

Bangpakong Terminal Public Company Limited

Interim Financial Information

For the period ended September 30, 2017

and Review Report on Interim Financial Information

Performed by Certified Public Accountant

Draft

**REVIEW REPORT ON INTERIM FINANCIAL INFORMATION
PERFORMED BY CERTIFIED PUBLIC ACCOUNTANT**

To the Board of Directors of Bangpakong Terminal Public Company Limited

I have reviewed the accompanying statement of financial position in which the equity method is applied of Bangpakong Terminal Public Company Limited as at September 30, 2017, and the statements in which the equity method is applied of comprehensive income for the three - month and nine - month periods then ended, the statements in which the equity method is applied of changes in shareholders' equity and the statements in which the equity method is applied of cash flows for the nine - month period then ended, and the condensed notes to the financial statements. I have also reviewed the accompanying separate statement of financial position of Bangpakong Terminal Public Company Limited as at September 30, 2017, and the separate statements of comprehensive income for the three - month and nine - month periods then ended, the separate statement of changes in shareholders' equity and the separate statement of cash flows for the nine - month period then ended, and the condensed notes to the financial statements. Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard No. 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 Engagement 2410, "Review of Interim Financial Information Performed by the Certified Public Accountant 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 No. 34 "Interim Financial Reporting".

(Ms. Kannika Wipanurat)

Certified Public Accountant (Thailand)

Registration No. 7305

Karin Audit Company Limited

Bangkok

November 14, 2017

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED
STATEMENTS OF FINANCIAL POSITION
AS AT SEPTEMBER 30, 2017

ASSETS

		In Thousand Baht	
		Financial statements in which the equity method is applied/ Separate financial statements	
		September 30, 2017	December 31, 2016
		"Unaudited"	"Audited"
	Note	"Reviewed"	
CURRENT ASSETS			
Cash and cash equivalents		6,275	7,085
Trade and other current receivables	5	18,078	22,262
Short-term loans - net	4	-	-
Current tax assets		1,682	2,155
Other current assets		6,834	-
Total current assets		32,869	31,502
NON-CURRENT ASSETS			
Investments held as available for sale	6	19,452	40,157
Investments in associates - net	7	-	-
Investment property	9	225,762	225,762
Property, plant and equipment - net	10	178,011	203,027
Leasehold rights - net	11	31,043	33,106
Other non-current assets	8	9,154	8,789
Total non-current assets		463,422	510,841
TOTAL ASSETS		496,291	542,343

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED
STATEMENTS OF FINANCIAL POSITION (Continued)
AS AT SEPTEMBER 30, 2017

LIABILITIES AND SHAREHOLDERS' EQUITY

		In Thousand Baht	
		Financial statements in which the equity method is applied/ Separate financial statements	
		September 30, 2017	December 31, 2016
		"Unaudited" "Reviewed"	"Audited"
Note		_____	_____
CURRENT LIABILITIES			
	Trade and other current payables	14,223	12,857
12	Current portion of long-term liabilities	5,236	5,170
11	Accrued rental expenses	24,686	21,962
	Total current liabilities	44,145	39,989
NON-CURRENT LIABILITIES			
12	Long - term borrowings - net	16,996	20,784
11	Accrued rental expenses	67,739	73,901
	Non - current provisions for employee benefit	384	276
	Other non - current liabilities	200	-
	Total non-current liabilities	85,319	94,961
	Total liabilities	129,464	134,950

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED
STATEMENTS OF FINANCIAL POSITION (Continued)
AS AT SEPTEMBER 30, 2017

		In Thousand Baht	
		Financial statements in which the equity method is applied/ Separate financial statements	
		September 30, 2017	December 31, 2016
		"Unaudited"	"Audited"
Note		"Reviewed"	
SHAREHOLDERS' EQUITY			
Share capital			
	Authorized share capital	10,453,609	14,453,609
	Issued and paid share capital	7,015,844	7,015,844
	Share premium (discount) on ordinary shares - net	(5,171,840)	(5,171,840)
Retained earnings			
	Legal reserve	26,000	26,000
	Deficit	(1,503,798)	(1,463,489)
	Other components of shareholders' equity	621	878
	Total Shareholders' equity	366,827	407,393
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		496,291	542,343

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED
STATEMENTS OF COMPREHENSIVE INCOME
FOR THE THREE - MONTH PERIOD ENDED SEPTEMBER 30, 2017

