

**JSP Pharmaceutical Manufacturing (Thailand)  
Public Company Limited and its Subsidiaries**

Financial statements for the year ended  
31 December 2024  
and  
Independent Auditor's Report

## **Independent Auditor's Report**

### **To the Shareholders of JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited**

#### *Opinion*

I have audited the consolidated and separate financial statements of JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its subsidiaries (the "Group") and of JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited (the "Company"), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2024, the consolidated and separate statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of material accounting policies and other explanatory information.

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2024 and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs).

#### *Basis for Opinion*

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements* section of my report. I am independent of the Group and the Company in accordance with the *Code of Ethics for Professional Accountants including Independence Standards* issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that is relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

### *Key Audit Matters*

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of my audit of the consolidated and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

<b>Valuation of inventories</b>	
Refer to note 9 to consolidated and separate financial statements	
<b>The key audit matter</b>	<b>How the matter was addressed in the audit</b>
<p>As modern medicine, traditional medicine, herbal product and dietary supplements are in highly competitive market where new products are continuously launched to meet customer's demand, sales of the Company's products are highly depend on market conditions. Consequently, certain inventories of the Group's are obsolete and long outstanding, which result in the risk that the cost of inventory will be stated above their net realisable value.</p> <p>Due to the materiality of the inventory balance to the financial statements, and the significant judgment of management required in determining allowance for obsolete and slow-moving inventories. I considered the allowance for obsolete and slow-moving inventories as key audit matter.</p>	<p>My audit procedures included:</p> <ul style="list-style-type: none"><li>- Inquiry the management to obtain an understanding of the Company's policy in relation to the determination of an allowance for obsolete and slow-moving inventories and the Company's compliance with this policy;</li><li>- Evaluating the design and implementation of internal controls related to the estimation of allowance for obsolete and slow-moving inventories;</li><li>- Attending inventory counts and observed on sampling basis the condition of inventories;</li><li>- Testing the accuracy of inventory aging calculation in the inventory aging report with relevant supporting documents on sampling basis to ensure that inventories are classified within an appropriate range;</li><li>- Assessment the reasonableness of management's assumptions used in determining the percentage of obsolete and slow-moving inventories by comparing with historical information, sampling verify with relevant supporting documents and tested calculation;</li><li>- Evaluating the adequacy of the financial statement disclosures in accordance with Thai Financial Reporting Standards.</li></ul>

<b>Impairment testing of investment in associate, property, plant and equipment, goodwill and other intangible assets other than goodwill in consolidated financial statements and impairment of investment in subsidiaries and property, plant and equipment in separate financial statements.</b>	
Refer to notes 10, 13, 14 and 15 to the consolidated financial statements and notes 11 and 13 to the separate financial statements.	
<b>The key audit matter</b>	<b>How the matter was addressed in the audit</b>
<p>The Group has significant investment in associate, property, plant and equipment, goodwill and other intangible assets other than goodwill in the consolidated financial statements and investment in subsidiaries and property, plant and equipment in the separate financial statements. The Group has performed impairment testing of cash generating unit to which goodwill belong on annual basis.</p> <p>Business operation of associate and indirect subsidiaries did not reach targets. The management considered this factor indicator of impairment of property, plant and equipment, other intangible assets other than goodwill, investment in associate and investment in subsidiaries.</p> <p>The management determined an impairment of these assets by estimating the recoverable amount from a discounted cash flow projection. Any shortfall of the recoverable amounts against the carrying amounts would be recognised as impairment losses.</p> <p>Due to the materiality of carrying value of certain assets and significant judgement required in determining the key assumptions to estimate the recoverable amount, I considered this as a key audit matter.</p>	<p>My audit procedures included:</p> <ul style="list-style-type: none"> <li>- Gaining an understanding and assessing the process related to the determining of impairment indicators, cash-generating units and the estimated recoverable amount, including the preparation of discounted future cash flow;</li> <li>- Testing the estimating of the recoverable amount of the assets prepared by the management;</li> <li>- Evaluating the key assumptions used by management based on internal and external information, operational plans and historical data analysis;</li> <li>- Involving the KPMG’s specialist in evaluating the appropriateness of financial variables used in setting out the discount rate, the valuation method and the reasonableness of the calculation;</li> <li>- Evaluating the sensitivity of key assumptions used in the estimation of future cash flows in order to evaluate the effects to the recoverable amount;</li> <li>- Evaluating the adequacy of the financial statements disclosures in accordance with Thai Financial Reporting Standards.</li> </ul>

### *Emphasis of Matter*

I draw attention to note 5 to the financial statements, the finalisation of the reassessment of assets and liabilities from business acquisition which the Group's acquired in May 2023 was completed in March 2024. The consolidated statements of financial position as at 31 December 2023; the consolidated statements of comprehensive income, changes in equity and cash flows for the year ended 31 December 2023; which are included as comparative information, have been adjusted.

My opinion is not modified in respect of this matter.

### *Other Information*

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated and separate financial statements and my auditor's report thereon. The annual report is expected to be made available to me after the date of this auditor's report.

My opinion on the consolidated and separate financial statements does not cover the other information and I will not express any form of assurance conclusion thereon.

In connection with my audit of the consolidated and separate financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance and request that the correction be made.

### *Responsibilities of Management and Those Charged with Governance for the Consolidated and Separate Financial Statements*

Management is responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with TFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, management is responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's and the Company's financial reporting process.

### *Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements*

My objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with TSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

(Kanokorn Phooriphanyawanit)  
Certified Public Accountant  
Registration No. 10512

KPMG Phoomchai Audit Ltd.  
Bangkok  
28 February 2025

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Statement of financial position

Assets	Note	Consolidated financial statements		Separate financial statements	
		31 December		31 December	
		2024	2023 (Restated)	2024	2023
<i>(in Baht)</i>					
<b>Current assets</b>					
Cash and cash equivalents	7	29,490,434	20,654,072	14,885,261	10,696,113
Trade accounts receivable	6, 8	116,536,115	87,916,323	74,843,109	60,370,440
Other current receivables	6	40,024,138	34,714,729	40,199,340	22,562,620
Short-term loans to related parties	6	-	-	138,800,000	89,800,000
Current portion of long-term loans to associate	6	5,000,000	-	-	-
Inventories	9	122,420,373	102,149,531	104,677,871	93,851,766
Current contract cost assets		189,386	177,589	189,386	177,589
<b>Total current assets</b>		<b>313,660,446</b>	<b>245,612,244</b>	<b>373,594,967</b>	<b>277,458,528</b>
<b>Non-current assets</b>					
Other non-current financial assets		6,087,428	11,989,000	4,565,690	4,500,000
Investment in subsidiaries	11	-	-	118,899,000	273,899,000
Investment in associate	10	13,633,875	132,721,411	-	-
Non-current contract cost assets		238,235	732,995	238,235	732,995
Long-term loans to associate	6	-	5,000,000	-	-
Property, plant and equipment	5, 13	905,470,843	865,361,880	747,440,916	744,475,096
Goodwill	5, 15	32,550,929	32,550,929	-	-
Other intangible assets other than goodwill	5, 14	5,453,776	6,216,143	4,200,966	4,725,073
Deferred tax assets	5, 24	47,396,004	22,026,904	49,125,752	17,679,279
Other non-current assets		2,159,346	15,188,356	1,145,502	931,682
<b>Total non-current assets</b>		<b>1,012,990,436</b>	<b>1,091,787,618</b>	<b>925,616,061</b>	<b>1,046,943,125</b>
<b>Total assets</b>		<b>1,326,650,882</b>	<b>1,337,399,862</b>	<b>1,299,211,028</b>	<b>1,324,401,653</b>

The accompanying notes form an integral part of the financial statements.



## JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

### Statement of financial position

	Note	Consolidated financial statements		Seprate financial statements	
		31 December 2024	31 December 2023 (Restated)	31 December 2024	31 December 2023
<i>(in Baht)</i>					
<b>Liabilities and equity</b>					
<b>Current liabilities</b>					
Bank overdrafts and short-term loans from financial institutions	17	56,861,914	87,707,730	50,000,000	65,219,271
Trade accounts payable	6	53,453,482	43,653,715	36,688,215	32,714,117
Current contract liabilities		13,764,881	11,155,525	11,951,575	9,633,783
Other current payables	6	41,366,637	31,393,036	32,972,293	23,698,884
Current portion of long-term loans from financial institutions	17	18,071,212	10,526,089	18,071,212	10,526,089
Current portion of long-term loans from related parties	6	10,000,000	-	-	-
Current portion of lease liabilities	6, 16, 17	17,879,491	10,361,440	7,736,603	7,502,468
Income tax payable		17,056,296	-	15,624,059	-
<b>Total current liabilities</b>		<b>228,453,913</b>	<b>194,797,535</b>	<b>173,043,957</b>	<b>149,294,612</b>
<b>Non-current liabilities</b>					
Long-term loans from financial institutions	17	49,997,156	46,268,069	49,997,156	46,268,069
Long-term loans from related parties	6	-	10,000,000	-	-
Lease liabilities	6, 16, 17	135,596,663	125,667,007	99,745,501	102,009,447
Non-current contract liabilities		8,839,214	10,691,913	8,839,214	10,691,913
Deferred tax liabilities	5, 24	269,936	393,297	-	-
Non-current provisions for employee benefits	18	19,766,222	16,591,792	17,702,643	15,191,026
Other non-current provisions		1,204,208	1,158,098	1,204,208	1,158,098
<b>Total non-current liabilities</b>		<b>215,673,399</b>	<b>210,770,176</b>	<b>177,488,722</b>	<b>175,318,553</b>
<b>Total liabilities</b>		<b>444,127,312</b>	<b>405,567,711</b>	<b>350,532,679</b>	<b>324,613,165</b>
<b>Equity</b>					
Share capital	19				
Authorised share capital		355,931,191	341,250,000	355,931,191	341,250,000
Issued and paid-up share capital		237,287,461	237,277,450	237,287,461	237,277,450
Share premium	19	772,532,266	772,492,224	772,532,266	772,492,224
Difference arising from common control transactions	21	(130,348,696)	(130,348,696)	(11,539,171)	(11,539,171)
Retained earnings (Deficit)					
Appropriated					
Legal reserve	21	3,861,848	3,861,848	3,861,848	3,861,848
Deficit	5	(25,333,343)	(13,671,333)	(53,464,055)	(2,303,863)
<b>Equity attributable to owners of the parent</b>		<b>857,999,536</b>	<b>869,611,493</b>	<b>948,678,349</b>	<b>999,788,488</b>
Non-controlling interests	5	24,524,034	62,220,658	-	-
<b>Total equity</b>		<b>882,523,570</b>	<b>931,832,151</b>	<b>948,678,349</b>	<b>999,788,488</b>
<b>Total liabilities and equity</b>		<b>1,326,650,882</b>	<b>1,337,399,862</b>	<b>1,299,211,028</b>	<b>1,324,401,653</b>

The accompanying notes form an integral part of the financial statements.

**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

**Statement of comprehensive income**

	Note	Consolidated financial statements		Separate financial statements	
		Year ended		Year ended	
		31 December		31 December	
		2024	2023	2024	2023
			(Restated)		
		(in Baht)			
<b>Income</b>					
Revenue from sale of goods	22	801,313,521	552,236,719	646,026,806	483,434,575
Revenue from rendering of services	22	23,171,907	23,341,134	-	-
Other income	22	21,447,018	18,779,913	28,659,006	19,547,705
<b>Total income</b>		<b>845,932,446</b>	<b>594,357,766</b>	<b>674,685,812</b>	<b>502,982,280</b>
<b>Expenses</b>					
Cost of sale of goods	5, 9, 23	498,841,261	413,023,443	379,002,834	355,384,809
Cost of rendering of services	5, 9, 23	20,650,268	19,033,379	-	-
Distribution costs	5, 23	96,100,690	50,806,831	75,364,216	41,304,966
Administrative expenses	5, 23	125,305,879	112,559,202	93,306,381	85,403,242
<b>Total expenses</b>		<b>740,898,098</b>	<b>595,422,855</b>	<b>547,673,431</b>	<b>482,093,017</b>
<b>Profit (loss) from operating activities</b>		<b>105,034,348</b>	<b>(1,065,089)</b>	<b>127,012,381</b>	<b>20,889,263</b>
Finance costs		(16,566,927)	(12,995,563)	(12,546,152)	(9,539,039)
Gain (loss) on measurement of financial assets		-	39,912,209	-	(311,711)
Impairment loss of non-financial assets	10,11	(115,990,034)	-	(155,000,000)	-
Reversal of impairment loss (impairment loss) determined in accordance with TFRS 9	8	(2,684,621)	10,057,008	(2,617,531)	(158,215)
Share of profit (loss) of an associate accounted for using equity method	10	(3,097,502)	577,531	-	-
<b>Profit (loss) before income tax expense</b>		<b>(33,304,736)</b>	<b>36,486,096</b>	<b>(43,151,302)</b>	<b>10,880,298</b>
Tax income (expense)	5, 24	132,731	(9,099,465)	8,177,739	(2,291,011)
<b>Profit (loss) for the year</b>		<b>(33,172,005)</b>	<b>27,386,631</b>	<b>(34,973,563)</b>	<b>8,589,287</b>
<b>Other comprehensive income (expense)</b>					
<i>Items that will not be reclassified subsequently to profit or loss</i>					
Loss on remeasurements of defined benefit plans	18	(1,488,609)	(781,263)	(1,488,609)	(955,813)
Income tax relating to items that will not be reclassified subsequently to profit or loss	24	297,722	156,253	297,722	191,163
<b>Other comprehensive income (expense) for the year, net of tax</b>		<b>(1,190,887)</b>	<b>(625,010)</b>	<b>(1,190,887)</b>	<b>(764,650)</b>
<b>Total comprehensive income (expense) for the year</b>		<b>(34,362,892)</b>	<b>26,761,621</b>	<b>(36,164,450)</b>	<b>7,824,637</b>

The accompanying notes form an integral part of the financial statements.

**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

**Statement of comprehensive income**

	<i>Note</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
		Year ended		Year ended	
		2024	2023	2024	2023
			(Restated)		
			(in Baht)		
<b>Profit (loss) attributable to:</b>					
Owners of the parent		4,524,619	(1,719,242)	(34,973,563)	8,589,287
Non-controlling interests		(37,696,624)	(1,936,135)	-	-
Other company in the Group before business restructuring		-	31,042,008	-	-
		<u><b>(33,172,005)</b></u>	<u><b>27,386,631</b></u>	<u><b>(34,973,563)</b></u>	<u><b>8,589,287</b></u>
<b>Total comprehensive income (expense) attributable to:</b>					
Owners of the parent		3,333,732	(2,410,169)	(36,164,450)	7,824,637
Non-controlling interests		(37,696,624)	(1,870,218)	-	-
Other company in the Group before business restructuring		-	31,042,008	-	-
		<u><b>(34,362,892)</b></u>	<u><b>26,761,621</b></u>	<u><b>(36,164,450)</b></u>	<u><b>7,824,637</b></u>
<b>Basic earnings (losses) per share</b>	5, 25	<u><b>0.010</b></u>	<u><b>(0.004)</b></u>	<u><b>(0.074)</b></u>	<u><b>0.018</b></u>
<b>Diluted earnings (losses) per share</b>	5, 25	<u><b>0.010</b></u>	<u><b>(0.003)</b></u>	<u><b>(0.074)</b></u>	<u><b>0.016</b></u>

The accompanying notes form an integral part of the financial statements.

**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

**Statement of changes in equity**

	Note	Consolidated financial statements									
		Issued and paid-up share capital	Share premium	Share subscriptions received in advance	Difference arising from common control transaction	Retained earnings (Deficit)		Equity attributable to owners of the parent	Equity of other company in the Group before business restructuring	Non-controlling interests	Total equity
						Legal reserve	Deficit				
(in Baht)											
<b>Year ended 31 December 2023</b>											
<b>Balance at 1 January 2023 - Restated</b>		<b>227,500,000</b>	<b>733,462,520</b>	<b>-</b>	<b>(11,539,171)</b>	<b>3,861,848</b>	<b>(11,261,164)</b>	<b>942,024,033</b>	<b>107,546,415</b>	<b>481</b>	<b>1,049,570,929</b>
<b>Transactions with owners, recorded directly in equity</b>											
<i>Contributions to owners of the parent</i>											
Share subscriptions received in advance	20	-	-	48,887,250	-	-	-	48,887,250	-	-	48,887,250
Share options exercised	19, 20	9,777,450	39,029,704	(48,887,250)	-	-	-	(80,096)	-	-	(80,096)
<b>Total contributions to owners of the parent</b>		<b>9,777,450</b>	<b>39,029,704</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>48,807,154</b>	<b>-</b>	<b>-</b>	<b>48,807,154</b>
<i>Changes in ownership interests in subsidiary</i>											
Acquisition of subsidiary with non-controlling interests	5	-	-	-	-	-	-	-	-	20,372,447	20,372,447
Dividend paid of other company in the Group before business restructuring		-	-	-	-	-	-	-	(13,680,000)	-	(13,680,000)
Acquisition of business combination under common control		-	-	-	(118,809,525)	-	-	(118,809,525)	(124,908,423)	43,717,948	(200,000,000)
<b>Total changes in ownership interests in subsidiary</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>(118,809,525)</b>	<b>-</b>	<b>-</b>	<b>(118,809,525)</b>	<b>(138,588,423)</b>	<b>64,090,395</b>	<b>(193,307,553)</b>
<b>Total transactions with owners, recorded directly in equity</b>		<b>9,777,450</b>	<b>39,029,704</b>	<b>-</b>	<b>(118,809,525)</b>	<b>-</b>	<b>-</b>	<b>(70,002,371)</b>	<b>(138,588,423)</b>	<b>64,090,395</b>	<b>(144,500,399)</b>
<b>Comprehensive income (expense) for the year</b>											
Profit (loss) - Restated		-	-	-	-	-	(1,719,242)	(1,719,242)	31,042,008	(1,936,135)	27,386,631
Other comprehensive income (expense)		-	-	-	-	-	(690,927)	(690,927)	-	65,917	(625,010)
<b>Total comprehensive income (expense) for the year - Restated</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(2,410,169)</b>	<b>(2,410,169)</b>	<b>31,042,008</b>	<b>(1,870,218)</b>	<b>26,761,621</b>
<b>Balance at 31 December 2023 - Restated</b>		<b>237,277,450</b>	<b>772,492,224</b>	<b>-</b>	<b>(130,348,696)</b>	<b>3,861,848</b>	<b>(13,671,333)</b>	<b>869,611,493</b>	<b>-</b>	<b>62,220,658</b>	<b>931,832,151</b>

The accompanying notes form an integral part of the financial statements.

