**1 General information**

Hemaraj Land and Development Public Company Limited (the Company) was incorporated under the Civil and Commercial Code of Thailand and was subsequently listed on the Stock Exchange of Thailand. On 23 February 2016, the Company received an approval for delisting the Company’s securities from the Stock Exchange of Thailand which will be effective from 2 March 2016. The address of the Company’s registered office is as follows:

18th floor, UM Tower, 9 Ramkhamhaeng Road, Suanluang subdistrict, Suanluang district, Bangkok, Thailand 10250.

For reporting purposes, the Company and its subsidiaries are referred to as “the Group”, in which WHA Corporation Public Company Limited is an ultimate parent company of the Group.

This Interim consolidated and separate financial information was authorised for issue by the Board of Directors on 10 May 2018.

This Interim consolidated and separate financial information has been reviewed, not audited.

**2 Accounting policies**

**2.1 Basis of preparation**

The interim financial information has been prepared in accordance with Thai Accounting Standard 34 Interim Financial Reporting. The primary financial information (statement of financial position, statements of comprehensive income, changes in equity and cash flows) is presented in a format consistent with the annual financial statements complying with Thai Accounting Standard 1 Presentation of Financial Statements.   
The notes to the financial information are prepared in a condensed format. Additional notes are presented as required by the Securities and Exchange Commission under the Securities and Exchange Act.

The interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2017.

An English version of the Interim consolidated and separate financial information has been prepared from the interim financial information that is in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language interim financial information shall prevail.

The accounting policies used in the preparation of the interim financial information are consistent with those used in the annual financial statements for the year ended 31 December 2017.

Costs that are incurred unevenly during the financial year are anticipated or deferred in the interim report only if it would also be appropriate to anticipate or defer such costs at the end of the financial year.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual profit or loss.

**2.2 Revised financial reporting standards**

The Group has applied the revised financial reporting standards which are effective on 1 January 2018 and relevant to the Group. The application of those financial reporting standards does not have significant impact to the Group.

The Group has not yet early adopted the revised financial reporting standards which are effective on   
1 January 2019.

**3 Estimates**

The preparation of interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing this interim financial information, the significant judgements made by management in applying the group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated and separate financial statements for the year ended 31 December 2017.

**4 Segment information**

The Group reported operating segments in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as Board of Directors that makes strategic decisions.

The factors used to identify the Group’s reportable segments include types of products and services, and geographical areas. There are five reportable segments i.e. (1) real estate business (2) power business (3) water business (4) other domestic business and (5) holding company in overseas.

The Board of Director assesses the performance of the operating segments based on revenues from segment. Interest income and expenditure are not allocated to segments, as this type of activity is driven by the central treasury function, which manages the cash position of the Group.

The Group’s revenues between segments are carried out at arm’s length. The revenue from external parties reported to the Board of Director is measured in a manner consistent with that in the statement of income.

**4 Segment information** (continued)

Incomes and profits information by business segment for the three-month period ended 31 March are as follows:

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **2018** | | | | | | **2017** | | | | | |
|  | **Domestic** | | | | **Overseas** |  | **Domestic** | | | | **Overseas** |  |
|  | **Real Estate** | **Power** | **Water** | **Other** | **Holding** |  | **Real Estate** | **Power** | **Water** | **Other** | **Holding** |  |
|  | **business** | **business** | **business** | **business** | **company** | **Total** | **business** | **business** | **business** | **business** | **company** | **Total** |
|  | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Revenue from sales of real estate | 1,718,896,008 | - | - | - | - | 1,718,896,008 | 132,104,788 | - | - | - | - | 132,104,788 |
| Revenue from leases and services | 146,368,570 | - | 40,521,819 | 69,093,303 | - | 255,983,692 | 240,166,260 | - | 43,531,454 | 43,461,869 | - | 327,159,583 |
| Revenue from sales of water | 267,284 | - | 380,452,460 | - | - | 380,719,744 | 253,493 | - | 341,516,277 | - | - | 341,769,770 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total sales and services income | 1,865,531,862 | - | 420,974,279 | 69,093,303 | - | 2,355,599,444 | 372,524,541 | - | 385,047,731 | 43,461,869 | - | 801,034,141 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Profit (loss) from operations | 943,684,611 | (225,107) | 193,991,666 | 40,650,262 | (628,626) | 1,177,472,806 | 76,791,655 | (156,671) | 157,793,021 | 32,496,162 | (218,257) | 266,705,910 |
| Other income | 212,084,861 | 14,901,657 | 1,934,028 | 141,679 | 261,569 | 229,323,794 | 278,801,150 | 45,100,801 | 576,002 | 140,534 | 201 | 324,618,688 |
| Finance costs | (90,214,836) | (72,547,027) | (12,541,170) | - | - | (175,303,033) | (190,322,369) | (118,118,083) | (20,016,547) | (1,536) | - | (328,458,535) |
| Share of profit of associates |  |  |  |  |  |  |  |  |  |  |  |  |
| and joint ventures | 10,549,274 | 660,989,785 | - | - | - | 671,539,059 | 9,840,928 | 252,526,533 | - | - | - | 262,367,461 |
| Income tax | (159,799,754) | (3,183,024) | (8,334,318) | (9,100,021) | - | (180,417,117) | (28,786,953) | (5,735,779) | 18,333,430 | (6,291,896) | - | (22,481,198) |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Profit (loss) for the period | 916,304,156 | 599,936,284 | 175,050,206 | 31,691,920 | (367,057) | 1,722,615,509 | 146,324,411 | 173,616,801 | 156,685,906 | 26,343,264 | (218,056) | 502,752,326 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Profit attributable |  |  |  |  |  |  |  |  |  |  |  |  |
| to non-controlling interests |  |  |  |  |  | (379,162,565) |  |  |  |  |  | (4,891,022) |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Profit attributable |  |  |  |  |  |  |  |  |  |  |  |  |
| to owners of the parent |  |  |  |  |  | 1,343,452,944 |  |  |  |  |  | 497,861,304 |

