

**Zen Corporation Group Public Company Limited  
and its Subsidiaries**

Condensed interim financial statements  
for the three-month period ended  
31 March 2022  
and  
Independent auditor's review report

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

### **To the Board of Directors of Zen Corporation Group Public Company Limited**

I have reviewed the accompanying consolidated and separate statements of financial position of Zen Corporation Group Public Company Limited and its subsidiaries (the "Group"), and of Zen Corporation Group Public Company Limited (the "Company"), respectively, as at 31 March 2022; the consolidated and separate statements of comprehensive income, changes in equity and cash flows for the three-month period ended 31 March 2022; and condensed notes ("interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34, "Interim Financial Reporting". My responsibility is to express a conclusion on this interim financial information based on my review.

#### *Scope of Review*

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

#### *Conclusion*

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

(Thanit Osathalert)  
Certified Public Accountant  
Registration No. 5155

KPMG Phoomchai Audit Ltd.  
Bangkok  
13 May 2022

# Zen Corporation Group Public Company Limited and its Subsidiaries

## Statement of financial position

		Consolidated		Separate	
		financial statements		financial statements	
		31 March	31 December	31 March	31 December
Assets	Note	2022	2021	2022	2021
		(Unaudited)		(Unaudited)	
<i>(in thousand Baht)</i>					
<b>Current assets</b>					
Cash and cash equivalents		167,089	267,527	78,971	114,201
Trade and other current receivables	3	81,333	61,273	28,673	35,870
Short-term loans to related parties	3	-	-	344,812	300,018
Inventories		191,779	123,842	-	-
Current tax asset		13,989	10,861	10,380	7,854
Other current assets		38,602	31,193	7,902	8,351
<b>Total current assets</b>		<b>492,792</b>	<b>494,696</b>	<b>470,738</b>	<b>466,294</b>
<b>Non-current assets</b>					
Investment in an associate	4	3,450	3,892	-	-
Investments in subsidiaries	4	-	-	498,816	498,816
Property, plant and equipment	5	639,148	654,688	356,537	357,997
Right-of-use assets	5	772,600	817,490	133,777	139,235
Goodwill	2	255,366	194,809	-	-
Intangible assets other than goodwill		101,981	95,256	16,582	17,813
Deferred tax assets		85,080	86,153	15,927	15,394
Other non-current assets	3	208,884	210,219	17,066	21,845
<b>Total non-current assets</b>		<b>2,066,509</b>	<b>2,062,507</b>	<b>1,038,705</b>	<b>1,051,100</b>
<b>Total assets</b>		<b>2,559,301</b>	<b>2,557,203</b>	<b>1,509,443</b>	<b>1,517,394</b>

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

# Zen Corporation Group Public Company Limited and its Subsidiaries

## Statement of financial position

Liabilities and equity	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 March	31 December	31 March	31 December
		2022	2021	2022	2021
		(Unaudited)		(Unaudited)	
		(in thousand Baht)			
Current liabilities					
Bank overdrafts and short-term borrowings					
from financial institutions	6	84,797	-	-	-
Trade and other current payables	2, 3	253,762	318,535	9,644	11,851
Short-term borrowings from related parties	3	-	-	-	4,077
Current portion of lease liabilities		204,098	202,450	20,519	19,173
Current income tax payable		9,160	1,915	-	-
Accrued expenses		34,914	44,439	5,360	3,846
Current portion of deferred income		15,442	12,407	-	-
Current provisions for loyalty programmes		9,386	7,490	9,386	7,490
Retention payables		2,389	2,448	4	4
Other current liabilities		23,408	24,522	3,293	3,360
Total current liabilities		637,356	614,206	48,206	49,801
Non-current liabilities					
Long-term borrowings from financial institutions	6	1,444	-	-	-
Lease liabilities		607,454	650,474	139,026	144,430
Non-current provisions for employee benefits		26,284	24,681	14,044	13,135
Non-current provisions for decommissioning costs		58,370	59,682	5,091	5,091
Deferred income		26,349	26,479	-	-
Other non-current liabilities		21,864	22,311	-	-
Total non-current liabilities		741,765	783,627	158,161	162,656
Total liabilities		1,379,121	1,397,833	206,367	212,457