**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

**Statement of changes in equity**

	Note	Consolidated financial statements							
		Issued and paid-up share capital	Share premium	Difference arising from common control transaction	Retained earnings (Deficit)		Equity attributable to owners of the parent	Non-controlling interests	Total equity
					Legal reserve	Deficit			
(in Baht)									
<b>Year ended 31 December 2024</b>									
<b>Balance at 1 January 2024 - As prior year reported</b>		<b>237,277,450</b>	<b>772,492,224</b>	<b>(130,348,696)</b>	<b>3,861,848</b>	<b>(13,220,945)</b>	<b>870,061,881</b>	<b>60,438,658</b>	<b>930,500,539</b>
Impact of retrospective adjustment as result of finalisation of fair value	5	-	-	-	-	(450,388)	(450,388)	1,782,000	1,331,612
<b>Balance at 1 January 2024 - Restated</b>		<b>237,277,450</b>	<b>772,492,224</b>	<b>(130,348,696)</b>	<b>3,861,848</b>	<b>(13,671,333)</b>	<b>869,611,493</b>	<b>62,220,658</b>	<b>931,832,151</b>
<b>Transactions with owners, recorded directly in equity</b>									
<i>Contributions by and distributions to owners of the parent</i>									
Share options exercised	19,20	10,011	40,042	-	-	-	50,053	-	50,053
Dividends	26	-	-	-	-	(14,995,742)	(14,995,742)	-	(14,995,742)
<b>Total contributions by and distributions to owners of the parent</b>		<b>10,011</b>	<b>40,042</b>	<b>-</b>	<b>-</b>	<b>(14,995,742)</b>	<b>(14,945,689)</b>	<b>-</b>	<b>(14,945,689)</b>
<b>Comprehensive income (expense) for the year</b>									
Profit (loss)		-	-	-	-	4,524,619	4,524,619	(37,696,624)	(33,172,005)
Other comprehensive income (expense)		-	-	-	-	(1,190,887)	(1,190,887)	-	(1,190,887)
<b>Total comprehensive income (expense) for the year</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3,333,732</b>	<b>3,333,732</b>	<b>(37,696,624)</b>	<b>(34,362,892)</b>
<b>Balance at 31 December 2024</b>		<b>237,287,461</b>	<b>772,532,266</b>	<b>(130,348,696)</b>	<b>3,861,848</b>	<b>(25,333,343)</b>	<b>857,999,536</b>	<b>24,524,034</b>	<b>882,523,570</b>

The accompanying notes form an integral part of the financial statements.

**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

**Statement of changes in equity**

	Note	Separate financial statements					Retained earnings (Deficit)		Total equity
		Issued and paid-up share capital	Share premium	Share subscriptions received in advance	Difference arising from common control transaction (in Baht)	Legal reserve	Unappropriated (Deficit)		
<b>Year ended 31 December 2023</b>									
<b>Balance at 1 January 2023</b>		<b>227,500,000</b>	<b>733,462,520</b>	<b>-</b>	<b>(11,539,171)</b>	<b>3,861,848</b>	<b>(10,128,500)</b>	<b>943,156,697</b>	
<b>Transactions with owners, recorded directly in equity</b>									
<i>Contributions by and distributions to owners</i>									
Share subscriptions received in advance	20	-	-	48,887,250	-	-	-	48,887,250	
Share options exercised	19, 20	9,777,450	39,029,704	(48,887,250)	-	-	-	(80,096)	
<b>Total contributions by and distributions to owners</b>		<b>9,777,450</b>	<b>39,029,704</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>48,807,154</b>	
<b>Comprehensive income (expense) for the year</b>									
Profit		-	-	-	-	-	8,589,287	8,589,287	
Other comprehensive income (expense)		-	-	-	-	-	(764,650)	(764,650)	
<b>Total comprehensive income (expense) for the year</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,824,637</b>	<b>7,824,637</b>	
<b>Balance at 31 December 2023</b>		<b>237,277,450</b>	<b>772,492,224</b>	<b>-</b>	<b>(11,539,171)</b>	<b>3,861,848</b>	<b>(2,303,863)</b>	<b>999,788,488</b>	

The accompanying notes form an integral part of the financial statements.

**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

**Statement of changes in equity**

	Note	Separate financial statements				Total equity	
		Issued and paid-up share capital	Share premium	Difference arising from common control transaction	Retained earnings (Deficit)		
				(in Baht)			
<b>Year ended 31 December 2024</b>							
<b>Balance at 1 January 2024</b>		<b>237,277,450</b>	<b>772,492,224</b>	<b>(11,539,171)</b>	<b>3,861,848</b>	<b>(2,303,863)</b>	<b>999,788,488</b>
<b>Transactions with owners, recorded directly in equity</b>							
<i>Contributions by and distributions to owners</i>							
Share options exercised	20	10,011	40,042	-	-	-	50,053
Dividends	26	-	-	-	-	(14,995,742)	(14,995,742)
<b>Total contributions by and distributions to owners</b>		<b>10,011</b>	<b>40,042</b>	<b>-</b>	<b>-</b>	<b>(14,995,742)</b>	<b>(14,945,689)</b>
<b>Comprehensive income (expense) for the year</b>							
Loss		-	-	-	-	(34,973,563)	(34,973,563)
Other comprehensive income (expense)		-	-	-	-	(1,190,887)	(1,190,887)
<b>Total comprehensive income (expense) for the year</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(36,164,450)</b>	<b>(36,164,450)</b>
<b>Balance at 31 December 2024</b>		<b>237,287,461</b>	<b>772,532,266</b>	<b>(11,539,171)</b>	<b>3,861,848</b>	<b>(53,464,055)</b>	<b>948,678,349</b>

The accompanying notes form an integral part of the financial statements.

**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

**Statement of cash flows**

	Note	Consolidated financial statements		Separate financial statements	
		Year ended		Year ended	
		2024	2023	2024	2023
			(Restated)		
		(in Baht)			
<b>Cash flows from operating activities</b>					
Profit (loss) for the year		(33,172,005)	27,386,631	(34,973,563)	8,589,287
<i>Adjustments to reconcile profit (loss) to cash receipts (payments)</i>					
Tax (income) expense	24	(132,731)	9,099,465	(8,177,739)	2,291,011
Finance costs		16,566,927	12,995,563	12,546,152	9,539,039
Depreciation and amortisation	13, 14	62,100,655	47,780,880	47,530,718	40,645,428
Gain on disposal of other financial assets		-	(1,822,177)	-	(1,822,177)
(Gain) loss on fair value adjustment		-	(39,912,209)	-	311,711
Share of (profit) loss of an associate accounted for using equity method, net of tax		3,097,502	(577,531)	-	-
(Reversal of) impairment loss in accordance with TFRS9	8	2,684,621	(10,057,008)	2,617,531	158,215
Impairment loss of non-financial assets	10, 11	115,990,034	-	155,000,000	-
Employee benefits expense related to defined benefit plans	18	2,348,321	2,291,464	1,685,508	1,576,607
Reversal of loss on inventories devaluation	9	(6,897,293)	(104,249)	(7,270,175)	(130,537)
(Gain) loss on disposal of equipment		47,449	(280,894)	47,449	(280,894)
Loss on write-off of equipment		128	24,941	128	24,941
(Gain) loss on lease modification		(1,510)	4,381,914	-	(32,292)
Interest income		(773,514)	(1,555,122)	(8,145,577)	(3,172,723)
		161,858,584	49,651,668	160,860,432	57,697,616
<b>Changes in operating assets and liabilities</b>					
Trade accounts receivable		(31,304,413)	30,984,249	(17,090,200)	11,118,880
Other current receivables		(2,832,770)	1,916,438	(16,486,492)	(1,204,872)
Inventories		(13,373,549)	6,979,002	(3,555,930)	5,399,596
Current and non-current contract cost assets		482,963	15,478	482,963	15,478
Other non-current financial assets		5,901,572	2,946,278	(65,690)	4,446,278
Other non-current assets		(252,005)	274,196	6,822	108,571
Trade accounts payable		9,799,767	(21,393,822)	3,974,098	(13,447,140)
Current and non-current contract liabilities		756,657	(17,100,469)	465,093	(16,407,393)
Other current payables		11,786,410	(7,610,605)	6,527,460	621,677
Paid employee benefit relating to defined benefit plans	18	(662,500)	(449,584)	(662,500)	(349,584)
<b>Net cash generated from operations</b>		<b>142,160,716</b>	<b>46,212,829</b>	<b>134,456,056</b>	<b>47,999,107</b>
Taxes received (paid)		(10,045,433)	(5,866,625)	(6,624,571)	5,066,187
<b>Net cash from operating activities</b>		<b>132,115,283</b>	<b>40,346,204</b>	<b>127,831,485</b>	<b>53,065,294</b>

The accompanying notes form an integral part of the financial statements.



**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

**Statement of cash flows**

	Consolidated financial statements		Separate financial statements	
	Year ended 31 December		Year ended 31 December	
Note	2024	2023	2024	2023
		(Restated)		
	(in Baht)			
<b>Cash flows from investing activities</b>				
Proceeds from disposal of non-current assets classified as held for sale	-	999,500	-	-
Acquisition of subsidiaries, net of cash acquired	-	(258,886,318)	-	(243,899,500)
Proceeds from sale of equipment	135,701	341,246	135,701	341,246
Acquisition of property, plant and equipment	(56,422,483)	(172,892,446)	(40,953,487)	(137,491,979)
Acquisition of other intangible assets other than goodwill	(687,710)	(675,766)	(508,210)	(530,936)
Payment of short-term loan to subsidiaries	-	-	(49,000,000)	(76,300,000)
Payment of long-term loan to an associate	-	(2,000,000)	-	-
Proceeds from repayment of long-term loans to related parties	-	18,166,104	-	-
Proceeds from sale of other financial asset	-	578,822,177	-	578,822,177
Payment of other financial asset	-	(367,500,000)	-	(367,500,000)
Interest received	336,595	1,135,394	6,272,967	2,487,566
<b>Net cash used in investing activities</b>	<b>(56,637,897)</b>	<b>(202,490,109)</b>	<b>(84,053,029)</b>	<b>(244,071,426)</b>
<b>Cash flows from financing activities</b>				
Proceeds from exercise of share options	50,053	-	50,053	-
Cash received from advanced shares subscriptions	-	48,887,250	-	48,887,250
Payment of registration to increase company capital service	-	(100,120)	-	(100,120)
Cash received of share capital from non-controlling interests in subsidiaries	-	500	-	-
Proceeds (Payment) of bank overdrafts and short-term loans from financial institutions - net	(30,845,816)	68,316,344	(15,219,271)	65,219,271
Payment of long-term loans from a non-related party	-	(10,000,000)	-	-
Proceeds from long-term loans from financial institutions	27,324,995	19,900,000	27,324,995	19,900,000
Payment of long-term loans from financial institutions	(15,867,025)	(10,784,039)	(15,867,025)	(7,518,941)
Payment of lease liabilities	(15,606,813)	(9,272,021)	(8,202,418)	(6,720,249)
Dividends paid to owners of the Company	(14,994,054)	(119)	(14,994,054)	(119)
Dividends paid of other company in the Group before business restructuring	-	(10,998,720)	-	-
Interest paid	(16,702,364)	(13,346,907)	(12,681,588)	(9,300,934)
<b>Net cash from (used in) financing activities</b>	<b>(66,641,024)</b>	<b>82,602,168</b>	<b>(39,589,308)</b>	<b>110,366,158</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>8,836,362</b>	<b>(79,541,737)</b>	<b>4,189,148</b>	<b>(80,639,974)</b>
Cash and cash equivalents at 1 January	20,654,072	100,195,809	10,696,113	91,336,087
<b>Cash and cash equivalents at 31 December</b>	<b>29,490,434</b>	<b>20,654,072</b>	<b>14,885,261</b>	<b>10,696,113</b>

The accompanying notes form an integral part of the financial statements.

**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

**Statement of cash flows**

		Consolidated financial statements		Separate financial statements	
		Year ended		Year ended	
		31 December		31 December	
Note	2024	2023	2024	2023	
		(Restated)			
			(in Baht)		
<b>Disclosure of additional cash flows information</b>					
<i>Property, plant and equipment acquired during the year were detailed as follows:</i>					
Total property, plant and equipment acquired during the year	13	100,969,604	187,174,205	49,647,499	152,157,563
Add Payment made to payables of plant and equipment					
at beginning of the year		6,667,673	952,807	1,215,594	423,465
Advances payments of plant and equipment at ending of the year		409,102	13,690,117	409,102	188,460
Less Payables of plant and equipment at ending of the year		(4,850,965)	(6,667,673)	(3,957,642)	(1,215,594)
Advances payments of plant and equipment at beginning of the year		(13,690,117)	(14,574,684)	(188,460)	(12,286,433)
Plant and equipment acquired from right-of-use assets		(33,082,814)	(3,182,326)	(6,172,606)	(1,775,482)
Equipment acquired from finance lease termination		-	(4,500,000)	-	-
<b>Cash paid for acquisition of plant and equipment</b>		<b>56,422,483</b>	<b>172,892,446</b>	<b>40,953,487</b>	<b>137,491,979</b>
<i>Intangible assets other than goodwill acquired during the year were detailed as follows:</i>					
Total intangible assets other than goodwill acquired during the year	14	687,710	675,766	508,210	530,936
Less Payables of intangible assets other than goodwill at ending of the year		-	-	-	-
<b>Cash paid for acquisition of intangible assets other than goodwill</b>		<b>687,710</b>	<b>675,766</b>	<b>508,210</b>	<b>530,936</b>
<b>Non-cash transactions</b>					
Repayment of long-term loans to related parties by transferred to investment in an associate		-	132,143,880	-	-

The accompanying notes form an integral part of the financial statements.

# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

**For the year ended 31 December 2024**

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# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

These notes form an integral part of the financial statements.

The financial statements issued for Thai statutory and regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language statutory financial statements, and were approved and authorised for issue by the Board of Directors on 28 February 2025.

### 1 General information

JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited (the “Company”) is incorporated in Thailand and was listed on the Stock Exchange of Thailand in November 2021. The Company’s registered office are as follows:

Head Office	:	No. 255, 257, Sathu Pradit 58, Bang Pongphang, Yan Nawa, Bangkok
Branch no. 1	:	No. 260, Moo 4, Si Bua Ban, Mueang Lamphun, Lamphun
Branch no. 2	:	No. 88, 88/1-3 Moo 11, Bang Chalong, Bang Phli, Samut Prakan
Branch no. 3	:	No. 88/5-6, Moo 11, Bang Chalong, Bang Phli, Samut Prakan

The Company’s major shareholder during the financial year were Daengprasert family and Suphap Group Co., Ltd., with 33.32% and 33.29% shareholding, respectively (2023: *Suphap Group Co., Ltd. and Daengprasert family, with 33.29% and 31.78% shareholding, respectively*).

The principal activities of the Company are manufacturing and selling of pharmaceutical, dietary supplementary, traditional medicine and herbal products. Subsidiaries (together referred to as “Group’s”) principal activities are research, development and manufacturing dietary supplementary and cosmetic, hemodialysis solution and related medical supplies, and purified water system for industrial purposes, service of laboratory research, scientific test and analysis, training and seminar, consultancy for research fund application businesses and selling of product via vending machines. With details of the Company’s subsidiaries as at 31 December 2024 and 2023 are given in note 11.

### 2 Basis of preparation of the financial statements

The financial statements are prepared in accordance with Thai Financial Reporting Standards (“TFRS”), guidelines promulgated by the Federation of Accounting Professions and applicable rules and regulations of the Thai Securities and Exchange Commission. The financial statements are presented in Thai Baht, which is the Company’s functional currency and rounded in the note to the financial statements to the nearest thousand unless otherwise stated. The accounting policies described in note 4, have been applied consistently to all periods presented in these financial statements.

The preparation of financial statements in conformity with TFRS requires management to make judgements, estimates and assumptions that affect the application of the Group’s accounting policies. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on each notes are ongoing basis. Revisions to accounting estimates are recognised prospectively.

# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

Notes to the financial statements

For the year ended 31 December 2024

## **3 Changes in material accounting policies**

### ***(a) TAS 12 Income Taxes - Deferred Tax related to Assets and Liabilities arising from a Single Transaction***

The Group has adopted Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to TAS 12 since 1 January 2024. The amendments narrow the scope of the initial recognition exemption by excluding transactions that give rise to equal and offsetting temporary differences - e.g. leases and decommissioning liabilities. The Group shall recognise deferred tax assets and liabilities that are relevant to leases and decommissioning liabilities since the beginning of the earliest comparative period presented by adjusting cumulative effects in retained earnings or other components of equity at that date. For all other transactions, the Group applies the amendments to transactions that occur after the beginning of the earliest period presented. Previously, the Group recognised deferred tax for leases and decommissioning liabilities arising from temporary differences on a net basis after the initial recognition.

