

Peace & Living Public Company Limited  
Review report and interim financial information  
For the three-month and six-month periods ended  
30 June 2022

## **Independent Auditor's Report on Review of Interim Financial Information**

To the Shareholders of Peace & Living Public Company Limited

I have reviewed the accompanying statement of financial position of Peace & Living Public Company Limited as at 30 June 2022, the related statements of comprehensive income for the three-month and six-month periods then ended, and the related statements of changes in shareholders' equity and cash flows for the six-month period then ended, as well as the condensed notes to the interim financial statements (collectively "interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34 *Interim Financial Reporting*. My responsibility is to express a conclusion on this interim financial information based on my review.

### **Scope of review**

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

### **Conclusion**

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



Wilai Sunthornwanee  
Certified Public Accountant (Thailand) No. 7356

EY Office Limited  
Bangkok: 11 August 2022

**Peace & Living Public Company Limited**

**Statement of financial position**

**As at 30 June 2022**

(Unit: Thousand Baht)

	<u>Note</u>	<u>30 June 2022</u>	<u>31 December 2021</u>
		(Unaudited but reviewed)	(Audited)
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents		404,003	106,377
Restricted bank deposit	3	2,372	2,372
Other receivables		197	307
Property development costs for sales	4	1,738,799	1,542,729
Deposits for construction materials		2,054	4,013
Deposits for land purchase		45,715	67,893
Other current assets		<u>4,640</u>	<u>3,611</u>
<b>Total current assets</b>		<u>2,197,780</u>	<u>1,727,302</u>
<b>Non-current assets</b>			
Restricted bank deposit	3	1,149	1,149
Building and equipment		8,209	10,047
Intangible assets		2,212	2,426
Deferred tax assets		15,538	16,354
Other non-current assets		<u>1,703</u>	<u>188</u>
<b>Total non-current assets</b>		<u>28,811</u>	<u>30,164</u>
<b>Total assets</b>		<u><u>2,226,591</u></u>	<u><u>1,757,466</u></u>

The accompanying notes are an integral part of the interim financial statements.

Peace & Living Public Company Limited  
Statement of financial position (continued)  
As at 30 June 2022

(Unit: Thousand Baht)

	<u>30 June 2022</u>	<u>31 December 2021</u>
	(Unaudited but reviewed)	(Audited)
<b>Liabilities and shareholders' equity</b>		
<b>Current liabilities</b>		
Trade and other payables	99,689	95,044
Current portion of lease liabilities	2,229	2,250
Retention guarantees	14,449	14,834
Deposits and advances received from customers	27,447	22,807
Income tax payable	<u>39,431</u>	<u>32,109</u>
<b>Total current liabilities</b>	<u>183,245</u>	<u>167,044</u>
<b>Non-current liabilities</b>		
Lease liabilities - net of current portion	1,712	2,804
Provision for long-term employee benefits	<u>19,676</u>	<u>18,336</u>
<b>Total non-current liabilities</b>	<u>21,388</u>	<u>21,140</u>
<b>Total liabilities</b>	<u>204,633</u>	<u>188,184</u>

The accompanying notes are an integral part of the interim financial statements.

**Peace & Living Public Company Limited**  
**Statement of financial position (continued)**  
**As at 30 June 2022**

(Unit: Thousand Baht)

	<u>Note</u>	<u>30 June 2022</u>	<u>31 December 2021</u>
		(Unaudited but reviewed)	(Audited)
<b>Shareholders' equity</b>			
Share capital	5		
Registered			
504,000,000 ordinary shares of Baht 1 each			
(31 December 2021: 420,000,000 ordinary shares of Baht 1 each)		<u>504,000</u>	<u>420,000</u>
Issued and fully paid up			
503,997,673 ordinary shares of Baht 1 each		503,998	336,000
(31 December 2021: 336,000,000 ordinary shares of Baht 1 each)			
Share premium	5	244,394	-
Capital reserve for share-based payments		12,910	12,910
Retained earnings			
Appropriated - statutory reserve		33,805	33,805
Unappropriated		<u>1,226,851</u>	<u>1,186,567</u>
<b>Total shareholders' equity</b>		<u>2,021,958</u>	<u>1,569,282</u>
<b>Total liabilities and shareholders' equity</b>		<u>2,226,591</u>	<u>1,757,466</u>

The accompanying notes are an integral part of the interim financial statements.