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

# Zen Corporation Group Public Company Limited and its Subsidiaries

## Statement of financial position

	Consolidated		Separate	
	financial statements		financial statements	
	31 March	31 December	31 March	31 December
	2022	2021	2022	2021
	(Unaudited)		(Unaudited)	
	(in thousand Baht)			
Liabilities and equity				
Equity				
Share capital:				
Authorised share capital				
(300,000,000 ordinary shares, par value at Baht 1 per share)	300,000	300,000	300,000	300,000
Issued and paid-up share capital				
(300,000,000 ordinary shares, par value at Baht 1 per share)	300,000	300,000	300,000	300,000
Share premium on ordinary shares	959,977	959,977	959,977	959,977
Surplus on business combination under common control	151,114	149,122	-	-
Retained earnings (Deficit)				
Appropriated to legal reserve	30,000	30,000	30,000	30,000
Unappropriated (Deficit)	(312,471)	(316,651)	13,099	14,960
Equity Attributable to owners of the parent	1,128,620	1,122,448	1,303,076	1,304,937
Non-controlling interests	51,560	36,922	-	-
Total equity	1,180,180	1,159,370	1,303,076	1,304,937
Total liabilities and equity	2,559,301	2,557,203	1,509,443	1,517,394

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

# Zen Corporation Group Public Company Limited and its Subsidiaries

## Statement of comprehensive income (Unaudited)

		Consolidated		Separate	
		financial statements		financial statements	
		Three-month period ended		Three-month period ended	
		31 March		31 March	
	<i>Note</i>	2022	2021	2022	2021
		<i>(in thousand Baht)</i>			
<b>Revenues</b>					
Revenue from sales of goods and services	3, 7	686,392	596,645	-	-
Management fee income and others	3, 7	-	-	75,640	67,645
Dividend income	3	-	-	-	11,800
Other income		5,801	8,479	3,349	3,302
<b>Total revenues</b>		<b>692,193</b>	<b>605,124</b>	<b>78,989</b>	<b>82,747</b>
<b>Expenses</b>					
Costs of sales of goods and services	3	377,727	298,166	-	-
Selling expenses		189,194	174,647	-	-
Administrative expenses	3	106,041	95,054	79,637	73,058
<b>Total expenses</b>		<b>672,962</b>	<b>567,867</b>	<b>79,637</b>	<b>73,058</b>
<b>Profit from operating activities</b>		<b>19,231</b>	<b>37,257</b>	<b>(648)</b>	<b>9,689</b>
Finance costs	3	(8,967)	(7,046)	(1,746)	(1,917)
Share of loss of associate accounted for using equity method		(442)	(313)	-	-
<b>Profit (loss) before income tax expense</b>		<b>9,822</b>	<b>29,898</b>	<b>(2,394)</b>	<b>7,772</b>
Tax expense (income)		1,702	1,428	(533)	(818)
<b>Profit (loss) for the period</b>		<b>8,120</b>	<b>28,470</b>	<b>(1,861)</b>	<b>8,590</b>
<b>Other comprehensive income for the period</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total comprehensive income (expense) for the period</b>		<b>8,120</b>	<b>28,470</b>	<b>(1,861)</b>	<b>8,590</b>

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

# Zen Corporation Group Public Company Limited and its Subsidiaries

## Statement of comprehensive income (Unaudited)

	<b>Consolidated</b>		<b>Separate</b>	
	<b>financial statements</b>		<b>financial statements</b>	
	Three-month period ended		Three-month period ended	
	31 March		31 March	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
<b>Profit (loss) attributable to:</b>				
Owners of the parent	4,180	28,470	(1,861)	8,590
Non-controlling interests	3,940	-	-	-
	<b>8,120</b>	<b>28,470</b>	<b>(1,861)</b>	<b>8,590</b>
<b>Total comprehensive income (expense) attributable to:</b>				
Owners of the parent	4,180	28,470	(1,861)	8,590
Non-controlling interests	3,940	-	-	-
	<b>8,120</b>	<b>28,470</b>	<b>(1,861)</b>	<b>8,590</b>
<b>Basic earnings (loss) per share <i>(in Baht)</i></b>	<b>0.03</b>	<b>0.09</b>	<b>(0.01)</b>	<b>0.03</b>