Following the amendments, the Group has recognised separately the deferred tax asset in relation to its lease liabilities and the deferred tax liability in relation to its right-of-use assets. However, there was no impact on the statement of financial position because the balances qualify for offsetting in accordance with TAS 12. There was also no impact on the opening retained earnings as at 1 January 2023 as a result of the change. The key impact for the Group relates to disclosure of the deferred tax assets and liabilities recognised (see note 24).

### ***(b) TAS 1 Presentation of Financial Statements - Disclosure of Accounting Policies***

The Group has adopted Disclosure of Accounting Policies - Amendments to TAS 1 since 1 January 2024. The amendments require the disclosure of ‘material’ rather than ‘significant’, accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies.

Following the amendments, the Group has revisited the accounting policy information it has been disclosing and made updates to the information disclosed in note 4.

## **4 Material accounting policies**

### ***(a) Basis of consolidation***

The consolidated financial statements relate to the Company and its subsidiaries (together referred to as the “Group”) and the Group’s interest in associate. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

The Group has significant influence over an investee as disclosed in note 10. The Group recognised investments in associates using the equity method in the consolidated financial statements, until the date on which significant influence ceases. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group’s dividend income and share of the profit or loss and other comprehensive income of equity-accounted investees.

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated on consolidation.

# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

**For the year ended 31 December 2024**

### *Business combinations*

The Group applies the acquisition method when the Group assess that the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. The acquisition date is the date on which control is transferred to the Group, other than business combinations with entities under common control.

The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment (see note 4(k)). Any gain on bargain purchase is recognised in profit or loss immediately. Transaction costs are expensed as incurred.

Any contingent consideration is measured at fair value at the date of acquisition, and remeasured at fair value at each reporting date. Subsequence changes in the fair value are recognised in profit or loss.

A contingent liability of the acquiree is assumed in a business combination only if such a liability represents a present obligation and arises from a past event, and its fair value can be measured reliably.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group estimates provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date.

Business combination under common control is accounted for using a method similar to the pooling of interest method, by recognising assets and liabilities of the acquired businesses at their carrying amounts in the consolidated financial statements of the ultimate parent company at the transaction date. The difference between the carrying amount of the acquired net assets and the consideration transferred is recognised as surplus or deficit from business combinations under common control in shareholder's equity. The surplus or deficit will be written off upon divestment of the businesses acquired. The results from operations of the acquired businesses will be included in the consolidated financial statements of the acquirer from the beginning of the comparative period or the moment the businesses came under common control, whichever date is later, until control ceases.

### **(b) *Investment in subsidiaries and associate***

Investments in subsidiaries and associate in the separate financial statements are measured at cost less allowance for impairment losses. Dividend income is recognised in profit or loss on the date on which the Group's right to receive payment is established. If the Company disposes of part of its investment, the deemed cost of the part sold is determined using the weighted average method. Gains and losses on disposal of the investments are recognised in profit or loss.

### **(c) *Foreign currencies***

Transactions in foreign currencies are translated to the respective functional currencies of each entity in the Group at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate at the reporting date.

Foreign currency differences are recognised in profit or loss.

# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

**For the year ended 31 December 2024**

### **(d) Financial instruments**

#### *(d.1) Classification and measurement*

Financial assets and financial liabilities (except trade accounts receivables (see note 4(f)) are initially recognised when the Group becomes a party to the contractual provisions of the instrument, and measured at fair value plus or minus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition.

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income (FVOCI); or FVTPL. Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified prospectively from the reclassification date.

On initial recognition, financial liabilities are classified as measured at amortised cost using the effective interest method or FVTPL. Interest expense, foreign exchange gains and losses and any gain or loss on derecognition are recognised in profit or loss.

Financial assets measured at amortised costs are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by expected credit losses. Interest income and any gain or loss on derecognition are recognised in profit or loss.

#### *(d.2) Derecognition and offset*

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

The difference between the carrying amount extinguished and the consideration received or paid is recognised in profit or loss.

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and the Group intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

#### *(d.3) Impairment of financial assets other than trade accounts receivables*

The Group recognises allowances for expected credit losses (ECLs) on financial assets measured at amortised cost, debt investments measured at FVOCI, lease receivables, and loan commitments issued which are not measured at FVTPL.

The Group recognises ECLs equal to 12-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition or credit-impaired financial assets, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

**For the year ended 31 December 2024**

ECLs are a probability-weighted estimate of credit losses based on forward-looking and historical experience. Credit losses are measured as the present value of all cash shortfalls discounted by the effective interest rate of the financial asset.

The Group considers a financial asset to have low credit risk when its credit rating is equivalent to the globally understood definition of 'investment grade'. The Group recognises ECLs for low credit risk financial asset as 12-month ECLs.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due, significant deterioration in credit rating, significant deterioration in the operating results of the debtor and existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the debtor's ability to meet its obligation to the Group.

The Group considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group takes action such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

### *(d.4) Write offs*

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering. Subsequent recoveries of an asset that was previously written off, are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

### *(d.5) Interest*

Interest income and expense is recognised in profit or loss using the effective interest method. In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability.

### *(e) Cash and cash equivalents*

Cash and cash equivalents in the statements of cash flows comprise cash balances bank deposit balances and highly liquid short-term investments which have maturities of a three month or less from the date of acquisition. Bank overdrafts that are repayable on demand are a component of financing activities for the purpose of the statement of cash flows.

### *(f) Trade receivable*

A trade receivable is recognised when the Group has an unconditional right to receive consideration. A trade receivable is measured at transaction price less allowance for expected credit loss. Bad debts are written off when the Group has no reasonable expectations of recovering.

The Group estimates lifetime expected credit losses (ECLs), using a provision matrix to find the ECLs rates. This method groups the debtors based on shared credit risk characteristics and past due status, taking into account historical credit loss data, adjusted for factors that are specific to the debtors and an assessment of both current economic conditions and forward-looking general economic conditions at the reporting date.



# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

**For the year ended 31 December 2024**

### **(g) Inventories**

Inventories are measured at the lower of cost and net realisable value. Cost is calculated using the first in first out principle. Cost includes direct costs incurred in acquiring inventories. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of production overheads based on normal operating capacity. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs to complete and to make the sale.

### **(h) Property, plant and equipment**

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost includes capitalised borrowing costs, and the costs of dismantling and removing the items and restoring the site on which they are located.

Differences between the proceeds from disposal and the carrying amount of property, plant and equipment are recognised in profit or loss.

#### *Subsequent costs*

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item when the future economic benefits embodied within the part will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

#### *Depreciation*

Depreciation is calculated on a straight-line basis over the estimated useful lives of each component of an asset and recognised in profit or loss. No depreciation is provided on freehold land and assets under construction and installation.

The estimated useful lives are as follows:

Buildings and building improvement	5 - 30	years
Machinery and equipment	5 - 20	years
Vehicles	5	years
Furniture, fixtures and office equipment	3 - 10	years

### **(i) Goodwill**

Goodwill is measured at cost less accumulated impairment losses. In respect of equity-accounted investee, the carrying amount of goodwill is included in the carrying amount of the investment.

### **(j) Other intangible assets other than goodwill**

Other intangible assets other than goodwill are measured at cost less accumulated amortisation and impairment losses. Subsequent expenditure is capitalised only when it will generate the future economic benefits. Amortisation is calculated on a straight-line basis over the estimated useful lives of other intangible assets other than goodwill and recognised in profit or loss.

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

The estimated useful lives are as follows:

Product registrations	5 - 9	years
Software licences	10	years
Customer relationships	4	years

No amortisation is provided on software under development.

### (k) Leases

At inception of a contract, the Group assesses that a contract is, or contains, a lease when it conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### *As a lessee*

At commencement or on modification of a contract, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices of each component. For the leases of property, the Group has elected not to separate non-lease components and account for the lease and non-lease components wholly as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date except for leases of low-value assets and short-term leases which are recognised as an expense on a straight-line basis over the respective lease terms.

Right-of-use asset is measured at cost, less any accumulated depreciation and impairment loss, and adjusted for any remeasurements of lease liability. The cost of right-of-use asset includes the initial amount of the lease liability adjusted for any prepaid lease payments, plus any initial direct costs incurred and an estimate of restoration costs. Depreciation is charged to profit or loss on a straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment.

The lease liability is initially measured at the present value of all lease payments that shall be paid under the lease. The Group uses the Group's incremental borrowing rate to discount the lease payments to the present value. The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a lease modification or a change in the assessment of options specified in the lease. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

**For the year ended 31 December 2024**

### **(l) Impairment of non-financial assets**

The carrying amounts of the Group's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated. For goodwill, the recoverable amount is estimated each year at the same time.

An impairment loss is recognised in profit or loss if the carrying amount of an asset or its cash generating unit (CGU) exceeds its recoverable amount. The estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss of asset recognised in prior periods is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is not reversed. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

### **(m) Employee benefits**

#### *Defined contribution plan*

Obligations for contributions to the Group's provident funds are expensed as the related service is provided.

#### *Defined benefit plans*

The Group's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods. The defined benefit obligations are discounted to the present value, which performed by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, actuarial gain or loss are recognised immediately in OCI. The Group determines the interest expense on the defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

#### *Short-term employee benefits*

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

**For the year ended 31 December 2024**

### **(n) Provisions**

Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as a finance cost.

### **(o) Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: inputs for the asset or liability that are based on unobservable input.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

If an asset or a liability measured at fair value has a bid price and an ask price, then the Group measures assets and asset positions at a bid price and liabilities and liability positions at an ask price.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price - i.e. the fair value of the consideration given or received.

### **(p) Revenue from contracts with customers**

#### **(1) Revenue recognition**

Revenue is recognised when a customer obtains control of the goods or services in an amount that reflects the consideration to which the Group expects to be entitled, excluding those amounts collected on behalf of third parties, value added tax, or other sale taxes, and is after deduction of any trade discounts and volume rebates.

Revenue from sales of goods is recognised on the date on which the goods are delivered to the customers. For the sales that permit the customers to return the goods, the Group estimates the returns based on the historical return data, does not recognise revenue and cost of sale for the estimated products to be returned.

Revenue for rendering of services is recognised over time as the services are provided. The related costs are recognised in profit or loss when they are incurred.

For bundled packages, the Group recognises revenue from sales of products and rendering of services separately if a product or service is separately identifiable from other items and a customer can benefit from it. The consideration received is allocated based on their relative stand-alone selling prices.

# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

**For the year ended 31 December 2024**

### *(2) Contract balances*

Contract assets are recognised when the Group has recognised revenue before it has an unconditional right to receive consideration. The contract assets are measured at the amount of consideration that the Group is entitled to, less allowance for expected credit loss. The contract assets are classified as trade receivables when the Group issued an invoice.

Contract liabilities including advances received from customers are the obligation to transfer goods or services to the customer. The contract liabilities including advances received from customers are recognised when the Group receives or has an unconditional right to receive non-refundable consideration from the customer before the Group recognises the related revenue.

A refund liability is the obligation to refund some or all of the consideration received from the customer and is measured at the amount the Group ultimately expects it will have to return to the customer. The refund liability is reassessed at each reporting date and the Group makes a corresponding change to the amount of revenue recognised.

### *(3) Contract cost assets*

Contract cost assets are the incremental costs to obtain a contract with a customer. The Group expects to recover these costs.

Contract cost assets are measured at cost less accumulated amortization and impairment losses. Amortisation is charged to profit or loss on systematic basis over the term of the contract it relates to, consistent with the related revenue recognition.

### *(q) Income tax*

Income tax expense for the year comprises current and deferred tax, which is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is recognised in respect of the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities in a transaction that is not a business combination or at the time of the transaction (i) affects neither accounting nor taxable profit or loss and (ii) does not give rise to equal taxable and deductible temporary differences.

Deferred tax is not recognised for the temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities, using tax rates enacted or substantively enacted at the reporting date. Current tax assets and liabilities are offset in the separate financial statements.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

### (r) Earnings per share

Basic earnings per share and diluted earnings per share is determined by adjusting the profit or loss attributable to ordinary shareholders of the Company and the weighted average number of ordinary shares outstanding, adjusted for the effects of all dilutive potential ordinary shares.

## 5 Acquisitions of businesses

### (a) Grace Water Med Company Limited

On 23 May 2023, the Group obtained control of Grace Water Med Company Limited, a manufacturer and distributor of hemodialysis solution and related medical supplies, by acquired 21,118 ordinary shares at Baht 2,078.8 per share, totalling Baht 43.9 million, equivalent to 52.8% of total ordinary shares.

During the year from acquisition date to 31 December 2023, Grace Water Med Company Limited contributed revenue and net profit of Baht 70.7 million and Baht 0.7 million to the Group's results, respectively. If the acquisition had occurred on 1 January 2023, management estimates that consolidated revenue would have increased by Baht 131.1 million and consolidated profit for the year ended 31 December 2023 would have decreased by Baht 1.1 million. In determining these amounts, management has assumed that the fair value adjustments, determined provisionally, that arose on the date of acquisition would have been the same if the acquisition had occurred on 1 January 2023.

In March 2024, the determination of the fair value by an independent appraiser has been completed and the adjustment of assets acquired and liabilities assumed have been recorded as fair values as follows:

<i>Identifiable assets acquired and liabilities assumed</i>	<b>Fair value as prior recognised</b>	<b>Adjustment</b> <i>(in thousand Baht)</i>	<b>Fair value after adjustment</b>
Cash and cash equivalents	2,307	-	2,307
Trade accounts receivable	38,756	-	38,756
Other current receivables	4,500	-	4,500
Inventories	5,721	-	5,721
Property, plant and equipment	48,219	5,784	54,003
Deferred tax assets	1,523	(1,157)	366
Other non-current assets	305	-	305
Trade accounts payables	(18,077)	-	(18,077)
Other current payables	(2,745)	-	(2,745)
Loans	(20,000)	-	(20,000)
Lease liabilities	(21,491)	-	(21,491)
Non-current provisions for employee benefits	(492)	-	(492)
<b>Total identifiable net assets</b>	<b>38,526</b>	<b>4,627</b>	<b>43,153</b>
<i>Less Non-controlling interests (47.2%)</i>	<i>(18,187)</i>	<i>(2,184)</i>	<i>(20,371)</i>
<b>Total identifiable net assets received</b>	<b>20,339</b>	<b>2,443</b>	<b>22,782</b>
Goodwill arising from the acquisition	23,561	(2,443)	21,118
<b>Purchase consideration transferred</b>	<b>43,900</b>	<b>-</b>	<b>43,900</b>
Net cash acquired with the subsidiary	2,307	-	2,307
Cash paid	(43,900)	-	(43,900)
<b>Net cash outflows</b>	<b>(41,593)</b>	<b>-</b>	<b>(41,593)</b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

The goodwill is attributable mainly to the skills and technical talent of Grace Water Med Company Limited's work force, a manufacturer and distributor of hemodialysis solution and related medical supplies. None of the goodwill recognised is expected to be deductible for income tax purposes.

### (b) Waree Medical Company Limited

On 23 May 2023, Grace Water Med Company Limited, a subsidiary of the Company, acquired Waree Medical Company Limited, a manufacturer and distributor of purified water system for industrial purposes, by acquired 4,999 ordinary shares at Baht 3,760.8 per share, totalling Baht 18.8 million, equivalent to 99.9% of total ordinary shares.

During the year from acquisition date to 31 December 2023, Waree Medical Company Limited contributed revenue and net profit of Baht 10.9 million and Baht 0.2 million to the Group's results, respectively. If the acquisition had occurred on 1 January 2023, management estimates that consolidated revenue would have increased by Baht 15.4 million and consolidated profit for the year ended 31 December 2023 would have increased by Baht 0.05 million. In determining these amounts, management has assumed that the fair value adjustments, determined provisionally, that arose on the date of acquisition would have been the same if the acquisition had occurred on 1 January 2023.

In March 2024, the determination of the fair value by an independent appraiser has been completed and the adjustment of assets acquired and liabilities assumed have been recorded as fair values as follows:

<i>Identifiable assets acquired and liabilities assumed</i>	<b>Fair value as prior recognised</b>	<b>Adjustment (in thousand Baht)</b>	<b>Fair value after adjustment</b>
Cash and cash equivalents	1,507	-	1,507
Trade accounts receivable	1,593	-	1,593
Other current receivables	1,020	-	1,020
Inventories	3,936	-	3,936
Property, plant and equipment	1,091	753	1,844
Intangible assets other than goodwill	-	1,528	1,528
Deferred tax assets	81	(81)	-
Trade accounts payables	(763)	-	(763)
Other current payables	(813)	-	(813)
Contract liabilities	(2,109)	-	(2,109)
Deferred tax liabilities	-	(375)	(375)
<b>Total identifiable net assets</b>	<b>5,543</b>	<b>1,825</b>	<b>7,368</b>
<i>Less Non-controlling interests (0.02%)</i>	<i>(1)</i>	<i>-</i>	<i>(1)</i>
<b>Total identifiable net assets received</b>	<b>5,542</b>	<b>1,825</b>	<b>7,367</b>
Goodwill arising from the acquisition	13,258	(1,825)	11,433
<b>Purchase consideration transferred</b>	<b>18,800</b>	<b>-</b>	<b>18,800</b>
Net cash acquired with the subsidiary	1,507	-	1,507
Cash paid	(18,800)	-	(18,800)
<b>Net cash outflows</b>	<b>(17,293)</b>	<b>-</b>	<b>(17,293)</b>

The goodwill is attributable mainly to the skills and technical talent of Waree Medical Company Limited's work force, a manufacturer and distributor of purified water system for industrial purposes. None of the goodwill recognised is expected to be deductible for income tax purposes.