**4 Segment information** (continued)

Assets and liabilities information by business segment are as following:

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **31 March 2018** | | | | | | **31 December 2017** | | | | | |
|  | **Domestic** | | | | **Overseas** |  | **Domestic** | | | | **Overseas** |  |
|  | **Real Estate** | **Power** | **Water** | **Other** | **Holding** |  | **Real Estate** | **Power** | **Water** | **Other** | **Holding** |  |
|  | **business** | **business** | **business** | **business** | **company** | **Total** | **business** | **business** | **business** | **business** | **company** | **Total** |
|  | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Segment assets | 19,468,218,169 | 11,811,461,859 | 2,369,723,556 | 271,197,022 | 41,337,701 | 33,961,938,307 | 18,732,761,704 | 11,012,130,042 | 2,494,576,543 | 162,171,455 | 42,866,237 | 32,444,505,981 |
| Unallocated assets |  |  |  |  |  | 16,115,600,286 |  |  |  |  |  | 15,983,850,391 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total assets |  |  |  |  |  | 50,077,538,593 |  |  |  |  |  | 48,428,356,372 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Segment liabilities | 15,434,521,741 | 41,271,092 | 201,280,484 | 138,190,479 | 63,227 | 15,815,327,023 | 14,940,370,166 | 41,378,481 | 294,496,573 | 69,386,106 | 71,160 | 15,345,702,486 |
| Unallocated liabilities |  |  |  |  |  | 7,935,267,502 |  |  |  |  |  | 8,330,323,189 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total liabilities |  |  |  |  |  | 23,750,594,525 |  |  |  |  |  | 23,676,025,675 |

Depreciation and amortisation by business segment for the three-month period ended 31 March are as follows:

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **2018** | | | | | | **2017** | | | | | | | |
|  | **Domestic** | | **Overseas** | |  | | **Domestic** | | **Overseas** | |  | |
|  | **Real Estate** | **Power** | **Water** | **Other** | **Holding** |  | **Real Estate** | **Power** | **Water** | **Other** | **Holding** |  | |
|  | **business** | **business** | **business** | **business** | **company** | **Total** | **business** | **business** | **business** | **business** | **company** | **Total** | |
|  | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | **Baht** | |
|  |  |  |  |  |  |  |  |  |  |  |  |  | |
|  |  |  |  |  |  |  |  |  |  |  |  |  | |
| Segment depreciation | 37,590,794 | - | 14,651,084 | 3,755,200 | - | 55,997,078 | 38,328,627 | - | 12,173,301 | 3,756,222 | - | 54,258,150 | |
| Segment amortisation | 1,140,361 | - | 167,157 | - | - | 1,307,518 | 2,868,435 | - | - | - | - | 2,868,435 | |
|  |  |  |  |  |  |  |  |  |  |  |  |  | |
| Total depreciation and |  |  |  |  |  |  |  |  |  |  |  |  | |
| amortisation | 38,731,155 | - | 14,818,241 | 3,755,200 | - | 57,304,596 | 41,197,062 | - | 12,173,301 | 3,756,222 | - | 57,126,585 | |

**5 Fair value estimation**

The analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

* Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
* Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
* Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

The following table presents the group’s financial assets and liabilities that are measured and recognised at fair value.

|  |  |  |
| --- | --- | --- |
|  | **Level 1** | |
|  | **Consolidated and Separate**  **financial information** | |
|  | **31 March** | **31 December** |
|  | **2018** | **2017** |
|  | **Baht** | **Baht** |
| **Asset** |  |  |
| Available-for-sale investments | 827,864,221 | 705,099,746 |

There were no transfers between Level 1 and 2 during the period.

There were no other changes in valuation techniques during the period.