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

**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Statement of changes in equity (Unaudited)**

	Consolidated financial statements							
	Issued and paid-up share capital	Share premium on ordinary shares	Surplus on business combination under common control	Retained earnings (deficit)		Equity attributable to owners of the parent	Non-controlling interests	Total equity
				Appropriated to legal reserve	Unappropriated (deficit)			
(in thousand Baht)								
Three-month period ended 31 March 2021								
Balance at 1 January 2021	300,000	959,977	148,324	30,000	(227,176)	1,211,125	1	1,211,126
Transactions with owners, recorded directly in equity								
Contributions by and distributions to owners of the parent								
Disposal of discount on purchases of fixed assets from companies under common control	-	-	183	-	-	183	-	183
Total contributions by and distributions to owners of the parent	300,000	959,977	148,507	30,000	(227,176)	1,211,308	1	1,211,309
Comprehensive income for the period								
Profit	-	-	-	-	28,470	28,470	-	28,470
Other comprehensive income	-	-	-	-	-	-	-	-
Total comprehensive income (expense) for the period	-	-	-	-	28,470	28,470	-	28,470
Balance at 31 March 2021	300,000	959,977	148,507	30,000	(198,706)	1,239,778	1	1,239,779

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



**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Statement of changes in equity (Unaudited)**

				Consolidated financial statements				
				Retained earnings (deficit)				
			Surplus			Equity		
	Issued and	Share premium	on business	Appropriated	Unappropriated	attributable to	Non-controlling	Total
Note	paid-up	on ordinary	combination under	to legal reserve	(deficit)	owners of	interests	equity
	share capital	shares	common control			the parent		
(in thousand Baht)								
Three-month period ended 31 March 2022								
Balance at 1 January 2022	300,000	959,977	149,122	30,000	(316,651)	1,122,448	36,922	1,159,370
Transactions with owners, recorded directly in equity								
Contributions by and distributions to owners of the parent								
Disposal of discount on purchases of fixed assets from companies under common control	-	-	1,992	-	-	1,992	-	1,992
Total contributions by and distributions to owners of the parent	-	-	1,992	-	-	1,992	-	1,992
Changes in ownership interests in subsidiaries								
Acquisition of a subsidiary with Non-controlling interests	-	-	-	-	-	-	10,698	10,698
Total changes in ownership interests in subsidiaries	-	-	-	-	-	-	10,698	10,698
Total transactions with owners, recorded directly in equity	-	-	1,992	-	-	1,992	10,698	12,690
Comprehensive income for the period								
Profit	-	-	-	-	4,180	4,180	3,940	8,120
Other comprehensive income	-	-	-	-	-	-	-	-
Total comprehensive income (expense) for the period	-	-	-	-	4,180	4,180	3,940	8,120
Balance at 31 March 2022	300,000	959,977	151,114	30,000	(312,471)	1,128,620	51,560	1,180,180

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

## Zen Corporation Group Public Company Limited and its Subsidiaries

### Statement of changes in equity (Unaudited)

	Separate financial statements				Total equity
	Issued and paid-up share capital	Share premium on ordinary shares	Retained earnings		
			Appropriated to legal reserve <i>(in thousand Baht)</i>	Unappropriated	
<b>Three-month period ended 31 March 2021</b>					
<b>Balance at 1 January 2021</b>	<b>300,000</b>	<b>959,977</b>	<b>30,000</b>	<b>10,046</b>	<b>1,300,023</b>
<b>Comprehensive income for the period</b>					
Profit	-	-	-	8,590	8,590
Other comprehensive income	-	-	-	-	-
<b>Total comprehensive income (expense) for the period</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>8,590</b>	<b>8,590</b>
<b>Balance as at 31 March 2021</b>	<b>300,000</b>	<b>959,977</b>	<b>30,000</b>	<b>18,636</b>	<b>1,308,613</b>