Directors

(Unaudited but reviewed)

**Peace & Living Public Company Limited**

**Statement of comprehensive income**

**For the three-month period ended 30 June 2022**

(Unit: Thousand Baht, except earnings per share expressed in Baht)

	<u>Note</u>	<u>2022</u>	<u>2021</u>
<b>Profit or loss:</b>			
<b>Revenue</b>			
Revenue from sales of real estate		500,269	328,434
Other income		<u>910</u>	<u>375</u>
<b>Total revenue</b>		<u>501,179</u>	<u>328,809</u>
<b>Expenses</b>			
Cost of real estate sold		296,491	194,499
Selling expenses		31,259	26,592
Administrative expenses		<u>27,956</u>	<u>26,029</u>
<b>Total expenses</b>		<u>355,706</u>	<u>247,120</u>
<b>Operating profit</b>		145,473	81,689
Finance cost		<u>(46)</u>	<u>(2,781)</u>
<b>Profit before income tax expenses</b>		145,427	78,908
Income tax expenses		<u>(29,084)</u>	<u>(15,781)</u>
<b>Profit for the period</b>		<u>116,343</u>	<u>63,127</u>
<b>Other comprehensive income for the period</b>		<u>-</u>	<u>-</u>
<b>Total comprehensive income for the period</b>		<u><u>116,343</u></u>	<u><u>63,127</u></u>
<b>Earnings per share</b>	6		
Basic earnings per share			
Profit for the period		<u><u>0.24</u></u>	<u><u>0.15</u></u>

The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

**Peace & Living Public Company Limited**

**Statement of comprehensive income**

**For the six-month period ended 30 June 2022**

(Unit: Thousand Baht, except earnings per share expressed in Baht)

	<u>Note</u>	<u>2022</u>	<u>2021</u>
<b>Profit or loss:</b>			
<b>Revenue</b>			
Revenue from sales of real estate		947,756	544,032
Other income		<u>1,399</u>	<u>1,075</u>
<b>Total revenue</b>		<u>949,155</u>	<u>545,107</u>
<b>Expenses</b>			
Cost of real estate sold		567,159	325,378
Selling expenses		62,958	39,418
Administrative expenses		<u>58,600</u>	<u>48,620</u>
<b>Total expenses</b>		<u>688,717</u>	<u>413,416</u>
<b>Operating profit</b>		260,438	131,691
Finance cost		<u>(98)</u>	<u>(4,709)</u>
<b>Profit before income tax expenses</b>		260,340	126,982
Income tax expenses		<u>(52,060)</u>	<u>(25,396)</u>
<b>Profit for the period</b>		<u>208,280</u>	<u>101,586</u>
<b>Other comprehensive income for the period</b>		<u>-</u>	<u>-</u>
<b>Total comprehensive income for the period</b>		<u><u>208,280</u></u>	<u><u>101,586</u></u>
<b>Earnings per share</b>	6		
Basic earnings per share			
Profit for the period		<u><u>0.43</u></u>	<u><u>0.24</u></u>

The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

Peace & Living Public Company Limited  
Statement of changes in shareholders' equity  
For the six-month period ended 30 June 2022