"UNAUDITED"
"REVIEWED"

		In Thousand Baht	
		Financial statements in which the equity method is applied/ Separate financial statements	
	Note	2017	2016
REVENUES			
Revenue from rendering of services		32,095	24,015
Other income		378	317
Total revenues		32,473	24,332
EXPENSES			
Costs of rendering of services		32,923	28,833
Administrative expenses		11,239	9,890
Provision for doubtful accounts	4	-	-
Finance cost		341	46
Total expenses		44,503	38,769
Loss for the period		(12,030)	(14,437)
Other comprehensive income			
Components of other comprehensive income that will be reclassified to profit or loss			
- Profit (loss) measurement of available for sale investments	6	(55)	108
Total comprehensive loss for the period		(12,085)	(14,329)
Loss per share (Baht)	16		
Basic and Diluted		(0.003)	(0.002)
Weighted average number of ordinary shares (In Thousand shares)	16	4,289,579	7,015,844

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED
STATEMENTS OF COMPREHENSIVE INCOME
FOR THE NINE - MONTH PERIOD ENDED SEPTEMBER 30, 2017

"UNAUDITED"
"REVIEWED"

		In Thousand Baht	
		Financial statements in which the equity method is applied/ Separate financial statements	
	Note	2017	2016
REVENUES			
Revenue from rendering of services		93,140	69,461
Other income		1,388	1,905
Total revenues		94,528	71,366
EXPENSES			
Costs of rendering of services		96,951	80,483
Administrative expenses		32,932	29,704
Provision for doubtful accounts	4	-	64
Loss on impairment of land		3,900	-
Finance cost		1,054	77
Total expenses		134,837	110,328
Loss for the period		(40,309)	(38,962)
Other comprehensive income			
Components of other comprehensive income that will be reclassified to profit or loss			
- (Loss) on measurement of available for sale investments	6	(257)	(93)
Total comprehensive loss for the period		(40,566)	(39,055)
Loss per share (Baht)	16		
Basic and Diluted		(0.007)	(0.006)
Weighted average number of			
ordinary shares (In Thousand shares)	16	6,097,103	7,015,844

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE NINE - MONTH PERIOD ENDED SEPTEMBER 30, 2017

"UNAUDITED"

"REVIEWED"

In Thousand Baht

Financial statements in which the equity method is applied/

Separate financial statements

Note	Issued and paid share capital	Share premium (discount) on ordinary shares	Retained earnings		Other components of shareholders' equity Fair value changes in available-for-sale investments	Shareholders' equity - net
			Legal reserve	Deficit		
Balance at January 1, 2017	7,015,844	(5,171,840)	26,000	(1,463,489)	878	407,393
Total comprehensive loss for the period	-	-	-	(40,309)	(257)	(40,566)
Balance at September 30, 2017	7,015,844	(5,171,840)	26,000	(1,503,798)	621	366,827
Balance at January 1, 2016	7,015,844	(5,171,840)	26,000	(1,410,024)	1,047	461,027
Total comprehensive loss for the period	-	-	-	(38,962)	(93)	(39,055)
Balance at September 30, 2016	7,015,844	(5,171,840)	26,000	(1,448,986)	954	421,972

Note to interim financial Statements from an integral part of these financial statements.

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED
STATEMENTS OF CASH FLOWS
FOR THE NINE - MONTH PERIOD ENDED SEPTEMBER 30, 2017

"UNAUDITED"
"REVIEWED"

	In Thousand Baht	
	Financial statements in which the equity method is applied/ Separate financial statements	
	2017	2016
Cash flows from operating activities		
Loss for the period	(40,309)	(38,962)
Adjustments for		
Trade accounts receivable (increase) decrease	4,185	(11,884)
Trade and associates (increase) decrease	-	-
Other current assets (increase)	(6,834)	-
Other non - current assets (increase) decrease	1,843	(376)
Trade accounts payable increase	1,391	4,135
Accrued expenses increase (decrease)	2,724	(4,400)
Accrued rental expenses increase (decrease)	(6,162)	6,411
Other non - current liabilities increase	200	-
Depreciation and amortization	24,746	20,607
Provision for doubtful accounts	-	64
Provision for employee benefits	108	108
Loss on impairment of land	3,900	-
(Gain) on sale of available - for - sale investments	(552)	(832)
(Gain) on sale of fixed assets	-	(1)
Loss on amortization of fixed asset	115	-
Interest income	(33)	(31)
Interest expenses	1,054	77
Total adjustment of loss	(13,624)	(25,084)
Net cash provided by (use in) operating activities		
Cash received income tax	-	1,764
Cash paid income tax	(1,682)	(1,740)
Net cash (use in) by operating activities	(15,306)	(25,060)