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

## Zen Corporation Group Public Company Limited and its Subsidiaries

### Statement of changes in equity (Unaudited)

	Separate financial statements				
			Retained earnings		
	Issued and paid-up share capital	Share premium on ordinary shares	Appropriated to legal reserve <i>(in thousand Baht)</i>	Unappropriated	Total equity
Three-month period ended 31 March 2022					
Balance at 1 January 2022	300,000	959,977	30,000	14,960	1,304,937
Comprehensive income for the period					
Loss	-	-	-	(1,861)	(1,861)
Other comprehensive income	-	-	-	-	-
Total comprehensive income (expense) for the period	-	-	-	(1,861)	(1,861)
Balance as at 31 March 2022	300,000	959,977	30,000	13,099	1,303,076

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

**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Statement of cash flows (Unaudited)**

	<b>Consolidated</b>		<b>Separate</b>	
	<b>financial statements</b>		<b>financial statements</b>	
	Three-month period ended		Three-month period ended	
	31 March		31 March	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
<b><i>Cash flows from operating activities</i></b>				
Profit (loss) for the period	8,120	28,470	(1,861)	8,590
<i>Adjustments to reconcile profit (loss) to cash receipts (payments)</i>				
Tax expense (income)	1,702	1,428	(533)	(818)
Finance costs	8,967	7,046	1,746	1,917
Depreciation and amortisation	89,366	92,214	9,261	8,714
Reversal of provision for decommissioning costs	(997)	(462)	-	-
Provision for employee benefits	1,603	1,598	909	801
Provision for loyalty programmes	1,896	122	-	-
Share of loss of associate accounted for using equity method, net of tax	442	313	-	-
Reversal of impairment loss on assets	-	(4,803)	-	-
Reversal of loss on inventories devaluation and deteriorate	(410)	(1,872)	-	-
Loss on disposal of property, plant and equipment and intangible assets	313	4,148	-	-
Gain on disposal of right-of-use assets	(721)	(1,497)	-	-
Differences on a granted concession	(8,091)	(19,325)	-	-
Recognition of deferred income	(18,122)	(17,992)	(652)	-
Dividend income	-	-	-	(11,800)
Interest income	(627)	(196)	(3,111)	(2,484)
	83,441	89,192	5,759	4,920
<i>Changes in operating assets and liabilities</i>				
Trade and other current receivables	10,767	21,572	7,197	(8,959)
Inventories	5,853	7,386	-	-
Other current assets	(7,346)	1,927	867	(6)
Other non-current assets	1,336	(3,605)	4,779	(4,777)
Trade and other current payables	(91,000)	6,995	(2,207)	(7,307)
Retention payables	(59)	(2,056)	-	19
Accrued expenses	(9,525)	(12,505)	1,517	(6,010)
Other current liabilities	(1,114)	(6,887)	1,829	(8,215)
Deferred income	21,027	15,418	652	-
Other non-current liabilities	257	(185)	-	-
<b>Net cash generated from (used in) operating</b>	<b>13,637</b>	<b>117,252</b>	<b>20,393</b>	<b>(30,335)</b>
Provisions for employee benefit paid	-	(2,759)	-	(2,481)
Taxes received (paid)	(3,073)	4,534	(2,526)	3,082
<b>Net cash from (used in) operating activities</b>	<b>10,564</b>	<b>119,027</b>	<b>17,867</b>	<b>(29,734)</b>

