



บริษัท สุรากัญจน์ จำกัด (มหาชน)
Golden Lime Public Company Limited

รายงานประจำปี
2560



ภูมิใจ รู้หน้าที่ รับผิดชอบ
มุ่งมั่นอย่างสร้างสรรค์
เพื่อประโยชน์ร่วมกันอย่างยั่งยืน

ANNUAL REPORT 2017

Content	Page No.
Index	1
Message from the Chairman	2
The Board of Directors and sub-Committee	3
Vision Mission and Value	5
Financial Data	6
General Information	9
Business Operation and Overview	11
Risk Factors	30
Shareholder and Management Structure	33
Good Corporate Governance and sub-Committee Report	63
Dividend Policy	115
Corporate Social Responsibility and Sustainability Report	116
Internal Control and risk management	142
Related Transaction	145
Management Discussion and Analysis	149
Report of Responsibility of the Board of Directors towards Financial Reports	156
Financial Statement	157

The Company has prepared the year 2017 annual report with a disclosure of the Company's policy, the operating results, regulations, and practices which the stakeholders should be aware of. Information disclosed under each section will be elaborated as per the guidelines of the annual report (form 56-2).

Shareholders, investors, stakeholders, and interested persons can learn more from the company's annual registration statements (form 56-1), as listed in www.sec.or.th or www.set.or.th by searching the symbol "SUTHA" or the Company's website at www.goldenlime.co.th

If you have any feedback about this report, please contact the Company's secretary by email: glmis@goldenlime.co.th or phone number: 0 2017 4761-3.

Message from the Chairman

Dear customers, business partners, employees and shareholders,

2017 was a transition year during which we focused our efforts on rigorously executing the improvement program that we launched late 2016, and while our team realizes that the company's turnaround is not completed I am pleased to share that during the past 12 months we have made substantive progress on our top 3 strategic priorities.



2017, a year of organizational changes ...

2017 was a year that featured significant changes in Golden Lime's organization. We accelerated the rejuvenation of our leadership team. We strengthened the organization at the different operational levels. And, we invested in the development of our talents. Today, we have a committed, competent and empowered team focused on future opportunities and confident to execute our strategy of profitable growth.

... of reinforced operational excellence and competitiveness

The past 12 months we focused on stabilizing our operations and introducing sustainable processes. We invested heavily in upgrading our management practices, improved the reliability of our production infrastructure and rigorously tackled & improved our product quality and customer service levels. Today, we are set up to maximize our future business opportunities.

... and of restored topline growth

The year as a whole was focused on increasing topline growth, which has been achieved, with a 14% increase in total revenues. Sales of burnt products – our core business – increased double digit (+ 12%) after 3 years of continuous decline driven by significant improvements in quality. Today, we are on a growth track that we are committed to sustain. The 2017 growth has, however, not resulted in bottom line improvements due to significant operational headwinds like higher fuel costs and continued pricing pressure, especially in the first half of the year.










Our long-term vision is to transform Golden Lime into a leading South East Asian lime producer through a combination of customer focus, operational excellence and bold strategic moves. During 2018 we will further build on our company's strengths and we target to accelerate our profitable growth strategy. All this needs to happen while we maintain our commitment to zero injuries and the safety of our employees.

I look forward together with the entire Golden Lime team to making 2018 a successful year and create value for customers and stakeholders alike.

Thank you very much for your continued support.

Tim Van den Bossche
Chairman of the Board of Directors

The Board of Directors and Sub-Committees

The Board of Directors				
The Board of Directors (9 directors)	The Executive Committee (5 directors)			
		<p>Mr. Timothe Arthur Maria Van den Bossche Chairman of the Board of Directors Executive Committee Member</p>	<p>Mr. Kiatikul Monseerenuorn Director Chairman of the Executive Committee (Resigned on 22 Dec 2017)</p>	<p>Mr. Geza Emil Perlaki Managing Director Executive Committee Member</p>
				
	<p>Miss. Nishita Shah Director Executive Committee Member</p>	<p>Mr. Krishnan Subramanian Aylur Director Executive Committee Member</p>	<p>Miss Kristel Verleyen Director</p>	
	The Audit Committee (3 directors)			
		<p>Mr. Sripop Sarasas Independent Director Chairman of the Audit Committee</p>	<p>Mr. Prapat Vanapitaksa Independent Director The Audit Committee Member</p>	<p>Mrs. Ladda Chatchaluay Independent Director The Audit Committee Member</p>

Vision



Lime and other value-added products and minerals to enhance quality with fair pricing for various industries, to expand business opportunity abroad and domestic market in order to keep sustainable growth and predictable returns to the shareholder; and to continuously research and develop new products, making every day better.

Mission

Golden Lime (“Sutha”) is committed to the following standards

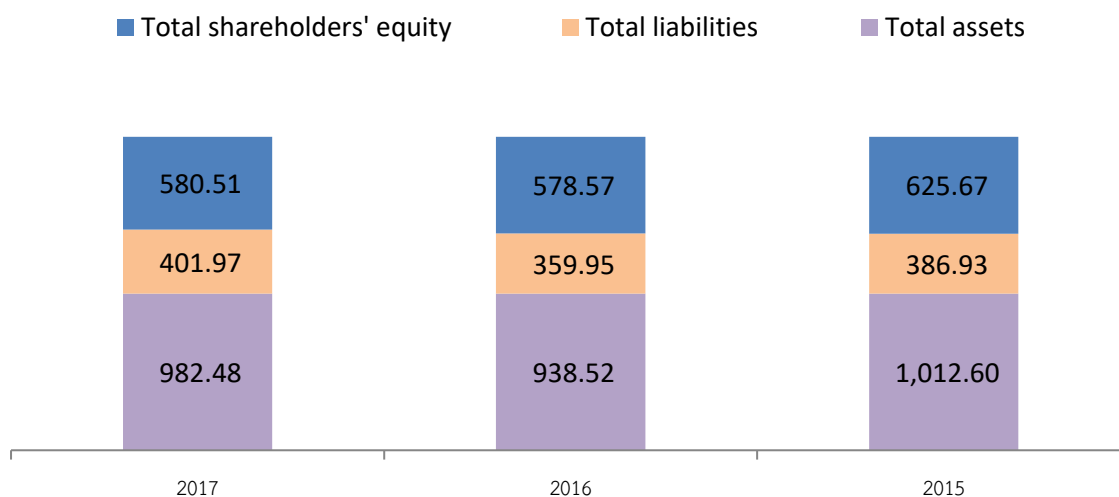
- Producer of quality products with efficient cost and effective management. Good and sound marketing and technical knowledge to satisfy customer's application requirement.
- Transparent management for good investment returns for shareholders.
- Promotion of internal organizational loyalty and happiness at working atmosphere.
- Promotion of self-learning through continuous knowledge programs to company personnel with a “Doing Better” philosophy.
- Promotion of responsibility to the environment and surrounding ecosystem.
- Organization with stable and consistent growth.

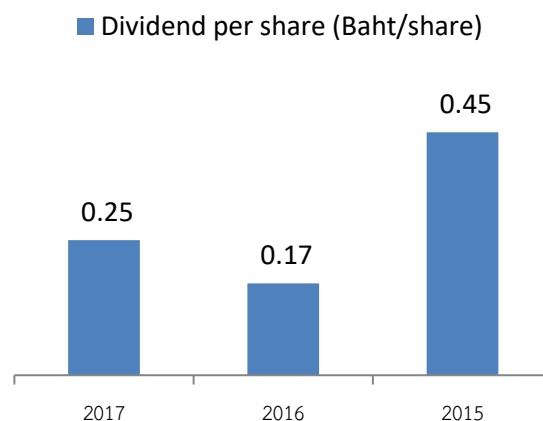
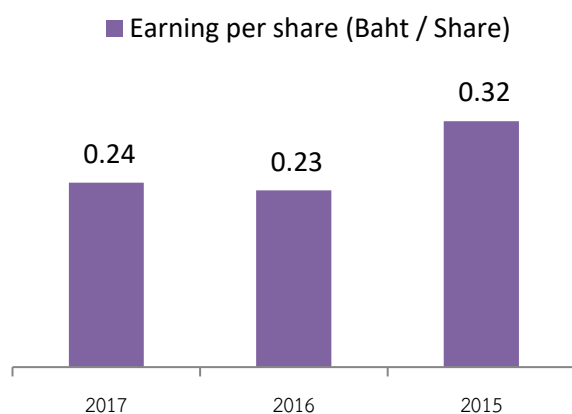
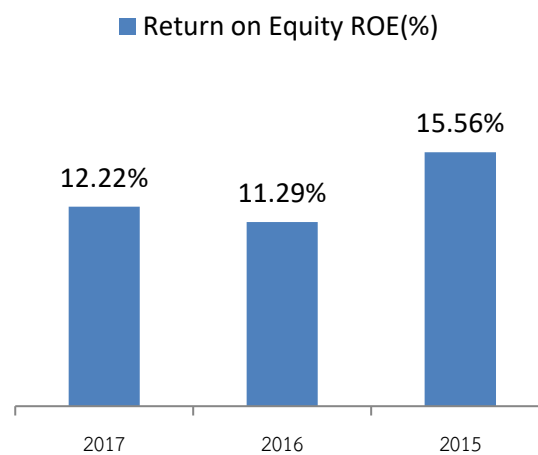
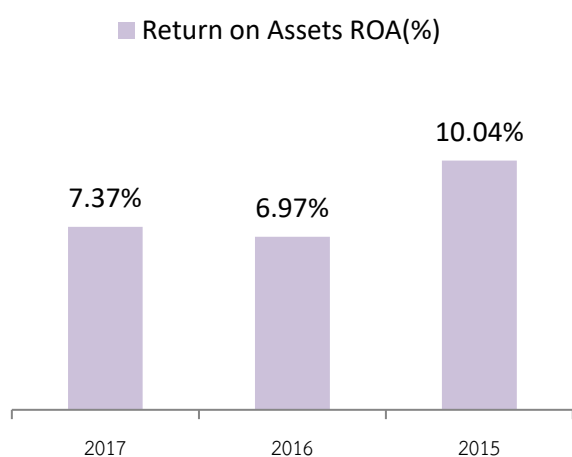
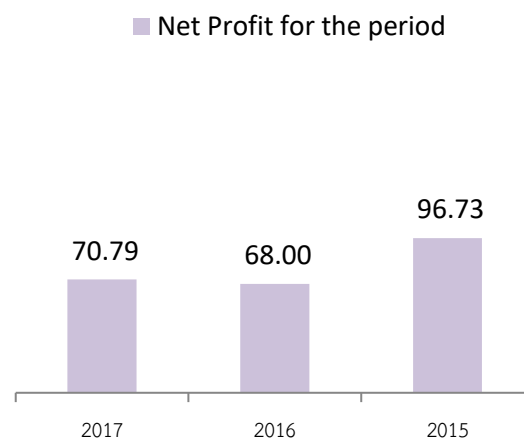
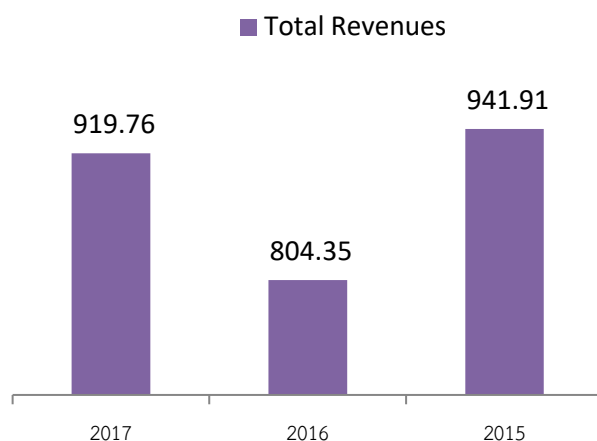
Value