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

The following fair value is determined based on provisional basis:

- The fair value of other intangible assets (customer relationships and backlog) have been determined completion by an independent appraiser using Multi-period Excess Earnings Method (MEEM) within the income approach for valuation, the discount rate is an calculated by weighted average cost of capital of the business.

### *Acquisition-related costs*

The Group incurred acquisition-related costs of Grace Water Med Company Limited and Waree Medical Company Limited by Baht 3.1 million which included under costs related to acquisition of subsidiaries in the statement of comprehensive income for the year ended 31 December 2023 of the Group.

### *Restatement of prior period financial statements*

The consolidated statements of financial position as at 31 December 2023 and the consolidated statement of comprehensive income for year ended 31 December 2023, which is included as comparative information, have been restated in accordance with accounting adjustment condition for business acquisition as follows;

The impacts to the consolidated statement of financial position as at 31 December 2023:

	<b>Consolidated financial statements</b>		
	Acquisition of Grace Water Med Company Limited	Acquisition of Waree Medical Company Limited <i>(in thousand Baht)</i>	Total
<b>Assets</b>			
Increase in property, plant and equipment	4,902	801	5,703
Increase in Intangible assets other than goodwill	-	1,296	1,296
Decrease in goodwill	(2,443)	(1,825)	(4,268)
Decrease in deferred tax assets	(980)	-	(980)
<b>Total</b>	<b>1,479</b>	<b>272</b>	<b>1,751</b>
<b>Liability</b>			
Increase in deferred tax liabilities	-	419	419
<b>Total</b>	<b>-</b>	<b>419</b>	<b>419</b>
<b>Equity</b>			
Increase in deficit	(372)	(78)	(450)
Increase (decrease) in non-controlling interests	1,851	(69)	1,782
<b>Total</b>	<b>1,479</b>	<b>(147)</b>	<b>1,332</b>



# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

The impacts of the restatement on the consolidated statement of comprehensive income for the year ended 31 December 2023 of the Group were as follows:

	<b>Consolidated financial statements</b>		
	Acquisition of Grace Water Med Company Limited	Acquisition of Waree Medical Company Limited <i>(in thousand Baht)</i>	Total
Increase in costs of sale of goods	(1,001)	-	(1,001)
Decrease in costs of rendering of services	-	47	47
Decrease in distribution costs	122	-	122
Increase in administrative expenses	(2)	(232)	(234)
Decrease in tax expense	176	37	213
<b>Decrease in profit for the year</b>	<b>(705)</b>	<b>(148)</b>	<b>(853)</b>
<b>Profit (loss) attributed to:</b>			
Decrease in owners of parent	(372)	(78)	(450)
Decrease in non-controlling interests	(333)	(70)	(403)
	<b>(705)</b>	<b>(148)</b>	<b>(853)</b>
<b>Increase in basic loss per share <i>(in Baht)</i></b>	<b>(0.0008)</b>	<b>(0.0002)</b>	<b>(0.001)</b>
<b>Increase in diluted loss per share <i>(in Baht)</i></b>	<b>(0.0007)</b>	<b>(0.0002)</b>	<b>(0.0009)</b>

The impacts of the restatement on the total consolidated statement of cash flow for the year ended 31 December 2023 of the Group were as follows:

	<b>Consolidated financial statements</b>		
	Acquisition of Grace Water Med Company Limited	Acquisition of Waree Medical Company Limited <i>(in thousand Baht)</i>	Total
<b><i>For the year ended 31 December 2023</i></b>			
<b><i>Cash flows from operating activities</i></b>			
Decrease in profit for the year	(705)	(148)	(853)
<i>Adjustments to reconcile profit (loss) to cash receipts (payments)</i>			
Decrease in tax expense	(176)	(37)	(213)
Increase in depreciation and amortisation	881	185	1,066

## 6 Related parties

Relationships with parent of the Group, subsidiaries and associates are described in notes 1, 10 and 11. Other related parties which the Group had significant transactions with during the year were as follows:

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

Name of entities	Country of incorporation/ nationality	Nature of relationships			
7 Days Dialysis Company Limited	Thailand	Common directors			
Key management personnel	Thailand	Persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any director (whether executive or otherwise) of the Group.			
		Consolidated financial statements		Separate financial statements	
<i>Significant transactions with related parties Year ended 31 December</i>		2024	2023	2024	2023
		<i>(in thousand Baht)</i>			
<b>Parent of the Group</b>					
Interest on lease liabilities		1,156	1,185	1,156	1,185
<b>Subsidiaries</b>					
Sales of goods		-	-	2,264	593
Interest income		-	-	8,016	2,885
Other income		-	-	368	97
Purchases of goods		-	-	169	106
Other expenses		-	-	637	77
<b>Associate</b>					
Interest income		425	645	-	-
Purchases of goods		1,008	-	-	-
Management fee		7,780	-	-	-
Other expenses		2,887	4,714	2,946	-
<b>Other related parties</b>					
Sales of goods		18,774	14,199	-	-
Interest expense		221	220	-	-
<b>Key management personnel</b>					
Interest on lease liabilities		3,020	3,094	3,020	3,094
Interest expense		331	330	-	-
Key management personnel compensation					
Short-term employee benefit		29,248	23,413	26,651	22,258
Post-employment benefits		573	472	458	421
Total key management personnel compensation		<u>29,821</u>	<u>23,885</u>	<u>27,109</u>	<u>22,679</u>
		Consolidated financial statements		Separate financial statements	
<i>Balances with related parties At 31 December</i>		2024	2023	2024	2023
		<i>(in thousand Baht)</i>			
<b>Trade accounts receivable</b>					
Subsidiaries		-	-	98	94
Other related parties		4,608	3,681	-	-
<b>Total</b>		<u>4,608</u>	<u>3,681</u>	<u>98</u>	<u>94</u>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

Notes to the financial statements

For the year ended 31 December 2024

<i>Balances with related parties</i> <i>At 31 December</i>	<b>Consolidated</b> <b>financial statements</b>		<b>Separate</b> <b>financial statements</b>	
	2024	2023	2024	2023
	<i>(in thousand Baht)</i>			
<b>Short-term loans to</b>				
Subsidiaries	-	-	138,800	89,800
<b>Total</b>	<b>-</b>	<b>-</b>	<b>138,800</b>	<b>89,800</b>
<b>Long-term loans to</b>				
Associate	5,000	5,000	-	-
<b>Total</b>	<b>5,000</b>	<b>5,000</b>	<b>-</b>	<b>-</b>
<b>Other current receivables</b>				
Subsidiaries	-	-	9,950	734
Associate	3,219	2,172	612	-
<b>Total</b>	<b>3,219</b>	<b>2,172</b>	<b>10,562</b>	<b>734</b>
<b>Trade accounts payable</b>				
Associate	354	-	-	-
<b>Total</b>	<b>354</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Other current payables</b>				
Key management personnel	3,903	1,788	3,395	1,600
Other related parties	19	19	-	-
<b>Total</b>	<b>3,922</b>	<b>1,807</b>	<b>3,395</b>	<b>1,600</b>
<b>Long-term loans from</b>				
Key management personnel	6,000	6,000	-	-
Other related parties	4,000	4,000	-	-
<b>Total</b>	<b>10,000</b>	<b>10,000</b>	<b>-</b>	<b>-</b>
<b>Lease liabilities</b>				
Parent of the Group	25,612	26,363	25,612	26,363
Key management personnel	66,896	68,856	66,896	68,856
<b>Total</b>	<b>92,508</b>	<b>95,219</b>	<b>92,508</b>	<b>95,219</b>

## *Significant agreements with related parties*

### *Rental agreements*

#### **Parent company of the Group**

On 1 January 2021, the Company entered into 3-year land and buildings rental agreement of head office for operating purposes with the parent of the Group, effective from 1 January 2021 until 31 December 2023, with monthly rental fee of Baht 0.1 million. The Company can renew rental agreement 2 more times; for another 3 years and 1 year after the end of contract, respectively, with 10.0% incremental rental fee for each renewal.

# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

### **For the year ended 31 December 2024**

On 30 June 2021, the Company entered into addendum of land and buildings rental agreement with the parent of the Group. The addendum amended conditions of agreement to 19-year term, effective from 1 January 2021 until 31 December 2039 with monthly rental fee of Baht 0.1 million, and 10.0% incremental rental fee every three years and first right of renewal. During the contractual period, if the lessor intends to sell or transfer the leased property, the lessor must notify the Company to consider the first right of purchasing of the leased property.

#### **Key management personnel**

On 30 June 2021, the Company entered into addendum of land and buildings rental agreement of head office for operating purposes with the key management personnel. The addendum amended conditions of agreement from 10-year term, effective from 1 January 2018 until 31 December 2027, with monthly rental fee of Baht 0.4 million and 10.0% incremental rental fee every three years to 22-year term, effective from 1 January 2018 until 31 December 2039, with monthly rental fee of Baht 0.4 million since 1 January 2021, and 10.0% incremental rental fee every three years and first right of renewal. During the contractual period, if the lessor intends to sell or transfer the leased property, the lessor must notify the Company to consider the first right of purchasing of the leased property.

Payment of lease liabilities and related interest expense for rental agreement with parent of the Group and key management personnel for the year ended 31 December 2024 were Baht 1.9 million and Baht 5.0 million, respectively (*2023: Parent of the Group and key management personnel were Baht 1.6 million and Baht 4.3 million, respectively*).

#### **Associate**

On 30 July 2022, an indirect subsidiary; as a lessor, entered into lease agreement with associate for renting equipment. The lease term was 5 years from 15 August 2022 to 14 August 2027 with monthly rental fee of Baht 0.1 million. In addition, the lessee had a right to purchase equipment amounting to Baht 0.3 million at the end of lease term.

On 30 July 2022, an indirect subsidiary; as a lessor, entered into lease agreement with associate for renting equipment. The lease term was 5 years from 1 September 2022 to 31 August 2027 with monthly rental fee of Baht 0.1 million. In addition, the lessee had a right to purchase equipment amounting to Baht 0.5 million at the end of lease term.

On 1 October 2023, an indirect subsidiary and associate entered into a memorandum to terminate all equipment rental agreements. As a result, indirect subsidiary recorded loss from lease modification amounting to Baht 4.4 million in statement of comprehensive income for the year ended 31 December 2023.

#### **Short-term loan to agreements**

#### **Subsidiaries**

On 20 September 2022, the Company; as a lender, entered into short-term loan agreement in form of promissory note with a subsidiary for operating purposes, with amount not exceeding Baht 40.0 million. The loan bore 5.0% interest per annum. As at 31 December 2024, the subsidiary drawdown loan of Baht 40.0 million which will be due within January to April 2025 (*2023: Baht 40.0 million which will be due within January to April 2024*).

On 23 May 2023, the Company; as a lender, entered into short-term loan agreement in form of promissory note with a subsidiary for operating purposes, with amount not exceeding Baht 20.0 million. The loan bore 5.0% interest per annum.

# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

### **For the year ended 31 December 2024**

On 5 September 2023, the Company entered into the addendum for short-term loan agreement in form of promissory note with a subsidiary, with amount not exceeding Baht 20.0 million to amend interest rate from 5.0% per annum to the loan bore interest at the average minimum loan rate (MLR) stipulated by four commercial banks with margin of 0.7% per annum. As at 31 December 2024, the subsidiary drawdown loan of Baht 20.0 million which will be due within April 2025 (*2023: Baht 20.0 million which will be due within January 2024*).

On 30 June 2023, the Company; as a lender, entered into short-term loan agreement in form of promissory note with a subsidiary for operating purposes, with amount not exceeding Baht 10.0 million. The loan bore 5.0% interest per annum.

On 5 September 2023, the Company entered into the addendum for short-term loan agreement in form of promissory note with a subsidiary, with amount not exceeding Baht 10.0 million to amend interest rate from 5.0% per annum to 5.5% per annum. As at 31 December 2024, the subsidiary drawdown loan of Baht 8.8 million which will be due within April 2025 (*2023: Baht 8.8 million which will be due within January 2024*).

On 5 September 2023, the Company; as a lender, entered into short-term loan agreement in form of promissory note with a subsidiary for operating purposes, with amount not exceeding Baht 30.0 million. The loan bore interest at the average minimum loan rate (MLR) stipulated by four commercial banks with margin of 0.7% per annum. As at 31 December 2024, the subsidiary drawdown loan of Baht 6.0 million which will be due within February 2025 (*2023: Nil*).

On 6 October 2023, the Company; as a lender, entered into short-term loan agreement in form of promissory note with an indirect subsidiary for operating purposes, with amount not exceeding Baht 30.0 million. The loan bore interest at the average minimum loan rate (MLR) stipulated by four commercial banks with margin of 0.7% per annum. As at 31 December 2024, the indirect subsidiary drawdown loan of Baht 30.0 million which will be due within January to March 2025 (*2023: Baht 21.0 million which will be due within January to April 2024*).

On 5 March 2024, the Company; as a lender, entered into short-term loan agreement in form of promissory note with an indirect subsidiary for operating purposes, with amount not exceeding Baht 20.0 million. The loan bore interest at the average minimum loan rate (MLR) stipulated by four commercial banks with margin of 0.7% per annum. As at 31 December 2024, the indirect subsidiary drawdown loan of Baht 20.0 million which will be due within January to March 2025.

On 13 September 2024, the Company; as a lender, entered into short-term loan agreement in form of promissory note with an indirect subsidiary for operating purposes, with amount not exceeding Baht 20.0 million. The loan bore interest at the average minimum loan rate (MLR) stipulated by four commercial banks with margin of 0.7% per annum. As at 31 December 2024, the indirect subsidiary drawdown loan of Baht 14.0 million which will be due for full repayment within January to February 2025.

#### ***Long-term loan to agreements***

##### **Associate**

On 28 November 2022, an indirect subsidiary as a lender, entered into long-term loan to agreement with an associate for operating purposes amounting to Baht 5.0 million with interest rate of 8.5% per annum. The loan had maturity on 28 December 2025. As at 31 December 2024, the associate drawdown loan of Baht 5.0 million (*2023: Baht 5.0 million*).

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

### Key management personnel

During 2015 to 2023, an indirect subsidiary entered into several long-term loan agreements with parent of the Group and key management personnel totalling Baht 204.4 million. The loans had maturity in 2028 and had no interest. The Group recognises income or expenses in each period based on term of the loan by using effective interest rate method in accordance to financial reporting standards.

On 17 August 2023, an indirect subsidiary entered into memorandum of understanding with parent of the Group and key management personnel to acquire 44,000 shares of Medis Corporation Company Limited by means of repayment of long-term loans amounting to Baht 132.1 million, which equal to fair value of acquired ordinary shares assessed by an independent financial advisor. In addition, the indirect subsidiary received Baht 18.2 million cash for repayment of remaining long-term loan balance during the year ended 31 December 2023.

### Long-term loan from agreements

#### Key management personnel

On 1 June 2022, a subsidiary entered into a loan agreement with key management personnel for operating purposes amounting to Baht 6.0 million. The loan had 3-years term and bore 5.5% interest per annum. As at 31 December 2024, the subsidiary drawdown loan of Bath 6.0 million (2023: *Baht 6.0 million*).

#### Other related parties

On 1 June 2022, a subsidiary entered into loan agreements with other related parties for operating purposes amounting to Baht 4.0 million. The loan had 3-years term and bore 5.5% interest per annum. As at 31 December 2024, the subsidiary drawdown loan of Bath 4.0 million (2023: *Baht 4.0 million*).

### Service agreements

#### Associate

An indirect subsidiary engaged an associate to provide management service for vending machine of indirect subsidiary amount 25 units under the term and rates stipulated in the agreement.

An indirect subsidiary engaged an associate to provide management and space service for vending machine of indirect subsidiary amount 160 units under the term and rates stipulated in the agreement.

## 7 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	<i>(in thousand Baht)</i>			
Cash on hand	184	77	65	30
Cash at banks	29,306	20,577	14,820	10,666
<b>Total</b>	<b>29,490</b>	<b>20,654</b>	<b>14,885</b>	<b>10,696</b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

Notes to the financial statements

For the year ended 31 December 2024

## 8 Trade accounts receivable

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	<i>(in thousand Baht)</i>			
Within credit terms	56,899	38,832	32,721	24,579
Overdue				
Less than 3 months	49,683	41,952	35,700	32,193
3 - 6 months	11,449	6,541	7,473	3,154
6 - 12 months	3,600	2,967	2,285	495
Over 12 months	7,801	8,155	2,663	3,650
<b>Total</b>	<b>129,432</b>	<b>98,447</b>	<b>80,842</b>	<b>64,071</b>
Less allowance for expected credit loss	(12,896)	(10,531)	(5,999)	(3,701)
<b>Net</b>	<b>116,536</b>	<b>87,916</b>	<b>74,843</b>	<b>60,370</b>
<i>Allowance for expected credit loss</i>				
At 1 January	10,531	4,320	3,701	3,543
Acquisitions through business combinations	-	6,868	-	-
Additions	2,685	158	2,618	158
Reversal	-	(815)	-	-
Write-off	(320)	-	(320)	-
<b>At 31 December</b>	<b>12,896</b>	<b>10,531</b>	<b>5,999</b>	<b>3,701</b>

Information of credit risk is disclosed in note 27 (a.1).