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

**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Statement of cash flows (Unaudited)**

	<i>Note</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
		Three-month period ended		Three-month period ended	
		31 March		31 March	
		2022	2021	2022	2021
<i>(in thousand Baht)</i>					
<b><i>Cash flows from investing activities</i></b>					
Acquisition of a subsidiary, net of cash acquired	2	(57,534)	-	-	-
Acquisition of interest in associate		-	(3,375)	-	-
Proceeds from sale of property, plant and equipment		305	2,130	-	4
Acquisition of property, plant and equipment and intangible assets		(16,677)	(14,396)	(1,112)	(1,809)
Short-term loans to related parties		-	-	(655,902)	(453,121)
Proceeds from repayment of short-term loans to related parties		-	-	611,108	561,493
Decommissioning costs paid		(1,019)	(401)	-	-
Dividends received		-	-	-	11,800
Interest received		564	-	2,693	2,400
<b>Net cash from (used in) investing activities</b>		<b>(74,361)</b>	<b>(16,042)</b>	<b>(43,213)</b>	<b>120,767</b>
<b><i>Cash flows from financing activities</i></b>					
Proceeds from short-term borrowings from financial institutions		65,973	-	-	-
Proceeds from short-term borrowings from related parties		-	-	68,308	36,520
Repayment of short-term borrowings from financial institutions		(52,757)	-	-	-
Repayment of short-term borrowings from related parties		-	-	(72,385)	(28,624)
Payment of lease liabilities		(40,890)	(49,590)	(4,057)	(4,054)
Interest paid		(8,967)	(7,045)	(1,750)	(1,916)
<b>Net cash from (used in) financing activities</b>		<b>(36,641)</b>	<b>(56,635)</b>	<b>(9,884)</b>	<b>1,926</b>
<b>Net increase (decrease) in cash and cash equivalents</b>		<b>(100,438)</b>	<b>46,350</b>	<b>(35,230)</b>	<b>92,959</b>
Cash and cash equivalents at 1 January		267,527	268,540	114,201	158,474
<b>Cash and cash equivalents at 31 March</b>		<b>167,089</b>	<b>314,890</b>	<b>78,971</b>	<b>251,433</b>
<b><i>Non-cash transactions</i></b>					
Increase in right-of-use assets		17,905	28,330	-	-
Decrease in right-of-use assets		(9,575)	(29,755)	-	-
Decrease in lease liabilities from rent concessions		(8,091)	(19,325)	-	-

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

**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Notes to the condensed interim financial statements**  
**For the three-month period ended 31 March 2022 (Unaudited)**

<b>Note</b>	<b>Contents</b>
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**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Notes to the condensed interim financial statements**  
**For the three-month period ended 31 March 2022 (Unaudited)**

These notes form an integral part of the interim financial statements.

The interim financial statements issued for Thai regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language financial statements and were approved and authorised for issue by the Board of Directors on 13 May 2022.

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

The condensed interim financial statements are presented in the same format as the annual financial statements together with notes to the interim financial statements on a condensed basis (“interim financial statements”) in accordance with Thai Accounting Standard (TAS) No. 34 *Interim Financial Reporting*, guidelines promulgated by the Federation of Accounting Professions and applicable rules and regulations of the Thai Securities and Exchange Commission. The interim financial statements focus on new activities, events and circumstances to avoid repetition of information previously reported in annual financial statements. Accordingly, these interim financial statements should be read in conjunction with the financial statements of the Company and its subsidiaries for the year ended 31 December 2021.

In preparing these interim financial statements, judgements and estimates are made by management in applying the Group’s accounting policies. Actual results may differ from these estimates. The accounting policies, methods of computation and the key sources of estimation uncertainty were the same as those that described in the financial statements for the year ended 31 December 2021.

**2 Acquisition of a subsidiary**

At the Board of Director Meeting held on 24 February 2022, the Board of Directors approved Spice Synergy Company Limited (“SYN”), a Subsidiary of the Company, invest in King Marine Foods Company Limited (“KMF”) which operates the business as the retailer and wholesaler of Japanese restaurant and general restaurants frozen seafood of 25,500 shares, amounting to a total of Baht 71.7 million, 51% of authorised share capital. The payment schedule is divided into 2 installments, the 1<sup>st</sup> installment of Baht 60.1 million will be paid on the completion of business transferred date and the 2<sup>nd</sup> installment of Baht 12.0 million (including interest expense of Baht 0.41 million) upon KMF can meet the condition as specified in the agreement. On 1 March 2022, SYN paid the 1<sup>st</sup> installment and receive of 51% of authorised share capital. Then the Group obtained the control over KMF.

Taking control of KMF will enable to support the Group’s business which cause to the Group has a stable source of raw material along with cost advantages and generate more sales volume in the future.

*Contingent consideration as stipulated in the agreement*

Regarding to the criteria specified in such agreement, the Group has recorded the purchased consideration transferred based on the best estimate method amounting to Baht 11.6 million. The recorded amount is represented at fair value at the acquisition date using discount rate of 5.3% per annum.

