

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

To the Board of Directors of Begistics Public Company Limited

I have reviewed the financial statement of Begistics Public Company Limited and its subsidiaries which the accompanying consolidated and separate statement of financial position as at September 30, 2019, the related consolidated and separate statements of comprehensive income for the three - month and nine - month periods then ended, consolidated and separate statement of changes in shareholders' equity and consolidated and separate statement of cash flows for the nine - month period then ended, and the condensed notes ("interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard No. 34 "Interim Financial Reporting". My responsibility is to express a conclusion on this interim financial information based on my review.

### **Scope of review**

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

### **Conclusion**

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard No. 34 "Interim Financial Reporting".

(Ms. Kannika Wipanurat)

Certified Public Accountant (Thailand)

Registration No. 7305

Karin Audit Company Limited

Bangkok

November 13, 2019

BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT SEPTEMBER 30, 2019

ASSETS

		In Thousand Baht			
		Consolidated		Separated	
		September 30, 2019	December 31, 2018	September 30, 2019	December 31, 2018
		"Unaudited"		"Unaudited"	
Note		"Reviewed"	"Audited"	"Reviewed"	"Audited"
<b>CURRENT ASSETS</b>					
		385,214	323,599	375,214	323,599
	Cash and cash equivalents				
5	Trade and other current receivables - net	70,647	120,170	70,644	120,170
6	Short - term loans - net	-	-	-	-
	Current tax assets	5,073	8,085	5,073	8,085
	Other current assets	651	11,649	651	11,649
	<b>Total current assets</b>	<b>461,585</b>	<b>463,503</b>	<b>451,582</b>	<b>463,503</b>
<b>NON - CURRENT ASSETS</b>					
7	Securities available for sale - net	179	177	179	177
8	Advance investment	58,000	-	58,000	-
9	Investment in associate	8,459	6,370	4,680	4,680
10	Investment in subsidiaries	-	-	10,000	-
11	Long - term investments	34,000	16,500	34,000	16,500
13	Investment property	58,365	58,365	58,365	58,365
14	Property, plant and equipment - net	235,432	182,094	235,432	182,094
	Intangible assets - net	486	333	486	333
15	Leasehold rights - net	25,530	27,592	25,530	27,592
12	Other non - current assets	54,682	46,427	54,682	46,427
	<b>Total non - current assets</b>	<b>475,133</b>	<b>337,858</b>	<b>481,354</b>	<b>336,168</b>
	<b>TOTAL ASSETS</b>	<b>936,718</b>	<b>801,361</b>	<b>932,936</b>	<b>799,671</b>

BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION (Continued)

AS AT SEPTEMBER 30, 2019

LIABILITIES AND SHAREHOLDERS' EQUITY

		In Thousand Baht			
		Consolidated		Separated	
		September 30, 2019	December 31, 2018	September 30, 2019	December 31, 2018
		"Unaudited"		"Unaudited"	
Note		"Reviewed"	"Audited"	"Reviewed"	"Audited"
<b>CURRENT LIABILITIES</b>					
	Trade and other current payables	55,907	91,227	55,854	91,227
16	Current portion of long - term liabilities	27,885	16,599	27,885	16,599
15	Accrued rental expenses	24,686	24,686	24,686	24,686
	Other current liabilities	525	532	525	532
	<b>Total current liabilities</b>	<b>109,003</b>	<b>133,044</b>	<b>108,950</b>	<b>133,044</b>
<b>NON - CURRENT LIABILITIES</b>					
16	Long - term liabilities - net	83,428	50,498	83,428	50,498
15	Accrued rental expenses	51,308	57,470	51,308	57,470
	Non - current provisions for employee benefit	249	191	249	191
	Other non - current liabilities	399	-	399	-
	<b>Total non - current liabilities</b>	<b>135,384</b>	<b>108,159</b>	<b>135,384</b>	<b>108,159</b>
	<b>Total liabilities</b>	<b>244,387</b>	<b>241,203</b>	<b>244,334</b>	<b>241,203</b>

BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION (Continued)

AS AT SEPTEMBER 30, 2019

LIABILITIES AND SHAREHOLDERS' EQUITY (Continued)

		In Thousand Baht			
		Consolidated		Separated	
		September 30, 2019	December 31, 2018	September 30, 2019	December 31, 2018
		"Unaudited"			"Unaudited"
Note		"Reviewed"	"Audited"	"Reviewed"	"Audited"
<b>SHAREHOLDERS' EQUITY</b>					
Share capital					
	Authorized share capital	17	1,757,131	883,349	1,757,131
	Issued and paid share capital	17	904,019	592,797	904,019
	Share premium on ordinary shares - net		(97,025)	63,163	(97,025)
Retained earnings					
	Legal reserve		-	-	-
	Deficit		(114,673)	(95,810)	(118,402)
	Other components of shareholders' equity	7	10	8	10
	<b>Total Shareholders' equity - net</b>		<b>692,331</b>	<b>560,158</b>	<b>688,602</b>
<b>TOTAL LIABILITIES AND</b>					
<b>SHAREHOLDERS' EQUITY</b>					
			<b>936,718</b>	<b>801,361</b>	<b>932,936</b>
			<b>799,671</b>		

BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
 STATEMENTS OF COMPREHENSIVE INCOME  
 FOR THE THREE - MONTH PERIOD ENDED SEPTEMBER 30, 2019

"UNAUDITED"  
 "REVIEWED"

	Note	In Thousand Baht		
		Consolidated	Separated	
		2019	2019	2018
<b>REVENUES</b>				
Revenue from rendering of services		85,837	85,837	152,115
Other income		883	883	1,487
<b>Total revenues</b>		<b>86,720</b>	<b>86,720</b>	<b>153,602</b>
<b>EXPENSES</b>				
Costs of rendering of services		79,151	79,151	146,431
Administrative expenses		21,853	21,803	15,100
Finance cost		1,266	1,266	1,088
<b>Total expenses</b>		<b>102,270</b>	<b>102,220</b>	<b>162,619</b>
<b>Share of profit of associates</b>		<b>2,189</b>	<b>-</b>	<b>-</b>
(Loss) before expense tax		(13,361)	(15,500)	(9,017)
Tax expense		452	-	-
<b>(Loss) for the periods</b>		<b>(13,813)</b>	<b>(15,500)</b>	<b>(9,017)</b>
<b>Other comprehensive income (expense)</b>				
Item that will be reclassified subsequently to profit or loss :				
- Gain (loss) on measurement of available - for - sale investments	7	1	1	(631)
Items that will never be reclassified to profit or loss :				
- Actuarial gains for employee benefit		-	-	-
Other comprehensive gains(loss) for the periods		1	1	(631)
<b>Total other comprehensive (expense) for the periods</b>		<b>(13,812)</b>	<b>(15,499)</b>	<b>(9,648)</b>
<b>(Loss) attributable to</b>				
Owners of the parent		(13,813)	(15,500)	(9,017)
Non - controlling interest		-	-	-
		<b>(13,813)</b>	<b>(15,500)</b>	<b>(9,017)</b>
<b>Total comprehensive (expense) attributable to</b>				
Owners of the parent		(13,812)	(15,499)	(9,648)
Non - controlling interest		-	-	-
		<b>(13,812)</b>	<b>(15,499)</b>	<b>(9,648)</b>
<b>(Loss) per share (Baht)</b>				
<b>Basic and Diluted</b>	20	<b>(0.014)</b>	<b>(0.016)</b>	<b>(0.010)</b>
<b>Weighted average number of</b>				
<b>ordinary shares (In Thousand shares)</b>	20	<b>961,306</b>	<b>961,306</b>	<b>871,760</b>

BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
 STATEMENTS OF COMPREHENSIVE INCOME  
 FOR THE NINE - MONTH PERIOD ENDED SEPTEMBER 30, 2019

"UNAUDITED"  
 "REVIEWED"

