** | | |  | | **Baht ’000** | |  | | **Baht ’000** | |  | | **Baht ’000** |
|  | |  |  | |  | | |  | |  | |  | |  | |  | |  |
| Revenues | |  |  | |  | | |  | |  | |  | |  | |  | |  |
| Revenue from external customers | | 9,923,193 |  | | 681,164 | | |  | | 531,205 | |  | | - | |  | | 11,135,562 |
| Inter - segment revenues | | 219,986 |  | | (682) | | |  | | 217,320 | |  | | (436,624) | |  | | - |
|  | | 10,143,179 |  | | 680,482 | | |  | | 748,525 | |  | | (436,624) | |  | | 11,135,562 |
| Expenses | |  |  | |  | | |  | |  | |  | |  | |  | |  |
| Operating and administrative expenses | | 3,647,422 |  | | 364,639 | | |  | | 285,118 | |  | | (292,036) | |  | | 4,005,143 |
| Directors and managements’ remuneration | | 73,804 |  | | 9,540 | | |  | | 10,144 | |  | | - | |  | | 93,488 |
| Loss on impairment of asset | | 4,341 |  | | - | | |  | | - | |  | | - | |  | | 4,341 |
| (Gain) loss on sale and write-off of leasehold improvements and equipment and intangible assets other than goodwill | | 1,931 |  | | (126) | | |  | | (15) | |  | | - | |  | | 1,790 |
| Total expenses | | 3,727,498 |  | | 374,053 | | |  | | 295,247 | |  | | (292,036) | |  | | 4,104,762 |
| Finance costs | | 970,061 |  | | 134,613 | | |  | | 1,116 | |  | | (4,670) | |  | | 1,101,120 |
| Expected credit losses (reversal) | | 4,010,138 |  | | 32,514 | | |  | | (12) | |  | | - | |  | | 4,042,640 |
| Profit before income tax | | 1,435,482 |  | | 139,302 | | |  | | 452,174 | |  | | (139,918) | |  | | 1,887,040 |
| Income tax expenses | | 324,203 |  | | 30,019 | | |  | | 25,083 | |  | | - | |  | | 379,305 |
| Profit for the period | | 1,111,279 |  | | 109,283 | | |  | | 427,091 | |  | | (139,918) | |  | | 1,507,735 |

26.2 Financial positions classified by business are as follows:

|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **“Unaudited”** | | | | | | | | |
|  | **As at August 31, 2024** | | | | | | | | |
|  | **Retail finance services** | | |  | **Other businesses** |  | **Elimination** |  | **Total** |
|  | **Domestic** |  | **Foreign** |  | **Domestic** |  |  |  |  |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |  |  |
| Trade and other receivables | 76,937,829 |  | 7,191,130 |  | 381,446 |  | (482,018) |  | 84,028,387 |
| Leasehold improvements and equipment and |  |  |  |  |  |  |  |  |  |
| intangible assets other than goodwill | 1,097,685 |  | 224,433 |  | 41,849 |  | (6,942) |  | 1,357,025 |
| Other assets | 8,484,104 |  | 1,218,719 |  | 551,199 |  | (1,399,649) |  | 8,854,373 |
| Total assets | 86,519,618 |  | 8,634,282 |  | 974,494 |  | (1,888,609) |  | 94,239,785 |
|  |  |  |  |  |  |  |  |  |  |
| Total liabilities | 61,750,485 |  | 6,810,534 |  | 106,231 |  | (554,381) |  | 68,112,869 |

|  | **CONSOLIDATED FINANCIAL STATEMENTS** | | | | | | | | |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **As at February 29, 2024** | | | | | | | | |
|  | **Retail finance services** | | |  | **Other businesses** |  | **Elimination** |  | **Total** |
|  | **Domestic** |  | **Foreign** |  | **Domestic** |  |  |  |  |
|  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |  | **Baht ’000** |
|  |  |  |  |  |  |  |  |  |  |
| Trade and other receivables | 77,717,079 |  | 5,703,212 |  | 257,450 |  | (127,301) |  | 83,550,440 |
| Leasehold improvements and equipment and |  |  |  |  |  |  |  |  |  |
| intangible assets other than goodwill | 1,121,006 |  | 210,095 |  | 55,979 |  | (6,942) |  | 1,380,138 |
| Other assets | 7,966,664 |  | 396,916 |  | 598,872 |  | (1,394,500) |  | 7,567,952 |
| Total assets | 86,804,749 |  | 6,310,223 |  | 912,301 |  | (1,528,743) |  | 92,498,530 |
|  |  |  |  |  |  |  |  |  |  |
| Total liabilities | 62,506,965 |  | 5,006,621 |  | 162,931 |  | (239,786) |  | 67,436,731 |

**27. CREDIT FACILITIES AND LETTER OF GUARANTEE**

27.1 As at August 31, 2024 and February 29, 2024, the Company has unused committed   
and unsecured revolving credit facility agreements with various financial institutions totaling Baht 3,000 million.