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED
STATEMENTS OF CASH FLOWS (Continued)
FOR THE NINE - MONTH PERIOD ENDED SEPTEMBER 30, 2017

"UNAUDITED"
"REVIEWED"

	In Thousand Baht	
	Financial statements in which the equity method is applied/ Separate financial statements	
	2017	2016
Cash flows from investing activities		
Cash received from interest	33	31
Proceeds from sale of available - for - sale investments	21,000	93,000
Cash paid for purchase of property, plant and equipment	(1,683)	(87,807)
Cash received from sales of fixed assets	-	5
Advances for purchases of property	-	(100)
(Increase) in deposits at bank with commitment	(54)	(2,031)
Net cash provided by investing activities	19,296	3,098
Cash flows from financing activities		
Interest paid	(1,079)	(78)
Repayments of finance lease liabilities	(3,721)	(393)
Net cash (used in) by financing activities	(4,800)	(471)
Net increase (decrease) in cash and cash equivalents	(810)	(22,433)
Cash and cash equivalents at beginning of periods	7,085	30,339
Cash and cash equivalents at end of periods	6,275	7,906

Supplemental cash flows information

In 3rd quarter 2016, the Company purchase of fixed assets by debt - liabilities under finance leases of 13.20 million baht.

1. GENERAL

Bangpakong Terminal Public Company Limited, the “Company”, is incorporated in Thailand and has its registered office at 3656/64 Green Tower Building, 19th Floor, Unit K, Rama 4 Road, Klongton, Klongtoey, Bangkok.

The Company was listed on the Stock Exchange of Thailand in July 2003.

The principal business of the Company is the operation of a port in Bangpakong which includes a container depot, warehousing, a wharf and other related services. The Company has operated transportation and related services starting from December 2016.

On February 8, 2016, the Company registered new branches (*) and changed the registered head office (**). registered offices are as follows:

Head office (**) : 3656/64 Green Tower Building, 19th Floor, Unit K, Rama 4 Road, Klongton, Klongtoey, Bangkok.

Branch 1 : 8/1 Moo 8, Tambol Tahkarm, Amphor Bangpakong, Chachoengsao.

Branch 2 (*) : 273/15 Moo 6, Tambol Surasak, Amphor Srirasha, Chonburi.

2. BASIS FOR PREPARATION OF INTERIM FINANCIAL INFORMATION

The interim financial information is prepared on a condensed basis in accordance with Thai Accounting Standard No. 34 Interim Financial Reporting including related interpretations and guidelines promulgated by the Federation of Accounting Professions, and applicable rules and regulations of the Securities and Exchange Commission.

The interim financial information is prepared as updated information to the financial statements for the year ended December 31, 2016 with an emphasis on the more current information about activities, events and situations, not a duplicate of information previously reported. This interim financial information should therefore be read in conjunction with the financial statements for the year ended December 31, 2016.

For the convenience of the reader, an English translation of interim financial information has been prepared from the statutory Thai language financial information which is issued for domestic reporting purposes.

The Federation of Accounting Professions has revised and issued new Thai Financial Reporting Standards (Thai Accounting Standard, Thai Accounting Standard Interpretations, Thai Financial Reporting Standard and Thai Financial Reporting Interpretations) effective for the period beginning on or after January 1, 2017. The adoption of these Financial Reporting Standards does not have significant impact on the Company’s financial information.

SEPTEMBER 30, 2017

3. SIGNIFICANT ACCOUNTING POLICIES

Accounting policies that have been applied in the preparation of the interim financial information for the three - month and nine - month periods ended September 30, 2017 and 2016, are similar to those applied to the financial statements for the year ended December 31, 2016.

4. RELATED PARTY TRANSACTIONS AND BALANCES

Related parties are those parties controlled by the Company or have power control over the Company, directly or indirectly, or have significant influence over the financial or operating policies of the Company.

