**Prime Road Power Public Company Limited   
and its Subsidiaries**

Condensed interim financial statements

for the three-month period ended

31 March 2025

and

Independent auditor’s review report

Independent Auditor’s Report on Review of Interim Financial Information

To the Board of Directors of Prime Road Power Public Company Limited

I have reviewed the accompanying consolidated and separate statements of financial position of Prime Road Power Public Company Limited and its subsidiaries, and of Prime Road Power Public Company Limited, respectively, as at 31 March 2025; the consolidated and separate statements of comprehensive income, changes in equity and cash flows for the three-month period ended 31 March 2025, 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*

Except as described in following paragraph, 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.

*Basis of Qualified Conclusion*

As described in Note 8, in December 2024, Prime Solar Energy Corporation (PSE), an indirect subsidiary of the Company, entered into a share sale and purchase agreement for its investment in overseas subsidiaries held by PSE amounting to Baht 474.70 million. The buyer made a partial advance payment amounting to Baht 129.78 million and will pay for the remaining amounting to Baht 344.92 million once PSE fulfils the terms and conditions stipulated in the share sale and purchase agreement. As the expected recoverable amount of these assets depends on the results of negotiation between the Group and the buyer, the completion of obligations and the timeline for conditions completion. Such agreement does not specify a completion date. As at 31 March 2025, PSE has not yet fulfilled the terms and conditions stipulated in the share sale and purchase agreement. As a result, I was unable to obtain sufficient appropriate evidence to review the recoverable amount of the sale of investment in subsidiaries which is presented as non-current financial assets amounting to Baht 468.47 million and the recoverable amount of the advance payments, loans to and other assets due from these companies which are presented as other non-current receivables amounting to Baht 505.98 million, which included in the interim consolidated financial statements, and the recoverable of investment in subsidiaries amounting to Baht 1,057.50 million, which included in the interim separate financial statements. Had I been able to complete our review of these transactions, matters might have come to my attention indicating that adjustments might be necessary to the interim financial information.

As described in Other Matters paragraph, another auditor expressed a qualified opinion to the financial statements for the year ended 31 December 2024 in relation to sales of investment subsidiaries and   
the recoverable amount of the investment in subsidiaries for the same reasons as described above.

*Qualified Conclusion*

Except for the possible effects of the matters described in the basis for qualified conclusion paragraph, based on my reviews, 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”.

*Emphasis of Matters*

I draw attention to Note 1 which describes that as at 31 March 2025, the Group and the Company’s current liabilities exceed current assets by Baht 1,540.42 million and Baht 1,098.81 million, respectively. The Company has the deficits amounting to Baht 737.46 million and the Group and the Company incurred loss for the three-month period then ended of Baht 25.87 million and Baht 14.02 million, respectively. However, the continued operations of the Group and the Company depend on the success plan of source of fund to repayment for the liabilities and to support the business operations as the details disclosed in Note 1. These circumstances indicate the existence of a material uncertainty that may cast significant doubt about the Group’s and  
the Company’s ability to continue as a going concern. My conclusion is not modified in respect of this matter.

*Other Matters*

1. The consolidated and separate financial statements of Prime Road Power Public Company Limited and its subsidiaries, and of Prime Road Power Public Company Limited for the year ended 31 December 2024, were audited by another auditor, who expressed a qualified opinion in their report dated 2 March 2025 that except for the possible effects of matters described in the basis for qualified opinion paragraph to the following three matters as: 1) Sale of investment in subsidiaries: due to the circumstances where they were unable to obtain sufficient appropriate audit evidence to verify the value of sale of investment in   
   the subsidiaries presented under non-current financial assets amounting to Baht 474.70 million, and the value of advance payments, loans to, and other assets due from these companies presented under other non-current receivables amounting to Baht 510.92 million in the consolidated statement of financial position as at 31 December 2024. 2) The recoverable amount of the investment in subsidiaries: due to the circumstances, where they were unable to obtain sufficient appropriate audit evidence to verify the value of the investment in subsidiaries presented in the separate statement of financial position as at 31 December 2024. 3) The recoverable amount of advance share capital payment: due to the circumstances, they were unable to obtain sufficient appropriate audit evidence to verify the value of advance share capital payment amounting to Baht 21.67 million presented in the consolidated statement of financial position as at 31 December 2024. In addition, the auditor’s report also included an emphasis of matter paragraph regarding the Group’s and the Company’s going concern. The consolidated and separate statements of financial position as at 31 December 2024, which are presented herein as comparative information, are components of such consolidated and separate financial statements for the year ended 31 December 2024.
2. The consolidated and separate statements of comprehensive income, changes in equity and cash flows of Prime Road Power Public Company Limited and its subsidiaries, and of Prime Road Power Public Company Limited, respectively for the three-month period ended 31 March 2024, which are presented as comparative information, were reviewed by another auditor who expressed an unmodified conclusion dated 14 May 2024, that nothing had come to their attention that caused them to believe that the interim financial information was not prepared, in all material respects, in accordance with Thai Accounting Standard No. 34, Interim Financial Reporting.

(Marisa Tharathornbunpakul)

Certified Public Accountant

Registration No. 5752

KPMG Phoomchai Audit Ltd.

Bangkok

14 May 2025