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

Notes to the financial statements

For the year ended 31 December 2024

## 9 Inventories

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	<i>(in thousand Baht)</i>			
Finished goods	74,609	62,512	62,922	59,909
Work in progress	5,803	6,623	4,066	5,332
Raw materials	34,010	31,650	29,493	27,198
Packaging materials	19,098	19,362	18,811	19,297
<b>Total</b>	<b>133,520</b>	<b>120,147</b>	<b>115,292</b>	<b>111,736</b>
Less allowance for decline in value	(11,100)	(17,997)	(10,614)	(17,884)
<b>Net</b>	<b>122,420</b>	<b>102,150</b>	<b>104,678</b>	<b>93,852</b>

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	(Restated)			
	<i>(in thousand Baht)</i>			
Inventories recognised in cost of sales of goods and cost of rendering of services				
- Cost of sales of goods and cost of rendering of services	526,388	432,161	386,273	355,516
- Reversal of write-down to net realisable value	(6,897)	(104)	(7,270)	(131)
<b>Net</b>	<b>519,491</b>	<b>432,057</b>	<b>379,003</b>	<b>355,385</b>



## JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

### Notes to the financial statements

For the year ended 31 December 2024

#### 10 Investment in an associate

		Consolidated financial statements										
Associate	Type of business	Country of operation	Ownership interest		At equity method		Cost		Impairment		At cost - net	
			2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
			(%)				<i>(in thousand Baht)</i>					
Medis Corporation Company Limited	Selling of consumer products and provide advertising media via vending machine	Thailand	44	44	<u>13,634</u>	<u>132,721</u>	<u>132,144</u>	<u>132,144</u>	<u>(115,990)</u>	<u>-</u>	<u>16,154</u>	<u>132,144</u>
<b>Total</b>					<b><u>13,634</u></b>	<b><u>132,721</u></b>	<b><u>132,144</u></b>	<b><u>132,144</u></b>	<b><u>(115,990)</u></b>	<b><u>-</u></b>	<b><u>16,154</u></b>	<b><u>132,144</u></b>

None of the Group's associate are publicly listed and consequently do not have published price quotations.

The Group has additional recognised share of loss of investment accounted for using the equity method from the loss of associate amounting to Baht 3.1 million (2023: Share of profit of Baht 0.6 million).

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

<i>Material movement</i> <i>Year ended 31 December</i>	<b>Consolidated financial statements</b>	
	2024	2023
	<i>(in thousand Baht)</i>	
<i>Associate</i>		
Purchase investment in Medis Corporation Company Limited	-	132,144
Impairment loss	(115,990)	-

In August 2023, the Group acquired 44,000 ordinary shares in Medis Corporation Company Limited; equivalent to 44.0% of total ordinary shares, amounting to Baht 132.1 million by mean of repayment of long-term loans to key management personnel of subsidiary (see note 6).

### *Impairment on investments in associate*

During the year ended 31 December 2024, the actual financial performance of an associate was lower than the management's expectations. The management believes that the impairment indications existed. Therefore, the Company performed impairment test of carrying amount of investment in associate. By appoint an independent appraiser to determined the recoverable amount was based on its value in use determined by discounted future cash flows to be generated according to the business plan and discount rate which is calculated by weighted average cost of capital.

The recoverable amount of investments in associate was assessed based on value in use approach, whereby discounting expected cash flows. The measurement has been categorised as a Level 3 fair value.

The key assumptions used in the estimation of value in use are set out below. The values assigned to the key assumptions represent management's assessment of future trends in the relevant industries and have been based on historical data from both external and internal sources.

	2024	2023
		(%)
Discount rate	7.81	-
Terminal value growth rate	1.12	-

The discount rate was a pre-tax measure estimated based on the historical industry average weighted-average cost of capital, with a possible debt leveraging of 7.8% (2023: Nil) at a market interest rate of 9.3% (2023: Nil).

The recoverable amount by independent appraiser was lower than its carrying amount. Therefore, the Company recorded an impairment loss amounting to Baht 115.99 million in the consolidated statement of comprehensive income for the year ended 31 December 2024.

The cash flow projections included specific estimates for next 5 years and a terminal growth rate thereafter. The terminal growth rate was determined based on management's estimate, consistent with the assumptions that a market participant would make.

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

### *Material associate*

The following table summarises the financial information of the material associate as included in their own financial statements, adjusted for fair value adjustments at acquisition and differences in accounting policies. The table also reconciles the summarised financial information to the carrying amount of the Group's interest in this company.

	<b>Medis Corporation Company Limited</b>	
	2024	2023
	<i>(in thousand Baht)</i>	
Revenue	17,484	5,127
Total comprehensive income (100%)	<u>(10,830)</u>	<u>2,019</u>
<b>Group's share of total comprehensive income</b>	<b><u>(3,097)</u></b>	<b><u>577</u></b>
Current assets	2,088	2,170
Non-current assets	3,032	3,413
Current liabilities	(15,241)	(10,720)
Non-current liabilities	<u>(13,538)</u>	<u>(9,631)</u>
Net liabilities (100%)	<u>(23,659)</u>	<u>(14,768)</u>
<b>Net book value of interest in associate</b>	<b><u>13,634</u></b>	<b><u>132,721</u></b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

### 11 Investment in subsidiaries

Investment in subsidiaries as at 31 December 2024 and 2023 as follow:

	Type of business	Country of incorporation	Ownership interest		Separate financial statements							
					Paid Capital		Cost		Impairment		At cost - net	
					2024	2023	2024	2023	2024	2023	2024	2023
			(%)				(in thousand Baht)					
<b>Direct subsidiaries</b>												
Caresutic Co., Ltd.	Research and development, manufacture and distribute of dietary supplements and cosmetics	Thailand	99.99	99.99	30,000	30,000	30,000	30,000	-	-	30,000	30,000
Grace Water Med Company Limited	Manufacturing and selling of hemodialysis products and supplies	Thailand	52.80	52.80	40,000	40,000	43,900	43,900	-	-	43,900	43,900
JSP Pharma Holding Company Limited	Invest in other companies	Thailand	99.99	99.99	<u>200,000</u>	<u>200,000</u>	<u>199,999</u>	<u>199,999</u>	<u>(155,000)</u>	<u>-</u>	<u>44,999</u>	<u>199,999</u>
<b>Total</b>					<b><u>270,000</u></b>	<b><u>270,000</u></b>	<b><u>273,899</u></b>	<b><u>273,899</u></b>	<b><u>(155,000)</u></b>	<b><u>-</u></b>	<b><u>118,899</u></b>	<b><u>273,899</u></b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

	Type of business	Country of incorporation	Ownership interest		Paid Capital		Separate financial statements				At cost - net	
			2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
			(%)				<i>(in thousand Baht)</i>					
<b><i>Indirect subsidiaries</i></b>												
<u>Held through “ Grace Water Med Company Limited ”</u>												
Waree Medical Company Limited	Manufacturer and distributor of purified water system for industrial purposes	Thailand	52.80	52.80	2,500	2,500	-	-	-	-	-	-
<u>Held through “ JSP Pharma Holding Company Limited ”</u>												
CDIP (Thailand) Public Company Limited	Services provider of laboratory research, scientific test and analysis, training and seminar, consultancy for research fund application businesses and selling of product via vending machines.	Thailand	65.00	65.00	120,000	120,000	-	-	-	-	-	-
<b>Total</b>					<u>122,500</u>	<u>122,500</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

### For the year ended 31 December 2024

Detail of the increase in investment in a subsidiaries during the years ended 31 December 2024 and 2023 were as follows:

	<b>Separate financial statements</b>	
	2024	2023
	<i>(in thousand Baht)</i>	
Purchase of investment in Grace Water Med Company Limited	-	43,900
New investment in JSP Pharma Holding Company Limited	-	199,999
<b>Total</b>	<b>-</b>	<b>243,899</b>

#### *An additional investment in direct subsidiaries during the year*

##### **2023**

On 23 May 2023, the Company invested of 52.8% in Grace Water Med Company Limited which was incorporated in Thailand, with authorised share capital and paid-up of Baht 40.0 million (40,000 ordinary shares with a Baht 1,000 par value).

On 2 February 2023, the Board of Directors of the Company approved the registration of JSP Pharma Holding Company Limited for investment in the other company, with authorised share capital of Baht 200.0 million (divided into 2,000,000 ordinary shares with par value at Baht 100 per share) and to call for paid-up share capital at 100% amounting to Baht 200.0 million. In this regard, the Company had 99.9% ownership interest in the subsidiary's paid-up share capital. The registration of the authorised share capital with the Ministry of commerce and the paid-up share capital were completed on 18 August 2023 and 21 August 2023, respectively.

#### *Impairment on investment in subsidiaries*

During the year ended 31 December 2024, the actual financial performance of an indirect subsidiary was lower than the management's expectations. The management believes that the impairment indications existed. Therefore, the Company performed impairment test of carrying amount of investment in indirect subsidiary. By appoint an independent appraiser to determine the recoverable amount was based on its value in use determined by discounted future cash flows to be generated according to the business plan and discount rate which is calculated by weighted average cost of capital.

The recoverable amount of investments in indirect subsidiary was assessed based on value in use approach, whereby discounting expected cash flows. The measurement has been categorised as a Level 3 fair value.

The key assumptions used in the estimation of value in use are set out below. The values assigned to the key assumptions represent management's assessment of future trends in the relevant industries and have been based on historical data from both external and internal sources.

	2024	2023
	(%)	
Discount rate	7.45	-
Terminal value growth rate	1.12	-

The discount rate was a pre-tax measure estimated based on the historical industry average weighted-average cost of capital, with a possible debt leveraging of 7.8% (2023: Nil) at a market interest rate of 8.2% (2023: Nil).

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

The recoverable amount by independent appraiser was lower than its carrying amount. Therefore, the Company recorded an impairment loss amounting to Baht 155.0 million in the separate statement of comprehensive income for the year ended 31 December 2024.

The cash flow projections included specific estimates for next 5 years and a terminal growth rate thereafter. The terminal growth rate was determined based on management's estimate, consistent with the assumptions that a market participant would make.

## 12 Non-controlling interests

The following table summarises the information relating to each of the Group's subsidiaries that has a material non-controlling interest, before any intra-group eliminations:

	CDIP (Thailand) Public Company Limited		Grace Water Med Company Limited and its subsidiary	
	2024	2023	2024	2023
	<i>(in thousand Baht)</i>			
Non-controlling interest percentage	35.0	35.0	47.2	47.2
Current assets	18,300	7,516	64,239	46,704
Non-current assets	81,272	161,268	75,209	71,962
Current liabilities	(78,997)	(45,773)	(70,169)	(43,474)
Non-current liabilities	(16,250)	(4,000)	(20,563)	(29,860)
<b>Net assets</b>	<b>4,325</b>	<b>119,011</b>	<b>48,716</b>	<b>45,332</b>
Carrying amount of non-controlling interest	1,514	41,654	22,994	21,397
Revenue	16,620	10,009	161,371	146,528
Profit (loss)	(114,686)	(5,897)	8,003	271
Other comprehensive income (expense)	-	-	-	140
<b>Total comprehensive income (expense)</b>	<b>(114,686)</b>	<b>(5,897)</b>	<b>8,003</b>	<b>411</b>
Profit (loss) attributable to non-controlling interests	(40,140)	(2,064)	3,777	128
Total comprehensive income (expense) attributable to non-controlling interests	-	-	-	66
Cash flows from operating activities	(11,416)	(19,117)	8,871	8,411
Cash flows from investing activities	(5,057)	17,054	(5,903)	(24,150)
Cash flows from financing activities	16,616	651	1,663	8,895

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

### 13 Property, plant and equipment

	Consolidated financial statements							Total
	Land	Buildings and building improvements	Leasehold of land and building	Machinery and equipment <i>(in thousand Baht)</i>	Vehicles	Furniture, fixtures and office equipment	Assets under construction and installation	
<b>Cost</b>								
At 1 January 2023 - Restated	187,515	219,801	122,540	165,606	11,355	13,578	159,165	879,560
Additions	40,327	6,406	2,534	39,634	2,686	7,537	88,050	187,174
Acquisitions through business combinations <i>(see note 5)</i>	-	18,154	21,230	14,629	1,489	345	-	55,847
Lease termination	-	-	(1,557)	-	-	-	-	(1,557)
Transfers	-	190,956	-	12,631	-	849	(204,436)	-
Disposals	-	-	-	-	(889)	(585)	-	(1,474)
Write-off	-	-	-	(47)	-	(107)	-	(154)
<b>At 31 December 2023 and 1 January 2024 - Restated</b>	<b>227,842</b>	<b>435,317</b>	<b>144,747</b>	<b>232,453</b>	<b>14,641</b>	<b>21,617</b>	<b>42,779</b>	<b>1,119,396</b>
Additions	-	918	1,734	53,876	5,663	3,522	35,256	100,969
Lease termination	-	-	(1,759)	-	-	-	-	(1,759)
Transfers	-	67,966	-	7,686	-	2,383	(78,035)	-
Disposals	-	-	-	-	(161)	(886)	-	(1,047)
Write-off	-	-	-	(1,190)	-	-	-	(1,190)
<b>At 31 December 2024</b>	<b>227,842</b>	<b>504,201</b>	<b>144,722</b>	<b>292,825</b>	<b>20,143</b>	<b>26,636</b>	<b>-</b>	<b>1,216,369</b>



**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**  
**Notes to the financial statements**  
**For the year ended 31 December 2024**

**Consolidated financial statements**

	Land	Buildings and building improvements	Leasehold of land and building	Machinery and equipment <i>(in thousand Baht)</i>	Vehicles	Furniture, fixtures and office equipment	Assets under construction and installation	Total
<b><i>Depreciation and impairment losses</i></b>								
At 1 January 2023 - Restated	-	93,646	18,846	82,994	6,818	7,026	-	209,330
Depreciation charge for the year	-	13,374	10,193	17,391	1,783	3,672	-	46,413
Lease termination	-	-	(166)	-	-	-	-	(166)
Disposals	-	-	-	-	(889)	(524)	-	(1,413)
Write-off	-	-	-	(31)	-	(99)	-	(130)
<b>At 31 December 2023 and 1 January 2024 - Restated</b>	<b>-</b>	<b>107,020</b>	<b>28,873</b>	<b>100,354</b>	<b>7,712</b>	<b>10,075</b>	<b>-</b>	<b>254,034</b>
Depreciation charge for the year	-	21,367	11,090	21,339	2,481	4,373	-	60,650
Lease termination	-	-	(1,732)	-	-	-	-	(1,732)
Disposals	-	-	-	-	(112)	(880)	-	(992)
Write-off	-	-	-	(1,062)	-	-	-	(1,062)
<b>At 31 December 2024</b>	<b>-</b>	<b>128,387</b>	<b>38,231</b>	<b>120,631</b>	<b>10,081</b>	<b>13,568</b>	<b>-</b>	<b>310,898</b>
<b><i>Net book value</i></b>								
<b>At 31 December 2023 - Restated</b>								
Owned assets	227,842	328,297	-	126,740	2,388	11,542	42,779	739,588
Right-of-use assets	-	-	115,874	5,359	4,541	-	-	125,774
	<b>227,842</b>	<b>328,297</b>	<b>115,874</b>	<b>132,099</b>	<b>6,929</b>	<b>11,542</b>	<b>42,779</b>	<b>865,362</b>
<b>At 31 December 2024</b>								
Owned assets	227,842	375,814	-	122,602	2,461	13,068	-	741,787
Right-of-use assets	-	-	106,491	49,592	7,601	-	-	163,684
	<b>227,842</b>	<b>375,814</b>	<b>106,491</b>	<b>172,194</b>	<b>10,062</b>	<b>13,068</b>	<b>-</b>	<b>905,471</b>

**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**  
**Notes to the financial statements**  
**For the year ended 31 December 2024**

	Separate financial statements							Total
	Land	Buildings and building improvements	Leasehold of land and building	Machinery and equipment <i>(in thousand Baht)</i>	Vehicles	Furniture, fixtures and office equipment	Assets under construction and installation	
<b>Cost</b>								
At 1 January 2023	165,085	210,568	120,785	162,423	11,355	11,827	155,769	837,812
Additions	40,327	5,497	1,127	27,752	2,631	5,752	69,071	152,157
Lease termination	-	-	(1,557)	-	-	-	-	(1,557)
Transfers	-	174,109	-	11,347	-	849	(186,305)	-
Disposals	-	-	-	-	(889)	(585)	-	(1,474)
Write-off	-	-	-	(47)	-	(107)	-	(154)
<b>At 31 December 2023 and 1 January 2024</b>	<b>205,412</b>	<b>390,174</b>	<b>120,355</b>	<b>201,475</b>	<b>13,097</b>	<b>17,736</b>	<b>38,535</b>	<b>986,784</b>
Additions	-	248	-	8,683	3,635	2,524	34,557	49,647
Transfers	-	63,023	-	7,686	-	2,383	(73,092)	-
Disposals	-	-	-	-	(161)	(886)	-	(1,047)
Write-off	-	-	-	(1,190)	-	-	-	(1,190)
<b>At 31 December 2024</b>	<b>205,412</b>	<b>453,445</b>	<b>120,355</b>	<b>216,654</b>	<b>16,571</b>	<b>21,757</b>	<b>-</b>	<b>1,034,194</b>
<b>Depreciation and impairment losses</b>								
At 1 January 2023	-	93,477	17,824	80,326	6,819	6,050	-	204,496
Depreciation charge for the year	-	11,386	8,194	15,249	1,552	3,141	-	39,522
Lease termination	-	-	(166)	-	-	-	-	(166)
Disposals	-	-	-	-	(889)	(524)	-	(1,413)
Write-off	-	-	-	(31)	-	(99)	-	(130)
<b>At 31 December 2023</b>	<b>-</b>	<b>104,863</b>	<b>25,852</b>	<b>95,544</b>	<b>7,482</b>	<b>8,568</b>	<b>-</b>	<b>242,309</b>
Depreciation charge for the year	-	17,764	8,190	15,120	1,875	3,550	-	46,499
Disposals	-	-	-	-	(112)	(880)	-	(992)
Write-off	-	-	-	(1,062)	-	-	-	(1,062)
<b>At 31 December 2024</b>	<b>-</b>	<b>122,627</b>	<b>34,042</b>	<b>109,602</b>	<b>9,245</b>	<b>11,238</b>	<b>-</b>	<b>286,754</b>

## JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

### Notes to the financial statements

For the year ended 31 December 2024

	Separate financial statements						Assets under construction and installation	Total
	Land	Buildings and building improvements	Leasehold of land and building	Machinery and equipment (in thousand Baht)	Vehicles	Furniture, fixtures and office equipment		
<i>Net book value</i>								
<b>At 31 December 2023</b>								
Owned assets	205,412	285,311	-	100,662	1,074	9,168	38,535	640,162
Right-of-use assets	-	-	94,503	5,269	4,541	-	-	104,313
	<b>205,412</b>	<b>285,311</b>	<b>94,503</b>	<b>105,931</b>	<b>5,615</b>	<b>9,168</b>	<b>38,535</b>	<b>744,475</b>
<b>At 31 December 2024</b>								
Owned assets	205,412	330,818	-	98,125	729	10,519	-	645,603
Right-of-use assets	-	-	86,313	8,927	6,597	-	-	101,837
	<b>205,412</b>	<b>330,818</b>	<b>86,313</b>	<b>107,052</b>	<b>7,326</b>	<b>10,519</b>	<b>-</b>	<b>747,440</b>

In 2023, the Company terminated a lease agreement with certain lessor. As a result, right-of-use assets decreased by Baht 1.4 million and the Company recognised gain on termination of lease of Baht 0.03 million in the statement of comprehensive income.