The related parties consisted of:

Name of entities	Country of incorporation/ Nationality	Nature of relationships
Platinum Emerald Co., Ltd. *	Thailand	Associates *
Platinum Container Lines Co., Ltd. * and its subsidiaries (Platinum Jade Co., Ltd. And Platinum Diamond Co., Ltd.)	Thailand	Associates *
SCG Logistics Co., Ltd., NP Marine Logistics Co., Ltd., NP Marine Co., Ltd., SC Auto Logistics Co., Ltd., SC Group Holding Co., Ltd. Thai InterNational DockYard Co., Ltd. and SC Carrier Co., Ltd.	Thailand	Being controlled by the director of the Company
Steel Plus Fabrication Co., Ltd.	Thailand	Common director
Key management personnel	Thailand	Persons having authority and Responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of the Company.

*In during 2016 the Company sold and transferred an associate’s share capital to non - related party, and terminated a relationship since that date (note 7).

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED

“UNAUDITED”

NOTE TO FINANCIAL STATEMENT

“REVIEWED”

SEPTEMBER 30, 2017

Significant transactions for the three - month periods ended September 30, 2017 and 2016 with related parties were as follows:

	In Thousand Baht	
	2017	2016
Key management compensation		
Short - term employee benefits	2,382	1,777
Post - employment benefits	85	62
Total	2,467	1,839

Significant transactions for the nine - month periods ended September 30, 2017 and 2016 with related parties were as follows:

	Pricing policies	In Thousand Baht	
		2017	2016
Associates *			
Other income	Agreed price	-	60
Related parties			
Revenue from rendering of service	Market price	-	8
Other income	Agreed price	-	48
Key management compensation			
Short - term employee benefits		8,502	6,251
Post - employment benefits		247	179
Total		8,749	6,430

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED

“UNAUDITED”

NOTE TO FINANCIAL STATEMENT

“REVIEWED”

SEPTEMBER 30, 2017

Balances as at September 30, 2017 and December 31, 2016 with related parties were as follows:

	Interest rate (% per annum)		In Thousand Baht	
	September 30, 2017	December 31, 2016	September 30, 2017	December 31, 2016
Short - term loans				
Associates *	2.50 and 6.25	2.50 and 6.25		
As at January 1			232,463	232,463
Increase			-	-
As at September 30			232,463	232,463
Less allowance for doubtful accounts			(232,463)	(232,463)
Net			-	-
Other non - current receivables				
Interest receivables				
Associates *			60,870	60,870
Less allowance for doubtful accounts			(60,870)	(60,870)
Net			-	-
Other receivables				
Associates *			227,631	227,631
Related party			-	-
Total			227,631	227,631
Less allowance for doubtful accounts			(227,631)	(227,631)
Net			-	-
Total			-	-

The Company did not recognized interest income from loans to the associates* for the nine - month periods ended September 30, 2017 and for the year ended December 31, 2016 since the Company’s management believes that this interest income is not collectible. Provision for doubtful accounts for all loans and interest receivable from the associates* was fully provided.

On December 30, 2015, the Company claimed an associate* amounting to baht 227 million. This claim arose from settlement of the associate*’s debt. Since the Company’s management believe that this claim is not collectible and accordingly, allowance for doubtful accounts was fully provided.

In year 2016, the Company has paid for the purchase of assets to related company of Baht 2.71 million.

Draft

SEPTEMBER 30, 2017

5. TRADE AND OTHER CURRENT RECEIVABLES

	In Thousand Baht	
	Financial statements in which the equity method is applied/ Separated Financial statements	
	September 30, 2017	December 31, 2016
Trade accounts	14,176	17,681
Other receivables :		
- Prepaid expenses	3,401	2,291
- Advances	204	(80)
- Accrued income	-	22
- Other receivables	297	2,348
Total	18,078	22,262
Trade accounts		
Undue :		
- Normal	11,060	12,373
Overdue :		
- Not over 3 months	3,116	2,555
- Over 3 months to 6 months	-	-
	14,176	14,928
Post - date cheque	-	2,753
Total	14,176	17,681

The normal credit term granted by the Company ranges from 7 days to 30 days.