**6 Trade and other receivables, net**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| Trade receivables | 217,369,886 | 217,244,755 | 9,237,613 | 7,756,275 |
| Less Allowance for doubtful debt | (11,837,884) | (32,875,325) | (4,343,015) | (4,334,045) |
|  |  |  |  |  |
|  | 205,532,002 | 184,369,430 | 4,894,598 | 3,422,230 |
| Amounts due from related parties (Note 21.2) | 233,255,488 | 89,692,646 | 530,936,553 | 87,464,614 |
| Prepaid expense | 42,388,569 | 14,117,595 | 18,504,540 | 3,351,133 |
| Advance payment for purchase investment |  |  |  |  |
| in available-for-sale | - | 163,927,168 | - | 163,927,168 |
| Accrued income | 52,565,687 | 52,121,192 | - | - |
| Others | 5,331,048 | 3,323,411 | 4,289,261 | 1,727,387 |
|  |  |  |  |  |
|  | 539,072,794 | 507,551,442 | 558,624,952 | 259,892,532 |

Outstanding trade receivables can be analysed as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| Within due | 156,239,824 | 135,977,114 | 4,665,517 | 2,896,428 |
| Overdue |  |  |  |  |
| Up to 3 months | 49,292,178 | 48,392,316 | 229,081 | 525,802 |
| 3 - 6 months | 1,934,935 | 25,032,000 | 56,816 | 28,707 |
| 6 - 12 months | 3,710,828 | 2,612,135 | 424,214 | 867,567 |
| Over 12 months | 6,192,121 | 5,231,190 | 3,861,985 | 3,437,771 |
|  |  |  |  |  |
|  | 217,369,886 | 217,244,755 | 9,237,613 | 7,756,275 |
| Less Allowance for doubtful debt | (11,837,884) | (32,875,325) | (4,343,015) | (4,334,045) |
|  |  |  |  |  |
|  | 205,532,002 | 184,369,430 | 4,894,598 | 3,422,230 |

**6 Trade and other receivables, net** (continued)

Outstanding amounts due from related parties can be analysed as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| Within due | 232,014,400 | 86,644,482 | 529,940,736 | 83,803,519 |
| Overdue up to 3 months | 1,241,088 | 3,048,164 | 995,817 | 3,661,095 |
|  |  |  |  |  |
|  | 233,255,488 | 89,692,646 | 530,936,553 | 87,464,614 |

**7 Real estate development costs**

The movements of real estate development costs during the three-month period ended 31 March 2018 are as follows:

|  |  |  |
| --- | --- | --- |
|  | **Consolidated financial information** | **Separate financial information** |
|  | **Baht** | **Baht** |
|  |  |  |
| Opening balance | 11,692,919,477 | 3,740,186,397 |
| Additions | 2,691,348 | 19,260,920 |
| Capitalised finance cost | 48,165,548 | - |
| Recognise as expense | (150,826,562) | - |
|  |  |  |
| Closing balance | 11,592,949,811 | 3,759,447,317 |

**Consolidated financial information**

At 31 March 2018, the land in the projects with net book value amounted Baht 1,288.41 million (2017: Baht 1,288.41 million) of the group has been mortgaged as collateral for borrowings from financial institutions.

**8 Non-current assets held for sale**

|  |  |  |
| --- | --- | --- |
|  | **Consolidated**  **financial information** | |
|  | **31 March** | **31 December** |
|  | **2018** | **2017** |
|  | **Baht** | **Baht** |
|  |  |  |
| **Non-current assets held for sale** |  |  |
| Investment properties | - | 471,713,129 |
| Deferred income from operating lease |  |  |
| agreement | - | 11,026,185 |
|  |  |  |
|  | - | 482,739,314 |
|  |  |  |
| **Liabilities directly associated with assets** |  |  |
| **classified as held for sale** |  |  |
| Deposits from long-term lease agreement | - | 32,332,916 |
|  |  |  |
|  | - | 32,332,916 |

**9 Available-for-sale investment**

The movements of available-for-sale investments during the three-month period ended 31 March 2018 are as follows:

|  |  |
| --- | --- |
|  | **Consolidated**  **and Separate financial information** |
|  | **Baht** |
|  |  |
| Opening balance | 705,099,746 |
| Additions | 163,927,168 |
| Capital reduction | (7,999,527) |
| Change in revaluation | (33,163,166) |
|  |  |
| Closing balance | 827,864,221 |