	<b>Fair value</b> <i>(in thousand Baht)</i>
1 <sup>st</sup> installment : Cash	60,100
2 <sup>nd</sup> installment : Contingent consideration as stipulated in the agreement	11,592
<b>Total</b>	<b>71,692</b>

**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Notes to the condensed interim financial statements**  
**For the three-month period ended 31 March 2022 (Unaudited)**

During the period from acquisition date to 31 March 2022, KMF contributed revenue of Baht 32.2 million and profit of Baht 2.5 million to the Group's results.

<i>Identifiable assets acquired and liabilities assumed</i>	<b>Fair value</b> <i>(in thousand Baht)</i>
Cash and cash equivalents	2,566
Trade and other current receivables	30,827
Inventories	73,380
Property, plant and equipment	2,745
Intangible assets	6,535
Other non-current assets	1
Bank overdrafts and short-term borrowings from financial institutions	(60,683)
Trade and other current payables	(14,635)
Current income tax payable	(5,118)
Long-term borrowings from financial institutions	(12,342)
Deferred tax liabilities	(1,443)
<b>Total identifiable net assets</b>	<b>21,833</b>
<i>Less Non-controlling interests (49 %)</i>	<i>10,698</i>
<b>Total identifiable net assets received</b>	<b>11,135</b>
Goodwill arising from the acquisition	60,557
<b>Purchase consideration transferred</b>	<b>71,692</b>
Cash paid - 1 <sup>st</sup> installment	60,100
Cash paid - 2 <sup>nd</sup> installment (Excluding interest expenses of Baht 0.41 million)	11,592
<i>Less Net cash acquired with the subsidiary</i>	<i>(2,566)</i>
<b>Net cash outflows</b>	<b>69,126</b>

Management has appointed an independent valuation to assess the fair value of the above business. The fair value of assets acquired and liabilities assumed have been provisionally determined at the acquisition date. Determination of fair value of assets acquired and liabilities assumed and the allocation of the purchase price have not been completed as of the date of approval of these interim financial statements.

The Group is continuing its review of these matters during the measurement period. If new information obtained within one year from the acquisition date about facts and circumstances that existed at the acquisition date identifies adjustments to the above provisional fair values.



**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Notes to the condensed interim financial statements**  
**For the three-month period ended 31 March 2022 (Unaudited)**

**3 Related parties**

Relationships with associate and subsidiaries that have material changes are described in notes 4. Relationships with key management and other related parties, as well as, pricing policies for particular types of transactions with related parties have no material changes during the three-month period ended 31 March 2022.

<i>Significant transactions with related parties</i> <i>Three-month period ended 31 March</i>	<b>Consolidated</b> <b>financial statements</b>		<b>Separate</b> <b>financial statements</b>	
	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
<b>Subsidiaries</b>				
Interest income	-	-	2,950	2,287
Dividend income	-	-	-	11,800
Management fee income and others	-	-	75,640	67,645
<b>Associate</b>				
Sales of goods	707	450	-	-
<b>Other related party</b>				
Rental expense	450	429	-	-
<b>Key management personnel</b>				
Key management personnel compensation				
Short-term employee benefit	7,867	9,812	7,172	9,812
Post-employment benefits	444	652	444	652
<b>Total</b>	<b>8,311</b>	<b>10,464</b>	<b>7,616</b>	<b>10,464</b>

	<b>Consolidated</b> <b>financial statements</b>		<b>Separate</b> <b>financial statements</b>	
	31 March 2022	31 December 2021	31 March 2022	31 December 2021
<i>Balances with related parties as at</i>	<i>(in thousand Baht)</i>			
<b>Trade accounts receivable</b>				
Subsidiaries	-	-	26,932	34,521
Associate	140	151	-	-
<b>Total</b>	<b>140</b>	<b>151</b>	<b>26,932</b>	<b>34,521</b>
<b>Other current receivables</b>				
Subsidiaries	-	-	1,453	851
<b>Total</b>	<b>-</b>	<b>-</b>	<b>1,453</b>	<b>851</b>