27.2 As at August 31, 2024 and February 29, 2024, the Company has unused overdraft facilities with various banks totaling Baht 1,590 million. Such overdraft facilities are unsecured.

27.3 As at August 31, 2024 and February 29, 2024, the Company has a bank’s letter of guarantee issued to suppliers for guarantee payment of Baht 0.50 million. Such letter of guarantee is unsecured.

27.4 As at August 31, 2024 and February 29, 2024, a subsidiary has letters of guarantee issued by banks in the amounts of Baht 2.18 million and Baht 2.03 million, respectively.

**28. SALE OF WRITTEN-OFF RECEIVABLES**

28.1 On June 28, 2018, the Company sold written-off receivables under loan agreements   
and credit card agreements to ACS Servicing (Thailand) Company Limited (the “buyer”),   
a subsidiary, with the purchase price of Baht 31.52 million. On the same date,   
the Company entered into the “Asset Sale and Purchase Agreement” with the buyer. The agreement sets out the conditions and terms in respect of the sales, assignment and conveyance of the Company’s rights, title, claim, obligation, liability and interest in the written-off receivables under loan agreements and credit card agreements. On June 28, 2018, which is the closing date as specified in the agreement, the Company received the payment in full from the buyer. However, the Group has retained substantially all of the risks and rewards of the assets transferred to the buyer which is the subsidiary. Consequently, the Company recorded cash received from the buyer as deferred revenue which will be recognized as revenue when the buyer can collect from debtors.  
The Company has already recognized revenue of Baht 0.17 million and Baht 0.28 million as bad debt recovery in the consolidated and separate statements of profit or loss for the three-month and six-month periods ended August 31, 2024, respectively, and Baht 0.12 million and Baht 0.25 million as bad debt recovery in the consolidated and separate statements of profit or loss for the three-month and six-month periods ended August 31, 2023, respectively, and recorded outstanding deferred revenue of Baht 20.54 million as other current liabilities in the separate statements of financial position as at August 31, 2024 (as at February 29, 2024: Baht 20.82 million).

Under the Asset Sale and Purchase Agreement, if the buyer wished to sell or transfer loans receivable that were intended to be a portfolio sale to a third-party, the Company was entitled to a right to first negotiate with the buyer with regard to a purchase of the portfolio before any third-party. If the negotiation was not concluded within three months or the Company decided not to make a purchase, the buyer might sell such loans receivable to a third-party.

28.2On October 28, 2019, the Company sold written-off receivables under loan agreements and credit card agreements by a bidding process to ACS Servicing (Thailand) Company Limited (the “buyer”), a subsidiary, with the purchase price of Baht 59.11 million. On the same date, the Company entered into the “Asset Sale and Purchase Agreement” with the buyer. The agreement sets out the conditions and terms in respect of the sales, assignment and conveyance of the Company’s rights, title, claim, obligation, liability and interest in the written-off receivables under loan agreements and credit card agreements. On October 28, 2019, which is the closing date as specified in the agreement, the Company received the payment in full from the buyer. However, the Group has retained substantially all of the risks and rewards of the assets transferred to the buyer which is the subsidiary. Consequently, the Company recorded cash received from the buyer as deferred revenue which will be recognized as revenue when the buyer can collect from debtors. The Company has already recognized revenue of Baht 0.19 million and Baht 0.33 million as bad debt recovery in the consolidated and separate statements of profit or loss for the three-month and six-month periods ended August 31, 2024, respectively, and Baht 0.28 million and Baht 0.55 million as bad debt recovery in the consolidated and separate statements of profit or loss for the three-month and six-month periods ended August 31, 2023, respectively, and recorded outstanding deferred revenue of Baht 52.65 million as other current liabilities in the separate statements of financial position as at August 31, 2024 (as at February 29, 2024: Baht 52.98 million).

Under the Asset Sale and Purchase Agreement, if the buyer wished to sell or transfer loans receivable that were intended to be a portfolio sale to a third-party, the Company was entitled to a right to first negotiate with the buyer with regard to a purchase of the portfolio before any third-party. If the negotiation was not concluded within three months or the Company decided not to make a purchase, the buyer might sell such loans receivable to a third-party.