**10 Investments in associates**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | **Place of business and** | **Proportion of ordinary shares held by Company (%)** | | **Proportion of ordinary shares held by the group (%)** | |
|  | **country of** | **31 March** | **31 December** | **31 March** | **31 December** |
| **Associates** | **incorporation** | **2018** | **2017** | **2018** | **2017** |
|  |  |  |  |  |  |
| GHECO-ONE Company Limited | Thailand | - | - | 25 | 25 |
| Hemaraj Industrial Property and  Leasehold Fund | Thailand | 23 | 23 | - | - |
| Gulf JP NLL Company Limited | Thailand | - | - | 18 | 18 |
| Gulf Solar Company Limited and its  subsidiaries: | Thailand | - | - | 18 | 18 |
| Gulf Solar KKS Company Limited | Thailand | - | - | 18 | 18 |
| Gulf Solar BV Company Limited | Thailand | - | - | 18 | 18 |
| Gulf Solar TS1 Company Limited | Thailand | - | - | 18 | 18 |
| Gulf Solar TS2 Company Limited | Thailand | - | - | 18 | 18 |
| B. Grimm Power (WHA) 1 Company Limited | Thailand | - | - | 18 | 18 |
| Gulf VTP Company Limited | Thailand | - | - | 18 | 18 |
| Gulf TS1 Company Limited | Thailand | - | - | 18 | 18 |
| Gulf TS2 Company Limited | Thailand | - | - | 18 | 18 |
| Gulf TS3 Company Limited | Thailand | - | - | 18 | 18 |
| Gulf TS4 Company Limited | Thailand | - | - | 18 | 18 |
| Gulf NLL2 Company Limited | Thailand | - | - | 18 | 18 |

The movements of investments in associates during the three-month period ended 31 March 2018 are as follows:

|  |  |  |
| --- | --- | --- |
|  | **Consolidated financial information** | **Separate financial information** |
|  | **Baht** | **Baht** |
|  |  |  |
| Opening balance | 11,057,723,556 | 1,062,687,935 |
| Additions | 115,546,200 | - |
| Share of net profit after tax | 665,929,834 | - |
| Dividend income | (9,709,839) | - |
|  |  |  |
| Closing balance | 11,829,489,751 | 1,062,687,935 |

During the period, the 2 associates issued increased ordinary shares. The Group purchased all increased ordinary shares to maintain their ownership interest.

The Group has contingent liabilities relating to guarantee of associates’ loans by ordinary shares of such associates.

**11 Investments in subsidiaries**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | **Place of**  **business and** | **Proportion of ordinary shares held by Company**  **(%)** | | **Proportion of ordinary shares held by the group**  **(%)** | |
|  | **country of** | **31 March** | **31 December** | **31 March** | **31 December** |
| **Subsidiaries** | **incorporation** | **2018** | **2017** | **2018** | **2017** |
|  |  |  |  |  |  |
| Eastern Industrial Estate  Company Limited | Thailand | 100 | 100 | - | - |
| Eastern Seaboard Industrial Estate  (Rayong) Company Limited | Thailand | 60 | 60 | - | - |
| Hemaraj Eastern Seaboard Industrial  Estate Company Limited | Thailand | 100 | 100 | - | - |
| Hemaraj Saraburi Industrial Land  Company Limited | Thailand | 100 | 100 | - | - |
| Eastern Pipeline Services  Company Limited | Thailand | 75 | 75 | 25 | 25 |
| Rayong 2012 Company Limited | Thailand | 70 | 70 | 30 | 30 |
| H-International(BVI) Company Limited | British Virgin  Islands | 100 | 100 | - | - |
| Hemaraj International Limited | Cayman Islands | 100 | 100 | - | - |
| H-Construction Management and  Engineering Company Limited | Thailand | 100 | 100 | - | - |
| The Park Residence Company Limited | Thailand | 100 | 100 | - | - |
| SME Factory Company Limited | Thailand | 100 | 100 | - | - |
| WHA Utilities and Power Public  Company Limited | Thailand | 69 | 69 | 1 | 1 |
| Hemaraj Eastern Seaboard Industrial  Estate 4 Company Limited | Thailand | 100 | 100 | - | - |
| Eastern Seaboard Property and  Marina Services Company Limited | Thailand | 100 | 100 | - | - |
| Hemaraj Reit Management  Company Limited | Thailand | 100 | 100 | - | - |
| H - International (SG) Pte. Ltd. | Singapore | - | - | 100 | 100 |
| WHA Hemaraj International  Company Limited | Thailand | 100 | 100 | - | - |
| WHA Hemaraj Land and  Development (SG) Pte. Ltd. | Singapore | - | - | 100 | 100 |
| Hemaraj Rayong Industrial Land  Company Limited | Thailand | - | - | 100 | 100 |
| WHA Water Company Limited | Thailand | - | - | 70 | 70 |
| WHA Energy Company Limited | Thailand | - | - | 70 | 70 |
| WHA Energy 2 Company Limited | Thailand | - | - | 70 | 70 |
| WHA Hemaraj Cienco4 Nghe An  Joint Stock Company | Vietnam | - | - | 99 | 99 |
| WHA Hemaraj Management Services  Vietnam Company Limited | Vietnam | - | - | 100 | 100 |
| WHAUP International  Company Limited | Thailand | - | - | 70 | 70 |
| WHAUP (SG) 1 Pte. Ltd. | Singapore | - | - | 70 | 70 |
| WHAUP (SG) 2 Pte. Ltd. | Singapore | - | - | 70 | 70 |

All subsidiary undertakings are included in the consolidation. The proportion of the voting rights in the subsidiary undertakings held directly by the parent company do not differ from the proportion of ordinary shares held.