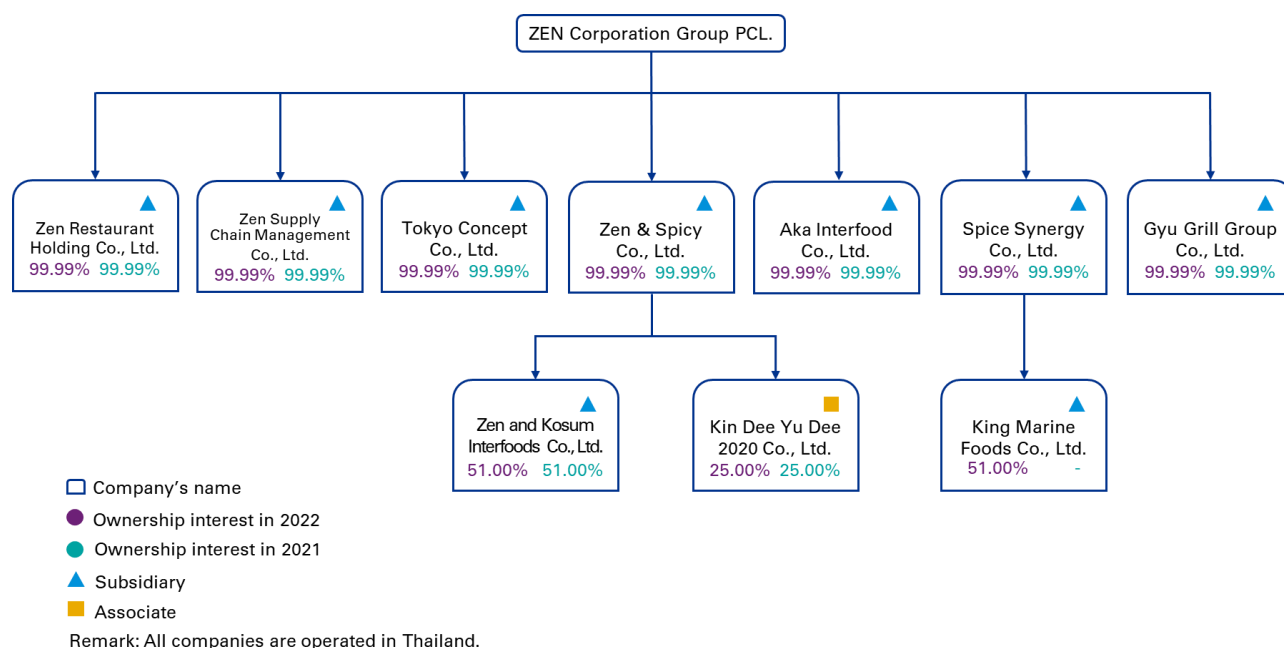
**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Notes to the condensed interim financial statements**  
**For the three-month period ended 31 March 2022 (Unaudited)**

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	31 March 2022	31 December 2021	31 March 2022	31 December 2021
<i>Balances with related parties as at</i>				
				(in thousand Baht)
<i>Loans to</i>				
Subsidiaries	-	-	344,812	300,018
<b>Total</b>	<b>-</b>	<b>-</b>	<b>344,812</b>	<b>300,018</b>
<i>Refundable deposits</i>				
Other related party	2,667	2,667	-	-
<b>Total</b>	<b>2,667</b>	<b>2,667</b>	<b>-</b>	<b>-</b>
<i>Accrued interest income</i>				
Subsidiaries	-	-	1,188	931
<b>Total</b>	<b>-</b>	<b>-</b>	<b>1,188</b>	<b>931</b>
<i>Trade accounts payable</i>				
Subsidiaries	-	-	1,614	2,337
Other related party	339	281	-	-
<b>Total</b>	<b>339</b>	<b>281</b>	<b>1,614</b>	<b>2,337</b>
<i>Other current payables</i>				
Subsidiaries	-	-	2,042	2
<b>Total</b>	<b>-</b>	<b>-</b>	<b>2,042</b>	<b>2</b>
<i>Borrowings from</i>				
Subsidiaries	-	-	-	4,077
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4,077</b>

All short-term loans to and short-term borrowing with all related parties are unsecured and have repayment terms at call.