In 2023, the Group entered into a lease agreement to lease land and building with 2 years term ending 2025. The Group can renew the lease two more times; for another 3 years and 1 year after the end of contract, respectively, with 10.0% incremental rental fee for each renewal.

In 2024, the Group terminated a lease agreement with certain lessor. As a result, right-of-use assets decreased by Baht 0.03 million and the Group recognised gain on termination of lease of Baht 0.002 million in the statement of comprehensive income.

In 2024, the Group entered into a lease agreement to lease building and equipment with 3-4 years term ending 2026-2028.

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

### 14 Other intangible assets other than goodwill

	Consolidated financial statements			
	Product registrations	Software licences (in thousand Baht)	Customer relationships	Total
<b>Cost</b>				
At 1 January 2023	3,570	4,680	-	8,250
Additions	-	675	-	675
Acquisitions through business combinations (see note 5)	-	-	1,528	1,528
<b>At 31 December 2023 and 1 January 2024 - Restated</b>	<b>3,570</b>	<b>5,355</b>	<b>1,528</b>	<b>10,453</b>
Additions	-	688	-	688
<b>At 31 December 2024</b>	<b>3,570</b>	<b>6,043</b>	<b>1,528</b>	<b>11,141</b>
<b>Amortisation</b>				
At 1 January 2023	1,575	1,295	-	2,870
Amortisation for the year	642	493	232	1,367
<b>At 31 December 2023 and 1 January 2024 - Restated</b>	<b>2,217</b>	<b>1,788</b>	<b>232</b>	<b>4,237</b>
Amortisation for the year	498	569	383	1,450
<b>At 31 December 2024</b>	<b>2,715</b>	<b>2,357</b>	<b>615</b>	<b>5,687</b>
<b>Net book value</b>				
<b>At 31 December 2023 - Restated</b>	<b>1,353</b>	<b>3,567</b>	<b>1,296</b>	<b>6,216</b>
<b>At 31 December 2024</b>	<b>855</b>	<b>3,686</b>	<b>913</b>	<b>5,454</b>
	Separate financial statements			
	Product registrations	Software licences (in thousand Baht)		Total
<b>Cost</b>				
At 1 January 2023	3,570	4,617		8,187
Additions	-	531		531
<b>At 31 December 2023 and 1 January 2024</b>	<b>3,570</b>	<b>5,148</b>		<b>8,718</b>
Additions	-	508		508
<b>At 31 December 2024</b>	<b>3,570</b>	<b>5,656</b>		<b>9,226</b>
<b>Amortisation</b>				
At 1 January 2023	1,575	1,294		2,869
Amortisation for the year	642	482		1,124
<b>At 31 December 2023 and 1 January 2024</b>	<b>2,217</b>	<b>1,776</b>		<b>3,993</b>
Amortisation for the year	498	534		1,032
<b>At 31 December 2024</b>	<b>2,715</b>	<b>2,310</b>		<b>5,025</b>
<b>Net book value</b>				
<b>At 31 December 2023</b>	<b>1,353</b>	<b>3,372</b>		<b>4,725</b>
<b>At 31 December 2024</b>	<b>855</b>	<b>3,346</b>		<b>4,201</b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

### 15 Goodwill

	<b>Consolidated financial statements</b> <i>(in thousand Baht)</i>
<b>At 1 January 2023</b>	-
Acquired through business combinations	32,551
<b>At 31 December 2023 and 1 January 2024 - Restated</b>	<b>32,551</b>
<b>At 31 December 2023</b>	<b>32,551</b>
 <i>Net book value</i>	
<b>At 31 December 2023 - Restated</b>	<b>32,551</b>
<b>At 31 December 2024</b>	<b>32,551</b>

Most of goodwill arises from the acquisition of shares in Grace Water Med Company Limited and Waree Medical Company Limited (see note 5).

#### *Impairment testing*

For the purposes of impairment testing, goodwill has been allocated to the Group's CGUs (operating divisions) as follows.

<b>At 31 December</b>	<b>Consolidated financial statements</b>	
	2024	2023 (Restated)
	<i>(in thousand Baht)</i>	
CGU 1 - Grace Water Med Company Limited	21,118	21,118
CGU 2 - Waree Medical Company Limited	11,433	11,433
<b>Total</b>	<b>32,551</b>	<b>32,551</b>

The recoverable amount of this CGU containing goodwill were based on estimated using discounted cash flows to be generate from the continuing operations of CGU according to the business plan and the cash flow projections for total revenue generated from other intangible assets other than goodwill was identified from business combinations and discount rate which is calculated by weighted average cost of capital. The fair value measurement was categorised as a Level 3 fair value.

The key assumptions used in the estimation of the recoverable amount are set out below. The values assigned to the key assumptions represent management's assessment of future trends in the relevant industries and have been based on historical data from both external and internal sources.

	Grace Water Med Company Limited 2024	Waree Medical Company Limited 2024
	(%)	
Discount rate	12.20	12.20
Budgeted revenue growth rate (average of next five years)	5.97	5.71

The estimated recoverable amount of each CGU exceeded its carrying amount. Therefore, there is no impairment losses to be recognised as at 31 December 2024.

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

Management has identified that a reasonably possible change in two key assumptions could cause the carrying amount to exceed the recoverable amount. The following table shows the amount by which these two assumptions would need to change individually for the estimated recoverable amount to be equal to the carrying amount.

	Grace Water Med Company Limited 2024	Waree Medical Company Limited 2024
Discount rate	33.24	15.13
Budgeted revenue growth rate (average of next five years)	(0.65)	5.16

## 16 Leases

The periods to maturity of lease liabilities as at 31 December were as follows:

	Consolidated financial statements					
	2024			2023		
	Lease payments over the remaining term of the lease liabilities	Interest	Carrying value of lease liabilities <i>(in thousand Baht)</i>	Lease payments over the remaining term of the lease liabilities	Interest	Carrying value of lease liabilities
Within one year	25,619	(7,740)	17,879	16,564	(6,203)	10,361
After one year but within five years	71,478	(20,104)	51,374	54,699	(19,908)	34,791
After five years	104,209	(19,986)	84,223	114,834	(23,958)	90,876
<b>Total</b>	<b>201,306</b>	<b>(47,830)</b>	<b>153,476</b>	<b>186,097</b>	<b>(50,069)</b>	<b>136,028</b>

  

	Separate financial statements					
	2024			2023		
	Lease payments over the remaining term of the lease liabilities	Interest	Carrying value of lease liabilities <i>(in thousand Baht)</i>	Lease payments over the remaining term of the lease liabilities	Interest	Carrying value of lease liabilities
Within one year	12,407	(4,671)	7,736	12,205	(4,703)	7,502
After one year but within five years	40,352	(15,400)	24,952	39,063	(16,000)	23,063
After five years	93,891	(19,097)	74,794	101,468	(22,521)	78,947
<b>Total</b>	<b>146,650</b>	<b>(39,168)</b>	<b>107,482</b>	<b>152,736</b>	<b>(43,224)</b>	<b>109,512</b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

<i>Year ended 31 December</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2024	2023	2024	2023
	<i>(in thousand Baht)</i>			
<b>Amounts recognised in profit or loss</b>				
Depreciation charge of right-of-use assets:				
- Leasehold of land and building	11,090	10,193	8,190	8,194
- Machinery and equipment	3,383	662	642	615
- Vehicles	1,527	1,280	1,527	1,280
Interest on lease liabilities	7,523	6,252	4,748	5,011
Expenses relating to leases of low-value assets	617	419	316	202

Total cash outflow for leases presented in the consolidated and separate statement of cash flows for the year ended 31 December 2024 were Baht 15.6 million and Baht 8.2 million, respectively (2023: Baht 9.3 million and Baht 6.7 million, respectively).

The Group entered into lease agreements with local companies and related parties to lease property, plant, equipment and vehicle. Under the term of agreements, the Group had to comply with the conditions related to leased assets.

## 17 Interest-bearing liabilities

The periods to maturity of interest-bearing liabilities as at 31 December were as follows:

	<i>Note</i>	<b>Consolidated financial statements</b>					<b>Total</b>
		<b>2024</b>		<b>2023</b>			
		<b>Current</b>	<b>Non-current</b>	<b>Total</b>	<b>Current</b>	<b>Non-current</b>	
<i>(in thousand Baht)</i>							
<b>Secured</b>							
Bank overdrafts (a)		6,862	-	6,862	46,708	-	46,708
Short-term loans from financial institutions (a)		50,000	-	50,000	41,000	-	41,000
Long-term loans from financial institutions (b)		18,071	49,997	68,068	10,526	46,268	56,794
Lease liabilities	16	17,879	135,597	153,476	10,361	125,667	136,028
<b>Unsecured</b>							
Long-term loans from related parties	6	10,000	-	10,000	-	10,000	10,000
<b>Total interest-bearing liabilities</b>		<b>102,812</b>	<b>185,594</b>	<b>288,406</b>	<b>108,595</b>	<b>181,935</b>	<b>290,530</b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

	Note	Separate financial statements					
		2024			2023		
		Current	Non-current	Total (in thousand Baht)	Current	Non-current	Total
<b>Secured</b>							
Bank overdrafts (a)		-	-	-	24,219	-	24,219
Short-term loans from financial institutions (a)		50,000	-	50,000	41,000	-	41,000
Long-term loans from financial institutions (b)		18,071	49,997	68,068	10,526	46,268	56,794
Lease liabilities	16	<u>7,736</u>	<u>99,746</u>	<u>107,482</u>	<u>7,502</u>	<u>102,010</u>	<u>109,512</u>
<b>Total interest-bearing liabilities</b>		<b><u>75,807</u></b>	<b><u>149,743</u></b>	<b><u>225,550</u></b>	<b><u>83,247</u></b>	<b><u>148,278</u></b>	<b><u>231,525</u></b>

Assets pledged as security for interest-bearing liabilities and credit facilities, excluding lease liabilities, as at 31 December were as follows:

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	(in thousand Baht)			
Other non-current financial assets	6,087	11,989	4,566	4,500
Property, plant and equipment - at cost	<u>191,861</u>	<u>136,534</u>	<u>169,431</u>	<u>114,104</u>
<b>Total</b>	<b><u>197,948</u></b>	<b><u>148,523</u></b>	<b><u>173,997</u></b>	<b><u>118,604</u></b>

The periods to maturity of interest-bearing liabilities, excluding lease liabilities, as at 31 December were as follows:

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	(in thousand Baht)			
Within one year	84,933	98,234	68,071	75,745
After one year but within five years	49,523	51,110	49,523	41,110
After five years	<u>474</u>	<u>5,158</u>	<u>474</u>	<u>5,158</u>
<b>Total</b>	<b><u>134,930</u></b>	<b><u>154,502</u></b>	<b><u>118,068</u></b>	<b><u>122,013</u></b>

As at 31 December 2024, the Group and the Company had unutilised credit facilities amounting to Baht 148.1 million and Baht 143.0 million, respectively (2023: Baht 73.6 million and Baht 56.3 million, respectively).

### (a) Bank overdrafts and short-term loans from financial institutions

As at 31 December 2024, the Group had bank overdrafts of Baht 6.9 million, which bore the rates of MOR-2.55% and MOR-1.45% per annum and were secured by land owned by the Group and the Group's bank deposits with financial institutions (2023: Baht 46.7 million, which bore the rates of MOR-2.55%, MOR+1.5% and MOR+1% per annum and were secured by land owned by the Group, the Group's bank deposits with financial institutions, Thai Credit Guarantee Corporation (TCG) and key management personnel).



# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

### For the year ended 31 December 2024

As at 31 December 2024, the Company had no bank overdrafts (2023: Baht 24.2 million, which bore the rates of MOR-2.55% per annum and were secured by land owned by the Company).

As at 31 December 2024, the Group and the Company had promissory notes from financial institutions totalling Baht 50.0 million and Baht 50.0 million, respectively, which bore the rate of Market interest rate. The promissory notes were secured by land owned by the Group (2023: Baht 41.0 million and Baht 41.0 million, respectively, which bore the rates of Market interest rate and MLR-1% per annum. The promissory notes were secured by land owned by the Group, parent company of the Group and key management personnel).

As at 31 December 2024, the Group and Company have to comply with financial debt covenants on bank overdraft facilities amounting to Baht 145.0 million and Baht 130.0 million, respectively (2023: Baht 75.0 million and Baht 60.0 million, respectively). The covenants required the Company to maintain (1) debt-to-equity ratio not exceed than 1.0 time for the year 2022 onwards (2) debt service coverage ratio (DSCR) not less than 1.2 times for the year 2022 onwards and (3) interest-bearing debt to EBITDA not exceed than 4.5 times for the year 2022, not exceed than 3.0 times for the year 2023 and 2024 and not exceed than 2.0 times for the year 2025 onwards.

The Group and the Company comply with financial covenants for financial statements for the year ended 31 December 2024 (2023: the Group and the Company did not comply with financial covenants for financial statements for the year ended 31 December 2023. However, on 21 December 2023, the financial institution issued waiver letter and not exercise right on such breach of covenants).

#### *Long-term loans from financial institutions*

As at 31 December 2024, the Group and the Company had long-term loans from several financial institutions of Baht 68.1 million and Baht 68.1 million, respectively (2023: Baht 56.8 million and Baht 56.8 million, respectively). These loans had various monthly repayment schedule for principal and interest up to 2030 as follows:

	Maturity of the last installment	Collaterals	Consolidated and Separate financial statements	
			2024 (in thousand Baht)	2023
Interest rate Year 1: MLR-4.1%, Year 2 - 3: MLR-3.1%, Year 4 - 5: MLR-2.1%, Year 6 - maturity: MLR-1.6%	2030	Land owned by the Company	19,013	22,340
Year 1 - 3: MLR-2.55% Year 4 - maturity: MLR-2.3%	2028	Land owned by the Group	14,930	18,927
MLR Year 1 - 2: MLR-2.0%, Year 3 - maturity: MLR-1.0%	2571 2027	Land owned by the Company Key management personnel and Thai Credit Guarantee Corporation (TCG)	22,036 11,562	- 14,666

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

Interest rate	Maturity of the last installment	Collaterals	Consolidated and Separate financial statements	
			2024	2023
Year 1 - 2: 2.0%	2026	Thai Credit Guarantee Corporation (TCG)	(in thousand Baht) 527	861
Year 3-maturity: 7.0%				
		<b>Total</b>	<b>68,068</b>	<b>56,794</b>

As at 31 December 2024, the Group and Company have to comply with financial debt covenants on long-term loan from financial institution amounting to Baht 20.0 million and Baht 20.0 million, respectively (2023: Baht 20.0 million and Baht 20.0 million, respectively). The covenants required the Company to maintain (1) debt-to-equity ratio not exceed than 1.0 time for the year 2022 onwards (2) debt service coverage ratio (DSCR) not less than 1.2 times for the year 2022 onwards and (3) interest-bearing debt to EBITDA not exceed than 4.5 times for the year 2022, not exceed than 3.0 times for the year 2023 and 2024 and not exceed than 2.0 times for the year 2025 onwards.

The Group and the Company comply with financial covenants for financial statements for the year ended 31 December 2024 (2023: the Group and the Company did not comply with financial covenants for financial statements for the year ended 31 December 2023). However, on 21 December 2023, the financial institution issued waiver letter and not exercise right on such breach of covenants. The Group and the Company then presented such long-term loan as “Long-term loans from financial institutions” in the consolidated and separate statement of financial position as at 31 December 2023).

## 18 Non-current provisions for employee benefits

At 31 December	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	(in thousand Baht)			
Post-employment benefits	19,766	16,592	17,703	15,191

### Defined benefit plan

The Group operates a defined benefit plan based on the requirement of Thai Labour Protection Act B.E 2541 (1998) to provide retirement benefits to employees based on pensionable remuneration and length of service. The defined benefit plan exposes the Group to actuarial risks, such as longevity risk and interest rate risk.