The movements of investments in subsidiaries during the three-month period ended 31 March 2018 are as follows:

|  |  |
| --- | --- |
|  | **Separate financial information** |
|  | **Baht** |
|  |  |
| Opening balance | 7,827,611,591 |
|  |  |
| Closing balance | 7,827,611,591 |

Ordinary shares of WHA Energy 2 Company Limited have been pledged as securities for loan (Note 16).

**12 Interests in joint ventures**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | **Place of business and** | **Proportion of ordinary shares held by Company**  **(%)** | | **Proportion of ordinary shares held by the group**  **(%)** | |
|  | **country of** | **31 March** | **31 December** | **31 March** | **31 December** |
| **Joint ventures** | **incorporation** | **2018** | **2017** | **2018** | **2017** |
|  |  |  |  |  |  |
| WHA Gunkul Green Solar Roof 1  Company Limited | Thailand | - | - | 53 | 53 |
| WHA Gunkul Green Solar Roof 3  Company Limited | Thailand | - | - | 53 | 53 |
| WHA Gunkul Green Solar Roof 6  Company Limited | Thailand | - | - | 53 | 53 |
| WHA Gunkul Green Solar Roof 17  Company Limited | Thailand | - | - | 53 | 53 |
| Eastern Seaboard Clean Energy  Company Limited and its subsidiaries | Thailand | - | - | 23 | 23 |
| Chonburi Clean Energy Company Limited | Thailand | - | - | 23 | 23 |
| Rayong Clean Energy Company Limited | Thailand | - | - | 23 | 23 |
| Glow Hemaraj Wind Company Limited | Thailand | - | - | 23 | 23 |
| Houay Ho Thai Company Limited  and its associate | Thailand | - | - | 36 | 36 |
| Houay Ho Power Company Limited | Laos People’s  Democratic Republic | - | - | 9 | 9 |
| Gulf WHA MT Gas Distribution  Company Limited and its subsidiaries | Thailand | - | - | 25 | 36 |
| WHA Eastern Seaboard NGD2  Company Limited | Thailand | - | - | 25 | 36 |
| WHA Eastern Seaboard NGD4  Company Limited | Thailand | - | - | 25 | 36 |

The movements of interests in joint ventures during the three-month period ended 31 March 2018 are as follows:

|  |  |
| --- | --- |
|  | **Consolidated financial information** |
|  | **Baht** |
|  |  |
| Opening balance | 436,810,605 |
| Additions | 152,280,000 |
| Share of net profit after tax | 5,609,225 |
| Currency translation differences | (9,278,309) |
|  |  |
| Closing balance | 585,421,521 |

During the period, Eastern Seaboard Clean Energy Company Limited issue increased ordinary shares. The Group purchased all increased ordinary shares to maintain its ownership interest.

During the period, Gulf WHA MT Gas Distribution Company Limited increased its share capital by issuing new ordinary shares. The Group did not purchase new ordinary shares at a proportion of its previous ownership interests which resulted in a reduction of its ownership interests from 36% to 25%. However, the Group still maintain its investment status of this company as joint venture.

**13 Other long-term investments, net**

|  |  |  |
| --- | --- | --- |
|  | **Consolidated**  **financial information** | |
|  | **31 March** | **31 December** |
|  | **2018** | **2018** |
|  | **Baht** | **Baht** |
|  |  |  |
| Cost | 145,000,010 | 145,000,010 |
| Less Provision for impairment | (717,000) | (717,000) |
|  |  |  |
| Closing net book amount | 144,283,010 | 144,283,010 |

**14 Investment properties, net**

The movements of investment properties during the three-month period ended 31 March 2018 are as follows:

|  |  |  |
| --- | --- | --- |
|  | **Consolidated financial information** | **Separate financial information** |
|  | **Baht** | **Baht** |
|  |  |  |
| Opening net book amount | 2,419,210,866 | 23,327,369 |
| Depreciation charge | (12,382,625) | (91,895) |
|  |  |  |
| Closing net book amount | 2,406,828,241 | 23,235,474 |

**Consolidated financial information**

At 31 March 2018, the partial of land with net book value amounted Baht 710.89 million (2017 : Baht 710.89 million) has been mortgaged as collateral for long-term agreement for 30 years from Hemaraj Industrial Property and Leasehold fund and SCB Asset Management Co., Ltd.

**Separated financial information**

At 31 March 2018, the partial of land with net book value amounted Baht 21.63 million (2017 : Baht 21.63 million) has been mortgaged as collateral for long-term agreement for 30 years from Hemaraj Industrial Property and Leasehold fund and SCB Asset Management Co., Ltd.