	Note	Issued and fully paid-up share capital	Share premium	Capital reserve for share-based payments	Retained earnings		Total
					Appropriated - statutory reserve	Unappropriated	
<b>Balance as at 1 January 2021</b>		336,000	-	12,910	16,210	1,028,807	1,393,927
Total comprehensive income for the period		-	-	-	-	101,586	101,586
Dividend paid	7	-	-	-	-	(40,320)	(40,320)
Transfer retained earning to statutory reserve		-	-	-	6,840	(6,840)	-
<b>Balance as at 30 June 2021</b>		<u>336,000</u>	<u>-</u>	<u>12,910</u>	<u>23,050</u>	<u>1,083,233</u>	<u>1,455,193</u>
<b>Balance as at 1 January 2022</b>		336,000	-	12,910	33,805	1,186,567	1,569,282
Total comprehensive income for the period		-	-	-	-	208,280	208,280
Increase share capital	5	84,000	250,320	-	-	-	334,320
Transaction costs - net of income tax	5	-	(5,926)	-	-	-	(5,926)
Stock dividend payment	5, 7	83,998	-	-	-	(83,998)	-
Dividend paid	7	-	-	-	-	(83,998)	(83,998)
<b>Balance as at 30 June 2022</b>		<u>503,998</u>	<u>244,394</u>	<u>12,910</u>	<u>33,805</u>	<u>1,226,851</u>	<u>2,021,958</u>

The accompanying notes are an integral part of the interim financial statements.



(Unaudited but reviewed)

**Peace & Living Public Company Limited**

**Cash flow statement**

**For the six-month period ended 30 June 2022**

(Unit: Thousand Baht)

	<u>2022</u>	<u>2021</u>
<b>Cash flows from operating activities</b>		
Profit before tax	260,340	126,982
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:		
Decrease in property development costs for sales transferring to cost of real estate sold	567,159	325,378
Depreciation and amortisation	2,433	2,432
Gain on sales of equipment	-	(313)
Provision for long-term employee benefits	1,340	1,288
Interest income	(426)	(7)
Finance cost	98	4,709
Profit from operating activities before changes in operating assets and liabilities	830,944	460,469
Operating assets (increase) decrease		
Other receivables	111	9
Property development costs for sales	(762,980)	(218,764)
Deposits for construction materials	1,959	(9,513)
Deposits for land purchase	22,177	(32,843)
Other current assets	(1,181)	(514)
Other non-current assets	(120)	73
Operating liabilities increase (decrease)		
Trade and other payables	4,592	14,935
Retention guarantees	(385)	1,255
Deposits and advances received from customers	4,640	7,636
Cash flows from operating activities	99,757	222,743
Interest received	426	6
Corporate income tax paid	(42,440)	(24,015)
<b>Net cash flows from operating activities</b>	<u>57,743</u>	<u>198,734</u>

The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

**Peace & Living Public Company Limited**

**Cash flow statement (continued)**

**For the six-month period ended 30 June 2022**

(Unit: Thousand Baht)

	<u>2022</u>	<u>2021</u>
<b>Cash flows from investing activities</b>		
Acquisition of equipment	(425)	(309)
Acquisition of intangible assets	-	(171)
Proceeds from sales of equipment	-	320
<b>Net cash flows used in investing activities</b>	<u>(425)</u>	<u>(160)</u>
<b>Cash flows from financing activities</b>		
Cash receipt from long-term loans from financial institutions	-	249,000
Repayment of long-term loans from financial institutions	-	(333,867)
Proceeds from increase in share capital	334,320	-
Transaction costs on issuance of shares	(7,407)	-
Payment of principal portion of lease liabilities	(1,113)	(1,054)
Interest paid and front-end fee paid	(1,494)	(6,554)
Dividend payment	<u>(83,998)</u>	<u>(40,320)</u>
<b>Net cash flows from (used in) financing activities</b>	<u>240,308</u>	<u>(132,795)</u>
<b>Net increase in cash and cash equivalents</b>	297,626	65,779
Cash and cash equivalents at beginning of period	<u>106,377</u>	<u>6,892</u>
<b>Cash and cash equivalents at end of period</b>	<u><u>404,003</u></u>	<u><u>72,671</u></u>

**Supplemental cash flow information:**

Non-cash items consist of:

Additions to right-of-use assets and lease liabilities	-	5,053
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The accompanying notes are an integral part of the interim financial statements.