	Note	In Thousand Baht		
		Consolidated	Separated	
		2019	2019	2018
<b>REVENUES</b>				
Revenue from rendering of services		297,391	297,391	393,273
Other income		7,016	7,016	7,648
<b>Total revenues</b>		<b>304,407</b>	<b>304,407</b>	<b>400,921</b>
<b>EXPENSES</b>				
Costs of rendering of services		268,997	268,997	393,790
Administrative expenses		52,952	52,902	53,957
Finance cost		3,410	3,410	2,804
<b>Total expenses</b>		<b>325,359</b>	<b>325,309</b>	<b>450,551</b>
<b>Share of profit of associates</b>		<b>2,670</b>	<b>-</b>	<b>-</b>
(Loss) before tax expense		(18,282)	(20,902)	(49,630)
Tax expense		581	-	-
<b>(Loss) for the periods</b>		<b>(18,863)</b>	<b>(20,902)</b>	<b>(49,630)</b>
<b>Other comprehensive income (expense)</b>				
Item that will be reclassified subsequently to profit or loss :				
- Gain (loss) on measurement of available - for - sale investments	7	2	2	(528)
Items that will never be reclassified to profit or loss :				
- Actuarial gains for employee benefit		-	-	-
Other comprehensive gains(loss) for the periods		2	2	(528)
<b>Total other comprehensive (expense) for the periods</b>		<b>(18,861)</b>	<b>(20,900)</b>	<b>(50,158)</b>
<b>(Loss) attributable to</b>				
Owners of the parent		(18,863)	(20,902)	(49,630)
Non - controlling interest		-	-	-
		<b>(18,863)</b>	<b>(20,902)</b>	<b>(49,630)</b>
<b>Total comprehensive (expense) attributable to</b>				
Owners of the parent		(18,861)	(20,900)	(50,158)
Non - controlling interest		-	-	-
		<b>(18,861)</b>	<b>(20,900)</b>	<b>(50,158)</b>
<b>(Loss) per share (Baht)</b>				
<b>Basic and Diluted</b>	20	<b>(0.021)</b>	<b>(0.023)</b>	<b>(0.061)</b>
<b>Weighted average number of</b>				
<b>ordinary shares (In Thousand shares)</b>	20	<b>901,937</b>	<b>901,937</b>	<b>808,660</b>

BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
 STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY  
 FOR THE NINE - MONTH PERIOD ENDED SEPTEMBER 30, 2019

"UNAUDITED"  
 "REVIEWED"

In Thousand Baht									
Consolidated									
Note	Issued and paid - up share capital	Share premium on ordinary shares	Retained earnings		Other components of shareholders' equity			Non - controlling interest	Total Shareholders' equity - net
			Legal reserve	Deficit	Gain (losses) on remeasurement of benefit plans	Fair value changes in securities available for sale	Total other components shareholder's of equity		
	592,797	63,163	-	(95,810)	-	8	8	-	560,158
Capital increase	17 311,222	(160,188)	-	-	-	-	-	-	151,034
Total comprehensive gain (loss) for the period	-	-	-	(18,863)	-	2	2	-	(18,861)
<b>Balance at September 30, 2019</b>	<b>904,019</b>	<b>(97,025)</b>	<b>-</b>	<b>(114,673)</b>	<b>-</b>	<b>10</b>	<b>10</b>	<b>-</b>	<b>692,331</b>

BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
 STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY  
 FOR THE NINE - MONTH PERIOD ENDED SEPTEMBER 30, 2019

"UNAUDITED"  
 "REVIEWED"

In Thousand Baht									
Separated									
	Note	Issued			Other components of shareholders' equity			Total Shareholders' equity - net	
		and paid - up share capital	Share premium on ordinary shares	Retained earnings Legal reserve	Deficit	Gain (losses) on remeasurement of benefit plans	Fair value changes in securities available for sale		Total other components shareholder's of equity
<b>Balance at January 1, 2019</b>		592,797	63,163	-	(97,500)	-	8	8	558,468
Capital increase	17	311,222	(160,188)	-	-	-	-	-	151,034
Total comprehensive gain (loss) for the period		-	-	-	(20,902)	-	2	2	(20,900)
<b>Balance at September 30, 2019</b>		<b>904,019</b>	<b>(97,025)</b>	<b>-</b>	<b>(118,402)</b>	<b>-</b>	<b>10</b>	<b>10</b>	<b>688,602</b>
<b>Balance at January 1, 2018</b>		397,564	-	-	(47,181)	-	643	643	351,026
Capital increase		195,233	63,163	-	-	-	-	-	258,396
Total comprehensive gain (loss) for the period		-	-	-	(49,630)	-	(528)	(528)	(50,158)
<b>Balance at September 30, 2018</b>		<b>592,797</b>	<b>63,163</b>	<b>-</b>	<b>(96,811)</b>	<b>-</b>	<b>115</b>	<b>115</b>	<b>559,264</b>



**BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**STATEMENTS OF CASH FLOW**  
**FOR THE NINE - MONTH PERIOD ENDED SEPTEMBER 30, 2019**

**"UNAUDITED"**  
**"REVIEWED"**

	<b>In Thousand Baht</b>			
	<b>Consolidated</b>	<b>Separated</b>		
	<b>Note</b>	<b>2019</b>	<b>2019</b>	<b>2018</b>
<b>Cash flows from operating activities</b>				
Loss for the periods		(18,282)	(20,902)	(49,630)
Adjustments for				
Trade and other accounts receivable (increase) decrease		42,726	42,729	(84,688)
Other current assets (increase) decrease		10,998	10,998	(1,489)
Other non - current assets (increase) decrease		75	75	(923)
Trade and other accounts payable increase (decrease)		(35,216)	(35,269)	57,688
Accrued rental expenses (decrease)		(6,162)	(6,162)	(6,162)
Other non - current liability increase (decrease)		398	398	(200)
Other current liability increase (decrease)		(7)	(7)	112
Depreciation and amortization		19,603	19,603	25,811
Doubtful accounts		6,930	6,930	-
Provision for employee benefits		59	59	108
(Gain) on sale of securities available for sale		-	-	(673)
Unrealized (gain) loss on exchange rate		(143)	(143)	39
(Gain) loss on sale of property, plant and equipment		170	170	(156)
(Gain) on sale of investment property		-	-	(564)
Write off advance for purchases of assets		100	100	-
Share of profit of associates		(2,670)	-	-
Provision		4,200	4,200	4,200
Interest income		(5,752)	(5,752)	(268)
Interest expenses		3,410	3,410	2,804
Total adjustment of (loss)		<u>20,437</u>	<u>20,437</u>	<u>(53,991)</u>
<b>Net cash provided by (use in) operating activities</b>				
Cash paid income tax		(5,073)	(5,073)	(4,823)
<b>Net cash provided by (use in) operating activities</b>		<u><b>15,364</b></u>	<u><b>15,364</b></u>	<u><b>(58,814)</b></u>

**BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**STATEMENTS OF CASH FLOW (Continued)**  
**FOR THE NINE - MONTH PERIOD ENDED SEPTEMBER 30, 2019**

**"UNAUDITED"**  
**"REVIEWED"**

	<b>In Thousand Baht</b>			
	<b>Consolidated</b>	<b>Separated</b>		
	<b>Note</b>	<b>2019</b>	<b>2019</b>	<b>2018</b>
<b>Cash flows from investing activities</b>				
Cash received from interest		5,752	5,752	268
Proceeds from sale of available - for - sale investments		-	-	15,880
Cash paid for purchase of long - term investment		(17,500)	(17,500)	(9,000)
Deposits at bank with commitment (increase)		(345)	(345)	(34,918)
Cash paid for purchase of property, plant and equipment		(5,147)	(5,147)	(5,576)
Cash paid for purchase of intangible assets		(359)	(359)	(483)
Cash paid for investment in subsidiary		-	(10,000)	-
Cash received from sales of fixed assets		1,505	1,505	156
Advance payment for investment		(58,000)	(58,000)	-
Cash received from sale for investment property		-	-	167,960
<b>Net cash provided by (used in) investing activities</b>		<b>(74,094)</b>	<b>(84,094)</b>	<b>134,287</b>
<b>Cash flows from financing activities</b>				
Interest paid		(3,504)	(3,504)	(2,888)
Repayments of finance lease liabilities		(27,185)	(27,185)	(10,295)
Cash paid for short - term loans		(150,000)	(150,000)	-
Cash received from short - term loans		150,000	150,000	-
Cash received from capital increase		151,034	151,034	258,396
<b>Net cash provided by financing activities</b>		<b>120,345</b>	<b>120,345</b>	<b>245,213</b>
<b>Net increase in cash and cash equivalents</b>		<b>61,615</b>	<b>51,615</b>	<b>320,686</b>
Cash and cash equivalents at beginning of period		323,599	323,599	22,949
<b>Cash and cash equivalents at end of period</b>		<b>385,214</b>	<b>375,214</b>	<b>343,635</b>

**Supplemental cash flows information**

In 3 st quarter 2019, the Company purchase of fixed assets by debt - liabilities under finance leases of 67.20 million baht.