6. INVESTMENT HELD AS AVAILABL R FOR SALE

	In Thousand Baht	
	Financial statements in which the equity method is applied/ Separated Financial statements	
	September 30, 2017	December 31, 2016
Investments held as available for sale		
Aggregate cost	18,831	39,279
Add unrealized gain (loss) on Investments held as available for sale	621	878
Total Investments held as available for sale	19,452	40,157

The disclosure movement of investments held as available for sale, as required by the Securities and Exchange Commission, for the nine - month periods ended September 30, 2017 was as follows:

	In Thousand Baht	
	Financial statements in which the equity method is applied/ Separated Financial statements	
Net book amount as at January 1, 2017		40,157
Disposal		(20,448)
Chang in fair value		(257)
Net book amount as at September 30, 2017		19,452

7. INVESTMENTS IN ASSOCIATES - NET

As at September 30, 2016, the Company transferred the ordinary shares in Platinum Container Lines Co., Ltd. and Platinum Emerald Co., Ltd. of 3,200,000 shares and 972,000 shares respectively to a non - related person. The company lifted all shareholder’s right and the buyer acknowledged its shareholder’s right of such companies. The Company received the payment in full of Baht 200. And terminate a relationship since that date. Such transaction was approved the ratification from the Company’s shareholders.

8. ASSETS USED AS COLLATERAL FOR CREDIT FACILITIES

As at September 30, 2017, a fixed deposit of Baht 4.68 million (December 31, 2016 : Baht 4.63 million) of the Company is used as collateral for bank guarantee issued to a government agency value of Baht 0.3 million and guarantees the use of fleet card value of Baht 4.33 million.

As at September 30, 2017 and December 31, 2016, machinery and equipment with gross carrying value of Baht 50.5 million (fully depreciated) (investment property); land not used in operations with net carrying value of Baht 60.88 million (2016 : Baht 60.88 million) of the Company are used as collateral for bank guarantee of Baht 35 million issued to Customs Department.

As at September 30, 2017 and December 31, 2016, insurance coverage on the above machinery and equipment is assigned to the bank.

9. INVESTMENT PROPERTY

As at September 30, 2017 and December 31, 2016, investment property consists of 6 non-performing land title deeds (60 rai - 1 ngaan - 44 square wah) amount of Baht 225.76 million (the appraised value by an independent appraiser made in 2016 by the market price approach of Baht 230.40 million.)

As at September 30, 2017 and December 31, 2016, some part land (16 rai – 1 ngaan - 46 square wah) are used as collateral for bank guarantee (note 8).

SEPTEMBER 30, 2017

10. PROPERTY, PLANT AND EQUIPMENT - NET

The condensed movements in these items for the nine - month period ended September 30, 2017 are as follows:

	In Thousand Baht
	Financial statements in which the equity method is applied/ Separated Financial statements
Net book value as at January 1, 2017	203,027
Acquisitions during the period - a wharf segment	1,498
- Transportation & Logistics segment	185
Disposal during the period	(115)
Depreciation for the period - a wharf segment	(14,751)
- Transportation & Logistics segment	(7,933)
Allowance for impairment - land	(3,900)
Net book value as at September 30, 2017	178,011

As at September 30, 2017, the Company has reviewed assets impairment both of operation of wharf business (included leasehold right as note 11) and operated transportation & logistics business by independent appraiser's report, income approach, market price compared, and cost method and found that book value of assets are nearly a realizable value.

The gross carrying amount of fully depreciated property and equipments of the Company that was still in use as at September 30, 2017 amounted to Baht 115.66 million (December 31, 2016 : Baht 115.44 million).

As at September 30, 2017 and December 31, 2016, the Company have a portion of vehicles and truck - trailers totaling Baht 28.14 million and Baht 28.14 million, respectively, under hires purchase agreements.

On October 11, 2016, the Company was informed by the Department of Rural Road, 2nd chon buri highway district to specify expropriate land a part of land title deed no.58293 of the Company. The Company was informed the expropriate land by 1 Rai - 2 Ghan - 77 Squarwah, with the compensation of land Baht of 20,000 per squarwah, amounting to Baht of 13.55 million, and the compensation of construction or other damage amounting to Bath of 9.14 million (total amount by Bath of 22.69 million). The Company recognized loss from asset impairment amount by Bath of 3.90 million, according to the lower of compensation amount different from book value. However, the Company has appeal right to upper the compensation amount. At present, the Company's management is during appeal consider. And the Company has usual operate.