**Peace & Living Public Company Limited**

**Notes to interim financial statements**

**For the three-month and six-month periods ended 30 June 2022**

**1. General information**

**1.1 Basis of the preparation of interim financial statements**

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

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

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

**1.2 Significant accounting policies**

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

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

**2. Related party transactions**

During the period, the Company had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business. There were no significant changes in the transfer pricing policy of transactions with related parties during the current period.

(Unaudited but reviewed)

Summaries significant business transactions with related parties as follows.

(Unit: Thousand Baht)

For the three-month periods ended 30 June

	<u>2022</u>	<u>2021</u>
<u>Transaction with related party</u>		
Purchases of materials used for property	1,194	291
<u>Transaction with related persons</u>		
Rental expense	450	450

(Unit: Thousand Baht)

For the six-month periods ended 30 June

	<u>2022</u>	<u>2021</u>
<u>Transaction with related party</u>		
Purchases of materials used for property	2,386	758
<u>Transaction with related persons</u>		
Revenue from sales of real estate	24,323	-
Rental expense	900	850

The balances of the accounts between the Company and those related parties are as follows:

(Unit: Thousand Baht)

	<u>30 June 2022</u>	<u>31 December 2021</u>
		(Audited)
Trade payables - related party	685	447
Lease liabilities - related person	2,888	3,715
Deposits and advances received from customers - related person	-	10,000

**Directors and management's benefits**

(Unit: Thousand Baht)

For the three-month periods ended 30 June

	<u>2022</u>	<u>2021</u>
Short-term employee benefits	6,131	6,624
Post-employment benefits	252	316
Total	<u>6,383</u>	<u>6,940</u>

(Unit: Thousand Baht)

For the six-month periods ended 30 June

	<u>2022</u>	<u>2021</u>
Short-term employee benefits	12,456	13,130
Post-employment benefits	503	631
Total	<u>12,959</u>	<u>13,761</u>

**3. Restricted bank deposit**

Restricted bank deposit is fixed deposit which the Company has pledged to secure a letter of guarantee for utility maintenance of property development issued by a bank on behalf of the Company. The Company intends to redeem within 1 year amounting to Baht 2.4 million.

**4. Property development costs for sales**

Movements of property development costs for sales account during the six-month period ended 30 June 2022 were summarised below.

(Unit: Thousand Baht)

<b>Balance as at 1 January 2022</b>	1,542,729
Increase in land costs and development costs	594,597
Increase in construction costs	168,632
Cost of real estate sold for the period	<u>(567,159)</u>
<b>Balance as at 30 June 2022</b>	<u>1,738,799</u>

The Company has mortgaged its project land and construction thereon with banks as collateral for bank overdrafts, loans from financial institutions, and issuance of bank guarantees.

## 5. Share capital

5.1 On 20 January 2022, a meeting of the Company's Board of Directors passed a resolution to approve the allocation of the 84,000,000 new ordinary shares of the Company with a par value of Baht 1 each prescribed in the prospectus as follows:

- a) Not more than 7,790,000 ordinary shares are to be offered to the Company's patronages at the offer price of persons at the underwriter's discretion mentioned in c).
- b) Not more than 13,208,500 ordinary shares are to be offered to the Company's employees and/or related persons who are the Company's directors or executives at the offer price of persons at the underwriter's discretion mentioned in c). However, the ordinary shares offered to the Company's employees, and/or the Company's directors or management, and the Company's patronages as mentioned in a), are to total not more than 25 percent of all offered ordinary shares.
- c) Not less than 63,001,500 ordinary shares are to be offered to persons at the underwriter's discretion.