**SEPTEMBER 30, 2019****1. GENERAL**

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

The Company registered the change of the Company’s name from “Bangpakong Terminal Public Company Limited” to Begistics Public Company Limited” with the Ministry of Commerce on February 21, 2018 and change the ticker symbol from “BTC” to “B” with effective from March 13, 2018 onwards.

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

The principal business of the Company is the operation of a port in Bangpakong which includes a container depot, warehousing, a wharf and other related services. The Company has operated transportation and related services starting from December 2015, and logistics service starting from January 2018.

The Company has registered offices branches are as follows:

Head office	:	3656/64 Green Tower Building, 19 <sup>th</sup> Floor, Unit K, Rama 4 Road, Klongton, Klongtoey, Bangkok.
Branch 1	:	8/1 Moo 8, Tambol Tahkarm, Amphor Bangpakong, Chachoengsao.
Branch 2	:	273/15 Moo 6, Tambol Surasak, Amphor Srirasha, Chonburi.
Branch 3	:	99 Moo 3, Tambol Nikhom Phatthana, Amphor Nikhom Phatthana, Rayong.

**2. BASIS FOR INTERIM FINANCIAL STATEMENT PREPARATION AND PRINCIPLES OF CONSOLIDATION****2.1 Basis for interim financial statements preparation**

These interim financial statements are prepared in accordance with Accounting Standards Pronouncement No.34 “Interim financial reporting”, whereby the Company chooses to present condensed interim financial statements. However, additional line items are presented in the financial statements to bring them into the full format similar to the annual financial statements.

The interim financial statements are prepared to provide information in addition to those included in the latest annual financial statements. Accordingly, they focus on new activities, events and circumstances to avoid repetition of information previously reported. These interim financial statements should, therefore, be read in conjunction with the financial statements for the year ended December 31, 2018.

The interim financial statements are officially prepared in Thai language. The translation of these statutory financial statements to other language must conform to the Thai financial report.

2.2 Principles of consolidation

The consolidated financial statements include the financial statements of Begistics Public Company Limited and its subsidiary which are under its control with more than 50 percent voting rights as follows :

	Percentage of holding (%)		Nature of business
	As at September	As at December	
	30, 2019	31, 2018	
Beyond capital Co.,Ltd.	100	-	All types of credit companies except those that have to apply for permission and reports to the Bank of Thailand.

Significant transactions with subsidiaries have been eliminated in the consolidated financial statements.

The consolidated financial statements have been prepared with the same accounting policies for the separate financial statements for the same accounting transactions or accounting events.

2.3 Estimation

When preparing the interim financial statements, management undertake judgments, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgments, estimates and assumptions made by management.

The judgments, estimates and assumptions applied in the interim financial statements, including the key sources of estimation were the same as those applied in the preparation of annual financial statements for the year ended December 31, 2018.

2.4 Functional and presentation currency

The interim financial statements are prepared and presented in Thai Baht, which is the Company’s functional currency.

**3. SIGNIFICANT ACCOUNTING POLICIES**

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

Revised accounting standards and financial reporting standards.

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

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

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

TFRS 15 Revenue from Contracts with Customers

TFRS 15 supersedes the following accounting standards together with related Interpretations.

TAS 11 (revised 2017)	Construction contracts
TAS 18 (revised 2017)	Revenue
TSIC 31 (revised 2017)	Revenue - Barter Transactions Involving Advertising Services
TFRIC 13 (revised 2017)	Customer Loyalty Programmes
TFRIC 15 (revised 2017)	Agreements for the Construction of Real Estate
TFRIC 18 (revised 2017)	Transfers of Assets from Customers

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

3.2 Financial reporting standards that became effective for fiscal years beginning on or after January 1, 2020

The Federation of Accounting Professions issued a number of new financial reporting standards and interpretations, which are effective for fiscal years beginning on or after January 1, 2020. These new standards involve changes to key principles, which are summarized below.

**Financial reporting standards related to financial instruments**

A set of TFRSs related to financial instruments consists of five accounting standards and interpretations, as follows:

Financial reporting standards:

TFRS 7 Financial Instruments: Disclosures

TFRS 9 Financial Instruments

Accounting standard:

TAS 32 Financial Instruments: Presentation

Financial Reporting Standard Interpretations:

TFRIC 16 Hedges of a Net Investment in a Foreign Operation

TFRIC 19 Extinguishing Financial Liabilities with Equity Instruments

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

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

**TFRS 16 Leases**

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

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

The management of the Company and its subsidiaries is currently evaluating the impact of this standard on the financial statements.

**4. RELATED PARTY TRANSACTIONS AND BALANCES**

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

4.1 Relationship

Name of entities	Country of incorporation/ Nationality	Nature of relationships
Beyond Capital Co.,Ltd.	Thailand	Subsidiaries
Millcon Steel Public Company Limited.*	Thailand	Shareholder in the Company
Millcon Burapha Co., Ltd.*	Thailand	Common director
Suntech Metals Co., Ltd.*	Thailand	Common director
UAUC Co., Ltd.	Thailand	Common director
Malachi Co., Ltd.	Thailand	Shareholder in the Company
CPS Shipping & Logistic Co., Ltd.**	Thailand	Associate
Director	Thailand	Director
Key management personnel	Thailand	Persons having authority and Responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of the Company.

\*Starting relationship as related parties since March 1, 2018.

\*\*Starting relationship as related parties since November 13, 2018.

4.2 Pricing Policy :

	Pricing Policy
Revenue from rendering of service	In year 2019 - Market price  In year 2018 - Operated logistic service, by agreed. - Operated transportation by cost plus and discount as agreed.
Expenses for rent	agreed price

- 4.3 Significant transactions revenue and expense for the three - month periods ended September 30, 2019 and 2018 with related parties were as follows:

	In Thousand Baht			
	Consolidated		Separated	
	2019	2018	2019	2018
<b>Related parties</b>				
<b>Revenue from rendering of service</b>				
Millcon Steel Public Company Limited.	31,688	47,437	31,688	47,437
Millcon Burapha Co., Ltd.	12,476	8,224	12,476	8,224
Suntech Metals Co., Ltd.	-	14,793	-	14,793
CPS Shipping & Logistic Co., Ltd.	52	-	52	-
Malachi Co., Ltd.	-	484	-	484
<b>Total</b>	<b>44,216</b>	<b>70,938</b>	<b>44,216</b>	<b>70,938</b>
<b>Expenses for rent</b>				
Millcon Steel Public Company Limited.	-	-	-	-
Millcon Burapha Co., Ltd.	69	69	69	69
Suntech Metals Co., Ltd.	-	104	-	104
UAUC Co., Ltd.	-	161	-	161
CPS Shipping & Logistic Co., Ltd.	-	-	-	-
<b>Total</b>	<b>69</b>	<b>334</b>	<b>69</b>	<b>334</b>
<b>Key management compensation</b>				
Short - term employee benefits	4,235	4,728	4,235	4,728
Post - employment benefits	94	139	94	139
<b>Total</b>	<b>4,329</b>	<b>4,867</b>	<b>4,329</b>	<b>4,867</b>



