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Independent Auditor's Report

To the Shareholders of Prima Marine Public Company Limited

Opinion

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

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

Basis for Opinion

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

Marisa



Key Audit Matters

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

Impairment of goodwill, investment in subsidiaries and vessels	
Refer to Note 3(b), 3(i), 3(l), 10, 12 and 14 to the consolidated and separate financial statements.	
The key audit matter	How the matter was addressed in the audit
<p>As at 31 December 2024, the Group had a carrying amounts of goodwill of Baht 1,563.67 million. The Company's carrying amount of investment in subsidiaries is Baht 6,776.75 million.</p> <p>The principal businesses of the subsidiaries are marine transportation of petroleum products and supporting exploration and production of offshore petroleum products and ship management. There are several external risk factors such as change in economic and oil price, which may significantly affect the forecasted operating results. These factors are indications that goodwill and investments in subsidiaries may be impaired.</p> <p>As at 31 December 2024, the Group had a carrying amount of vessels of Baht 9,892.54 million. During 2024, the Group's vessels provide several services. The service rates and volumes depend on the market condition. The current market is highly competitive, and it leads to a decrease in service rates and volumes for some types of vessel. These factors may be the indications that vessels may be impaired.</p> <p>The management assessed recoverability of goodwill, investment in subsidiaries and vessels based on value in use which involves an estimate of the future cash flows.</p> <p>Due to the materiality of the transactions and the significant management judgment involved in determining recoverable amount, I considered that this matter is the key audit matter.</p>	<p>My audit procedures included:</p> <ul style="list-style-type: none"> - Making inquiries of the management and checking related documents to understand the process of identification of cash-generating units, assessment of impairment indicators, and preparation of discounted cash flow projection; - Evaluating the key management assumptions used in the calculation of value in use of goodwill, investment in subsidiaries and vessels that have impairment indicators and assessed those key assumptions against actual operating results and operation plans; - Evaluating the key management assumptions for the residual value of vessels; - Performing sensitivity test by varying key assumptions; and - Considering the adequacy of the Group's and the Company's disclosures in accordance with Thai Financial Reporting Standards.

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Other Information

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

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

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

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

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

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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

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

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

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



(Marisa Tharathornbunpakul)
Certified Public Accountant
Registration No. 5752

KPMG Phoomchai Audit Ltd.
Bangkok
25 February 2025

Prima Marine Public Company Limited and its Subsidiaries

Statement of financial position

Assets	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 December		31 December	
		2024	2023	2024	2023
(in thousand Baht)					
Current assets					
Cash and cash equivalents	6	3,593,474	3,606,318	131,175	502,066
Trade and other current receivables	5, 7	1,357,998	967,002	38,982	59,459
Bunker and supplies		274,079	215,713	11,275	3,884
Derivative asset	26	3,565	1,226	-	-
Other current assets		77,740	111,501	2,016	1,193
Total current assets		5,306,856	4,901,760	183,448	566,602
Non-current assets					
Restricted deposits at financial institutions	16	10,695	8,979	-	-
Long-term loans to subsidiaries	5	-	-	1,259,678	1,600,598
Investments in an associate and a joint venture	8	203,981	178,880	83,981	83,981
Investments in subsidiaries	10	-	-	6,776,750	6,405,750
Property, plant, equipment and vessels	12, 16	12,181,174	9,826,012	1,579,729	1,610,857
Right-of-use assets	13	3,557,025	4,057,929	7,490	7,829
Goodwill	14	1,563,665	1,467,784	-	-
Other intangible assets	15	109,466	87,942	211	306
Deferred tax assets	23	30,872	32,372	-	-
Other non-current assets	5	83,962	154,339	1,929	37,199
Total non-current assets		17,740,840	15,814,237	9,709,768	9,746,520
Total assets		23,047,696	20,715,997	9,893,216	10,313,122