28.3 On October 31, 2022, the Company sold written-off receivables under loan agreements and credit card agreements by a bidding process to an unrelated local company   
(the “buyer”) with the purchase price of Baht 110.40 million. On the same date,   
the Company entered into the “Asset Sale and Purchase Agreement” with the buyer. The agreement set out the conditions and terms in respect of the sales, assignment and conveyance of the Company’s rights, title, claim, obligation, liability and interest in the written-off receivables under loan agreements and credit card agreements. On November 29, 2022, which is the closing date as specified in the agreement, the Company received the initial payment of Baht 11.04 million.   
The buyer has agreed to pay the remaining amount of purchase price amounting to Baht 99.36 million in 8 installments of Baht 12.42 million per each and last installment will be on November 29, 2024. The Company has already recognized gain on sale of written-off receivables totaling Baht 110.40 million in the consolidated and separate statements of profit or loss for the year ended February 28, 2023, and recorded outstanding receivables of Baht 12.42 million as other receivables in the consolidated and separate statements of financial position as at August 31, 2024   
(as at February 29, 2024: Baht 37.26 million).

Under the Asset Sale and Purchase Agreement, the buyer was entitled to claim damages from the Company from sales of loans receivable within a specific period in events the buyer did not have lawful title over loans receivable or loan agreements are not legal as specified in the agreement. However, the Company believed that such damage was not significant, therefore, the Company had not recorded such claim in the financial statements.

In addition, under the Asset Sale and Purchase Agreement, if the buyer wished   
to sell or transfer loan to a third-party, the buyer shall get written approval from   
the Company. In addition, a third-party shall comply all terms and conditions of   
the agreement, by entering into the Accession Agreement in form determined by   
the Company.

28.4 On November 29, 2022, the Company sold written-off receivables under loan agreements and credit card agreements by a bidding process to an unrelated local company   
(the “buyer”) with the purchase price of Baht 108.98 million. On the same date,   
the Company entered into the “Asset Sale and Purchase Agreement” with the buyer. The agreement set out the conditions and terms in respect of the sales, assignment and conveyance of the Company’s rights, title, claim, obligation, liability and interest in the written-off receivables under loan agreements and credit card agreements. On November 29, 2022, which is the closing date as specified in the agreement, the Company received the initial payment of Baht 10.90 million.   
The buyer has agreed to pay the remaining amount of purchase price amounting to Baht 98.08 million in 8 installments of Baht 12.26 million per each and last installment will be on November 29, 2024. The Company has already recognized gain on sale of written-off receivables totaling Baht 108.98 million in the consolidated and separate statements of profit or loss for the year ended February 28, 2023, and recorded outstanding receivables of Baht 12.26 million as other receivables in the consolidated and separate statements of financial position as at August 31, 2024   
(as at February 29, 2024: Baht 36.78 million).

Under the Asset Sale and Purchase Agreement, the buyer was entitled to claim damages from the Company from sales of loans receivable within a specific period in events the buyer did not have lawful title over loans receivable or loan agreements are not legal as specified in the agreement. However, the Company believed that such damage was not significant, therefore, the Company had not recorded such claim in the financial statements.

In addition, under the Asset Sale and Purchase Agreement, if the buyer wished   
to sell or transfer loan to a third-party, the buyer shall get written approval from   
the Company. In addition, a third-party shall comply all terms and conditions of   
the agreement, by entering into the Accession Agreement in form determined by   
the Company.

28.5 On July 31, 2023, the Company sold written-off receivables under loan agreements and credit card agreements by a bidding process to an unrelated local company   
(the “buyer”) with the purchase price of Baht 109.78 million. On the same date,   
the Company entered into the “Asset Sale and Purchase Agreement” with the buyer. The agreement set out the conditions and terms in respect of the sales, assignment and conveyance of the Company’s rights, title, claim, obligation, liability and interest in the written-off receivables under loan agreements and credit card agreements.   
On July 31, 2023, which is the closing date as specified in the agreement, the Company received the initial payment of Baht 10.98 million. The buyer has agreed to pay the remaining amount of purchase price amounting to Baht 98.80 million in 8 installments of Baht 12.35 million per each and last installment will be on   
July 31, 2025. The Company has already recognized gain on sale of written-off receivables totaling Baht 109.78 million in the consolidated and separate statements of profit or loss for the three-month and six-month periods ended August 31, 2023, and recorded outstanding receivables of Baht 49.40 million as other receivables in the consolidated and separate statements of financial position as at August 31, 2024 (as at February 29, 2024: Baht 74.10 million).