SEPTEMBER 30, 2019

Significant transactions revenue and expense for the nine - month periods ended September 30, 2019 and 2018 with related parties were as follows:

	In Thousand Baht			
	Consolidated		Separated	
	2019	2018	2019	2018
<b>Related parties</b>				
<b>Revenue from rendering of service</b>				
Millcon Steel Public Company Limited.	96,426	96,918	96,426	96,918
Millcon Burapha Co., Ltd.	31,287	13,829	31,287	13,829
Suntech Metals Co., Ltd.	695	21,504	695	21,504
CPS Shipping & Logistic Co., Ltd.	172	-	172	-
Malachi Co., Ltd.	12	1,102	12	1,102
<b>Total</b>	<b>128,592</b>	<b>133,353</b>	<b>128,592</b>	<b>133,353</b>
<b>Expenses for rent</b>				
Millcon Steel Public Company Limited.	1	-	1	-
Millcon Burapha Co., Ltd.	208	162	208	162
Suntech Metals Co., Ltd.	-	104	-	104
UAUC Co., Ltd.	268	482	268	482
CPS Shipping & Logistic Co., Ltd.	2,993	-	2,993	-
<b>Total</b>	<b>3,470</b>	<b>748</b>	<b>3,470</b>	<b>748</b>
<b>Key management compensation</b>				
Short - term employee benefits	10,702	14,020	10,702	14,020
Post - employment benefits	244	410	244	410
<b>Total</b>	<b>10,946</b>	<b>14,430</b>	<b>10,946</b>	<b>14,430</b>

**BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**NOTE TO INTERIM FINANCIAL STATEMENT**  
**SEPTEMBER 30, 2019**

**“UNAUDITED”**  
**“REVIEWED”**

4.4 Assets and liabilities with related parties are as follows :

	In Thousand Baht			
	Consolidated		Separated	
	September 30, 2019	December 31, 2018	September 30, 2019	December 31, 2018
<b>Trade and other accounts receivable</b>				
<b>- other related parties</b>				
<u>Trade accounts receivable</u>				
Millcon Steel Public Company Limited.	20,309	33,709	20,309	33,709
Millcon Burapha Co., Ltd.	16,222	4,121	16,222	4,121
Suntech Metals Co., Ltd.	490	8,821	490	8,821
CPS Shipping & Logistic Co., Ltd.	71	1,563	71	1,563
Malachi Co., Ltd.	-	93	-	93
Total Trade accounts receivable	37,092	48,307	37,092	48,307
<u>Other accounts receivable</u>				
<u>Accrued income</u>				
Millcon Steel Public Company Limited.	742	1,891	742	1,891
Millcon Burapha Co., Ltd.	233	2,567	233	2,567
Suntech Metals Co., Ltd.	-	1,435	-	1,435
Malachi Co., Ltd.	-	22	-	22
Total accrued income	975	5,915	975	5,915
<u>Advances</u>				
Millcon Steel Public Company Limited.	-	-	-	-
Millcon Burapha Co., Ltd.	-	12	-	12
Suntech Metals Co., Ltd.	-	-	-	-
Malachi Co., Ltd.	-	35	-	35
Total advances	-	47	-	47
Total Other accounts receivable	975	5,962	975	5,962
<b>Total Trade and other accounts receivable - other related parties</b>	<b>38,067</b>	<b>54,269</b>	<b>38,067</b>	<b>54,269</b>

**BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**“UNAUDITED”**

**NOTE TO INTERIM FINANCIAL STATEMENT**

**“REVIEWED”**

**SEPTEMBER 30, 2019**

	In Thousand Baht			
	Consolidated		Separated	
	September 30, 2019	December 31, 2018	September 30, 2019	December 31, 2018
<b>Trade account payable - related parties</b>				
Millcon Steel Public Company Limited.	-	30	-	30
Millcon Burapha Co., Ltd.	23	23	23	23
Suntech Metals Co., Ltd.	-	442	-	442
CPS Shipping & Logistic Co., Ltd.	6,064	21,274	6,064	21,274
<b>Total Trade account payable related parties</b>	<b>6,087</b>	<b>21,769</b>	<b>6,087</b>	<b>21,769</b>

5. TRADE AND OTHER CURRENT RECEIVABLES - NET

	In Thousand Baht			
	Consolidated		Separated	
	September 30, 2019	December 31, 2018	September 30, 2019	December 31, 2018
Trade accounts receivable	70,449	97,293	70,449	97,293
<u>Less</u> allowance for doubtful accounts	(6,930)	-	(6,930)	-
Total trade accounts receivable	63,519	97,293	63,519	97,293
Other accounts receivables				
- Prepaid expenses	2,561	3,077	2,561	3,077
- Advances	522	4,739	522	4,739
- Accrued income	1,998	12,611	1,998	12,611
- Other accounts receivables	2,080	2,483	2,077	2,483
<u>Less</u> allowance for doubtful accounts	(33)	(33)	(33)	(33)
Total other accounts receivables	7,128	22,877	7,125	22,877
<b>Total trade and other current receivables - net</b>	<b>70,647</b>	<b>120,170</b>	<b>70,644</b>	<b>120,170</b>
Trade accounts receivable are classified by aging as follows				
Undue :				
- Normal	30,795	43,791	30,795	43,791
Overdue :				
- Not over 3 months	29,391	47,483	29,391	47,483
- Over 3 months to 6 months	1,991	1,139	1,991	1,139
- Over 6 months to 12 months	4,525	1,439	4,525	1,439
- Over 12 months	1,145	-	1,145	-
	67,847	93,852	67,847	93,852
Debt acceptance	2,398	-	2,398	-
Post - date cheque	204	3,441	204	3,441
<b>Total</b>	<b>70,449</b>	<b>97,293</b>	<b>70,449</b>	<b>97,293</b>

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

The related companies's credit term is by 30 days.

SEPTEMBER 30, 2019

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

	In Thousand Baht			
	Consolidated		Separated	
	September 30, 2019	December 31, 2018	September 30, 2019	December 31, 2018
Beginning balance	33	33	33	33
Increase (decrease)	6,930	-	6,930	-
Ending balance	6,963	33	6,963	33

**6. SHORT - TERM LOANS - NET**

	In Thousand Baht			
	Interest rate (% per annum)		Consolidated / Separated	
	September 30, 2019	December 31, 2018	September 30, 2019	December 31, 2018
As at January 1	2.50 and 6.25	2.50 and 6.25	232,463	232,463
Increase			150,000	-
(Decrease)			(150,000)	-
<b>As at September 30</b>			232,463	232,463
<u>Less</u> allowance for doubtful accounts			(232,463)	(232,463)
<b>Net</b>			-	-

**Other non - current receivables**

**Interest receivables**

Interest receivables	60,870	60,870
<u>Less</u> allowance for doubtful accounts	(60,870)	(60,870)
<b>Net</b>	-	-

**Other receivables**

Other receivables	227,631	227,631
<u>Less</u> allowance for doubtful accounts	(227,631)	(227,631)
<b>Net</b>	-	-
<b>Total</b>	-	-

**BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**NOTE TO INTERIM FINANCIAL STATEMENT**  
**SEPTEMBER 30, 2019**

**“UNAUDITED”**  
**“REVIEWED”**

Increase and decrease in short - term loans are as follows:

	In Thousand Baht			Balance As at September 30, 2019
	Balance As at January 1, 2019	Movement		
		Addition	(Deduction)	
Platinum Container Lines Co., Ltd.	153,952	-	-	153,952
Platinum Emerald Co., Ltd.	73,861	-	-	73,861
Platinum Jade Co., Ltd.	2,550	-	-	2,550
Platinum Diamond Co., Ltd.	2,100	-	-	2,100
Mr.Sumate Thitiphuree	-	150,000	(150,000)	-
<b>Total</b>	<b>232,463</b>	<b>150,000</b>	<b>(150,000)</b>	<b>232,463</b>

The Company did not recognized interest income from loans of principal amount to Baht 232.46 million for the nine - month period ended September 30, 2019 and for the year ended December 31, 2018 since the Company’s management believes that this interest income is not collectible. Provision for doubtful accounts for all loans and interest receivable was fully provided.