**15 Property, plant and equipment, net**

The movements of property, plant and equipment during the three-month period ended 31 March 2018 are as follows:

|  |  |  |
| --- | --- | --- |
|  | **Consolidated financial information** | **Separate financial information** |
|  | **Baht** | **Baht** |
|  |  |  |
| Opening net book amount | 2,398,840,078 | 40,900,087 |
| Additions | 120,043,093 | 5,132,368 |
| Depreciation charge | (43,614,453) | (3,413,951) |
| Currency translation difference | (11,276) | - |
|  |  |  |
| Closing net book amount | 2,475,257,442 | 42,618,504 |

**16 Loans**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| **Current** |  |  |  |  |
| Short-term loans from |  |  |  |  |
| financial institutions | - | 400,000,000 | - | 400,000,000 |
| Short-term loans from |  |  |  |  |
| related parties (Note 21.5) | - | - | 4,353,184,170 | 4,365,184,170 |
|  |  |  |  |  |
|  | - | 400,000,000 | 4,353,184,170 | 4,765,184,170 |
|  |  |  |  |  |
| **Non-current** |  |  |  |  |
| Long-term loans from |  |  |  |  |
| financial institutions | 3,941,252,525 | 3,936,901,708 | - | - |
| Long-term borrowings  from related parties (Note 21.6) | - | - | 986,501,601 | 1,016,876,202 |
|  |  |  |  |  |
|  | 3,941,252,525 | 3,936,901,708 | 986,501,601 | 1,016,876,202 |
|  |  |  |  |  |
| Total loans | 3,941,252,525 | 4,336,901,708 | 5,339,685,771 | 5,782,060,372 |

**16 Loans** (continued)

The movements of long-term loans during the three-month period ended 31 March 2018 are as follows:

|  |  |  |
| --- | --- | --- |
|  | **Consolidated financial information** | **Separate financial information** |
|  | **Baht** | **Baht** |
|  |  |  |
| Opening balance | 3,936,901,708 | 1,016,876,202 |
| Unrealised loss from exchange rate | - | (30,374,601) |
| Amortisation front-end fee | 4,350,817 | - |
|  |  |  |
| Closing balance | 3,941,252,525 | 986,501,601 |

All ordinary shares of WHA Energy 2 Company Limited has been pledged with financial institution in credit facility

(Note 11).

**17 Trade and other payables**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| Trade payables | 260,900,000 | 308,836,705 | 34,182,633 | 44,366,993 |
| Amounts due to related parties (Note 21.4) | 3,259,850 | 3,504,753 | 98,791,889 | 55,287,048 |
| Other payables | 206,002,678 | 172,729,149 | 62,757,821 | 85,559,504 |
| Accrued cost of real estate development | 989,674,317 | 1,158,576,287 | 158,569,230 | 175,855,348 |
| Interest payables | 156,052,979 | 231,520,764 | 79,263,489 | 81,610,841 |
| Dividend payables | 13,534,513 | 14,198,029 | 13,534,369 | 14,198,029 |
| Advance received income | 538,564,322 | 203,541,047 | 300,105,947 | 51,101,436 |
|  |  |  |  |  |
|  | 2,167,988,659 | 2,092,906,734 | 747,205,378 | 507,979,199 |

**18 Debentures**

The movements of debentures during the three-month period ended 31 March 2018 are as follows:

|  |  |  |
| --- | --- | --- |
|  | **Consolidated financial information** | **Separate financial information** |
|  | **Baht** | **Baht** |
|  |  |  |
| Opening balance | 14,102,263,823 | 10,108,842,343 |
| Amortisation of bond underwriting | 1,862,294 | 1,268,796 |
|  |  |  |
| Closing balance | 14,104,126,117 | 10,110,111,139 |

**19 Deferred revenue**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| Current portion of deferred revenue | 121,961,066 | 114,776,964 | 26,065,302 | 25,778,027 |
| Deferred revenue | 1,959,708,514 | 1,658,273,764 | 648,282,188 | 654,908,278 |
|  |  |  |  |  |
|  | 2,081,669,580 | 1,773,050,728 | 674,347,490 | 680,686,305 |

The movements of deferred revenue during the three-month period ended 31 March 2018 are as follows:

|  |  |  |
| --- | --- | --- |
|  | **Consolidated financial information** | **Separate financial information** |
|  | **Baht** | **Baht** |
|  |  |  |
| Opening balance | 1,773,050,728 | 680,686,305 |
| Additions | 337,395,620 | - |
| Recognise income | (28,776,768) | (6,338,815) |
|  |  |  |
| Closing balance | 2,081,669,580 | 674,347,490 |

**20 Income tax**

The interim income tax is accrued based on management’s estimated using the tax rate that would be applicable to expected total annual earnings. The estimated average annual tax rate used is 20% (2017: 20%).

**21 Related-party transactions**

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

The Company is controlled by WHA Corporation Public Company Limited, a company incorporated in Thailand, by indirectly owns in WHA Venture Holdings Co., Ltd. which owns 98.54% of the Company’s shares. The remaining 1.46% of the shares are widely held.

