



No. 010/2021

25 October 2021

Subject: Revision of the Financial Statements and Notes to the Financial Statements for the year 2020 Ended 31 December 2020 and for the Six-Month Period Ended 30 June 2021

To: President
The Stock Exchange of Thailand

Since Asset Five Group Public Company Limited (“**the Company**”) submitted the financial statements for the year 2020 ended 31 December 2020 on 1 March 2021 and the financial statements for the six-month period ended 30 June 2021 on 1 March 2021

The Company would like to clarify the essence of the revision of the financial statements and notes to the financial statements for the year 2020 ended 31 December 2020 and for the six-month period ended 30 June 2021 with the details as followed (The red texts are the amended content):

Criteria for Consolidation for Reverse Takeover

In 2018, shareholders of Asset Five Development Co., Ltd. has established a company, Asset Five Holding Co., Ltd. to restructure in the Group by issuing the increase ordinary shares to shareholders and loans creditors of Asset Five Development Co., Ltd. in exchange for a 96.67% shareholding in Asset Five Development Co., Ltd. and received transfer the rights of creditor.

Subsequent in 2018, Asset Five Group Public Company Limited (formerly named Adamas Corporation Public Company Limited) has issued the increase ordinary shares to Asset Five Holdings Co., Ltd. to be paid for entire transfers of Asset Five Holding Co., Ltd., which is considered as a reverse acquisition, with Asset Five Group Public Company Limited as a legal parent company (accounting acquiree) and Asset Five Development Co., Ltd. is a legal subsidiary (accounting acquirer).

Previously, as at the transaction date in 2018, the Company calculates and records the cost of reverse recapitalization only from the value of the business of Asset Five Development Co., Ltd. The other assets transferred are recorded as costs for acquisition of assets which do not calculate proportionally, resulting the fair value per share is low, as a result, the total cost is understated. Nevertheless, the Company has corrected the error relating to the cost of new business combination by calculating total value of the business value of Asset Five Development Co., Ltd and net asset value transferred from Asset Five Holding Co., Ltd., which resulted in the existing cost of business combination and deficit are understated by the same amount of Baht 100.28 million. This error has been corrected and made retroactively adjustment the comparative consolidated financial statements. The effects of adjustment of the accounting errors are as follows:

Share capital value recognized in consolidated financial statements as at Reverse Takeover date are as follows:

(Unit: Baht)

	Consolidated financial statements		
	Before adjustment	Adjustment/ Reclassification	After adjustment
Share capital value of subsidiary legally existed before business combinations (net of non-controlling interests from business combination)			
Asset Five Development Co., Ltd.	289,999,990	-	289,999,990
Cost of business combination			
Cost of business combination as at reverse business acquisition date	151,845,101	100,280,779	252,125,880
Cost of asset acquisition	211,042,586	(211,042,586)	-
Premium from business combinations	-	211,042,586	211,042,586
Premium on share-based payment	9,166,765	-	9,166,765
Difference from changes in investment proportion of subsidiary	(2,568,517)	-	(2,568,517)
Share capital value recognized in consolidated financial statements	<u>659,485,925</u>	<u>100,280,779</u>	<u>759,766,704</u>

Capital under shareholders structure of legal parent company are presented as follows:

(Unit: Baht)

	Consolidated financial statements		
	Before adjustment	Before adjustment	Before adjustment
Issued and paid-up share capital	1,123,000,000	-	1,123,000,000
Share premium (discount) on ordinary shares	(169,071,845)	-	(169,071,845)
Equity-settled share-based payment	9,166,765	-	9,166,765
Difference from changes in investment proportion of subsidiary	(2,568,517)	-	(2,568,517)
Capital adjustment from reverse takeover	(301,040,478)	100,280,779	(200,759,699)
	<u>659,485,925</u>	<u>100,280,779</u>	<u>759,766,704</u>

Cumulative effects of errors correction for the six-month financial statements ended 30 June 2021 are presented as follows:

(Unit: Baht)

	Consolidated financial statements		
	Before adjustment	Adjustment/ Reclassification	After adjustment
Statements of financial position as at 30 June 2021			
Shareholders' equity			
Capital adjustment from reverse takeover	131,165,439	100,280,779	231,446,218
Retained earnings	29,335,681	(100,280,779)	(70,925,098)
Statements of financial position as at 31 December 2020			
Shareholders' equity			
Capital adjustment from reverse takeover	115,757,993	100,280,779	216,038,772
Retained earnings	(67,802,561)	(100,280,779)	(168,083,340)

Cumulative effects of errors correction for the financial statements for the year 2020 ended 31 December 2020 are presented as follows:

(Unit: Baht)

	Consolidated financial statements		
	Before adjustment	Before adjustment	Before adjustment
Statements of financial position as at 31 December 2020			
Shareholders' equity			
Capital adjustment from reverse takeover	115,757,993	100,280,779	216,038,772
Retained earnings	(67,802,561)	(100,280,779)	(168,083,340)
Statements of financial position as at 31 December 2019			
Shareholders' equity			
Capital adjustment from reverse takeover	(301,040,478)	100,280,779	(200,759,699)
Retained earnings	(125,041,771)	(100,280,779)	(225,322,550)
Statements of financial position as at 1 January 2019			
Shareholders' equity			
Capital adjustment from reverse takeover	(301,040,478)	100,280,779	(200,759,699)
Retained earnings	(168,120,050)	(100,280,779)	(268,400,829)

Please be informed accordingly.

Sincerely yours

Asset Five Group Public Company Limited

Signed

(Mr. Kriangkrai Siravanichkan)
Chairman of the Board of Directors