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

On January 29, 2019, The Board of Directors had the resolution during the Board of Directors’ meeting No.3/2019 to approve to provide the financial assistance to the non - related party, amounting to Baht 150 million. Interest rate of 1.25 % per month. The borrower must pay interest at the end of the month for a period of 2 months. Mentioned in the form of securities as ordinary shares of Triple I Logistics Public Company Limited.

On March 29, 2019, the borrower requested an extension of the principal repayment amount of Baht 150 million by various guarantee conditions. Including interest extended until April 30, 2019.

On April 18, 2019, the Company has received repayment of principal amount of Baht 150 million and interest (31/3/2019 - 18/4/2019) in the amount of Baht 1.19 million which is the repayment before the period of request for extension.

Guarantee and pending lawsuits (note 18).

**BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**NOTE TO INTERIM FINANCIAL STATEMENT**  
**SEPTEMBER 30, 2019**

**“UNAUDITED”**  
**“REVIEWED”**

**7. SECURITIES AVAILABLE FOR SALE - NET**

	In Thousand Baht	
	Consolidated / Separated	
	September 30, 2019	December 31, 2018
<b>Securities available for sale</b>		
Aggregate cost	169	169
<u>Add</u> unrealized gain (loss) on securities available for sale	10	8
<b>Total Securities available for sale</b>	<b>179</b>	<b>177</b>

The disclosure movement of investments held as available for sale, as required by the Securities and Exchange Commission, for the nine - month period ended September 30, 2019 was as follows:

	In Thousand Baht
Net book amount as at January 1, 2019	177
Disposal	-
Change in fair value	2
<b>Net book amount as at September 30, 2019</b>	<b>179</b>

**8. ADVANCE PAYMENT**

According to the Board of Directors’ Meeting No. 2/2019 on August 1, 2019, Approved the Company to invest in the 2 solar power plant projects by purchased newly issued shares of GA Power Pte. Ltd. (“GA Power”) ,invest not over of Baht 160 million and the proportion is not over 40% of paid - up shares, GAP is the shareholder in 100 percent of proportion and get permission to invest in GA Power Solar Park Huong Son Ltd.,and GA Power Solar Park Cam Xuyen Ltd.,which get the permission to invest in The solar power plants business located in Vietnam with total installed capacity of 58.00 MWin 2 projects. The Company paid issued shares to GA Power Pte. Ltd., for the first installment of Baht 58 million on August 6, 2019. At present, the company is in the process of registering to increase capital.

**BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**“UNAUDITED”**

**NOTE TO INTERIM FINANCIAL STATEMENT**

**“REVIEWED”**

**SEPTEMBER 30, 2019**

**9. INVESTMENT IN ASSOCIATE**

Investment in associated company details are as follows.

	Type of business	Ownership interest		Paid - up Share capital	In Thousand Baht			
		Consolidated / Separated			Equity method		Cost method	
		September 30, 2019	December 31, 2018		September 30, 2019	December 31, 2018	September 30, 2019	December 31, 2018
		(%)	(%)					
CPS Shipping & Logistic Co., Ltd.	Providing shipping and logistics services	26	26	18,000	8,459	6,370	4,680	4,680
<b>Total investment in associate</b>					<b>8,459</b>	<b>6,370</b>	<b>4,680</b>	<b>4,680</b>

On November 13, 2018 the resolution of board of management No.9/2018 approved the Company to invest in CPS Shipping & Logistic Co., Ltd by the holding proportion of 26%, 46,800 shares each Baht 100, total amount of Baht 4,680,000.

The Company accounted its investment in associate in the interim financial statements information, in which the equity method is applied, using the equity method as at September 30, 2019, and share of profit of the associate for the nine - month period then ended were based on the interim financial information for the nine - month period then ended September 30, 2019 of CPS Shipping & Logistic Co., Ltd. were prepared by the associated company’s management and were not reviewed by auditor and the financial statements for the years ended December 31, 2018, were audited by another auditor. The carrying value of the investment as at September 30, 2019 and December 31, 2018 amounted to Baht 8.45 million and 6.37 million, respectively. The Company’s share of profit of the associate for the nine - month period ended September 30, 2019 amounted to Baht 2.08 million.

There was no dividend received from the associates during the nine - month period ended September 30, 2019.



**BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**NOTE TO INTERIM FINANCIAL STATEMENT**  
**SEPTEMBER 30, 2019**

**“UNAUDITED”**  
**“REVIEWED”**

**Summarised financial information about material associates**

Summarised information about financial position

	In Thousand Baht	
	September 30, 2019	December 31, 2018
Current assets	54,418	27,047
Non - current assets	6,246	3,398
Current liabilities	28,576	8,928
Non - current liabilities	1,352	9,166

Summarised information about comprehensive income

	In Thousand Baht			
	For the three - month periods ended		For the nine - month periods ended	
	September 30,		September 30,	
	2019	2018	2019	2018
Revenue	69,330	-	154,281	-
Expense	62,647	-	146,242	-
Other comprehensive income	6,683	-	8,039	-

**BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**NOTE TO INTERIM FINANCIAL STATEMENT**  
**SEPTEMBER 30, 2019**

**“UNAUDITED”**  
**“REVIEWED”**

**10. INVESTMENT IN SUBSIDIARIES**

Consist of :

Company	Paid - up capital		Proportion of investment		Cost method		Dividend income	
	(Thousand Baht)		(%)		(Thousand Baht)		(In thousand Baht)	
	As at	As at	As at	As at	As at	As at	As at	As at
	September	December	September	December	September	December	September	December
	30, 2019	30, 2018	30, 2019	30, 2018	30, 2019	30, 2018	30, 2019	30, 2018
Beyond capital Co.,Ltd.	10,000	-	10.00	-	10,000	-	-	-
<b>Total</b>					<b>10,000</b>	<b>-</b>	<b>-</b>	<b>-</b>

The aforementioned subsidiaries in Thailand financial statements as at September 30, 2019 brought into the preparation of consolidated financial statements were reviewed by the auditor already.

On April 29, 2019, the resolution of the Annual General Meeting of Shareholders 2019 to approved in the establishment of new subsidiary authorized share Capital amount of Baht 10,000,000. The registered with the Ministry of commerce on June 13, 2019 and Call up the share capital amount.

11. LONG - TERM INVESTMENTS

Investment in share capital is general investment consisted of ;

Company	Type of business	Ownership interest (%)	In Thousand Baht			
			Consolidated / Separated			
			Registered share capital	Paid - up share capital	September 30, 2019	December 31, 2018
Sokochan Co.,Ltd.	Other management, Stock fulfillment, Warehouse service and Transport management	10.00	2,469	2,469	9,000	9,000
Moonshot venture capital Co.,Ltd.	Venture Capital	3.00	200,000	50,000	25,000	7,500
<b>Total long - Term investments</b>			<b>202,469</b>	<b>52,469</b>	<b>34,000</b>	<b>16,500</b>

On August 1, 2019, the Board of Directors' Meeting No. 8/2019 approved the Company to invest 10 percent of Moon Shot Venture Capital Company Limited's Paid - up capital amount 200,000 shares with par value of Baht 100, total amount of Baht 20,000,000. The price is a par price and on September 23, 2019, the Company made payment for the 1<sup>st</sup> ordinary share in the proportion of 50 percent of the additional investment that the Company invested in, 10,000,00.00 baht according to the letter to call for payment of shares form Moon Shot Venture Capital Company Limited.

On July 15, 2019, According to the Executive Board Meeting No.8/2019 approved to pay the second payment to Moon Shot Venture Capital Company Limited in 25% of the investment value, amount of Baht 7,500,000 according to the second call for ordinary shares on July 23, 2019.