- 1) pride
- 2) awareness of duties
- 3) responsibility
- 4) commitment to the creative development
- 5) the sustainable mutual benefit

Financial Data

Financial Highlight Unit : Million Thai Baht (THB)	Year		
	2017	2016	2015
Total assets	982.48	938.52	1,012.60
Total liabilities	401.97	359.95	386.93
Total shareholders' equity	580.51	578.57	625.67
Weighted average number of ordinary shares (shares)	300.00	300.00	300.00
Total Revenues	919.76	804.35	941.91
Net Profit for the period	70.79	68.00	96.73
Earning per share (Baht / Share)	0.24	0.23	0.32
Return on Assets ROA(%)	7.37%	6.97%	10.04%
Return on Equity ROE(%)	12.22%	11.29%	15.56%
Net Profit Margin (%)	7.70%	8.45%	10.27%
Number of Share (Million share)	300	300	300
Par value (Baht/share)	1	1	1
Dividend per share (Baht/share)	0.25	0.17	0.45





Ratio	Audited Yearly Report End December 31		
	2017	2016	2015
1. Liquidity ratio			
Current Ratio (Times)	1.11	1.47	1.53
Quick Ratio (Times)	0.59	0.85	0.84
Cash Flow Liquidity Ratio (Times)	0.18	0.94	0.70
Accounts Receivable Turnover Ratio (Times)	6.91	5.73	6.37
Average Collection Period (Days) ^{3/}	53	64	57
Inventory Turnover (Times)	41.83	31.89	58.88
Sales Turnover Ratio (Days) ^{1/3/}	9	11	6
Account Payable Turnover (Times)	8.99	5.72	6.20
Average Payment Period (Days) ^{3/}	41	64	59
Cash Cycle (Days) ^{3/6}	21	11	5
2. Profitability ratio			
Gross Profit Margin (%)	28.18%	30.16%	31.84%
Operating Profit Margin (%) ^{/6}	9.49%	10.14%	12.72%
Operating Cash Flow to Operating Profit(%) ^{/6}	62.98%	328.16%	160.59%
Net Profit Margin (%)	7.70%	8.45%	10.27%
Return on Equity (%) - ROE	12.22%	11.29%	15.56%
3. Efficiency ratio			
Return on Assets (%) - ROA	7.37%	6.97%	10.04%
Return on Fixed Assets (%) - ROFA ^{/5}	27.68%	31.92%	40.29%
Asset Turnover (Times)	0.96	0.82	1.03
4. Financial ratio			
Debt to Equity (Times)	0.69	0.62	0.62
Net debt to Equity (Times) ^{/4}	0.44	0.19	0.29
Interest bearing debt to Equity Ratio (Times)	0.53	0.35	0.37
Net debt to EBIDA (Times)	1.48	0.60	0.88
Interest Coverage Ratio (Times) ^{/6}	8.60	29.11	18.91
Operating Cash Flow to Total Cash Outflow Ratio (Times) ^{/6}	1.66	6.97	2.62
Dividend Payout Ratio (%) ^{2/}	101.7%	167.6%	93.0%

1/ Calculate based on finish goods only

2/ Dividend Payout ratio of the year is calculated from the amount of dividend paid in the accounting period compared to the net profit from the same period.

3/ In 2015 the Company changed the formular from 360 to 365 days per year

4/ Net Debt = Interest bearing liabilities - cash and cash equivalent

5/ ROFA=Net profit for the period + Depreciation/Average of (Property,plant and equipment+Intangible assets)

6/Formular has adjust follow method in the appendix of the ratio method of 56-1 form.



General Information

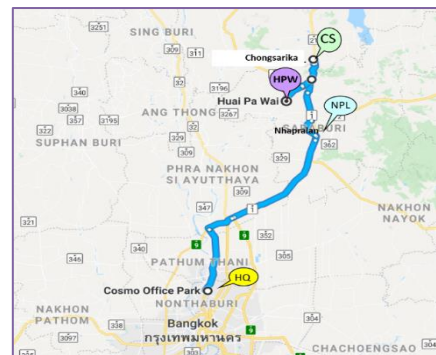
Corporate Information

Company Name : Golden Lime Public Company Limited

Business : Manufacturer and distributor of

- 1) Lime (Calcium Oxide and Calcium Hydroxide)
- 2) Calcium Carbonate
- 3) Trading Products and services and
- 4) Sales of equipment and machines.

Registration Number : 0107556000248



Location:

Head Quarter: 89 Cosmo Office Park, 6th Floor, Unit H,
(HQ) Popular Road , Banmai, Pakkret,
Nonthaburi 11120, Thailand.

Telephone: +66(0) 2017 7461 - 3

Fax: +66(0) 2017 7460

Website: <http://www.goldenlime.co.th>

Email: sales@goldenlime.co.th,
glmis@goldenlime.co.th



Factory Location

Branch 1: 61 Moo 1 , Phaholyothin Road,
(NPL) Nha-Pralan , Chalerm-Prakiat ,
Saraburi 18240



Branch 2: 7 Soi 11 Sai 3 Moo 12 ,
(CS) Saraburi lomsak-saimai ,
Chongsarika , Pattananikom ,
Lopburi 15220



Branch 3: 11 Moo 11 , Huai Pa Wai,
(HPW) Prabuddhabaht ,
Saraburi 18120.



The HPW plant has started the production trail in January 2018.



Registration Information

Listing Date	:	As at 3 rd April 2014 Symbol "SUTHA"
Listing Securities	:	300,000,000 Common shares with a par value of THB 1 per share totaling THB 300,000,000
Capital	:	As at 31 st December 2017
Registered Capital	:	Common Shares THB 300 Million (300 million shares)
Paid-up Capital	:	Common Shares THB 300 Million (300 million shares)

Reference Parties

Securities Registrar

Company Name	:	Thailand Securities Depository Co., Ltd.
Company Address	:	The Stock Exchange of Thailand Building 93 Rajadapisek Road, Dindaeng, Bangkok 10400 Telephone 0-2 009 9385 Fax 0-2009 9476

Auditor

Company Name	:	EY OFFICE LIMITED
Auditor	:	Mrs Gingkarn Atsawarangsarit, Certified Public Accountant No. 4496 or Ms.Pimjai Manitkajohnkit, Certified Public Accountant No. 4521 or Mr.Chayapol Suppasdtanon, Certified Public Accountant No. 3972 or Ms.Sumana Punpongsanon, Certified Public Accountant No.5872
Company Address	:	33 rd Floor Lake Rajada Office Complex 193/136-137 Rajadapisek Road Klong Toey , Bangkok 10110 Telephone 0 2264 9090 Fax 02 264 0789