In considering each possible related-party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

**21 Related-party transactions** (continued)

The following significant transactions were carried out with related parties:

**21.1 Revenues and expenses**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
| **For the three-month period ended   31 March** | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| **Parent company** |  |  |  |  |
| Revenue from sales of real estate | 43,670,375 | - | - | - |
| Revenue from leases, services, sales -  of water and others | 93,760 | 73,059 | - | - |
| Interest income | 156,416,301 | 242,431,027 | 156,416,301 | 242,431,027 |
|  |  |  |  |  |
| **Associates** |  |  |  |  |
| Revenue from leases, services, sales -  of water and others | 50,084,804 | 7,945,281 | 84,101 | 134,360 |
| Commission and management income | 1,856,128 | 1,131,534 | 1,856,128 | 1,131,534 |
| Dividend income | 9,709,839 | - | 9,709,839 | - |
| Interest income | 14,901,658 | 20,163,300 | - | - |
|  |  |  |  |  |
| **Subsidiaries** |  |  |  |  |
| Revenue from leases, services, sales -  of water and others | - | - | 14,959,838 | 8,921,235 |
| Commission and management income | - | - | 84,502,025 | 15,749,843 |
| Deferred leasehold right income | - | - | 2,935,000 | 2,935,000 |
| Dividend income | - | - | 368,749,846 | 585,399,762 |
| Interest income | - | - | 11,194,908 | 22,682,506 |
| Cost of service | - | - | 1,741,682 | - |
|  |  |  |  |  |
| **Joint ventures** |  |  |  |  |
| Revenue from leases, services, sales -  of water and others | 980,496 | 50,259 | 980,496 | 50,259 |
| Commission and management income | 143,750 | - | - | - |
| Interest income | 384,805 | - | - | - |
|  |  |  |  |  |
| **Other related parties** |  |  |  |  |
| Revenue from leases, services, sales -  of water and others | 144,014 | - | 89,775 | - |
| Cost of service | 49,167 | - | - | - |
| Administrative fee | 140,968 | - | 104,717 | - |

**21.2 Amounts due from related parties**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| Parent company | 198,157,811 | 41,722,570 | 198,127,315 | 41,711,014 |
| Associates | 34,431,753 | 46,695,510 | 1,212,946 | 1,841,139 |
| Subsidiaries | - | - | 331,147,417 | 43,553,361 |
| Joint ventures | 143,750 | 860,687 | - | - |
| Related parties | 522,174 | 413,879 | 448,875 | 359,100 |
|  |  |  |  |  |
|  | 233,255,488 | 89,692,646 | 530,936,553 | 87,464,614 |

**21 Related-party transactions** (continued)

The following significant transactions were carried out with related parties: (continued)

**21.3 Short-term loans to related parties**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | | |
|  | **31 March** | **31 December** | | **31 March** | **31 December** |
|  | **2018** | **2017** | | **2018** | **2017** |
|  | **Baht** | **Baht** | | **Baht** | **Baht** |
|  |  |  | |  |  |
| Parent company | 14,926,000,000 | 14,926,000,000 | | 14,926,000,000 | 14,926,000,000 |
| Associates | 974,750,000 | 974,750,000 | | - | - |
| Subsidiaries | - | - | | 1,062,450,000 | 1,433,450,000 |
| Joint ventures | - | 39,015,000 | | - | - |
|  |  |  | |  |  |
|  | 15,900,750,000 | 15,939,765,000 | | 15,988,450,000 | 16,359,450,000 |

**Consolidated financial information**

Short-term loans to related parties can be called at any time and are unsecured. The loans bear interest at 4.25% - 12.00% per annum (2017: 4.25% - 12.00% per annum).

**Separate financial information**

Short-term loans to related parties can be called at any time and are unsecured. The loans bear interest at 4.25% per annum (2017: 4.25% - 5.75% per annum).

**21.4 Amounts due to related parties**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| Parent company | 3,259,850 | 3,504,753 | 1,926,000 | 2,093,036 |
| Subsidiaries | - | - | 96,865,889 | 53,194,012 |
|  |  |  |  |  |
|  | 3,259,850 | 3,504,753 | 98,791,889 | 55,287,048 |

**21.5 Short-term loans from related parties**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| Subsidiaries | - | - | 4,353,184,170 | 4,365,184,170 |

Short-term loans from related parties can be called at any time and are unsecured. The loans bear interest at 1.75% - 4.25% per annum (2017: 2.50% - 5.75% per annum).

**21 Related-party transactions** (continued)

The following significant transactions were carried out with related parties: (continued)

**21.6 Long-term loans from related parties**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | | |
|  | **31 March** | **31 December** | | **31 March** | **31 December** | |
|  | **2018** | **2017** | | **2018** | **2017** | |
|  | **Baht** | **Baht** | | **Baht** | **Baht** | |
|  |  |  | |  |  | |
| Subsidiaries | - | - | | 986,501,601 | 1,016,876,202 | |

Short-term loans from related parties can be called at any time and are unsecured. The loans not bear interest.