On June 21, 2018 the resolution of board of management No.6/2018 approved the Company to invest in Sokochan Co., Ltd by the holding proportion of 10%, 2,468 shares each Baht 3,646.68, total amount of Baht 9,000,000.

On August 24, 2018 the resolution of board of management No.8/2018 approved the Company to invest in Moonshot venture capital Co., Ltd by the holding proportion of 3%, 300,000 shares each Baht 100, total amount of Baht 30,000,000. Dividend payment of 4 years of 25%, amount of Baht 7,500,000.

**12. ASSETS USED AS COLLATERAL FOR CREDIT FACILITIES**

As at September 30, 2019, a fixed deposit of Baht 39.99 million (December 31, 2018 : Baht 39.65 million) of the Company is used as collateral for bank guarantee issued to the two government agencies value of Baht 0.30 million and Baht 37 million, and guarantees the use of fleet card value of Baht 1.60 million in the separate financial statements.

As at September 30, 2019 and December 31, 2018, Guarantee of Baht 0.50 million of the Company is used to guarantees the use of fleet card value of Baht 6 million issued to a private agency in the separate financial statements.

As at September 30, 2019 and December 31, 2018, machinery and equipment with gross carrying value of Baht 50.50 million (fully depreciated) (investment property); land not used in operations (note 13) of the Company are used as collateral for bank guarantee of Baht 35 million issued to Customs Department in the separate financial statements.

As at September 30, 2019 and December 31, 2018, insurance coverage on the above machinery and equipment is assigned to the bank.

**13. INVESTMENT PROPERTY**

As at September 30, 2019 and December 31, 2018, investment property consists of 2 non - performing land title deeds (16 rai - 1 ngan - 46 square wah) amount of Baht 58.36 million (the appraised value by an independent appraiser made in 2018 by the market price approach of Baht 58.90 million of 2 landed) in the separate financial statements.

Land (16 rai - 1 ngan - 46 square wah) are used as collateral for bank guarantee (note 12).

According to the resolution of Board of Director's meeting held on February 27, 2018, has approved the Company to sell land - investment property by the pricing not less than appraisal value. And on February 28, 2018 the Company has entered into the agreement to sell a part of such land to non related company by Baht 173.15 million, Baht 9,907 per squar wah (The appraise value by Baht 9,763 per square wah). Transfer expenses will be the buyer responsibility, and the Company has to pay for commission by 3% of sell price.

**BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**NOTE TO INTERIM FINANCIAL STATEMENT**  
**SEPTEMBER 30, 2019**

**“UNAUDITED”**  
**“REVIEWED”**

**14. PROPERTY, PLANT AND EQUIPMENT - NET**

The condensed movements in these items for the nine - month period ended September 30, 2019 are as follows:

	In Thousand Baht
	Consolidated / Separated
Net book value as at January 1, 2019	182,094
Acquisitions during the period - a wharf segment	16,863
- Transportation & Logistics segment	54,904
- Logistics service	581
Disposal during the period	(4,410)
Accumulated depreciation on disposed items during the period	2,734
Depreciation for the period - a wharf segment	(9,219)
- Transportation & Logistics segment	(8,052)
- Logistics service	(63)
<b>Net book value as at September 30, 2019</b>	<b>235,432</b>

As at December 31, 2018, the Company has reviewed assets impairment both of operation of wharf business (included leasehold right as note 15) and operated transportation & logistics business by independent appraiser’s report, income approach, market price compared, and cost method and found that book value of assets are nearly a realizable value.

The gross carrying amount of fully depreciated property and equipments of the Company that was still in use as at September 30, 2019 amounted of Baht 287.86 million (December 31, 2018 : Baht 284.97 million) in the separate financial statements.

As at September 30, 2019 and December 31, 2018, the Company have a portion of vehicles and truck - trailers totaling of Baht 154.08 million and Baht 88.62 million, respectively, under hires purchase agreements in the separate financial statements.

The Company was informed the expropriate land by 1 rai - 2 ngan - 77 squarwah, with the compensation of land of Baht 20,000 per squarwah, amounting to Baht 13.55 million, and the compensation of construction or other damage amounting of Baht 9.14 million (total amount by Baht 22.69 million). The Company recognized loss from asset impairment amount by Baht 3.90 million, according to the lower of compensation amount different from book value.

On August 23, 2017, the Company has appeal the compensation of land to Transport Minister, and on December 18, 2017, the Company has appeal the compensation of construction or other damages. The Lawsuit about additional compensation of expropriate assets.

SEPTEMBER 30, 2019

On November 15, 2017, the Company has registered for expropriate title deed to separate by cadaster.

On March 30, 2018, the secretary of minister of Transport informed judgement of minister of transport to the Company that ;

- 1) Compensation of expropriated land and loss on business are appropriated.
- 2) No addition compensation to un - expropriated land title deed number 58293 due to the Company could operate as usual. This is not under compensation criteria.
- 3) Granted additional compensation to building in expropriated land title deed number 58293 amounting to Baht 453,518.
- 4) Granted additional compensation for set up new office premise amounting of Baht 109,411.

Letter informed that the Department of transport will Contact the company to receive the additional compensation with interest accordingly.

On August 6, 2018, the Company submitted a request to divide the land expropriated land title deed No. 58293. Subsequently, the land official had a letter to inform the company by proceeding with the Representative of Department of Highways according to the notification dated December 7, 2018 by notifying the results of surveying that the area of expropriation was 1 - 1 - 72 rai (less than the registered 0 - 1 - 05 rai).

The expropriation officer sent a letter notifying the company to refund the land cost that the company had received. Only the surveyed area, the land expropriated decreased 0-1-05 Rai, in the amount of 2,100,000.00 baht. On August 27, 2019, the company has already paid 2,100,000.00 baht back to the Department of Highways. On October 11, 2019, the company has registered to sell the expropriated land (Protect land) the title deed no. 58263 is completed.

On February 7, 2019, the Company filed a lawsuit against the Central Admin Court requesting to add another compensation amount of Baht 32,420,223 baht plus interest at the highest rate of interest on fixed deposits of the Government Savings Bank, counting from the filing date onwards until the payment is complete. Currently, the case is under consideration of the fact finding of the Administrative Court. Department of Highways No. 1, Director General of the Department of Highways No. 2 and Minister of Transport No. 3 (all three Defendants) submitted the answer dated 30 May 2019. The Central Administrative Court sent a copy of defendants's answer to an authorised attorney of the plaintiff, ordered the plaintiff to do an objection answer and submit to the Central Administrative Court within 30 days. On August 8, 2019, the company submitted a request to extend the time to submit the 2<sup>nd</sup> objection to the Central administrative Court.

BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
 NOTE TO INTERIM FINANCIAL STATEMENT  
 SEPTEMBER 30, 2019

“UNAUDITED”  
 “REVIEWED”

15. LEASEHOLD RIGHTS AND ACCRUED RENTAL EXPENSES

	In Thousand Baht	
	Consolidated / Separated	
	September 30, 2019	December 31, 2018
<b>Leasehold rights</b>		
At cost	134,906	134,906
<u>Less</u> accumulated amortization	(71,493)	(69,431)
allowance for impairment	(37,883)	(37,883)
<b>Net</b>	<b>25,530</b>	<b>27,592</b>
<b>Accrued rental expenses</b>		
Rental expense from January 1, 1999 to September 30, 2019 and December 31, 2018	341,767	329,414
Rental payment from January 1, 1999 to September 30, 2019 and December 31, 2018	(265,773)	(247,258)
<b>Net</b>	<b>75,994</b>	<b>82,156</b>
<u>Shown under</u>		
Current liabilities	24,686	24,686
Non - current liabilities	51,308	57,470
<b>Total</b>	<b>75,994</b>	<b>82,156</b>

**Non - cancellable operating lease commitments**

	In Thousand Baht	
	Consolidated / Separated	
	September 30, 2019	December 31, 2018
Within one year	24,686	24,686
After one year but within five years	98,745	98,745
After five years	104,916	123,432
<b>Total</b>	<b>228,347</b>	<b>246,863</b>

SEPTEMBER 30, 2019

The Company entered into a lease agreement for land for 30 years ending in December 2028. Under the term of the agreement, the Company paid of Baht 134.90 million as leasehold rights on land.