Business Operations



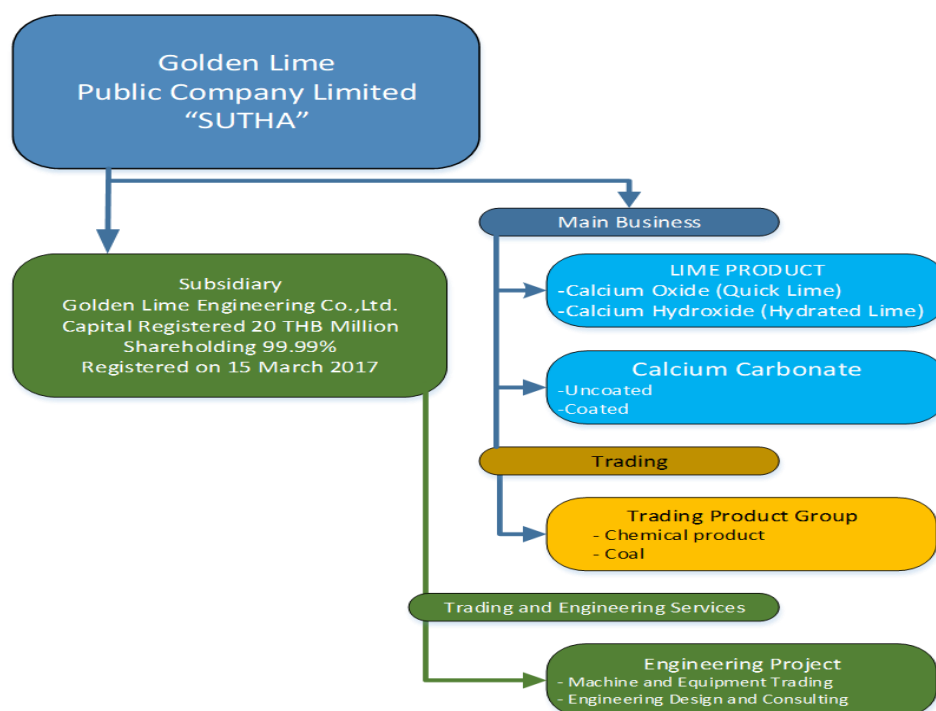
Golden Lime Public Company Limited was established on 2 October 2003 with a registered capital of THB 1.00 million. In 2005, the Company increased its registered capital to THB 90.00 million and on 2 April 2014, the Company has listed on the Stock Exchange of Thailand (SET) with current registered and paid-up capital of THB 300 million.

1) The followings are important change and development from the past 3 years:

Important Developments	2017
<ul style="list-style-type: none"> ○ The Company has successfully registered a subsidiary named Golden Lime Engineering Company Limited on 15 March 2017 and has the shareholding of 99.99%. The business is mainly focused on engineering consulting services and engineering design, including the production and distribution of machinery and equipment under the trademark EOD™ Lime Kiln. ○ Received the certificate of the Registration of the trademark no. 171102641 on 2 October 2017  for the trading of products and services of the lime kiln machinery for the general chemical industry, under the company name Golden Lime Engineering Company Limited, a subsidiary company. ○ Received the certificate of the Registration of the trademark no. Bo71433 on 26 July 2017  for the trading product and services of Program development and designed for the control system of Limekiln machinery for the general chemical industry, under company the name Golden Lime Engineering Company Limited, a subsidiary company. ○ The Board of Directors appointed Mr. Geza Emil Perlaki as the new Managing Director. ○ Relocation of the head office of the Company to No. 89 Cosmo Office Park, 6th Floor, Unit H, Popular Road, Banmai Sub-district, Pakkret District, Nonthaburi Province 11120, the system of the value-added tax effective on 1 December 2017. 	
Important Developments	2016
<ul style="list-style-type: none"> ○ The company received the the promotion certificate no. 59-0430-100-1-0 for Calcium Hydroxide products. ○ The company received the Thai Industrial Standard symbol for industrial lime; license no. 1240-7/319 issued on July 4, 2016 under the trademark of RHINOCEROS BRAND and MOUNTAIN BRAND. ○ The company Registered the trademark  no. 161104081 on September 13, 2016 ○ On September 29, 2016, the company's shareholder structure changed when CE Lime (Thailand) Co., Ltd purchased 45 percent of the Company shares. The purchase has affected company's board of director and executive structure. ○ Acquisition by a Carmeuse affiliated corporation which is the world's leading lime supplier and GP Group affiliated corporation of 45% shareholding from Mr Kiatikul Monsereenusorn family. ○ On October 10 – November 15, 2016, CE Lime (Thailand) Co., Ltd submitted a tender offer. for and 7.13 percentage of total issued and paid-up shares were acquired. As a result, CE Lime (Thailand) Co., Ltd owns 52.13 percent of company share after the tender offer was made. ○ The company received Halal certificate for Lime and Calcium Carbonate product sold under the trademark of RHINOCEROS certificate no. HL 70/2559 registration date: October 31, 2016. ○ The company launched the first machines and equipment sales project in Indonesia. The first project started production in November 2016. 	
Important Developments	2015
<ul style="list-style-type: none"> ○ Received the certificate of the Registration of the trademark  no. kho405488 on 9 December 2017 used for the production of the mountain brand. 	

- o The company developed new products from Barite, a mineral containing barium sulfate (BaSO_4). The new products have undergone production testing before selling them to the oil industry.
- o For the first time, The Company's annual general meeting 2015 was evaluated as a part of Annual General Meeting 2015 evaluation project initiated by the Securities and Exchange Commission Thailand (SET), Thai Investors Association, and Thai Listed Companies Association. The company received "Excellent".
- o The company was assessed for sustainability which is a part of the Sustainability Development project for listed company. The assessment was carried out by Thaipat Institute sponsored by the Securities and Exchange Commission Thailand (SET). This was the second assessment since the company has joined the Stock Exchange of Thailand. The company received level 3 "Established" on Anti-corruption progress indicator.
- o The Company was surveyed for Corporate Governance. This was the first year the Company was surveyed after joining the Stock Exchange of Thailand in 2014. The Company received an overall good result. The survey was carried out by the Thai Institute of Directors.
- o The company was invited to participate in campaigns for worker skill development in Suphanburi, Ang Thong, Saraburi, Lopburi, Phra Nakhon and Si Ayutthaya area. The campaigns were organized by Srinakharinwirot University and the Department of Skills Development and a reward was received for participation.
- o The company was awarded with a dedicated security establishment award from Her Royal Highness Princess Maha Chakri Sirindhorn.
- o

2) Overview of the Company's operations



The company produces and sells lime, Calcium Carbonate as well as sales and installation of machine and equipment for lime production.

1) Lime (i.e., Calcium Oxide (CaO) and Calcium Hydroxide) and

2) Calcium Carbonate. Lime is widely used in the production process of various industries. The company supplies lime and Calcium Carbonate for both domestic and oversea customers.

The company has 3 factories located in Chongsarika Sub-district, Lopburi, and Huay-Pa-Wai Sub-district and has 7 kilns for burnt lime production operating 24 hours a day with a production capacity of 1050 tons/day (380,000 tons/annum quicklime capacity), Saraburi. Kilns are automatically controlled by modern computerized systems and closely monitored by experienced and skilled staff.

The company also has a factory in Na Phra Lan, Saraburi, which has a grinding mill and a machine for processing lime, mineral products and hydrated products. Details of the business operations:

1) Lime Product

1.1) Calcium Oxide (CaO) or Quicklime

Quicklime is derived from burning limestone, containing mostly Calcium Carbonate (CaCO₃), at approximately 900 degrees Celsius. Limestone turns into Calcium Oxide (white-burnt limestone sized 1.5-4"). A lump of quicklime can be ground into smaller size pebbles or powder. The company supplies quicklime in the form of lump, pebble and powder depending on customers' specific needs.

1.2) Calcium Hydroxide (Ca(OH)₂) or Hydrated Lime

Hydrated Lime is a downstream production process from quicklime production. Burnt lime (Quicklime) is ground and treated with water (H₂O). After a chemical reaction (Quicklime and water), Calcium Hydroxide is derived, in a powder form.

2) Calcium Carbonate (CaCO₃)

Calcium Carbonate is the product resulting from grinding calcite (with high degree of whiteness) into very small particles. The Company supplies as Uncoated Calcium Carbonate or Coated Calcium Carbonate (Calcium Carbonate coated with stearic acid).

3) Trading products

In 2018 the Company will focus on petcoke trading using the large shipments needed for lime production to sell smaller lots to domestic customers with petcoke requirements.

4) Sales and installation of machinery and equipment

The company sells, assembles and installs machinery and equipment relating to the production of lime, including lime kilns, Calcium Oxide conveyance systems, fuel burning machinery as well as providing advisory services to clients on procurement, installation, production and maintenance of equipment and machinery.



2.1) Revenue Structure:

Revenue of the company for period end of December 2017 has detail follow below:

Unit: THB mn	For the year end as of 31 December		
	2017	2016	2015
Revenue Structure			
LIME (Calcium Oxide and Calcium Hydroxide)	747.68	685.74	756.32
Domestic	648.09	571.50	664.99
Export	99.59	114.24	91.33
Calcium Carbonate	41.95	50.60	52.98
Domestic	41.95	50.18	51.01
Export	-	0.42	1.97
Trading Products	34.66	43.94	101.08
Domestic	23.59	32.72	41.00
Export	11.07	11.22	60.08
Machine and Equipment sales and installation	87.90	10.92	16.80
Gain/Loss from foreign currency exchange	0.44	0.57	4.74
Other revenue 1/	7.13	12.58	9.99
Total	919.76	804.35	941.91

Remark: ¹Other revenue include rental fees, interest, and gain from sales of properties, including scrap from the production process.