5.2 Period during 2 to 4 and 7 February 2022, the Company made an Initial Public Offering of 84,000,000 newly issued ordinary shares with a par value of Baht 1 each, at an offering price of Baht 3.98 per share, amounting to Baht 334.32 million which have the share premium of Baht 250.32 million. Subsequently, on 7 February 2022, the Company received full payment of the additional capital and registered the increase in its issued and paid-up share capital from Baht 336 million (336,000,000 ordinary shares with a par value of Baht 1 each) to Baht 420 million (420,000,000 ordinary shares with a par value of Baht 1 each) with the Ministry of Commerce on the same date. The Stock Exchange of Thailand approved the 420,000,000 ordinary shares with a par value of Baht 1 each as listed securities, with trading permitted from 10 February 2022.

The Company incurred expenses relating to the share offering amounting to approximately Baht 7.41 million (net of income tax of Baht 5.93 million), and these expenses are recorded as transaction costs as a deduction against the share premium.

5.3 On 28 April 2022, the Annual General Meeting of the Company's shareholders passed a resolution to approve an increase in the Company's registered share capital from Baht 420 million (420,000,000 ordinary shares with a par value of Baht 1 each) to Baht 504 million (504,000,000 ordinary shares with a par value of Baht 1 each) through the issuance of 84,000,000 new ordinary shares with a par value of Baht 1 each to support the stock dividend payment described in Note 7 to the financial statements. The Company registered the increase in its registered capital with the Ministry of Commerce on 11 May 2022.

Subsequently, the Company paid a stock dividend of 83,997,673 ordinary shares and registered the increase in its issued and paid-up share capital with the Ministry of Commerce on 19 May 2022.

## 6. Earnings per share

Basic earnings per share is calculated by dividing profit for the period (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period, after adjusting the number of ordinary shares in proportion to the change in the number of ordinary shares as a result of the distribution of the stock dividend of 83,997,673 ordinary shares, as discussed in Note 7 to the financial statements. The number of ordinary shares of the prior year has been adjusted as if the stock dividend had been distributed at the beginning of the earliest period reported.

The following table sets forth the computation of basic earnings per share:

	For the three-month periods ended 30 June	
	<u>2022</u>	<u>2021*</u>
Profit for the period (Thousand Baht)	116,343	63,127
Weighted average number of ordinary shares (Thousand shares)	486,826	419,998
Earnings per share (Baht per share)	0.24	0.15

\* Recalculation after the change in the number of ordinary shares as a result of the distribution of the stock dividend.

	For the six-month periods ended 30 June	
	<u>2022</u>	<u>2021*</u>
Profit for the period (Thousand Baht)	208,280	101,586
Weighted average number of ordinary shares (Thousand shares)	486,826	419,998
Earnings per share (Baht per share)	0.43	0.24

\* Recalculation after the change in the number of ordinary shares as a result of the distribution of the stock dividend.

**7. Dividends**

Dividends	Approved by	Total dividends (Thousand Baht)	Dividend per share (Baht)
Dividends for 2020	Annual General Meeting of the shareholders on 30 April 2021	40,320	0.12*
Dividends for 2021	Annual General Meeting of the		
Cash dividend	shareholders on 28 April 2022	83,998	0.20
Stock dividend (In a ration of 1 dividend share to 5 existing shares)		83,998	0.20
Total		167,996	0.40

\* After the change in the par value of the ordinary shares.

**8. Commitments and contingent liabilities****8.1 Capital commitments**

As at 30 June 2022, the Company had capital commitments of approximately Baht 425 million, relating to land purchase contracts and construction of property development.

**8.2 Service commitments**

As at 30 June 2022, the Company had service commitments of approximately Baht 12 million, relating to advertising expenses and others.

**8.3 Guarantees**

As at 30 June 2022, there were outstanding bank guarantees issued by the banks on behalf of the Company in respect of certain performance bonds as required in the normal course of business as follows.

	(Unit: Thousand Baht)
	30 June 2022
Bank guarantee for utilities	137,447
Bank guarantee for trade payables	16,000
Total	153,447

The Company pledged bank deposit and some project land and construction thereon with a bank to secure the issuance of bank guarantees.



**9. Fair values of financial instruments**

Since the majority of the Company's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

**10. Approval of interim financial statements**

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