**16. LONG - TERM LIABILITIES - NET**

	In Thousand Baht		
	Consolidated / Separated		
	Total	Interest	Net
<b>As at September 30, 2019</b>			
Due within one year	33,694	(5,809)	27,885
Due after one year but within five years	91,400	(7,972)	83,428
<b>Total</b>	<b>125,094</b>	<b>(13,781)</b>	<b>111,313</b>
<b>As at December 31, 2018</b>			
Due within one year	20,113	(3,514)	16,599
Due after one year but within five years	55,028	(4,530)	50,498
<b>Total</b>	<b>75,141</b>	<b>(8,044)</b>	<b>67,097</b>

Long - term borrowings as at September 30, 2019 and December 31, 2018 arose from purchase of vehicles under hire - purchase agreements. Net book value of these vehicles amounted to Baht 130.77 million and Baht 69.33 million, respectively. The title on these vehicles will be transferred to the Company upon final payment.

**17. SHARE CAPITAL**

	In Thousand	In Thousand
	shares	Baht
<u>Authorized common shares</u>		
As at January 1, 2019 (at Baht 0.68 par value)	1,299,043	883,349
Capital increase	1,284,987	873,791
Capital decrease	(13)	(9)
<b>As at September 30, 2019 at (Baht 0.68 par value)</b>	<b>2,584,017</b>	<b>1,757,131</b>
<u>Issued and paid - up, common shares</u>		
As at January 1, 2019 (at Baht 0.68 par value)	871,760	592,797
Capital increase	457,680	311,222
<b>As at September 30, 2019 at (Baht 0.68 par value)</b>	<b>1,329,440</b>	<b>904,019</b>



17.1 At the Extraordinary General Meeting of Shareholders No.1/2018 held on February 8, 2018, the Shareholders passed the following resolutions;

- 1) Approve the Increase of registered capital of the Company from Baht 592,371,171.68 or equivalent to 871,134,076 shares to Baht 957,033,230.80 or equivalent to 1,407,401,810 shares by issuing 536,267,734 common shares at Baht 0.68 of par value which equivalent to Baht 364,662,059.12 and also to approve the Amendment of Clause 4 of the Company’s Memorandum of Association to be consistent with the Capital Increase. The common shares allocation as follow,
  - To be offered to the existing shareholders by shareholding proportion, in the amount not exceeding 292,326,871 shares, totaling Baht 198,782,272.28 (par value of Baht 0.68 each), and using a ratio of 2 existing shares to 1 newly issued share, at the issuance price of Baht 0.90.
  - In case that there are remaining shares issued and offered to the existing shareholders, the remaining shares shall be offered to Millcon Steel Public Company Limited.
  - To be offered to Millcon Steel Public Company Limited, in the amount not exceeding 200,000,000 shares, totalling Baht 136,000,000 (par value of 0.68 Baht each), at the issuance price of Baht 0.90.
  - For the right adjustment of BTC - ₩ in the amount not exceeding 43,940,863 share, totalling Baht 29,879,786.84 (par value of Baht 0.68 each).
- 2) Approve the change of the Company’s name from Bangpakong Terminal Public Company Limited to “Begistics Public Company Limited” and approve the amendment of Clause 1 of the Memorandum of Association of the Company to be conform to the change of the Company’s name.
- 3) Approval of the sale of shares to allot not over than 200,000,000 shares to the Private Placement which is Millcon Steel Public Company Limited (Millcon), the offered price is Baht 0.90 per share which equivalent up to Baht 180,000,000. The offered price is less than 90% of the Market Price where the Market Price equivalent to Baht 1.27 per share (between November 15, 2017 - December 6, 2017). The date for the private placement share subscription is between 19 - 23 February 2018 (Five Business days in total). Please see the detail in the Information Memorandum of understanding of the Company, The share allotment for Private Placement.

On February 21, 2018, the Company registered the change of the Company name with the Ministry of Commerce and on February 23, 2018, the Company received payment of shares from the sale of shares to the Private Placement to Millcon Steel Public Company Limited amount of Baht 180,000,000.

17.2 According to the Annual General Meeting of Shareholders 2018 held on April 27, 2018, the Shareholders passed the following resolutions;

- 1) Approved the issuance and offering of warrants to purchase the Company’s ordinary shares to the existing shareholders not exceeding 96,862,212 units at a rate of 9 existing ordinary shares to 1 warrant free of charge (0 Baht) (B - ฿). The exercise ratio is 1 warrant to 1 additional ordinary share for an exercise price of Baht 1.20 per share. The exercise date of the warrant is 3 years from the issue date of warrants.
- 2) Approved the reduction of the Company’s registered capital of the Company in the amount of Baht 139,550,081.44 from Baht 957,033,230.80 to a registered capital of Baht 817,483,149.36 by canceling 205,220,708 unissued shares with a par value of Baht 0.68.
- 3) Approved the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the decrease in the Company's registered capital.
- 4) Approved the increase of the registered capital of the Company in the amount of Baht 65,866,304.16 from a registered capital of Baht 817,483,149.36 to Baht 883,349,453.52 by issuing additional shares of 96,862,212 share with a par value of Baht 0.68.
- 5) Approved the amendment of Clause 4 in the Company's Memorandum of Association to be in line with the increase of the Company's registered capital.
- 6) Approved the allotment of new ordinary shares to support the issuance and offering of warrant rights to purchase the Company’s ordinary shares to existing shareholders not exceeding 96,862,212 shares with a par value of Baht 0.68.
- 7) Approved the registration of two additional branches which are Leamchabang and Rayong.

SEPTEMBER 30, 2019

## 17.3 Warrants (B - ฿)

Details of the warrants approved by the shareholders are as follows;

Exercise ratio : 1 unit of warrant to 1 new ordinary share, unless the exercise ratio is adjusted otherwise pursuant to the provisions.

Exercise price : Baht 1.20 per share, unless the exercise price is adjusted otherwise pursuant to the provisions concerning.

Exercise period : The warrants holders of Warrant B - ฿ will be entitled to exercise their right under the Warrants B - ฿ two times per year on the last business day of June and December each year throughout the life of the warrant. The first exercise date is December 28, 2018 and the last exercise date is at the date that the Warrants B - ฿ have completed the term of 3 years from the issuance date.

On July 2, 2018, the Company issued warrants (B - ฿) of 96,862,212 units to the shareholders. The remaining warrants of 12,651 units will be cancelled afterwards.

17.4 According to the Annual General Meeting of Shareholders 2019 held on April 29, 2019, the Shareholders passed the following resolution;

- 1) Approved the establishment of a subsidiary with a 100% shareholding.

**Details of the subsidiaries that are established**

Subsidiary name : Beyond Capital Company Limited

Registered capital : 10,000,000 baht

Objective : All types of credit companies except those that have to apply for permission and reports to the Bank of Thailand, including personal loans, etc.

- 2) Approved the reducing the company's registered capital from the registered capital amount 883,349,453.52 baht is registered capital 883,340,850.84 baht by cutting the remaining registered ordinary shares from the allotment of shares to support the warrants to purchase the newly issued ordinary shares (B - ฿) of 12,651 shares with a par value of 0.68 baht per share.

The company registered the change of the registered capital of company with the ministry of Commerce on July 15, 2019.

**18. GUARANTEE AND PENDING LAWSUIT**

The Company is a guarantor of the bank loan (including interest) of an associated company since 2004. This loan is granted for cargo boat purchasing. However the associated company did not pay back the loan.

On April 4, 2014 bank filed the lawsuit, requested this associated company, the Company, and another associated company (as guarantor) pay back to the bank Baht 317.40 million with interest rate 18% per annum on the principle of Baht 234.90 million, starting from April 5, 2014.