2.2) Appearances of products and services

The company supplies lime and Calcium Carbonate for both domestic and oversea customers. Categories as follows:

2.2.1) Lime

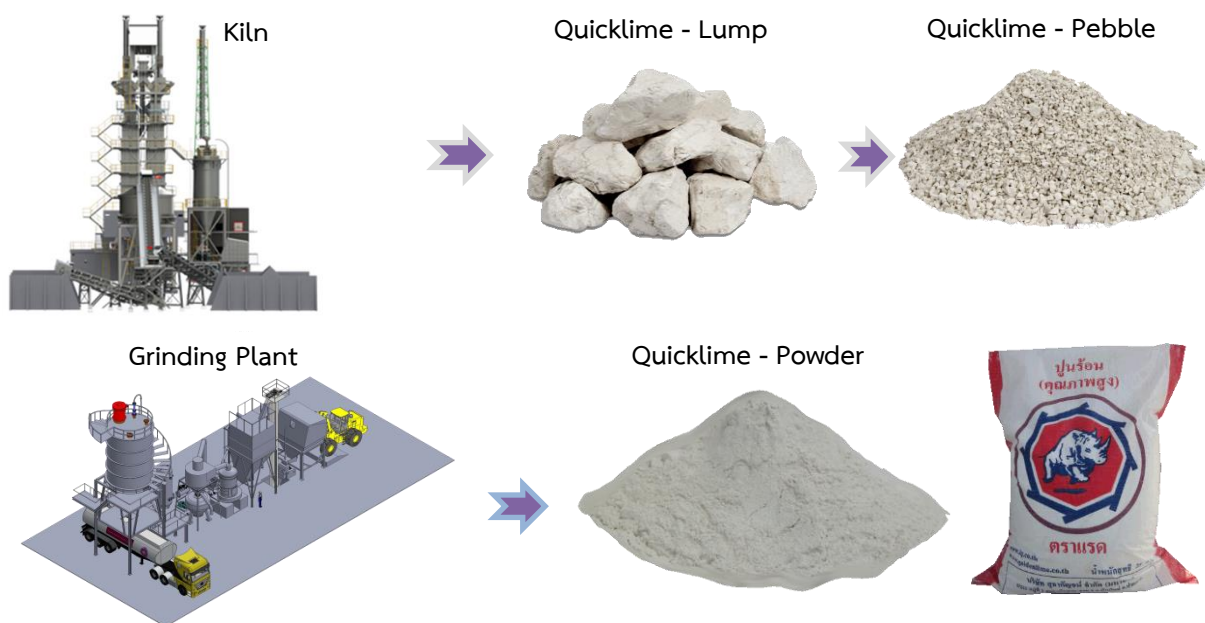
Calcium Oxide (CaO) or Hot Lime

Calcium Oxide is obtained by burning limestone, a sedimentary rock that consists mostly of calcium carbonate (CaCO_3), to a temperature when the carbon dioxide (CO_2) gas is released. This burning process is called calcination. Our lime production burns limestone at 900° Celsius for 18 hours in a closed system, obtaining 1.5 to 4 inch white lumps consisting of 85% or more CaO and some magnesium oxide (MgO) and ferric oxide (Fe_2O_3). Being alkaline (pH 12.2), they react violently with water releasing a large amount of heat. At the end of the reaction, only a few small cores are left.

The composition of calcined limestone—such as available CaO, MgO, Fe_2O_3 , SiO_2 , and moisture content—as well as its properties—such as the amount of small cores remaining after reaction with water, reactivity, and particle size—vary depending on raw material, burning fuel, and burning procedure and technique.

We deliver lime of the following sizes: medium-sized (1.5-4 inches), small-sized (0.1-10.1 millimeters), and finely-ground (100-200 mesh). The small-sized and finely-ground lime products are obtained from grinding medium-sized lime particles in a grinder to the desired size. All products are either put into packages or transferred directly to transport vehicles that deliver them to customers, branded as ‘Rhinceros’ or ‘Mountain’.



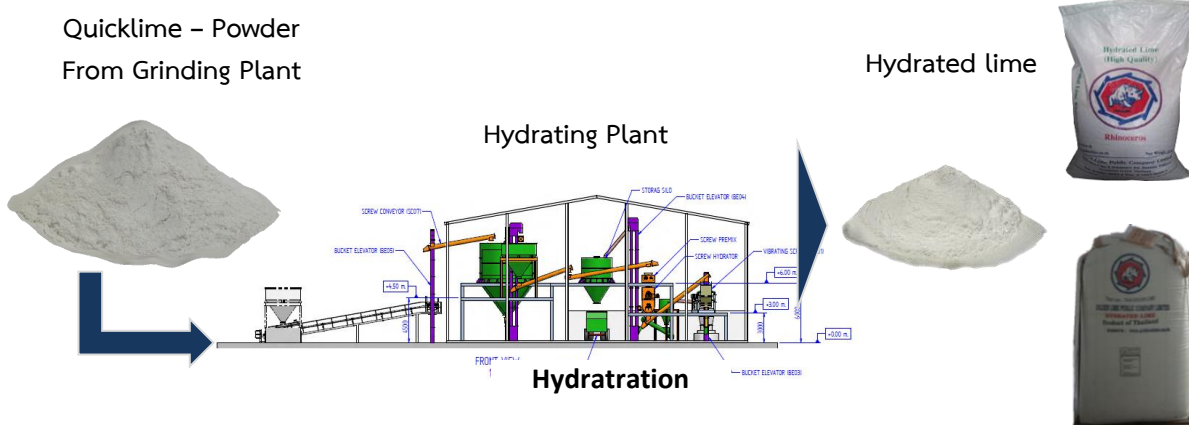


Calcium Hydroxide ($\text{Ca}(\text{OH})_2$) or Hydrated Lime

Calcium hydroxide or hydrated lime are products of a chemical reaction between ground CaO and water. They are produced in a mixture tank, ground into powder (170-230 mesh), then put into packages or transferred to bulk trucks, and delivered to customers branded as 'Rhino' or 'Mountain'.

The composition and properties of the product, such as available $\text{Ca}(\text{OH})_2$, MgO , Fe_2O_3 , SiO_2 , moisture content, and particle size, vary depending on hot lime raw material, reaction with water, and production process.

Packing: Bag and truck bulk



The product line provides various types of quality lime to meet customer needs.

Industry	Usage
Steel	- Fluxing agent for steel purification
Chemicals	- pH regulator - Filtering aid - Waste water treatment

Industry	Usage
Sugar	- Filtering aid - Refining agent
Pulp & Paper	- Caustic zinc agent - Waste water treatment
Mining	- Caustic zinc agent - Filtering aid - Depressant in ore floatation - pH regulator - Waste water treatment - Cyanidation of ores
Agriculture	- Adjusting pH in soli/water - Waste water treatment
Construction	- Asphalt paving ant-stripping agent and additive - Autoclaved Aerated concrete (AAC) - Mixture in soil stabilization - Cement/Brick - Glass manufacturing
Water Supply	- Water softening - pH regulator - Purification - Sludge conditioning - Waste water treatment
Waste Water Treatment	- Waste water treatment - Filtering aid - pH regulator

2.2.2)) Calcium Carbonate (CaCO₃)

Calcium Carbonate produced by grinding Calcite (sand size) into powder. Calcite is also the most stable among the rock forming minerals with CaCO₃ structure. It is glassy luster, transparent to translucent, white or colorless.

The company produces two types of calcium carbonate production, which are coated and uncoated form, approximately 1.5 to 4.0 microns. The uncoated calcium carbonate is processed by grinding calcite (sand size) and screening the specific size, then packing for sale. For the coated calcium carbonate, it is processed by grinding calcite (sand size) and coating with stearic acid, then packing for sale. Calcium carbonate can be used in various industries such as a filler and extender in paint, rubber, plastic, PVC, paper industries, or used as an ingredient in toothpaste, detergents, drugs, unshielded telephone cable, insulated wire, pen, eraser, gloves, glasses among others. It is distributed domestically and internationally under the registered rhinoceros trademark.

Calcium Carbonate (COATED)



Calcium Carbonate (UN COATED)



Golden Lime Public Company Limited

Annual Report 2017

Industry	Usage
Pipe and PVC	Uses as a filler to improve the following plastic properties: - Sheen and shine - Electrical resistance - Compression force resistance - Shrinkage - Temperature and humidity resistance
Pulp & Paper	- Increases pulp opacity - Enhances pulp consistency and homogeneity - Improves printing and ink-absorbing properties of paper - Enhances pulp and paper structure by filling in the spaces inside it - Improves water-draining property, essential during production process - Reduces needed energy to dry paper because it holds less water since calcium carbonate takes up space inside it
Rubber	- Improves rubber electrical resistance - Enhances compression force resistance
Ink and Paint	- Improves ink and paint consistency and homogeneity
Animal Feed	- Raw material for animal food supplement pellets

2.2.3) Sales and installation of machinery and equipment

The Board of Directors of Golden Lime Public Company Limited at the meeting No. 1/2017 held on 22 February 2017 has passed the resolution to approve the setting up of a subsidiary company for the expansion of the Engineering Business and Equipment Supply. The Company successfully registered the new subsidiary with the Ministry of Commerce. Details are summarized as follows:

Company Name	Golden Lime Engineering Company Limited	
Date of Registration	15 March 2017	
Location	8/222 Moo 3, Srisamarn Road Soi 2, Banmai, Pakkred, Nonthaburi 11120	
Business operation	Engineering Consulting Services and drawing designs Production and distribution of the Machinery and equipment	
Capital registered / Capital paid-up	THB 20,000,000 2,000,000 Ordinary shares with par value of THB 10	
Shareholder Structure	Golden Lime Public Company Limited holds	99.99%
	Other minority shareholders holds	0.01%

2.3) Marketing and Competition

2.3.1) Competitive Strategy

The Company is experienced and expert in the production and distribution of lime products (calcium oxide and calcium hydroxide) as well as calcium carbonate used in various industries. The majority are large industries of the country. Throughout the duration of business operation for more than 10 years, the Company has developed its production process and increased a variety of products continue to meet more demands as well as a diversity of customers. Emphases are placed on improving the efficiency, building and maintaining good relationships with the customers all along. Therefore, the

Company has established a competitive strategy to distribute its distribution base to all customer groups by targeted maintenance and expansion to increase its customer base as follows;

- o **Focus on quality**

With a focus on quality improvements in the last twelve-month leveraging on the ten years of experience in Golden Lime and the one hundred and sixty years in Carmeuse the Company is now on a strong upward trend in quality terms. We are confident that the continued investment in improvements will bring a best in class quality in the coming years. The Company has a quality assurance team to explore limestone mines and collect samples of limestone for quality testing before ordering. When placing orders, random inspection is always performed, resulting in the ability to control the quality and the costs of raw materials.