On August 23, 2017, the Company has appeal the compensation of land to Transport Minister. And about the appeal of the compensation of construction, the Company has the period of 60 days since October 20, 2017, (until December 18, 2017). At Present, it's during proceed to contact with the land officer, in order to registered land after deduct expropriate land, and proceed for compensation at savings bank.

11. LEASEHOLD RIGHTS AND ACCRUED RENTAL EXPENSES

	In Thousand Baht	
	Financial statements in which the equity method is applied/ Separated Financial statements	
	September 30, 2017	December 31, 2016
Leasehold Rights		
At cost	134,906	134,906
Less accumulated amortization	(65,980)	(63,917)
allowance for impairment	(37,883)	(37,883)
Net	<u>31,043</u>	<u>33,106</u>
Accrued rental expenses		
Rental expense from January 1, 1999 to September 30, 2017 and December 31, 2016	308,826	296,473
Rental payment from January 1, 1999 to September 30, 2017 and December 31, 2016	(216,401)	(200,610)
Net	<u>92,425</u>	<u>95,863</u>
<u>Shown under</u>		
Current liabilities	24,686	21,962
Non - current liabilities	67,739	73,901
Total	<u>92,425</u>	<u>95,863</u>

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED

“UNAUDITED”

NOTE TO FINANCIAL STATEMENT

“REVIEWED”

SEPTEMBER 30, 2017

Non - cancellable operating lease commitments

	In Thousand Baht	
	Financial statements in which the equity method is applied/ Separated Financial statements	
	September 30, 2017	December 31, 2016
Within one year	24,686	21,962
After one year but within five years	98,745	98,745
After five years	154,290	172,804
Total	277,721	293,511

The Company has entered into a lease agreement for land for 30 years ending in December 2028. Under the term of the agreement, the Company paid Baht 134.9 million as leasehold rights on land.

12. LONG - TERM BORROWINGS

	In Thousand Baht		
	Financial statements in which the equity method is applied/ Separated Financial statements		
	Total	Interest	Net
As at September 30, 2017			
Due within one year	6,399	(1,163)	5,236
Due after one year but within five years	18,589	(1,593)	16,996
Total	24,988	(2,756)	22,232
As at December 31, 2016			
Due within one year	6,570	(1,400)	5,170
Due after one year but within five years	23,219	(2,435)	20,784
Total	29,789	(3,835)	25,954

Long - term borrowings as at September 30, 2017 and December 31, 2016 arose from purchase of vehicles under hire - purchase agreements. Net book value of these vehicles amounted to Baht 24.99 million and Baht 29.79 million, respectively.

The title on these vehicles will be transferred to the Company upon final payment.

13. SHARE CAPITAL

At the Extraordinary General Meeting of Shareholders No.1/2560 held on August 17, 2017, the Shareholders passed the following resolutions;

- 13.1 Approval for the decrease of registered capital of the Company from 14,453,608,907 Baht to 10,453,608,907 Baht by eliminating 4,000,000,000 unissued capital shares at 1 Baht par value and also approval for the amendment of clause 4 of the Company’s memorandum of association to be consistent with the capital reduction.

The Company registered the alteration of the Company’s registered capital to Baht 10,453,608,907 (10,453,608,907 common shares at Baht 1 par value) with the Ministry of Commerce on August 21, 2017.

- 13.2 Approval for the 5 Baht capital increase from 10,453,608,907 baht to 10,453,608,912 Baht by issuing 5 common shares at 1 Baht par value and also approval for the amendment of clause 4 of the Company’s memorandum of association to be consistent with the capital increase. To approve the allotment of new shares to accommodate the exercise of the warrants to purchase the common shares no.3 (BTC-W3).

The Company registered the alteration of the Company’s registered capital to Baht 10,453,608,912 (10,453,608,912 common shares at Baht 1 par value) with the Ministry of Commerce on August 22, 2017.

- 13.3 Approval for the change of par value by combining the Company’s share value from 1 Baht par value to 12 Baht par value in the result of changing the number of the Company’s common shares from 10,453,608,912 shares to 871,134,076 shares. In case if there are odd lot shares, it will be rounded down and also approval for the amendment of clause 4 of the Company’s memorandum of association to be consistent with the change of par value of the Company.

The Company registered the change of par value the Company’s to Baht 12 per share. The Company has registered capital of Baht 10,453,608,912 (871,134,076 ordinary shares of Baht 12 each) with the Ministry of Commerce on August 23, 2017.