Under the Asset Sale and Purchase Agreement, the buyer was entitled to claim damages from the Company from sales of loans receivable within a specific period in events the buyer did not have lawful title over loans receivable or loan agreements are not legal as specified in the agreement. However, the Company believed that such damage was not significant, therefore, the Company had not recorded such claim in the financial statements.

In addition, under the Asset Sale and Purchase Agreement, if the buyer wished   
to sell or transfer loan to a third-party, the buyer shall get written approval from   
the Company. In addition, a third-party shall comply all terms and conditions of   
the agreement, by entering into the Accession Agreement in form determined by   
the Company.

28.6 On July 31, 2023, the Company sold written-off receivables under loan agreements and credit card agreements by a bidding process to an unrelated local company   
(the “buyer”) with the purchase price of Baht 30.60 million. On the same date,   
the Company entered into the “Asset Sale and Purchase Agreement” with the buyer. The agreement set out the conditions and terms in respect of the sales, assignment and conveyance of the Company’s rights, title, claim, obligation, liability and interest in the written-off receivables under loan agreements and credit card agreements.   
On July 31, 2023, which is the closing date as specified in the agreement, the Company received the initial payment of Baht 9.18 million. The buyer has agreed to pay the remaining amount of purchase price amounting to Baht 21.42 million in 2 installments of Baht 10.71 million per each and last installment will be on September 29, 2023. The Company has already recognized gain on sale of written-off receivables totaling Baht 30.60 million in the consolidated and separate statements of profit or loss for the three-month and six-month periods ended August 31, 2023, and as at August 31, 2024, the Company has already received the full amount of payment under the agreement.

Under the Asset Sale and Purchase Agreement, the buyer was entitled to claim damages from the Company from sales of loans receivable within a specific period in events the buyer did not have lawful title over loans receivable or loan agreements are not legal as specified in the agreement. However, the Company believed that such damage was not significant, therefore, the Company had not recorded such claim in the financial statements.

In addition, under the Asset Sale and Purchase Agreement, if the buyer wished   
to sell or transfer loan to a third-party, the buyer shall get written approval from   
the Company. In addition, a third-party shall comply all terms and conditions of   
the agreement, by entering into the Accession Agreement in form determined by   
the Company.

28.7 On July 31, 2023, the Company sold written-off receivables under loan agreements and credit card agreements by a bidding process to an unrelated local company   
(the “buyer”) with the purchase price of Baht 26.72 million. On the same date,   
the Company entered into the “Asset Sale and Purchase Agreement” with the buyer. The agreement set out the conditions and terms in respect of the sales, assignment and conveyance of the Company’s rights, title, claim, obligation, liability and interest in the written-off receivables under loan agreements and credit card agreements.   
On July 31, 2023, which is the closing date as specified in the agreement, the Company received the initial payment of Baht 4.47 million. The buyer has agreed to pay the remaining amount of purchase price amounting to Baht 22.25 million in 5 installments of Baht 4.45 million per each and last installment will be on   
December 29, 2023. The Company has already recognized gain on sale of written-off receivables totaling Baht 26.72 million in the consolidated and separate statements   
of profit or loss for the three-month and six-month periods ended August 31, 2023,   
and as at August 31, 2024, the Company has already received the full amount of payment under the agreement.

Under the Asset Sale and Purchase Agreement, the buyer was entitled to claim damages from the Company from sales of loans receivable within a specific period in events the buyer did not have lawful title over loans receivable or loan agreements are not legal as specified in the agreement. However, the Company believed that such damage was not significant, therefore, the Company had not recorded such claim in the financial statements.

In addition, under the Asset Sale and Purchase Agreement, if the buyer wished   
to sell or transfer loan to a third-party, the buyer shall get written approval from   
the Company. In addition, a third-party shall comply all terms and conditions of   
the agreement, by entering into the Accession Agreement in form determined by   
the Company.

28.8 On August 27, 2024, the Company sold written-off receivables under loan agreements and credit card agreements by a bidding process to an unrelated local company   
(the “buyer”) with the purchase price of Baht 133.96 million. On the same date,   
the Company entered into the “Asset Sale and Purchase Agreement” with the buyer. The agreement set out the conditions and terms in respect of the sales, assignment and conveyance of the Company’s rights, title, claim, obligation, liability and interest in the written-off receivables under loan agreements and credit card agreements.   
On August 27, 2024, which is the closing date as specified in the agreement, the Company received the initial payment of Baht 66.98 million. The buyer has agreed to pay the remaining amount of purchase price amounting to Baht 66.98 million upon delivery of the documents by the Company. The Company has already recognized gain on sale of written-off receivables totaling Baht 133.96 million in the consolidated and separate statements of profit or loss for the three-month and six-month periods ended August 31, 2024, and recorded outstanding receivables of Baht 66.98 million as other receivables in the consolidated and separate statements of financial position as at August 31, 2024.