- o **Customer focus**

The Company focuses on ensuring customer satisfaction studying the market to ensure the needs of each customer in each industry in terms of quantity and quality are met.

- o **On time delivery**

The Company is committed to meeting customer requirements in terms of on time delivery. Controlling our fleet of vehicles equipped with GPS systems to be able to check the routes and track the status of the vehicles at any time gives our customers the certainty and reliability required. The management of third party transportation is done through trusted partners who have demonstrated their reliability over the long relationship with the Company.

- o **Production flexibility and efficiency**

The Company has a total of 7 kilns operate 24 hours a day with a total capacity of 1050 tons per day. Due to the relatively small size of the kilns flexibility is maximized. Any supply disruption can be managed through the portfolio of tools available. Automation in the kilns allows for maximum efficiency and ensures issues are detected early.

- o **Golden Lime Engineering leveraging the knowledge in the lime industry**

The Company has installed and commissioned limestone kilns and tested the operation of related machines to expand production capacity. As a result, from 2013 the Company has developed an engineering business to take advantage of opportunities in the market by providing consultancy service and the sale of to produce lime. In 2016, the Company registered the trademark EOD™ lime kiln. The first EOD kilns have been commissioned in 2017 and the future is bright for this growing business particularly in emerging markets in Asia that are industrializing their lime industries

2.3.2) Sales and distribution channels

The Company distributes its products through two channels as follows:

- 1) **Direct selling to the customers (90% of sales)**

Marketing staff will understand the customer needs and cater products for use by customers according to requirements.

- 2) **Selling through distributors (10% of sales)**

Particularly customers such state enterprises or government organizations or customers in the agricultural sector and some industries situated far from the factories' locations to streamline the distribution and increase the distribution channels.

2.3.3) Market competitiveness

Product	Distributed to the industries	Competitive Situation
Lime Product	Steel	High
	Chemicals	High
	Sugar	High
	Pulp and Paper	Medium
	Mining	High
	Agriculture	Medium
	Construction	Medium
	Water Supply	Medium
	Waste Water Treatment	Medium
	Leather and tanning	Medium
	Oil Drilling	Medium
Calcium Carbonate	Pipe and PVC and Electric Cable	High
	Pulp and Paper	High
	Rubber	High
	Ink and Paint	High
	Animal Feed	High

2.4) Competition - lime industry

At present, there are many manufacturers and distributors of lime and calcium carbonate. of them are located near limestone mines such as in Saraburi Province, Lopburi Province, Nakorn Ratchasima Province and Ratchaburi Province. Out of the total number of manufacturers in the country, only nine companies have the investment of more than 20 million baht or have a capacity of more than 1,00k mt/year.

No	Factory Name / Factory Registration ¹	Number Factories ¹	Location ¹	Registered Capital ²	Revenue from Sell ²	Net Profit ²	Profit Margin/ Income Ratio	HP ¹
1	Chememan Public Company Limited ⁴	3	Saraburi, Rayong	1,000	1,745.99	155.33	8.90	96,376.06 HP
2	Golden Lime Public Company Limited	3	Lop Buri and Saraburi	300	791.19	68	8.59	37,609.33 HP
3	Lime Master Company Limited	1	Saraburi	140	311.26	2.87	0.92	3,238.80 HP
4	Bangkok C. A. O. Company Limited	2	Saraburi	100	248.46	19.05	7.67	1,964.75 HP
5	United Lime Company Limited	1	Nakhon Ratchasima	65	245.93	39.87	16.21	2,934.30 HP
6	Saraburi Quick Lime Company Limited	1	Saraburi	38	233.18	12.52	5.37	4,488.75 HP
7	Siam Lime Products Co.,Ltd.	1	Saraburi	27.88	108.9	7.4	6.80	982.65 HP
8	Siam P.P.International Co.,Ltd.	1	Saraburi	20	107.71	4.75	4.41	12,566.11 HP
9	L.S.M.(1999) Co.,Ltd	1	Ratchaburi	20	84.75	0.37	0.44	83 HP

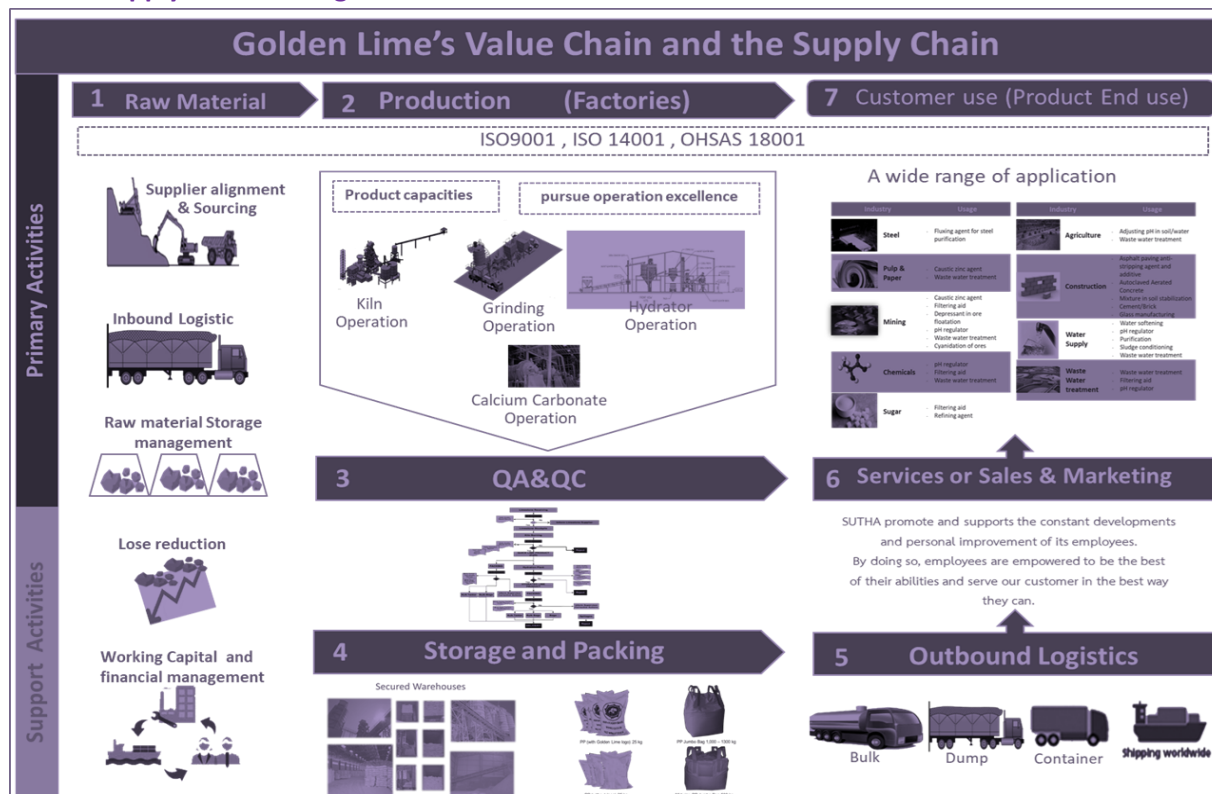
Information Sources: ¹ Department of Industrial Works, Information as of 9 January 2018

² Financial statements of the year 2016 from the survey of financial data of Business Development Department, Ministry of Commerce as of 9 January 2018

³ Information/ Website of the Company

⁴ Chememan Co., Ltd. was registered as a public company on 10 August 2017

2.5) Supply Chain Management



(1) Raw Material

1.1) Sourcing of raw material, fuel and products/service (Supply alignment & Sourcing)

The main raw materials for lime production are limestone and fuel. The major raw material for calcium carbonate production is calcite. At present, the Company sources limestone from sources in Saraburi Province and Lopburi Province with quality which meets the Company's requirements. The Company purchases limestone from up to 10 suppliers. Limestone is stored for about up to three months. Also, a team of geologists, along with a control and quality assurance team are dispatched to explore limestone quality and collect samples from both current and new sources of purchases.

o Limestone

Limestone is the main raw material for the production of calcium oxide and calcium hydroxide. Limestone is a sedimentary rock mostly composed of calcium carbonate (CaCO_3) probably in the form of calcite mineral and other substances, e.g. Magnesium oxide (MgO), silica (SiO_2) etc. Limestone is formed by the deposition of carbonate sediments, inorganic and organic substances. Its texture is tight, fine, dense, white, gray, pink or black. This stone is soluble in water well. Limestone is widely available in Thailand apart from the



Northeast. The common sources in the country are such as limestone mountains in Saraburi Province, Nakhon Sawan Province, Kanchanaburi Province, Ratchaburi Province, Phetchaburi Province, Nakhon Si Thammarat Province, Krabi Province, Nakhon Ratchasima Province, Mae Hong Son Province and Lampang Province.^{1/}

o **Calcite**

Calcite is the most stable carbonate mineral in the mineral group with chemical formula, i.e. calcium carbonate (CaCO_3). This is the crystalline rock with non-toxic properties, normally white or colorless, shiny like transparent to translucent glass, highly bright and can disperse well. In Thailand, calcite is common in limestone provinces and prevalent in Lopburi Province, Saraburi Province, Chanthaburi Province, Kanchanaburi Province, Chumphon Province, Surat Thani Province, Nakhon Sawan Province and Phetchaburi Province.^{2/}



^{1/} Information from the Department of Mineral Resources, Ministry of Natural Resources and Environment and Wikipedia.