SEPTEMBER 30, 2017

13.4 The adjustment of price and exercise ratio of BTC-W3

Warrants to purchase new common of the Company no.3 (BTC-W3)

Old Par Value	1.00
New Par Value	12.00
Old exercise price	0.60
New exercise price	7.20
Old exercise ratio	1:1
New exercise ratio	1:0.08333
Effective date	August 29, 2017

14. GUARANTEE**Guarantee**

The Company was a guarantor of an associate's borrowings (including interest) since 2004. The borrowings were acquired to finance purchase of a vessel. The associate did not repay the borrowings on due date.

On April 4, 2014, the bank sued the associate, the company and another associate (as guarantors) for settlement of the debt amounting to Baht 317.4 million plus interest at 18% per annum computed from the principal amount of Baht 234.9 million from April 5, 2014.

As at December 31, 2014, the Company estimated loss from the guarantee amounting to Baht 197 million. At that date its current liabilities exceeded its current assets by Baht 209 million. The excess of the current liabilities over the current assets was mainly due to loss from guaranteeing of the associate's debt. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Loss from the guarantee additional amount of Baht 30 million was included in profit or loss for the year ended December 31, 2015.

On August 24, 2015, the Company had compromised with the bank and settled the debt only at Baht 227 million in the court. The solution of Board of director on May 11, 2016, approval the management of the Company to prepare informations in order to make legal action in necessary. And on April 11, 2017, the Company has filed a lawsuit to the Central Bankruptcy Court, to prosecute with two associate companies and guarantor. The Company has plaintiff filed a bankruptcy case against four subsidiary and associated companies as defendants to the Central Bankruptcy Court because the subsidiary company and associated companies do not repay the debts to the Company. Subsequently, the Central Bankruptcy Court ordered the following.

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED

“UNAUDITED”

NOTE TO FINANCIAL STATEMENT

“REVIEWED”

SEPTEMBER 30, 2017

On July 4, 2017, ordered the absolute receivership to Platinum Cortainer Lines Co., Ltd and Platinum Jade Co., Ltd, and will announce such ordered into Government Gazette on January 16, 2018.

On July 24, 2017, ordered the absolute receivership to Platinum Emerald Co., Ltd, and will announce such ordered into Government Gazette on March 13, 2018.

On August 4, 2017, ordered the absolute receivership to Platinum Diamond Co., Ltd, still waiting for announcement date.

The Company's during proceeding of submit a claim for repaying debt to an official, due within 2 months starting from announcement date.

Draft

SEPTEMBER 30, 2017

15. OPERATING SEGMENT

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

Business unit segment information of the Company and subsidiaries For the three - month and nine - month periods ended September 30, 2017 and 2016. Follows:

In Thousand Baht						
For the three - month periods ended September 30, 2017 and 2016						
	Operation a wharf		Operated transportation & logistics		Total	
	2017	2016	2017	2016	2017	2016
Revenue from rendering of services	16,975	5,955	15,120	18,060	32,095	24,015
Costs of rendering of services	(17,322)	(11,701)	(15,601)	(17,132)	(32,923)	(28,833)
Gain (Loss) profit	(347)	(5,746)	(481)	928	(828)	(4,818)
Other income					378	317
Administrative expenses					(11,239)	(9,890)
Provision for doubtful accounts					-	-
Loss on impairment of land					-	-
Finance cost					(341)	(46)
Loss for the period					<u>(12,030)</u>	<u>(14,437)</u>
Property, plant and equipment - net						
As at September 30, 2017		<u>62,530</u>		<u>115,481</u>		<u>178,011</u>
As at December 31, 2016		<u>75,898</u>		<u>127,129</u>		<u>203,027</u>

BANGPAKONG TERMINAL PUBLIC COMPANY LIMITED

“UNAUDITED”

NOTE TO FINANCIAL STATEMENT

“REVIEWED”