Present value of the defined benefit obligations	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	(in thousand Baht)			
At 1 January	16,592	13,477	15,191	13,008
Acquisitions through business combinations (see note 5)	-	492	-	-
<b>Included in profit or loss</b>				
Current service costs	1,843	1,822	1,225	1,131
Interest on obligation	505	470	461	446
	<b>2,348</b>	<b>2,292</b>	<b>1,686</b>	<b>1,577</b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

<i>Present value of the defined benefit obligations</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2024	2023	2024	2023
	<i>(in thousand Baht)</i>			
<b><i>Included in other comprehensive income</i></b>				
Actuarial loss				
- Demographic assumptions	-	52	-	-
- Financial assumptions	1,052	396	1,052	507
- Experience adjustment	437	333	437	449
	<b>1,489</b>	<b>781</b>	<b>1,489</b>	<b>956</b>
<b><i>Others</i></b>				
Benefit paid	(663)	(450)	(663)	(350)
<b>At 31 December</b>	<b>19,766</b>	<b>16,592</b>	<b>17,703</b>	<b>15,191</b>

<b><i>Principal actuarial assumptions</i></b>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2024	2023	2024	2023
	<i>(%)</i>			
Discount rate	2.54 - 3.63	2.92 - 3.63	2.54 - 2.79	3.12 - 3.15
Future salary growth	4.00 - 5.00	4.00 - 5.00	5.00	5.00
Employee turnover	1.91 - 34.38	1.91 - 34.38	5.73 - 28.65	5.73 - 28.65

Assumptions regarding future mortality have been based on published statistics and mortality tables.

As at 31 December 2024, the weighted-average duration of the defined benefit obligation was 13 - 23 years (2023: 13 - 23 years).

### ***Sensitivity analysis***

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

<b><i>Effect to the defined employee benefit obligation increase (decrease)</i></b>	<b>Consolidated financial statements</b>		<b>Separate Financial statements</b>	
	Assumption change		Assumption change	
	Increase	Decrease	Increase	Decrease
	<i>(in thousand Baht)</i>			
<b>At 31 December 2024</b>				
Discount rate (1% movement)	(2,016)	2,408	(1,805)	2,162
Future salary growth (1% movement)	2,285	(1,957)	2,024	(1,729)
Employee turnover (20% movement)	(2,715)	3,329	(2,452)	3,146
<b>At 31 December 2023</b>				
Discount rate (1% movement)	(1,646)	1,965	(1,507)	1,802
Future salary growth (1% movement)	1,849	(1,583)	1,702	(1,455)
Employee turnover (20% movement)	(2,189)	2,718	(2,021)	2,607

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

### 19 Share capital

	Par value per share (in Baht)	Consolidated and Separate financial statements			
		2024		2023	
		Number (thousand shares)	Baht (in thousand Baht)	Number (thousand shares)	Baht (in thousand Baht)
<b><i>Authorised</i></b>					
At 1 January					
- Ordinary shares	0.5	682,500	341,250	682,500	341,250
Reduction of shares	0.5	(207,925)	(103,963)	-	-
Increase of new shares	0.5	237,287	118,644	-	-
<b>At 31 December</b>					
- Ordinary shares	<b>0.5</b>	<b>711,862</b>	<b>355,931</b>	<b>682,500</b>	<b>341,250</b>
<b><i>Issued and paid-up</i></b>					
At 1 January					
- Ordinary shares	0.5	474,555	237,277	455,000	227,500
Increase of new shares	0.5	20	10	19,555	9,777
<b>At 31 December</b>					
- Ordinary shares	<b>0.5</b>	<b>474,575</b>	<b>237,287</b>	<b>474,555</b>	<b>237,277</b>

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company.

During the year ended 31 December 2024, the Company had transactions about share capital as follows:

#### ***Exercise of warrant***

During the year ended 31 December 2024, there were 20,021 units of JSP-W1 warrant exercised into 20,021 ordinary shares at exercise price of Baht 2.50. The Company has fully received cash for such capital increased and has registered the increase of share capital with the Ministry of Commerce on 13 September 2024.

#### ***Write-off unissued ordinary shares***

On 14 November 2024, the Extraordinary General Meeting of Shareholders had resolutions approved the decrease of authorised share capital from Baht 341.3 million (682.5 million shares at par value of Baht 0.5 per share) to Baht 237.3 million (476.6 million shares at par value of Baht 0.5 per share) by writing-off 207.9 million unissued ordinary shares at par value of Baht 0.5 per share, totalling Baht 104.0 million. The written-off shares were accommodated for exercise of warrant to purchase the newly issued ordinary shares of the Company No. 1 (JSP-W1) which has already expired. The Company has registered the decrease of authorised share capital with the Ministry of Commerce on 15 November 2024.

#### ***Issue and allotment of ordinary shares***

On 14 November 2024, the Extraordinary General Meeting of Shareholders had resolutions approved the increase of authorised share capital from Baht 237.3 million (474.6 million shares at par value of Baht 0.5 per share) to Baht 355.9 million (711.9 million shares at par value of Baht 0.5 per share). The Company newly issued 237.3 million shares at par value of Baht 0.5 per share, totalling Baht 118.6 million. The Company has registered the increase of authorised share capital with the Ministry of Commerce on 15 November 2024.

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

### For the year ended 31 December 2024

On the same date, Shareholders had resolutions approved the allotment of the newly issued share capital totalling 237.3 million shares at a par value of Baht 0.50 to accommodate the exercise of JSP-W2 warrant totalling 237.3 million units, which allotted to the existing shareholder of the Company pro rata to their respective shareholdings.

During the year ended 31 December 2023, the Company had transactions about share capital as follows:

#### *Exercise of warrant*

During the year ended 31 December 2023, there were 19,554,900 units of JSP-W1 warrant exercised into 19,554,900 ordinary shares at exercise price of Baht 2.50. The Company has fully received cash for such capital increased and has registered the increase of share capital of 19,489,800 shares and 65,100 shares with the Ministry of Commerce on 12 April 2023 and 2 October 2023, respectively.

#### *Share premium*

Section 51 of the Public Companies Act B.E. 2535 (1992) requires companies to set aside share subscription monies received in excess of the par value of the shares issued to a reserve account (“share premium”). Share premium is not available for dividend distribution.

## 20 Warrants

#### *Warrant to purchase the newly issued ordinary shares of the Company No. 1 (JSP-W1)*

On 16 August 2022, the Extraordinary General Meeting of Shareholders had resolutions approve the issue of warrant to purchase the newly issued ordinary shares of the Company No. 1 (JSP-W1) not exceeding 227.5 million units, to be allotted to the existing shareholders of the Company pro rata to their respective shareholdings (Rights Offering) at the allotment ratio of every 2 existing ordinary shares for 1 unit of JSP-W1 warrant. The warrant had details as follow:

Description	Details
Grant date	31 August 2022
Exercise ratio	1 unit of warrant per 1 ordinary share, except there is a change according to the right adjustment conditions
Exercise price	Baht 2.50 per share, except there is a change according to the right adjustment conditions
Exercise period and proportion	The Warrant holders may exercise the rights under the warrants on the last Business Day of March and September throughout the Term of Warrants. The Warrant holders may exercise their rights for the first time on the last Business Day of March i.e. 31 March 2023 and the last time to exercise their rights is the date such that the Warrants have 2 years from the Warrant Issuance Date, which shall be 30 August 2024.

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

### For the year ended 31 December 2024

Movement of the warrant JSP-W1 is as follow:

	Number of warrants (unit)	Number of ordinary shares (share)	Exercise price per share (Baht)	Cash received from exercise of warrants (in thousand Baht)	Paid-up capital which increases from exercise of warrants (in thousand Baht)	Registration date of increase in paid-up capital with the Ministry of Commerce
<b>2024</b>						
August	20,021	20,021	2.50	50	25	13 September 2024
	<u>20,021</u>	<u>20,021</u>		<u>50</u>	<u>25</u>	
<b>2023</b>						
March	19,489,800	19,489,800	2.50	48,725	48,675	12 April 2023
September	65,100	65,100	2.50	163	132	2 October 2023
	<u>19,554,900</u>	<u>19,554,900</u>		<u>48,888</u>	<u>48,807</u>	

As at 31 December 2024, the unexercised JSP-W1 warrant of 207.9 million units were expired (2023: there were 207.9 million units unexercised warrants outstanding of JSP-W1).

#### **Warrant to purchase the newly issued ordinary shares of the Company No. 2 (JSP-W2)**

On 14 November 2024, the Extraordinary General Meeting of Shareholders had resolutions approve the issue of warrant to purchase the newly issued ordinary shares of the Company No. 2 (JSP-W2) not exceeding 237.3 million units, to be allotted to the existing shareholders of the Company pro rata to their respective shareholdings (Rights Offering) at the allotment ratio of every 2 existing ordinary shares for 1 unit of JSP-W2 warrant. The warrant had details as follow:

Description	Details
Grant date	9 December 2024
Exercise ratio	1 unit of warrant per 1 ordinary share, except there is a change according to the right adjustment conditions
Exercise price	Baht 4.00 per share, except there is a change according to the right adjustment conditions
Exercise period and proportion	The Warrant holders may exercise the rights under the warrants only a time at maturity date of the warrant, which shall be 8 December 2025.

As at 31 December 2024, there were 237.3 million units unexercised warrant outstanding of JSP-W2.

## 21 Reserves

Reserves comprise:

#### **Appropriations of profit and/or retained earnings**

##### **Legal reserve**

According to the Public Limited Companies Act B.E. 2535 (1992), Section 116 requires that a public company shall allocate not less than 5% of its annual net profit, less any deficit brought forward, to a reserve account (“legal reserve”), until this account reaches an amount not less than 10% of the authorised capital. The legal reserve is not available for dividend distribution.

# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

**For the year ended 31 December 2024**

### *Other components of equity*

#### **Difference arising from common control transaction**

The difference arising from common control transaction represented excess between consideration and book value of acquired entities or businesses under common control. This difference is presented as a component of equity, which will not be distributed and remain until acquired entities or businesses are disposed.

## **22 Segment information and disaggregation of revenue**

Management determined that the Group has four reportable segments which are the Group's strategic divisions for different products and services, and are managed separately because they require different technology and marketing strategies. The following summary describes the operations in each of the Group's reportable segments.

Segment 1	Manufacture and distribution of products under customer's brand name (OEM)
Segment 2	Manufacture and distribution of products under the Company's brand name (Own brands)
Segment 3	Manufacture and distribution of hemodialysis solution and related medical supplies
Segment 4	Service, research and development, and healthcare products training and selling of product via vending machines

Other segments include revenue from sales of goods and service. None of these segments meets the quantitative thresholds for determining reportable segments in 2024 or 2023.

Each segment's performance is measured based on segment profit before tax, as included in the internal management reports that are reviewed by the Group's CODM. Segment profit before tax is used to measure performance as management believes that such information is the most relevant in evaluating the results of segments.

The Group and the Company's main revenue is derived from contracts with customers and recognised at a point in time.

**JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**  
**Notes to the financial statements**  
**For the year ended 31 December 2024**

<i>Year ended 31 December 2024</i>	Segment 1	Segment 2	Consolidated financial statements		Other segments	Total
			Segment 3	Segment 4		
			<i>(in thousand Baht)</i>			
Revenues from sales of goods and rendering of services	308,388	337,199	140,026	8,037	30,835	824,485
<b>Segment operating profit (loss)</b>	<b>69,491</b>	<b>114,370</b>	<b>23,632</b>	<b>(1,632)</b>	<b>3,032</b>	<b>208,893</b>
Unallocated revenues						21,447
Unallocated expenses						(125,307)
Impairment loss of non-financial assets						(115,990)
Impairment loss in accordance with TFRS 9						(2,684)
Share of loss of an associate accounted for using equity method						(3,097)
Finance costs						(16,567)
<b>Loss before income tax</b>						<b>(33,305)</b>
<i>Year ended 31 December 2023 (Restated)</i>	Segment 1	Segment 2	Consolidated financial statements		Other segments	Total
			<i>(in thousand Baht)</i>			
Revenues from sales of goods and rendering of services	288,493	192,735	64,665	7,739	21,946	575,578
<b>Segment operating profit</b>	<b>38,074</b>	<b>44,226</b>	<b>7,907</b>	<b>693</b>	<b>1,814</b>	<b>92,714</b>
Unallocated revenues						18,780
Unallocated expenses						(112,559)
Gain on measurement of financial assets						39,912
Impairment loss in accordance with TFRS 9						10,057
Share of profit of an associate accounted for using equity method						578
Finance costs						(12,996)
<b>Profit before income tax</b>						<b>36,486</b>



# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

### *Geographical segments*

The Group is managed and operates principally in Thailand. There is no material revenues derived from, or assets located in, foreign countries.

### *Major customers*

Revenues from two major customer for the year ended 31 December 2024 of the Group and the Company were approximately Baht 125.6 million (2023: revenues from two major customers were approximately Baht 118.1 million and Baht 106.0 million, respectively).

### *Contract balances*

The following table provides information about receivables and contract liabilities from contracts with customers.

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	<i>(in thousand Baht)</i>			
Trade accounts receivable	129,432	98,447	80,842	64,071
Less allowance for expected credit loss	(12,896)	(10,531)	(5,999)	(3,701)
<b>Net</b>	<b>116,536</b>	<b>87,916</b>	<b>74,843</b>	<b>60,370</b>
Contract liabilities				
- Product deposits received	13,765	11,156	11,952	9,634
- Long-term advances received	8,839	10,692	8,839	10,692

Product deposits received and long-term advances received primarily relate to sales of made-to-order products which the Group will recognise revenue from sales on the date on which the products are delivered to customers. The Group's and Company's contract liabilities amounted to Baht 8.8 million and Baht 8.8 million, respectively (2023: Baht 10.7 million and Baht 10.7 million, respectively), are expected to be recognised as revenue when the products are delivered after 12 months from the reporting date.

### *Contract cost assets*

The contract cost assets primarily relate to advance commission paid as incremental cost to obtain a long-term contract with customer. Therefore, the Group recognise such cost as an asset and systematically amortise over the term of the contract it relates to, consistent with the related revenue recognition.

The Group and the Company amortise contract cost assets for the year ended 31 December 2024 amounting to Baht 0.5 million and Baht 0.5 million, respectively (2023: Baht 0.02 million and Baht 0.02 million, respectively).

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

### 23 Expenses by nature

<i>For the year ended 31 December</i>	<i>Note</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
		2024	2023 (Restated)	2024	2023
<i>(in thousand Baht)</i>					
<b><i>Included in cost of sale of goods and cost of rendering of services</i></b>					
Changes in inventories of finished goods and work in progress		(11,277)	184	(1,747)	(1,189)
Raw materials and packaging materials used		300,525	269,492	240,172	222,767
Employee benefit expenses		80,526	65,302	67,063	57,525
Depreciation and amortisation		46,421	37,119	39,011	33,109
Cost of trading goods		55,953	7,220	9,326	7,053
Others		47,344	52,740	25,178	36,120
<b>Total</b>		<b>519,492</b>	<b>432,057</b>	<b>379,003</b>	<b>355,385</b>
<b><i>Included in distribution costs</i></b>					
Employee benefit expenses		33,743	27,262	22,594	21,615
Advertising and promotion expenses		43,019	7,264	41,680	6,364
Depreciation and amortisation		4,503	1,849	1,710	1,656
Others		14,835	14,432	9,380	11,670
<b>Total</b>		<b>96,100</b>	<b>50,807</b>	<b>75,364</b>	<b>41,305</b>
<b><i>Included in administrative expenses</i></b>					
Employee benefit expenses		67,132	61,294	56,325	50,953
Professional fees		13,913	17,912	9,447	12,621
Management fees	6	7,780	-	-	-
Depreciation and amortisation		11,177	8,813	6,810	5,880
Travelling expenses		2,573	3,294	2,449	3,031
Others		22,731	21,246	18,275	12,918
<b>Total</b>		<b>125,306</b>	<b>112,559</b>	<b>93,306</b>	<b>85,403</b>

During the year 2024, the Group and the Company have contributed provident funds for their employees amounting to Baht 1.4 million (2023: Baht 1.4 million), which included in employee benefit expenses.