^{2/} Mining operators must request patents and relevant licenses such as licenses for purchase, use and transport of explosives.

The Company uses calcite crushed into flakes as raw material to produce Uncoated Calcium Carbonate and Coated Calcium Carbonate. This is suitable for use as Filler in the rubber and plastic industry or as the whitening enhancer. The Company orders calcite from about 3-5 domestic suppliers. Selection is based on the quality of calcite rock, whiteness, price and service of suppliers. The Company is responsible for the costs of goods and transportation. The Company dispatches a geological and quality assurance team to randomly check the quality of calcite rock at the quarries regularly to ensure the quality of calcite ordered.

o **Fuel – coking coal**

The Company purchases fuel from 2 overseas manufacturers in large quantities giving upto eight months of inventory. Although working capital intensive it is the most cost effective way to purchase coking coal. This is done through the support of a trading company in the GP group.

o **Finish Good for Trading Products.**

As to trading products group bought by the Company for selling, e.g. calcium hydroxide, calcium oxide, calcium carbonate and dolime the Company orders from lime manufacturers from abroad or in close proximity to the Company in case of its insufficient products for delivery.

o **Machinery and equipment**

In 2017, the Company delivered machinery and recorded revenue for the first installed project including start-up of a kiln. Consultancy work remains for this project and the warranty period will end in 2019. Future projects for engineering business as well as the sale of machinery and equipment will be undertaken by Golden Lime Engineering Co., Ltd, wholly owned subsidiary.

1.2) Inbound Logistic

The company owns a fleet of trucks for inbound logistics. A management process is available to control transportation in compliance with the law and so as not to affect the environment and the communities.

1.3) Raw Material Storage Management

The Company manages the main raw materials of fuel and limestone using stockpiles as reserve for continuous production without disruptions to its production process or business

Limestone inventory is kept for approximately 1.5 - 3 months to meet the demand

Fuel is bought in bulk shipments and stored for 3 -8 months in a contained area. The storage is maintained in a way so as to not impact the environment.

1.4) Waste Reduction

Lime production involves the loss of limestone smaller than 12.5 mm. Waste material smaller than 12.5 mm but larger than 5 mm will be injected back into the production process. Raw material smaller than 0.5 mm (sand fill) is used for land fill or donated to the communities for public benefit, e.g. roads, temples and recreational areas.

1.5) Working Capital and Financial management

The Company manages working capital by maximizing low interest rate facilities .

(2) Production Process

The Company is the largest manufacturer of calcium oxide and hydrated lime in Thailand and a major calcium carbonate producer. The Company also has a subsidiary that engages in engineering and trade in lime kiln equipment and machinery. Currently, the Company has 3 main factories in Saraburi Province and Lopburi Province. Its head office is located in Nonthaburi Province.



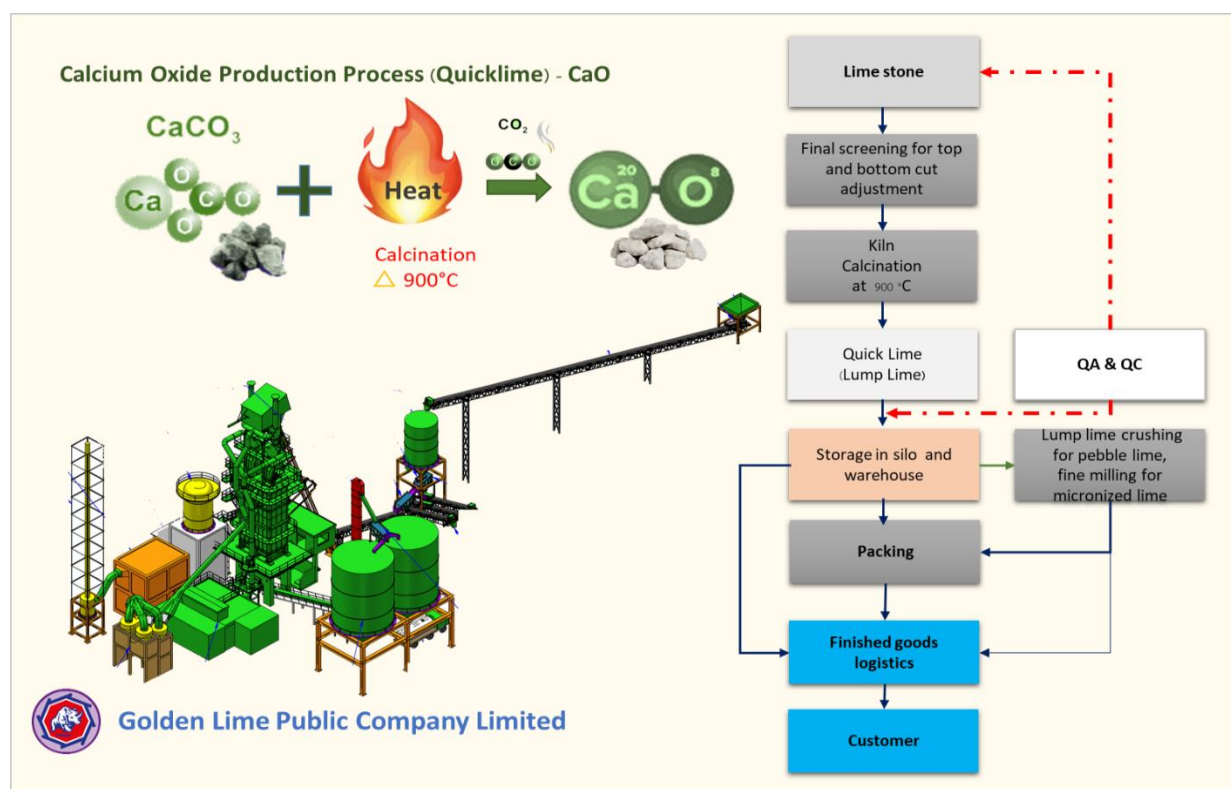
○ Production and capacity

Currently, the Company has a total of 3 plants: Chong Sarika, Na Phra Lan and a new plant at Huai Pa Wai. Chong Sarika plant is located at Chong Sarika Sub-district, Phatthana Nikhom District, Lopburi Province with an area of approximately 151 rai. The Na Phra Lan plant is located in Na Phra Lan Sub-district, Chaloem Phrakiat District, Saraburi Province with an area of about 29 rai. The Huay Pa Wai plant has an area of approximately 96 rai. . In 2018, there will be a total of 7 kilns for production (with a capacity of 380,000 tons per year of calcium oxide), calcium hydroxide (with a capacity of more than 100,000 tons of calcium hydroxide per year), calcium hydroxide maker (with a capacity of more than 100,000 tons per year for hydrated lime), calcium carbonate maker, clinker crusher and fuel grinder

The main production process is the operation of lime kilns with continuous production 24 hours per day. The lime kiln is a closed system that requires maintaining heat for burning to get the right temperature. Therefore, disruptions to kilns for a long time require taking time to light the kilns for working and heating the kilns to increase the temperature inside to around 900 degrees Celsius. The Company plans regular maintenance and repairs stops the kilns for these planned maintenance however apart from this the process is continuous. Major refractory (brick) maintenance is normally carried out every 5 years unless there is

- **Manufacturing and production process**

Calcium Oxide Production Process



1. Limestone stored in stone hopper will be transported into the sizing machine to get the desired stone size.

Water is also sprayed to clean the stone for removing soil. Limestone in the production process will go through quality inspection by the QA & QC Department to select quality limestone for production.