SEPTEMBER 30, 2017

In Thousand Baht

For the nine - month periods ended September 30, 2017 and 2016

	Operation		Operated		Total	
	a wharf		transportation &			
	2017	2016	2017	2016	2017	2016
Revenue from rendering of services	40,480	20,022	52,660	49,439	93,140	69,461
Costs of rendering of services	(47,947)	(35,157)	(49,004)	(45,326)	(96,951)	(80,483)
Gain (Loss) profit	(7,467)	(15,135)	3,656	4,113	(3,811)	(11,022)
Other income					1,388	1,905
Administrative expenses					(32,932)	(29,704)
Provision for doubtful accounts					-	(64)
Loss on impairment of land					(3,900)	-
Finance cost					(1,054)	(77)
Loss for the period					(40,309)	(38,962)
Property, plant and equipment - net						
As at September 30, 2017		62,530		115,481		178,011
As at December 31, 2016		75,898		127,129		203,027

SEPTEMBER 30, 2017

16. LOSS PER SHARE

Basic loss per share for the three - month and nine - month periods ended September 30, 2017 and 2016 were calculated by dividing loss for the periods to the weighted average number of common shares outstanding during the periods as follows:

	In Thousand Baht / Thousand shares			
	Three - month periods		Nine - month periods	
	2017	2016	2017	2016
Loss for the periods	(12,030)	(14,437)	(40,309)	(38,962)
Number of common share at January 1	7,015,844	7,015,844	7,015,844	7,015,844
Effect of shares issued	(2,726,265)	-	(918,741)	-
Weighted average number of common share	4,289,579	7,015,844	6,097,103	7,015,844
Basic loss per share (In Baht)	(0.003)	(0.002)	(0.007)	(0.006)

Since the fair value of common share is lower than the warrant exercise price. There was no effect of dilutive potential common shares. Accordingly, diluted loss per share is the same as basic loss per share.

17. COMMITMENT

17.1 Land lease commitment (Note 11).

17.2 Operating lease commitments - Office buildings and vehicles.

	In Thousand Baht	
	Financial statements in which the equity method is applied/ Separated Financial statements	
	As at September 30, 2017	
Within 1 year		2,327
More than 1 to 5 years		866

SEPTEMBER 30, 2017

17.3 Finance leases commitments - vehicles and truck - trailers.

	In Thousand Baht
	Financial statements in which the equity method is applied/ Separated Financial statements
	As at September 30, 2017
Within 1 year	6,399
More than 1 to 5 years	18,589

17.4 Commitment of land might be expropriate (note 10).

17.5 As at September 30, 2017, the Company has commitment related to letter of guarantee that issued by bank totaling of Baht 0.3 million in respect of the electricity usage of the Company and customs department of Baht 35 million.

17.6 Commitment of two truck borrowing agreement with a non - related party, have issued guarantee cheques by 120 days, period of borrowing agreement by 18 months (due on February 16, 2018). At present, is during renew a guarantee cheques under the condition of each 120 days.

18. SUBSEQUENT EVENT

18.1 On October 30, 2017, the Company has registered the reduction of the registered and paid-up capital with the Ministry of Commerce by resolution of the Extraordinary General Meeting of Shareholders No.1/2560 held on August 17, 2017, the Shareholders passed the following resolutions;

- The decreasing of registered capital of the Company from 10,453,608,912 Baht to 592,371,171.68 Baht and the paid-in capital reduction from 7,015,844,904 Baht to 397,564,544.56 Baht by reducing par value from 12 Baht par value to 0.68 Baht par value and also the amendment of clause 4 of the Company’s memorandum of association to be consistent with the decrease of registered capital. The capital decrease and the deficit compensation, respectively, to comply with the Public Company Act. There has no any effect to price and exercise ratio of warrant (BTC-W3).

18.2 The Board of Directors No. 7/2017 held on August 10, 2017 resolved to approve the budget of purchasing truck of 38 units at total amount of Baht 133 million or equal to 26.03 percent of the Company total assets in order to expand logistic business. In addition, the Company shall divide the purchase order into 3 periods as below details:

- 1st Purchase order of 10 units on the date of October 6, 2017 at total value Baht 35,000,000 million
- 2nd Purchase order of 14 units within November 2017 at total value Baht 49,000,000 million.
- 3rd Purchase order of 14 units within December 2017 at total value Baht 49,000,000 million.

19. RECLASSIFICATION

Certain transactions in the financial statements for period 2016 have been reclassified in accordance with the Notification of the Department of Business Development date October 11, 2016 regarding “The Brief Particulars in the Financial Statements B.E. 2016”.

20. APPROVAL OF INTERIM FINANCIAL INFORMATION

This interim financial information has been approved by the Company’s directors on November 14, 2017.

Draft