Under the Asset Sale and Purchase Agreement, the buyer was entitled to claim damages from the Company from sales of loans receivable within a specific period in events the buyer did not have lawful title over loans receivable or loan agreements are not legal as specified in the agreement. However, the Company believed that such damage was not significant, therefore, the Company had not recorded such claim in the financial statements.

In addition, under the Asset Sale and Purchase Agreement, if the buyer wished   
to sell or transfer loan to a third-party, the buyer shall get written approval from   
the Company. In addition, a third-party shall comply all terms and conditions of   
the agreement, by entering into the Accession Agreement in form determined by   
the Company.

28.9 On August 28, 2024, the Company sold written-off receivables under loan agreements and credit card agreements by a bidding process to an unrelated local company   
(the “buyer”) with the purchase price of Baht 26.90 million. On the same date,   
the Company entered into the “Asset Sale and Purchase Agreement” with the buyer. The agreement set out the conditions and terms in respect of the sales, assignment and conveyance of the Company’s rights, title, claim, obligation, liability and interest in the written-off receivables under loan agreements and credit card agreements.   
On August 28, 2024, which is the closing date as specified in the agreement, the Company received the payment in full from the buyer. The Company has already recognized gain on sale of written-off receivables totaling Baht 26.90 million in the consolidated and separate statements of profit or loss for the three-month and six-month periods ended August 31, 2024.

Under the Asset Sale and Purchase Agreement, the buyer was entitled to claim damages from the Company from sales of loans receivable within a specific period in events the buyer did not have lawful title over loans receivable or loan agreements are not legal as specified in the agreement. However, the Company believed that such damage was not significant, therefore, the Company had not recorded such claim in the financial statements.

In addition, under the Asset Sale and Purchase Agreement, if the buyer wished   
to sell or transfer loan to a third-party, the buyer shall get written approval from   
the Company. In addition, a third-party shall comply all terms and conditions of   
the agreement, by entering into the Accession Agreement in form determined by   
the Company.

28.10 On August 29, 2024, the Company sold written-off receivables under loan agreements and credit card agreements by a bidding process to an unrelated local company   
(the “buyer”) with the purchase price of Baht 11.24 million. On the same date,   
the Company entered into the “Asset Sale and Purchase Agreement” with the buyer. The agreement set out the conditions and terms in respect of the sales, assignment and conveyance of the Company’s rights, title, claim, obligation, liability and interest in the written-off receivables under loan agreements and credit card agreements.   
On August 29, 2024, which is the closing date as specified in the agreement, the Company received the initial payment of Baht 2.81 million. The buyer has agreed to pay the remaining amount of purchase price amounting to Baht 8.43 million in   
3 installments of Baht 2.81 million per each and last installment will be on November 29, 2024. The Company has already recognized gain on sale of written-off receivables totaling Baht 11.24 million in the consolidated and separate statements of profit or loss for the three-month and six-month periods ended August 31, 2024, and recorded outstanding receivables of Baht 8.43 million as other receivables in the consolidated and separate statements of financial position as at August 31, 2024.

Under the Asset Sale and Purchase Agreement, the buyer was entitled to claim damages from the Company from sales of loans receivable within a specific period in events the buyer did not have lawful title over loans receivable or loan agreements are not legal as specified in the agreement. However, the Company believed that such damage was not significant, therefore, the Company had not recorded such claim in the financial statements.

In addition, under the Asset Sale and Purchase Agreement, if the buyer wished   
to sell or transfer loan to a third-party, the buyer shall get written approval from   
the Company. In addition, a third-party shall comply all terms and conditions of   
the agreement, by entering into the Accession Agreement in form determined by   
the Company.

**29. COMMITMENT**

The Company has entered into a professional service agreement with a local non-related company (the “Service provider”) to receive system implementation services and other services as specified in agreement. The agreement is for the period from June 8, 2023 to October 31, 2025 and the total agreement value is Baht 154.05 million. As at August 31, 2024, the remaining value of the agreement is Baht 94.55 million (as at February 29, 2024:   
Baht 123.76 million) which will be paid by the Company to the service provider according to work progress as specified in the agreement.

**30. APPROVAL OF THE INTERIM FINANCIAL STATEMENTS**

These interim financial statements were approved for issuance by the Company’s Board of Directors on October 7, 2024.