2. Limestone will be conveyed through the belt and put in the bucket by automatic limestone handling system to convey limestone to kiln.
3. The limestone is then burned by heating at a temperature of around 900 degrees Celsius in a closed kiln. The burning process is controlled by software and takes approximately 18 hours
4. Upon completion of the limestone burning process, the next step is air blowing to reduce the temperature of quick lime. Then, lime with physical properties not meeting the requirements will be sorted out. Solubility in water is initially checked. Samples of calcium oxide from the conveyor belt are collected and given to the QA & QC Department. The QA & QC

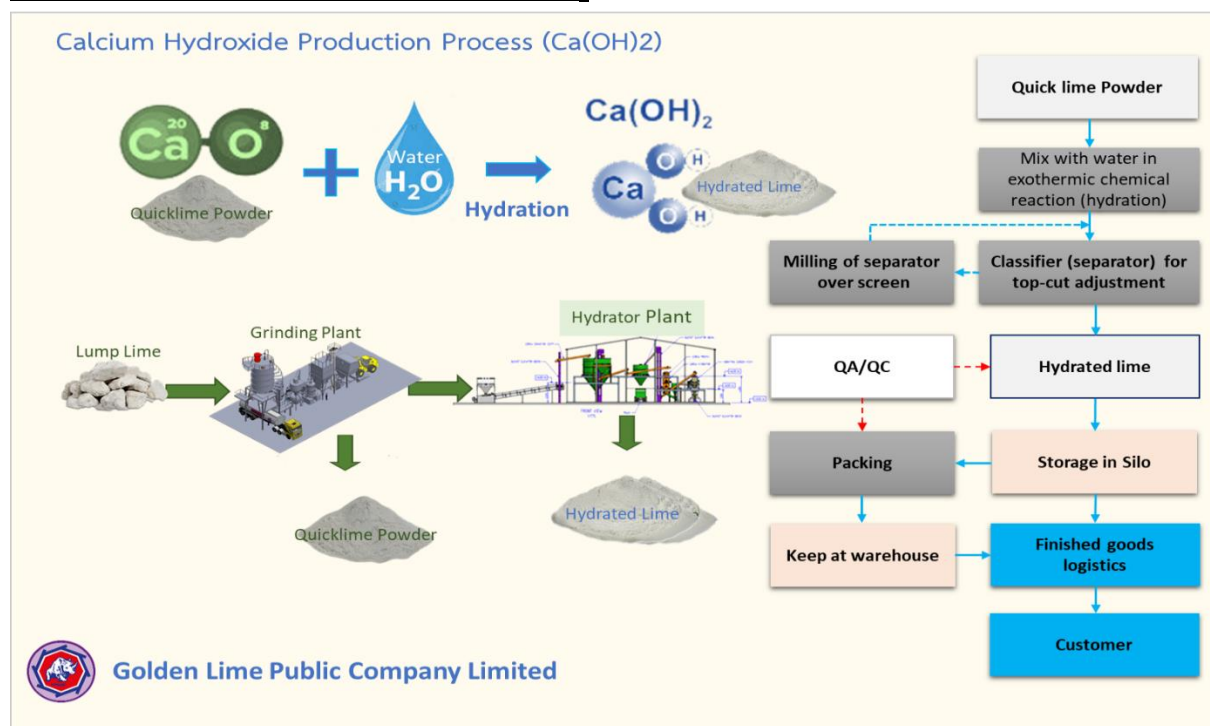
Department has a process of quality inspection and sampling from production process for analysis and verification, including inspection before storing the products in silos or warehouses.

5. Calcium oxide is conveyed for storage in silos and / or warehouses.

6. In a customer demands pebble lime, lime will be reduced in size by the machine to produce pebble lime. Or if lime powder is required, lime will be sent to the mill for grinding to get the desired size.

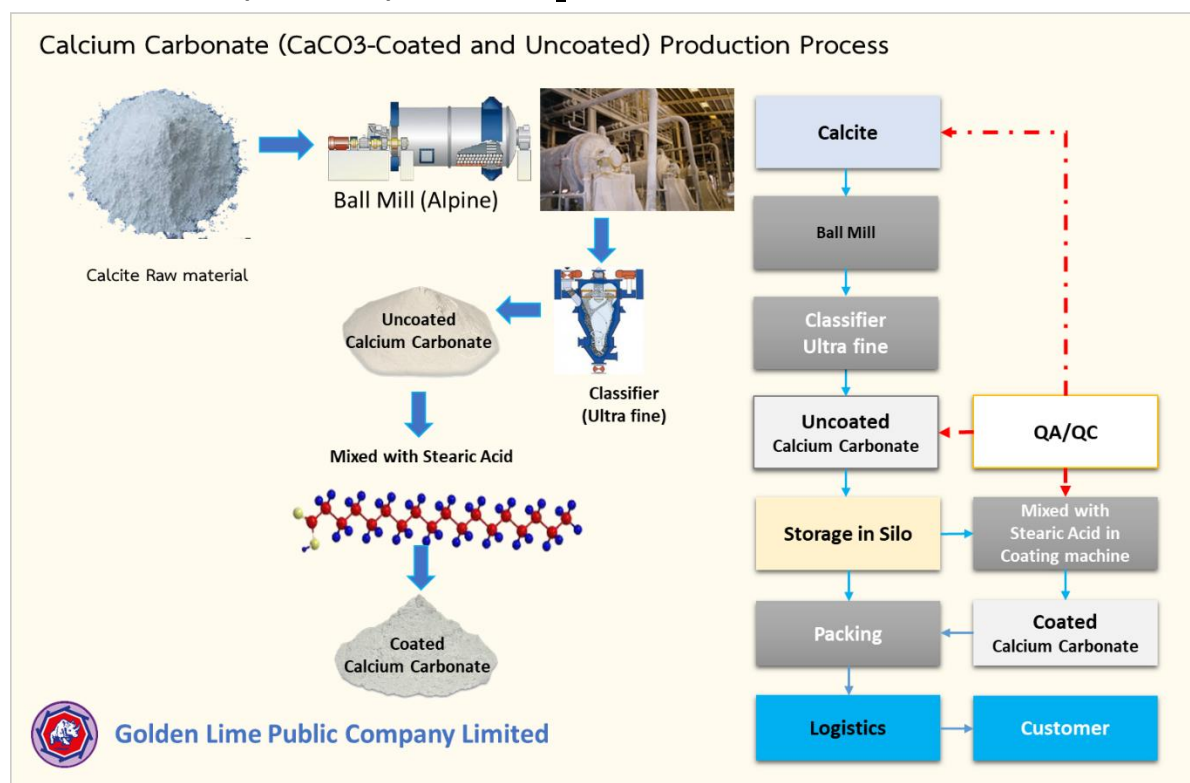
7. The calcium oxide / flake lime / lime powder packaged in bags as required by customers or put in truck /bulk vehicles for delivery. Also, the Certificate of Analysis (COA) will be issued (if requested by the customer).

Calcium hydroxide production process (Ca (OH)₂)



1. Grind finely calcium oxide from calcium oxide production.
2. Bring ground calcium oxide to react with water in Hydrator.
3. Go through the machine to beat the product finely to get the required size. Samples of product are randomly collected and sent to the Quality Control Department for quality inspection.
4. Package according to the customer need or store in silos for loading onto trucks /bulk vehicles for delivery to customers. The Certificate of Analysis (COA) will be issued (if required by customer).

Calcium carbonate production process (CaCO₃)



1. Check the quality of calcite in physical terms.
2. Grind calcite finely by Ball Mill to get the desired size.
3. Random sampling for sending to the Quality Control Department (QC).
4. Uncoated Calcium Carbonate will be packaged as required and delivered to customers.
5. For Coated Calcium Carbonate, ground calcium will be coated with fatty acids through the mixer. Then packaged as required by the customer.

(3) Quality control and assurance process (QC & QA)

The Company has a check process to control the quality of goods up until finished products. Management conforms to ISO9001 international standard system for checking raw materials before use by a team dispatched to explore the mines, a process of quality inspection during production, a post-production quality check process and a finished product management process, including checking the quality of products purchased from external manufacturers. The objective is to control all processes for quality assurance of products before delivery to customers.

(4) Storage and packing

The Company has a storage and packing process, which is managed according to ISO 9001 international standard from the receiving of raw materials, packaging inspection, reject data transmission for packaging not up to standard, random inspection of packaging in stock.

(5) Outbound Logistics

The Company manages Outbound Logistics in conformity with ISO 9001 international standard. The company uses both its own internal fleet and external logistics companies. Transport vehicles are classified as follows: ten-wheeler, single bulk truck, bulk trailer, dump ten-wheeler, dump-trailer, pick-up trailer and trailer. The purpose is to classify the vehicles to suit the type of freight, packing, including the access area for each customer to be able to accept the goods. Weighing is controlled according to industry standards.

(6) Sales and marketing services

Golden Lime Public Company Limited

The Company's sales and marketing management is intended to serve all customers thoroughly according to ISO9001 international standard.

Golden Lime Engineering

The Company has created its own engineering and trading business called Golden Lime Engineering (GLE), a fully owned subsidiary. GLE provides machinery and electrical engineering solutions internally as well as to external customers in South East Asia. The company started to market its 150tpd Easy Operation Double shaft (EOD) PFR type of kilns in 2014. The advantages of an EOD kiln are:

- o Lowest operational cost due to minimal fuel consumption and high level of automation
- o High value preservation over 20 years
- o Minimal environmental impact, compliance with present and any future regulations
- o High quality lime and dolime, low residual carbonates, high reactivity

(7) Customer use (Product End use)

Overall, lime is a highly versatile product that is broadly used in many different industries and for many different applications. Steel manufacturing, chemical industry, sugar industry, pulp and paper manufacturing, fuel gas desulfurization, water and wastewater treatment, environmental treatments, construction, agriculture, glass making, energy exploration, and recreational applications comprise the key markets that the company supplies and serves.

Many industrial uses of lime and limestone greatly benefit the environment. From clean air and water to soil remediation, lime and limestone affect the world in which we live in a positive way.

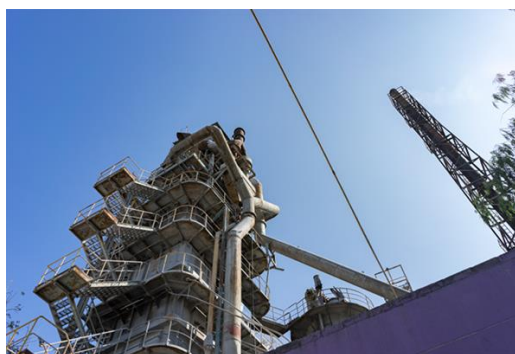
- o AIR- the treatment and removal of harmful flue gas emissions from boilers, steam generators, process furnaces, and incinerators.
- o WATER- the purification of liquid runoffs and discharges from many industrial manufacturing processes.
- o SOIL- treating soils that have been contaminated by industrial generated by intensive agricultural production.