**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Notes to the condensed interim financial statements**  
**For the three-month period ended 31 March 2022 (Unaudited)**

**4 Investments in subsidiaries and an associate**



**Material movements for the three-month period ended 31 March 2022**

	Note	Consolidated financial statements (in thousand Baht)
<b>Subsidiary</b>		
Purchase investment in KMF	2	71,692

**5 Property, plant and equipment**

For the three-month period ended 31 March 2022	Consolidated financial statements (in thousand Baht)	Separate financial statements
Acquisitions - at cost	20,148	435
Disposals - net book value	(619)	-

*Right-of-use assets*

For the three-month period ended 31 March 2022	Consolidated financial statements (in thousand Baht)	Separate financial statements
Additions - at cost	17,905	-
Disposals - net book value	(9,575)	-

The Group leases the spaces for 3 years, with extension options at the end of lease term and the rental is variable payments depending on the lease term. The rental is payable monthly as specified in the contract.

In 2022, the Group received COVID-19-related rent concessions resulting in a decrease in lease payment for the three-month period ended 31 March 2022 in amounting to Baht 8.1 million (2021: Baht 19.3 million) in the consolidated financial statements.

**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Notes to the condensed interim financial statements**  
**For the three-month period ended 31 March 2022 (Unaudited)**

**6 Interest-bearing liabilities**

Interest-bearing liabilities are borrowings from local financial institutions of a subsidiary invested by the Group as mentioned in Note 2 in amounting to Baht 86.2 million with interest rate as follows:

	( <i>% per annum</i> )
Bank overdrafts	MRR-0.25 and MOR
Letters of credit and trust receipts	MRR+2.5
Long-term borrowings	2 and MLR

**7 Segment information and disaggregation of revenue**

*Business segment*

Management considers that the Group operates in a single line of business, namely restaurant, and has, therefore, only one reportable segment.

*Geography*

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

In the following table, revenue is disaggregated by primary major products and timing of revenue recognition.

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
<i>For the three-month period ended 31 March</i>	2022	2021	2022	2021
	<i>(in thousand Baht)</i>			
<b>Major products and services lines</b>				
Revenue from sales of goods	670,374	581,880	-	-
Franchise fee income	16,018	14,765	-	-
Management fee income and others	-	-	75,640	67,645
<b>Total</b>	<b><u>686,392</u></b>	<b><u>596,645</u></b>	<b><u>75,640</u></b>	<b><u>67,645</u></b>
<b>Timing of revenue recognition</b>				
At a point in time	684,124	594,884	-	-
Over time	2,268	1,761	75,640	67,645
<b>Total</b>	<b><u>686,392</u></b>	<b><u>596,645</u></b>	<b><u>75,640</u></b>	<b><u>67,645</u></b>

**Zen Corporation Group Public Company Limited and its Subsidiaries**  
**Notes to the condensed interim financial statements**  
**For the three-month period ended 31 March 2022 (Unaudited)**

**8 Financial instruments**

*Carrying amounts and fair values*

The carrying amounts and fair values of financial current assets and financial current liabilities are taken to approximate the carrying values due to the relatively short-term maturity of these financial assets and liabilities.

**9 Commitments with non-related parties**

<i>At 31 March 2022</i>	<b>Consolidated financial statements</b> <i>(in thousand Baht)</i>	<b>Separate financial statements</b>
<i><b>Capital commitments</b></i>		
Leasehold improvements	24,746	-
Office equipments	2,015	-
Intangible assets	106	4
<b>Total</b>	<b>26,867</b>	<b>4</b>
<i><b>Other commitments</b></i>		
Short-term lease commitments	9,088	1,056
Purchase orders for goods and supplies	73,508	81
Bank guarantees	1,100	-
Service agreements	258,066	-
Other agreements	2,872	1,457
<b>Total</b>	<b>344,634</b>	<b>2,594</b>

*Distributorship Agreement*

On 18 January 2022, a Subsidiary entered into the Distributorship Agreement with a local company to be a distributor of the Company, in order to increase sales channels under such company's control for the period from 1 February 2022 to 31 January 2025.

**10 Event after the reporting period**

At the Board of Director Meeting held on 13 May 2022, the Board of Directors approved to provide financial support to a subsidiary as a proportion of shareholding in borrowing facilities of Baht 30.6 million with an interest rate as specified in the agreement. The purpose of such borrowing is to expand the business according to the Company's plan.