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

### 24 Income tax expense

<i>Income tax recognised in profit or loss</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2024	2023 (Restated)	2024	2023
	<i>(in thousand Baht)</i>			
<b>Current tax expense</b>				
Current year	25,062	347	22,971	-
	<b>25,062</b>	<b>347</b>	<b>22,971</b>	<b>-</b>
<b>Deferred tax expense</b>				
Movements in temporary differences	(25,195)	8,752	(31,149)	2,291
<b>Total tax expense (income)</b>	<b>(133)</b>	<b>9,099</b>	<b>(8,178)</b>	<b>2,291</b>

	<b>Consolidated financial statements</b>					
		2024 Tax (expense) benefit	Net of tax	Before tax	2023 Tax (expense) benefit	Net of tax
<b>Income tax</b>						
<i>Recognised in other comprehensive income</i>						
Actuarial loss	(1,489)	298	(1,191)	(781)	156	(625)

	<b>Separate financial statements</b>					
		2024 Tax (expense) benefit	Net of tax	Before tax	2023 Tax (expense) benefit	Net of tax
<b>Income tax</b>						
<i>Recognised in other comprehensive income</i>						
Actuarial loss	(1,489)	298	(1,191)	(956)	191	(765)

### *Reconciliation of effective tax rate*

	<b>Consolidated financial statements</b>				
		2024		2023 (Restated)	
		Rate (%)	<i>(in thousand Baht)</i>	Rate (%)	<i>(in thousand Baht)</i>
Profit (loss) before income tax			(33,305)		36,486
Income tax using the Thai corporation tax rates	20		(6,661)	20	7,297
Share of loss (profit) of associate accounted for using equity method			619		(115)
Expenses not deductible for tax purposes			1,058		2,487
Additional expenses deductible for tax purposes			(538)		(570)
Current year losses for which no deferred tax asset was recognised			3,859		-
Derecognition of previously recognised deferred tax asset			1,530		-
<b>Total</b>	<b>0.4</b>		<b>(133)</b>	<b>25</b>	<b>9,099</b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

	Separate financial statements			
	2024		2023	
	Rate (%)	(in thousand Baht)	Rate (%)	(in thousand Baht)
Profit (loss) before income tax		(43,151)		10,880
Income tax using the Thai corporation tax rates	20	(8,630)	20	2,176
Expenses not deductible for tax purposes		884		680
Additional expenses deductible for tax purposes		(432)		(565)
<b>Total</b>	<b>19</b>	<b>(8,178)</b>	<b>21</b>	<b>2,291</b>

	Consolidated financial statements			
	Assets		Liabilities	
<i>Deferred tax</i> <i>At 31 December</i>	2024	2023 (Restated)	2024	2023 (Restated)
	<i>(in thousand Baht)</i>			
Total	73,659	49,690	(26,533)	(28,056)
Set off of tax	(26,263)	(27,663)	26,263	27,663
<b>Net deferred tax assets</b>	<b>47,396</b>	<b>22,027</b>	<b>(270)</b>	<b>(393)</b>

	Separate financial statements			
	Assets		Liabilities	
<i>Deferred tax</i> <i>At 31 December</i>	2024	2023	2024	2023
	<i>(in thousand Baht)</i>			
Total	70,774	40,044	(21,648)	(22,365)
Set off of tax	(21,648)	(22,365)	21,648	22,365
<b>Net deferred tax assets</b>	<b>49,126</b>	<b>17,679</b>	<b>-</b>	<b>-</b>

	Consolidated financial statements			
	<i>(Charged) / Credited to</i>			
<i>Deferred tax</i>	At 1 January (Restated)	Profit or loss	Other comprehensive income	At 31 December
	<i>(in thousand Baht)</i>			
<b>2024</b>				
<b>Deferred tax assets</b>				
Trade accounts receivable	2,687	2,479	-	5,166
Allowance for doubtful accounts	2,089	478	-	2,567
Other current receivables	263	(10)	-	253
Allowance for decline in value of inventories	3,599	(1,379)	-	2,220
Allowance for impairment losses on non-financial assets	6,712	22,802	-	29,514
Contract liabilities	491	(19)	-	472
Other current payables	218	(12)	-	206
Deferred expenses	52	(52)	-	-
Lease liabilities	24,999	(989)	-	24,010
Non-current provisions for employee benefits	3,279	360	298	3,937
Other non-current liabilities	-	241	-	241
Difference arising from common control transaction	1,103	(368)	-	735
Loss carry forward	4,198	140	-	4,338
<b>Total</b>	<b>49,690</b>	<b>23,671</b>	<b>298</b>	<b>73,659</b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

<i>Deferred tax</i>	At 1 January (Restated)	Consolidated financial statements (Charged) / Credited to		At 31 December
		Profit or loss	Other comprehensive income	
<i>(in thousand Baht)</i>				
<b>Deferred tax liabilities</b>				
Inventories	(1,369)	(675)	-	(2,044)
Contract cost assets	(89)	3	-	(86)
Deferred expenses	-	(36)	-	(36)
Property, plant and equipment	(26,338)	2,155	-	(24,183)
Other intangible assets other than goodwill	(260)	77	-	(183)
<b>Total</b>	<b>(28,056)</b>	<b>1,524</b>	<b>-</b>	<b>(26,532)</b>

<i>Deferred tax</i>	At 1 January (Restated)	Consolidated financial statements (Charged) / Credited to			At 31 December (Restated)
		Profit or loss	Other comprehensive income	Acquired through business combinations	
<i>(in thousand Baht)</i>					
<b>2023 (Restated)</b>					
<b>Deferred tax assets</b>					
Trade accounts receivable	2,200	487	-	-	2,687
Allowance for doubtful accounts	864	(149)	-	1,374	2,089
Other current receivables	220	(29)	-	72	263
Allowance for decline in value of inventories	3,603	(21)	-	17	3,599
Loans to related parties	9,925	(9,925)	-	-	-
Allowance for impairment losses on non-financial assets	7,108	(396)	-	-	6,712
Contract liabilities	510	(19)	-	-	491
Other current payables	248	(30)	-	-	218
Deferred expenses	36	16	-	-	52
Lease liabilities	21,921	2,954	-	124	24,999
Non-current provisions for employee benefits	2,695	330	156	98	3,279
Difference arising from under common control transaction	1,355	(252)	-	-	1,103
Loss carry forward	3,524	656	-	18	4,198
<b>Total</b>	<b>54,209</b>	<b>(6,378)</b>	<b>156</b>	<b>1,703</b>	<b>49,690</b>
<b>Deferred tax liabilities</b>					
Inventories	(998)	(371)	-	-	(1,369)
Other current financial assets	(62)	62	-	-	-
Contract cost assets	(92)	3	-	-	(89)
Property, plant and equipment	(22,818)	(2,114)	-	(1,406)	(26,338)
Other intangible assets other than goodwill	-	46	-	(306)	(260)
<b>Total</b>	<b>(23,970)</b>	<b>(2,374)</b>	<b>-</b>	<b>(1,712)</b>	<b>(28,056)</b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

<i>Deferred tax</i>	At 1 January	Separate financial statements (Charged) / Credited to		At 31 December
		Profit or loss <i>(in thousand Baht)</i>	Other comprehensive income	
<b>2024</b>				
<i>Deferred tax assets</i>				
Trade accounts receivable	2,687	2,479	-	5,166
Allowance for doubtful accounts	741	459	-	1,200
Other current receivables	220	-	-	220
Allowance for decline in value of inventories	3,577	(1,455)	-	2,122
Allowance for impairment losses on non-financial assets	6,712	30,604	-	37,316
Contract liabilities	491	(19)	-	472
Other current payables	218	(12)	-	206
Deferred expenses	52	(52)	-	-
Lease liabilities	20,596	(1,040)	-	19,556
Non-current provisions for employee benefits	3,038	204	298	3,540
Other non-current liabilities	-	241	-	241
Difference arising from common control transaction	1,103	(368)	-	735
Loss carry forward	609	(609)	-	-
<b>Total</b>	<b>40,044</b>	<b>30,432</b>	<b>298</b>	<b>70,774</b>
<i>Deferred tax liabilities</i>				
Inventories	(1,370)	(694)	-	(2,064)
Contract cost assets	(89)	3	-	(86)
Deferred expenses	-	(36)	-	(36)
Property, plant and equipment	(20,906)	1,444	-	(19,462)
<b>Total</b>	<b>(22,365)</b>	<b>717</b>	<b>-</b>	<b>(21,648)</b>
<b>2023</b>				
<i>Deferred tax assets</i>				
Trade accounts receivable	2,200	487	-	2,687
Allowance for doubtful accounts	709	32	-	741
Other current receivables	220	-	-	220
Allowance for decline in value of inventories	3,603	(26)	-	3,577
Allowance for impairment losses on non-financial assets	7,108	(396)	-	6,712
Contract liabilities	510	(19)	-	491
Other current payables	248	(30)	-	218
Deferred expenses	36	16	-	52
Lease liabilities	21,771	(1,175)	-	20,596
Non-current provisions for employee benefits	2,602	245	191	3,038
Difference arising from common control transaction	1,355	(252)	-	1,103
Loss carry forward	3,241	(2,632)	-	609
<b>Total</b>	<b>43,603</b>	<b>(3,750)</b>	<b>191</b>	<b>40,044</b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

<i>Deferred tax</i>	At 1 January	Separate financial statements (Charged) / Credited to		At 31 December
		Profit or loss (in thousand Baht)	Other comprehensive income	
<i>Deferred tax liabilities</i>				
Inventories	(999)	(371)	-	(1,370)
Other current financial assets	(62)	62	-	-
Contract cost assets	(92)	3	-	(89)
Property, plant and equipment	(22,671)	1,765	-	(20,906)
<b>Total</b>	<b>(23,824)</b>	<b>1,459</b>	<b>-</b>	<b>(22,365)</b>

<i>Unrecognised deferred tax assets</i>	Consolidated financial statements	
	2024	2023
Loss carry forward	<b>5,389</b>	-

The tax losses expire in 2028 - 2029. The deductible temporary differences do not expire under current tax legislation. The Group has not recognised these items as deferred tax assets because it is not probable that the Group will have sufficient future taxable profit to utilise the benefits therefrom.

## 25 Earnings (losses) per share

<i>Year ended 31 December</i>	Consolidated financial statements		Separate financial statements	
	2024	2023 (Restated)	2024	2023
<b>Profit (loss) for the year attributable to ordinary shareholders of the Company (basic and diluted)</b>	<b>4,525</b>	<b>(1,719)</b>	<b>(34,974)</b>	<b>8,589</b>
<i>Ordinary shares outstanding</i>				
Number of ordinary shares outstanding at 1 January	474,555	455,000	474,555	455,000
Effect of shares issued on 12 April 2023	-	14,097	-	14,097
Effect of shares issued on 2 October 2023	-	16	-	16
Effect of shares issued on 13 September 2024	6	-	6	-
<b>Weighted average number of ordinary shares outstanding (basic) at 31 December</b>	<b>474,561</b>	<b>469,113</b>	<b>474,561</b>	<b>469,113</b>
Effect of exercise of warrants	-	55,978	-	55,978
<b>Weighted average number of ordinary shares outstanding (diluted) at 31 December</b>	<b>474,561</b>	<b>525,091</b>	<b>474,561</b>	<b>525,091</b>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

Year ended 31 December	Consolidated financial statements		Separate financial statements	
	2024	2023 (Restated)	2024	2023
	<i>(in thousand Baht/thousand shares)</i>			
Earnings (losses) per share (basic) <i>(in Baht)</i>	<u>0.010</u>	<u>(0.004)</u>	<u>(0.074)</u>	<u>0.018</u>
Earnings (losses) per share (diluted) <i>(in Baht)</i>	<u>0.010</u>	<u>(0.003)</u>	<u>(0.074)</u>	<u>0.016</u>

## 26 Dividends

The dividends paid by the Company to the shareholders are as follows:

	Approval date	Dividend payment date	Dividend per share <i>(Baht)</i>	Amount <i>(in thousand Baht)</i>
2024				
2024 Interim dividend	14 August 2024	September 2024	0.0316	14,996

## 27 Financial instruments

### (a) Financial risk management policies

#### *Risk management framework*

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The board of directors has established the risk management committee, which is responsible for developing and monitoring the Group's risk management policies. The risk management committee reports regularly to the board of directors on its activities.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Group's audit committee oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Group's audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

#### (a.1) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's receivables from customers.



# **JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries**

## **Notes to the financial statements**

### **For the year ended 31 December 2024**

#### (a.1.1) Trade accounts receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate. Detail of concentration of revenue are included in note 22.

The risk management committee has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's commercial terms and conditions are offered. The Group's review includes external ratings, if they are available, financial statements, credit agency information, industry information and in some cases bank references. The Group reviews credit limit to each customer on annually basis. Revenue of sales which exceeds than credit limit has to be approved by chief financial officer.

The Group limits its exposure to credit risk from trade accounts receivables by establishing a maximum payment period of 120 days. Outstanding trade receivables are regularly monitored by the Group. An impairment analysis is performed by the Group at each reporting date. The provision rates of expected credit loss are based on days past due for individual trade receivables to reflect differences between economic conditions in the past, current conditions and the Group's view of economic conditions over the expected lives of the receivables. Information relevant to trade accounts receivables is disclosed in note 8.

#### (a.1.2) Cash and cash equivalent and derivatives

The Group's exposure to credit risk arising from cash and cash equivalents is limited because the counterparties are banks and financial institutions which the Group considers to have low credit risk.

#### **(a.2) Liquidity risk**

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

The following table shows the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted and include contractual interest payments and exclude the impact of netting agreements.

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

<i>At 31 December</i>	Carrying Value	Contractual cash flows			Total
		1 year or less	More than 1 year but less than 5 years	More than 5 years	
<b>Consolidated financial statements</b>					
Contractual cash flows					
More than 1 year but less than 5 years					
More than 5 years					
<i>(in thousand Baht)</i>					
<b>2024</b>					
<i>Non-derivative financial liabilities</i>					
Trade account payables	53,453	(53,453)	-	-	(53,453)
Other current payables	41,367	(41,367)	-	-	(41,367)
Income tax payable	17,056	(17,056)	-	-	(17,056)
Lease liabilities	153,476	(25,619)	(71,478)	(104,209)	(201,306)
Bank overdrafts	6,862	(6,862)	-	-	(6,862)
Short-term loans from financial institutions	50,000	(50,000)	-	-	(50,000)
Long-term loans from financial institutions	68,068	(21,625)	(53,801)	(477)	(75,903)
Long-term loans from related parties	10,000	(10,229)	-	-	(10,229)
	<u>400,282</u>	<u>(226,211)</u>	<u>(125,279)</u>	<u>(104,686)</u>	<u>(456,176)</u>
<b>2023</b>					
<i>Non-derivative financial liabilities</i>					
Trade account payables	43,654	(43,654)	-	-	(43,654)
Other current payables	31,393	(31,393)	-	-	(31,393)
Lease liabilities	136,028	(16,564)	(54,699)	(114,834)	(186,097)
Bank overdrafts	46,708	(46,708)	-	-	(46,708)
Short-term loans from financial institutions	41,000	(41,000)	-	-	(41,000)
Long-term loans from financial institutions	56,794	(13,688)	(46,664)	(5,349)	(65,701)
Long-term loans from related parties	10,000	-	(10,779)	-	(10,779)
	<u>365,577</u>	<u>(193,007)</u>	<u>(112,142)</u>	<u>(120,183)</u>	<u>(425,332)</u>

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

At 31 December	Carrying Value	Separate financial statements			Total
		1 year or less	Contractual cash flows More than 1 year but less than 5 years (in thousand Baht)	More than 5 years	
<b>2024</b>					
<b>Non-derivative financial liabilities</b>					
Trade account payables	36,688	(36,688)	-	-	(36,688)
Other current payables	32,972	(32,972)	-	-	(32,972)
Income tax payable	15,624	(15,624)	-	-	(15,624)
Lease liabilities	107,482	(12,407)	(40,352)	(93,891)	(146,650)
Short-term loans from financial institutions	50,000	(50,000)	-	-	(50,000)
Long-term loans from financial institutions	68,068	(21,625)	(53,801)	(477)	(75,903)
	<b>310,834</b>	<b>(169,316)</b>	<b>(94,153)</b>	<b>(94,368)</b>	<b>(357,837)</b>
<b>Non-derivative financial liabilities</b>					
Trade account payables	32,714	(32,714)	-	-	(32,714)
Other current payables	23,699	(23,699)	-	-	(23,699)
Lease liabilities	109,512	(12,206)	(39,062)	(101,467)	(152,735)
Bank overdrafts	24,219	(24,219)	-	-	(24,219)
Short-term loans from financial institutions	41,000	(41,000)	-	-	(41,000)
Long-term loans from financial institutions	56,794	(13,688)	(46,664)	(5,349)	(65,701)
	<b>287,938</b>	<b>(147,526)</b>	<b>(85,726)</b>	<b>(106,816)</b>	<b>(340,068)</b>

### (a.3) Market risk

The Group is exposed to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk is as follows:

#### (a.3.1) Foreign currency risk

The Group do not have purchase nor sale in foreign currency. Thus, the Group is not exposed to significant foreign currency risk.

#### (a.3.2) Interest rate risk

Interest rate risk is the risk that future movements in market interest rates will affect the results of the Group's operations and its cash flows because most of loan interest rates are mainly floated. The Group is primarily exposed to interest rate risk (see note 17).

# JSP Pharmaceutical Manufacturing (Thailand) Public Company Limited and its Subsidiaries

## Notes to the financial statements

For the year ended 31 December 2024

<i>Exposure to interest rate risk at 31 December</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2024	2023	2024	2023
	<i>(in thousand Baht)</i>			
<b><i>Financial instruments with fixed interest rates</i></b>				
Long-term loans from financial institution	527	861	527	861
Long-term loans from related parties	10,000	10,000	-	-
<b><i>Financial instruments with variable interest rates</i></b>				
Bank overdrafts	6,862	46,708	-	24,219
Short-term loans from financial institutions	50,000	41,000	50,000	41,000
Long-term loans from financial institutions	67,541	55,933	67,541	55,933

## 28 Capital management

The Board of Directors' policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board regularly monitors the return on capital, by evaluating result from operating activities divided by total shareholders' equity excluding non-controlling interests and also monitors the level of dividends to ordinary shareholders.

## 29 Commitments with non-related parties

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2024	2023	2024	2023
	<i>(in thousand Baht)</i>			
<b><i>Capital commitments</i></b>				
Building and building improvements	<u>-</u>	<u>28,732</u>	<u>-</u>	<u>27,930</u>
<b><i>Other commitments</i></b>				
Bank guarantees	<u>2,656</u>	<u>2,656</u>	<u>2,656</u>	<u>2,656</u>

As at 31 December 2024 and 2023, the Company had bank guarantees with a financial institution, issued to Provincial Electricity Authority to guarantee for electricity usage amounting to Baht 1.8 million and issued to Metropolitan Electricity Authority for electricity usage amounting to Baht 0.9 million.

## 30 Event after the reporting period

On 28 February 2025, the Board of Directors approved the resolutions in order to further proposed to shareholders' meeting to for its approval of transfer legal reserve and share premium amounting to Baht 3.9 million and Baht 49.6 million, respectively, to compensate with deficit in separated financial statements amounting to Baht 53.5 million.