The Company estimated loss on guarantee amounting to Baht 227 million, in 2014 and 2015.

On August 24, 2015 the Company mediated to the bank at the court, and agreed to pay debt from guarantor of Baht 227 million. And in the year 2016, The Company disposal on investment in associates as a whole, the relating company was terminated since that date. In addition board of directors meeting dated May 11, 2016 approved the Company management team prepared documents for legal action to the former associated companies. On April 11, 2017 the Company filed the former associated companies and its guarantor, totaling of 4 legal cases due to unpaid amount.

At present, the Company has submitted the request for repayment to the receiver officer of the court to the legal Execution Department in 2 cases.

SEPTEMBER 30, 2019

19. OPERATING SEGMENT

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

The principle business of the Company is the operation of a port in Bangpakong, operated transportation and logistics, and operated logistics service. Business unit segment information of the Company for the three - month and nine - month periods ended September 30, 2019 and 2018 Follows;

	In Thousand Baht									
	Consolidated									
	For the three - month periods ended September 30,									
	Operation		Operated		Operated		Other		Total	
	a wharf		transportation &	logistics	logistics service					
	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018
Revenue from rendering of services	16,811	12,958	41,030	58,889	27,996	80,268	-	-	85,837	152,115
Costs of rendering of services	(18,687)	(16,219)	(32,967)	(55,725)	(27,497)	(74,487)	-	-	(79,151)	(146,431)
Gain (Loss) profit	(1,876)	(3,261)	(8,063)	3,164	499	5,781	-	-	6,686	5,684
Other income									883	1,487
Administrative expenses									(21,853)	(15,100)
Finance cost									(1,266)	(1,088)
Share of profit of associates									2,189	-
Loss before income tax									(13,361)	-
Tax expense									(452)	-
Loss for the periods									(13,813)	(9,017)

BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES

“UNAUDITED”

NOTE TO INTERIM FINANCIAL STATEMENT

“REVIEWED”

SEPTEMBER 30, 2019

In Thousand Baht										
Consolidated										
For the nine - month periods ended September 30,										
	Operation		Operated		Operated		Other		Total	
	a wharf		transportation & logistics		logistics service					
	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018
Revenue from rendering of services	68,497	23,788	131,040	163,626	97,854	205,859	-	-	297,391	393,273
Costs of rendering of services	(71,996)	(40,128)	(106,610)	(158,304)	(90,391)	(195,358)	-	-	(268,997)	(393,790)
Gain (Loss) profit	(3,499)	(16,340)	24,430	5,322	7,463	10,501	-	-	28,394	(517)
Other income									7,016	7,648
Administrative expenses									(52,952)	(53,957)
Finance cost									(3,410)	(2,804)
Share of profit of associates									2,670	-
Loss before income tax									(18,282)	-
Tax expense									(581)	-
Loss for the periods									(18,863)	(49,630)
Property, plant and equipment - net										
As at September 30, 2019		56,090		178,824		518		-		235,432
As at December, 2018		44,094		138,000		-		-		182,094

\* The subsidiary isn't start business yet.

BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES

“UNAUDITED”

NOTE TO INTERIM FINANCIAL STATEMENT

“REVIEWED”

SEPTEMBER 30, 2019

In Thousand Baht								
Separate								
For the three - month periods ended September 30,								
Operated								
	Operation a wharf		transportation & logistics		Operated logistics service		Total	
	2019	2018	2019	2018	2019	2018	2019	2018
Revenue from rendering of services	16,811	12,958	41,030	58,889	27,996	80,268	85,837	152,115
Costs of rendering of services	(18,687)	(16,219)	(32,967)	(55,725)	(27,497)	(74,487)	(79,151)	(146,431)
Gain (Loss) profit	(1,876)	(3,261)	(8,063)	3,164	499	5,781	6,686	5,684
Other income							883	1,487
Administrative expenses							(21,803)	(15,100)
Finance cost							(1,266)	(1,088)
Loss for the periods							(15,500)	(9,017)

BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES

“UNAUDITED”

NOTE TO INTERIM FINANCIAL STATEMENT

“REVIEWED”

SEPTEMBER 30, 2019

In Thousand Baht								
Separate								
For the nine - month period ended September 30,								
Operated								
	Operation a wharf		transportation & logistics		Operated logistics service		Total	
	2019	2018	2019	2018	2019	2018	2019	2018
Revenue from rendering of services	68,497	23,788	131,040	163,626	97,854	205,859	297,391	393,273
Costs of rendering of services	(71,996)	(40,128)	(106,610)	(158,304)	(90,391)	(195,358)	(268,997)	(393,790)
Gain (Loss) profit	(3,499)	(16,340)	24,430	5,322	7,463	10,501	28,394	(517)
Other income							7,016	7,648
Administrative expenses							(52,902)	(53,957)
Finance cost							(3,410)	(2,804)
Loss for the periods							(20,902)	(49,630)
Property, plant and equipment - net								
As at September 30, 2019		56,090		178,824		518		235,432
As at December, 2018		44,094		138,000		-		182,094



**BEGISTICS PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**NOTE TO INTERIM FINANCIAL STATEMENT**  
**SEPTEMBER 30, 2019**

**“UNAUDITED”**  
**“REVIEWED”**

**20. LOSS PER SHARE**

20.1 Basic loss per share

Basic loss per share for the three - month and nine - month periods ended September 30, 2019 and 2018 were calculated by dividing loss for the periods to the weighted average number of common shares outstanding during the periods as follows;

	Thousand Baht/ Thousand Share			
	For the three - month periods ended September 30,			
	Consolidated		Separated	
	2019	2018	2019	2018
Loss for the periods	(13,813)	-	(15,500)	(9,017)
Number of common share at January 1	871,760	-	871,760	871,760
Effect of capital increase	89,546	-	89,546	-
Weighted average number of common share	961,306	-	961,306	871,760
Basic loss per share (In Baht)	(0.014)	-	(0.016)	(0.010)

	Thousand Baht/ Thousand Share			
	For the nine - month periods ended September 30,			
	Consolidated		Separated	
	2019	2018	2019	2018
Loss for the periods	(18,863)	-	(20,902)	(49,630)
Number of common share at January 1	871,760	-	871,760	584,654
Effect of capital increase	30,177	-	30,177	224,006
Weighted average number of common share	901,937	-	901,937	808,660
Basic loss per share (In Baht)	(0.021)	-	(0.023)	(0.061)

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

20.2 Diluted loss per share

Diluted loss per share is calculated by dividing the net profit attributable to shareholders by the weighted average number of ordinary shares in issue during the periods adjusted for the effect of conversion of warrant to ordinary share.

The Company did not calculate diluted earnings per share for three - month and nine - month periods ended September 30, 2019 and 2018 because the fair value of an ordinary share is lower than the exercised price of warrants.

**21. COMMITMENT**

21.1 Land lease commitment (Note 15)

21.2 Operating lease commitments - Office buildings and vehicles

	In Thousand Baht
	Consolidated / Separated
	As at September 30, 2019
Within 1 year	4,032
More than 1 to 5 years	7,294

21.3 Finance leases commitments - vehicles and truck - trailers

	In Thousand Baht
	Consolidated / Separated
	As at September 30, 2019
Within 1 year	27,885
More than 1 to 5 years	83,428

21.4 Commitment of land might be expropriate (note 14).

21.5 As at September 30, 2019, the Company has commitment related to letter of guarantee that issued by bank totaling of Baht 0.3 million in respect of The electricity usage of the Company, Customs department of Baht 72 million.

21.6 As at September 30, 2019 and subsequent events after report date indicated that the company has contingent liabilities and / or entered into the agreements those related to new business as follow;

In Thousand Baht		
Commitment	As at September 30, 2019	Subsequent event (October 1, 2019 - November 13, 2019)
1. Letter of guarantee	1,000	Contract termination

**22. APPROVAL OF INTERIM FINANCIAL INFORMATION**

This interim financial information has been approved by the Company’s authorities on November 13, 2019.