**21.7 Deferred rental income**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | | |
|  | **31 March** | **31 December** | | **31 March** | **31 December** | |
|  | **2018** | **2017** | | **2018** | **2017** | |
|  | **Baht** | **Baht** | | **Baht** | **Baht** | |
| Associates |  |  | |  |  | |
| - Current portion | 5,584,371 | 5,584,371 | | - | - | |
| - Non-current portion | 138,125,207 | 139,502,175 | | - | - | |
|  |  |  | |  |  | |
|  | 143,709,578 | 145,086,546 | | - | - | |

**21.8 Deferred leasehold right income**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | | |
|  | **31 March** | **31 December** | | **31 March** | **31 December** | |
|  | **2018** | **2017** | | **2018** | **2017** | |
|  | **Baht** | **Baht** | | **Baht** | **Baht** | |
| Subsidiaries |  |  | |  |  | |
| - Current portion | - | - | | 11,740,000 | 11,740,000 | |
| - Non-current portion | - | - | | 551,780,000 | 554,715,000 | |
|  |  |  | |  |  | |
|  | - | - | | 563,520,000 | 566,455,000 | |

**21.9 Key management compensation**

Key management includes directors (executive and non-executive), members of the Executive Committee and the Company Secretary. The compensation paid or payable to key management for employee services is shown below:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
| **For the three-month period ended**  **31 March** | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| Short-term benefits | 67,097,875 | 57,074,744 | 27,142,269 | 27,800,749 |
| Post-employment benefits | 1,512,934 | 1,216,614 | 171,426 | 154,038 |
|  |  |  |  |  |
|  | 68,610,809 | 58,291,358 | 27,313,695 | 27,954,787 |

**22 Commitment**

**22.1 Capital commitments**

Capital expenditure contracted for at the statement of financial position date but not recognised in the financial statements is as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| Purchase of land | 99,274,500 | - | - | - |
| Construction of ready-built factories |  |  |  |  |
| and public utilities | 99,651,192 | 146,155,007 | 11,596,369 | 32,473,816 |
|  |  |  |  |  |
|  | 198,925,692 | 146,155,007 | 11,596,369 | 32,473,816 |

**22.2 Operating lease commitments**

The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  | **Baht** | **Baht** | **Baht** | **Baht** |
|  |  |  |  |  |
| Not later than 1 year | 27,626,224 | 18,212,564 | 15,374,017 | 8,670,720 |
| Later than 1 year but not later |  |  |  |  |
| than 5 years | 48,747,770 | 30,786,757 | 25,669,273 | 12,891,836 |
|  |  |  |  |  |
|  | 76,373,994 | 48,999,321 | 41,043,290 | 21,562,556 |

**23 Contingencies**

**23.1 Bank guarantees**

Banks have provided guarantees on behalf of the Company and the Group as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  |  |  |  |  |
| **Baht currency** |  |  |  |  |
| Infrastructure | 72,551,030 | 73,575,030 | 64,997,830 | 66,101,830 |
| Industrial Estate Authority of |  |  |  |  |
| Thailand | 430,099,510 | 430,099,510 | 430,099,510 | 430,099,510 |
| Performance bond with power group | 858,945,655 | 999,501,856 | - | - |
| Tax refund before tax audited | 393,933,930 | - | - | - |
| Others | 181,032,018 | 181,032,018 | 181,032,018 | 181,032,018 |
|  |  |  |  |  |
|  | 1,936,562,143 | 1,684,208,414 | 676,129,358 | 677,233,358 |

**23 Contingencies** (continued)

**23.1 Bank guarantees** (continued)

Banks have provided guarantees on behalf of the Company and the Group as follows: (continued)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **Consolidated**  **financial information** | | **Separate**  **financial information** | |
|  | **31 March** | **31 December** | **31 March** | **31 December** |
|  | **2018** | **2017** | **2018** | **2017** |
|  |  |  |  |  |
| **USD currency** |  |  |  |  |
| Performance bond with power group | 9,042,844 | 9,042,844 | - | - |

The guarantees are issued in the ordinary course of business. No liabilities are expected to arise from the above guarantees.

**23.2 Other guarantees**

Guarantees in the normal course of business are as follows:

**Consolidated financial information**

The Group has entered into land sale and purchase contracts, which the contract term requires the Group to contingently liable to repay deposits and installments in the event that buyers are unable to obtain satisfactory approvals from the Board of Investment and/or the IEAT to set up their operations.

**24 Subsequent events**

1. On 30 April 2018, The Annual General Meeting 2018 has approved a dividend payment in respect of operating results for the year 2017 at Baht 0.1236 per share, amounting to a total of Baht 1,200 million. The dividend will be paid on 23 May 2018.
2. On 2 May 2018, WHAUP Nghe An Joint Stock Company was incorporated for the purpose of the production and distribution of industrial water and provide waste water treatment services in Vietnam, with registered ordinary shares 2,995,080 shares of Vietnamese Dong 10,000 each, amounting to Vietnamese Dong 29,950,800,000. The Group holds the ordinary shares 2,995,078 shares, equivalent to 99.99% ownership interests.