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

Prima Marine Public Company Limited and its Subsidiaries

Statement of financial position

Liabilities and equity	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 December		31 December	
		2024	2023	2024	2023
<i>(in thousand Baht)</i>					
Current liabilities					
Short-term loans from financial institutions	16	730,000	-	730,000	-
Trade and other current payables	5	1,480,317	1,099,287	107,460	52,882
Current portion of					
- long-term loans from financial institutions	16	1,249,739	1,165,213	570,493	917,794
- lease liabilities	16	452,469	473,264	4,002	2,193
Corporate income tax payable		191,316	107,673	20,686	-
Derivative liabilities	26	17,687	-	29	-
Other current liabilities		52,467	47,134	2,674	13,984
Total current liabilities		4,173,995	2,892,571	1,435,344	986,853
Non-current liabilities					
Long-term loans from financial institutions	16	3,692,076	1,847,133	683,980	1,078,523
Long-term loan from parent of the Group	5, 16	43,972	75,968	-	-
Lease liabilities	16	3,255,101	3,696,340	3,871	6,156
Deferred tax liabilities	23	69,202	98,282	16,252	9,412
Non-current provisions for employee benefit	17	77,733	67,081	17,935	17,488
Other non-current liabilities		4,099	66	-	-
Total non-current liabilities		7,142,183	5,784,870	722,038	1,111,579
Total liabilities		11,316,178	8,677,441	2,157,382	2,098,432

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

Prima Marine Public Company Limited and its Subsidiaries

Statement of financial position

		Consolidated		Separate	
		financial statements		financial statements	
		31 December		31 December	
Liabilities and equity	Note	2024	2023	2024	2023
		(in thousand Baht)			
Equity					
Share capital:					
Authorised share capital					
(2,500 million ordinary shares, par value at Baht 1 per share)		2,500,000	2,500,000	2,500,000	2,500,000
Issued and paid-up share capital					
(2,500 million ordinary shares, par value at Baht 1 per share)		2,500,000	2,500,000	2,500,000	2,500,000
Share premium on ordinary shares		3,407,489	3,407,489	3,407,489	3,407,489
Difference arising from					
common control transactions		(66,134)	(65,437)	-	-
Change in parent's ownership interests					
in subsidiary		(186,755)	(186,755)	-	-
Retained earnings					
Appropriated					
Legal reserve	19	250,000	250,000	250,000	250,000
Treasury shares reserve	18	1,214,138	-	1,214,138	-
Unappropriated		5,389,206	5,652,938	1,578,345	2,057,201
Treasury shares	18	(1,214,138)	-	(1,214,138)	-
Other components of equity		19,706	62,670	-	-
Equity attributable to owners of the parent		11,313,512	11,620,905	7,735,834	8,214,690
Non-controlling interests	11	418,006	417,651	-	-
Total equity		11,731,518	12,038,556	7,735,834	8,214,690
Total liabilities and equity		23,047,696	20,715,997	9,893,216	10,313,122

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

Prima Marine Public Company Limited and its Subsidiaries

Statement of income

	Note	Consolidated financial statements		Separate financial statements	
		Year ended		Year ended	
		31 December		31 December	
		2024	2023	2024	2023
<i>(in thousand Baht)</i>					
Revenue from rendering of services	5, 20	8,790,559	8,086,923	748,645	807,864
Cost of rendering of services	5, 22	(5,588,354)	(5,250,975)	(494,499)	(589,583)
Gross profit		3,202,205	2,835,948	254,146	218,281
Dividend income	5, 8, 10	-	-	1,848,205	1,115,292
Interest income	5	127,261	59,847	65,549	78,456
Gain on sales of equipment and vessels	12	-	311,742	52	258,348
Other income	5	40,208	80,255	85,581	45,280
Profit before expenses		3,369,674	3,287,792	2,253,533	1,715,657
Administrative expenses	5, 22	(609,389)	(586,047)	(226,038)	(208,293)
Net gain (loss) on foreign exchange		22,153	(15,056)	(5,519)	(4,381)
Profit from operating activities		2,782,438	2,686,689	2,021,976	1,502,983
Finance costs	5	(325,233)	(320,437)	(79,423)	(104,728)
Share of profit of an associate and a joint venture accounted for using equity method	8	15,864	26,298	-	-
Profit before income tax expense		2,473,069	2,392,550	1,942,553	1,398,255
Tax expense	23	(224,042)	(178,557)	(36,790)	(14,867)
Profit for the year		2,249,027	2,213,993	1,905,763	1,383,388
Profit attributable to:					
Owners of parent		2,120,190	2,125,389	1,905,763	1,383,388
Non-controlling interests	11	128,837	88,604	-	-
		2,249,027	2,213,993	1,905,763	1,383,388
Earnings per share (in Baht)	24	0.90	0.85	0.81	0.55

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