Lime is used to remove impurities from the ores of non-ferrous metals such as gold, copper, and aluminum.

In agriculture and in the Agrofood industry, calcium carbonate and lime product is widely used as a soil stabilizer and as an additive in animal feed and human food. Lime also eliminates the mineral and organic impurities in the production of sugar.

Sustainability management to reduce environmental impact throughout the supply chain

The Company attaches importance to the impact of management processes throughout the supply chain by taking account of the environment and stakeholders. Apart from managing operational systems in accordance with the ISO9001 quality control international standard, additional management is aimed at compliance with the ISO14001 environmental standard. Also, the process control conforms to OHSAS 18001 Occupational Health and Safety Management System. Besides, the Company has measures to control dust and waste from the factories. The Company has installed a system for



leaching dust and soot from combustion before emissions from limestone burning. Water is also sprayed around the factories every day to help reduce dust inside and around the plants. The trees are also planted around the factories to create a good environment and help prevent the spread of dust. As to water consumption in the factories to wash the stone, treatment is available in the factories with recycling. As a result, the factories have no wastewater discharge, which will affect the environment. Each process is controlled, including air quality measurement to meet the standards required by environmental laws and regulations. The sewage or waste disposal system is available, including the control of air released from the factories in compliance with notification of the Industry Ministry. Additional action is also taken as follows:

A Never Ending Pursuit

The company incorporate the best possible practices in our industrial processes in a way that respects the well-being of human health, natural resources and our environment.

o Accountability

A genuine concern for the environment around us, combined with integrating proven and reliable processes in the production of lime and calcium carbonate in order to preserve the environment, is at the very heart of our values and at the very height of our goals. We believe that careful, considerate, and responsible actions towards human health, natural resources, and the environment, is one of our greatest obligations as a company towards current and future generation.



o Best Practices

Subsequent to our strong sense of commitment and unyielding pursuit of excellence towards environmental conservation, some of our best practices include:

- o Long-lasting controls focused on our energy efficiencies.
- o Using the best available technologies.
- o Managing carbon emissions.
- o Reducing our water consumption by re-cycle water to use.



o Maximizing Resource efficiency

We use and transform natural resources-limestone, fuels, and water- in order to efficiently maximize their functional purpose, while at the same time minimizing waste. Our plant operations are highly experienced and skilled in using all raw materials extracted from the earth. The production of lime requires generating high temperatures for a calcinizing process using vertical lime kilns. Our process management result in a careful consumption of energy, water and stone.

o Always Advancing

Throughout every production phase, we strive to implement and apply the best technology and practices towards energy use, air emissions, alternative fuels, and carbon emissions. In all of these practices, we constantly monitor the overall consumption of resources and output of emissions in order to continuously improve and advance our operations towards optimum environmental efficiencies. One of the best examples of our monitoring



practices is in our kiln operations. We have monitored the emissions for control to constantly assure conformance to industry and government regulations and to provide the cleanest condition for the communities around us.

O Product End-Use

Finally, the end-use of lime and calcium carbonate in all of the different markets previously mentioned, greatly affects the quality of our lives every day, in a very positive way, with useful and essential products and services.

Objectives for 2018 and the future

Golden Lime Public Company Limited aims to produce best quality lime, calcium carbonate, products from processed lime, limestone, calcite, and barite, and other chemical product to meet customer demands from different industry at fair price. The company is developing products, engineering and manufacturing technology to expand its business. Through a combination of customer focus, operational excellence and bold strategic moves the company targets to become a leading lime producer in South East Asia.

Key strategies to achieve business goals

o CUSTOMER FOCUS

BRING LIME QUALITY TO INDUSTRY STANDARDS and close the gap with competition by implementing the strategy to maintain and enhance the focus on quality and sustainable quality improvement, by solving the problems of supply of limestone material for enabling the Company to handle limestone on a par with competitors, improvement of key quality parameters, team development, resulting in optimization, waste management and energy consumption to ensure the sustainable quality development as required by the target.

o OPERATIONAL EXCELLENCE

PURSUE OPERATIONAL EXCELLENCE with a focus on health & safety, consistent quality, productivity, reduced energy consumption and waste elimination By improving the instruments and equipment that can accurately measure control values to effectively control energy consumption, including reduced energy consumption, controlling the process of sourcing raw materials by a team of geologists closely to obtain quality raw materials.

o BOLD STRATEGIC MOVES

SECURE LONG TERM SUPPLY OF HIGH CAL LIMESTONE by developing a strategy to manage limestone sources to be able to purchase limestone in the long term.

BUILD A REGIONAL STRONGHOLD IN THAILAND through the execution of a consolidation strategy In order to build a stronghold in Thailand, the Company aims to push for the consolidation by careful operation for positive results in market access development, better production capacity, reduced production costs, flexibility in administration and use of resources, technology transfer, etc.

GROW OUR BUSINESS IN SOUTH EAST ASIA through export of burnt products and the creation of a network of low-cost, small lime plants.



Risk Factors

At present, the company has analyzed various risk factors that may affect the company's business operations. While the identified risk factors have not yet had the material impact on the current business operation of the company, they are presented to shareholders in order to exercise prudence in such matters. In addition, the information is presented as a Forward Looking Statement and uses language such as "believe", "expect", "plan to", "intend to", and "approximate". The presented business, industry, performance and other operational forecasts are expectations of events that may happen in the future, and therefore may vary materially from our forecast and speculation.

1 Business Risks

1.1 Risk Relating to raw materials

The main raw material in lime production is limestone. At present, the company procures limestone from suppliers holding concessions to operate limestone quarries in nearby areas e.g. Saraburi and Lopburi, which can provide the required quality limestone. The company purchased limestone from around 6 to 10 suppliers, with continuous procurement with some supplier for more than 5 to 10 years without entering into long term contractual obligations.

The company can neither guarantee nor forecast whether it can continue to buy limestone from each and every supplier quarry in the quantity and quality as it is currently. A change in supplier portfolio may therefore affect the company's cost in a non-predictable fashion. On the other hand, the company has never encountered a situation where it is lacking in limestone supply, and the probability that such a large sphere of suppliers would encounter permitting or operational issues that leads to supply interruption is highly unlikely. Furthermore, the company has an inventory and budgeting controlling system that keeps a minimum stock of limestone for use enough around 1.5 to 3 months of operations to bridge any supplier issue.

The company is employing a geologist team along with the quality assurance team to survey and collect limestone samples for quality testing both from present and potential supply sources. With the company's 10-year experience in limestone calcinations, it can utilize limestone from different sources, enabling it to diversify its product range, to deliver lime quality which meets its customers' needs in all the market segments supplied currently.



1.2 Risk relating to fuel price and supply

At present, the company procures petcoke for use in its production from two overseas suppliers on a regular basis, while occasionally also from other sources. Overall, in the tendering process, 5-10 quotations are collected before selecting the supplier for the next shipment. Additionally, to prevent the risk of delay of fuel shipment from overseas, the company has prepared fuel reserves with inventory management which will meet the company's fuel requirement of minimum 3 up to maximum 8 months taking also working capital management into consideration.

1.3 Risk relating to environment and personnel safety Due to the nature of the company's operation, there may be adverse effects to the surrounding environment or to the safety of its personnel. The company is under the supervision of the Department of Industrial Works, Ministry of Industry, meaning that it must follow environmental laws and regulations, including the disposal of waste or unused materials, the regulation of factory exhaust air, submitting reports on the types and volumes of pollutants that are emitted from the factory, etc. The aforementioned regulations may be subject to changes or additions in the future.

In any case, the company places great importance on managing its environmental impact in order to adhere to the laws and controls its production process according to the safety standard and environmental standard as specified in OHSAS18000 standards for Health and Safety practice and ISO14001 for environmental management practice

2. Financial Risks

2.1 Risk relating to exchange rates

At present, the company has imported fuel from overseas and also exported goods, using the USD as the primary currency. By buying fuels from abroad, the company is exposed to a 30-day exchange rate fluctuation risk, which is the amount of time from when the debt is incurred to the company's account in foreign currency to when financial institutions settle with the company's supplier on behalf of the company (via trust receipts) and the debt is converted into THB. In any case, the company maintains its assessment on foreign currency risk, closely monitors the movement of the USD against the THB and continuously studies ways in which such risks could be mitigated. This is done via consultations with partner banks. Up until now, the company has never been materially affected by exchange rate volatility.



2.2 Risks relating to interest rates

The company has interest-bearing debt-to-equity ratios of 0.53, 0.35 and 0.37 at the end of 2017, 2016 and 2015 respectively. Furthermore, interest rates of the company's short- and long-term institutional borrowings are floating, and hence if institutions decide to adjust their interest rates upwards, the company's interest burden will also increase respectively, which would adversely affect the company's profits and returns to shareholders. However, the Company manages the interest rate risk by appropriately allocating fixed-rate and floating-rate debts and constantly monitoring interest rates.

3 Management Risks

3.1 Risk from having major shareholders influencing the Company's policies

On September 29, 2016, the company's shareholder structure changed when Mr. Kiatikul Monsereenusorn and Mr. Kitimethee Monsereenusorn, two major shareholders, sold 135 million company shares or 45 percent of all voting shares to CE Lime (Thailand) Co., Ltd. As a result, CE Lime (Thailand) Co., Ltd has become a new major shareholder. Therefore CE Lime (Thailand) Co., Ltd. has to

make mandatory tender offer from every shareholder. After submitting mandatory tender offer on November 16, 2016, CE Lime (Thailand) Co., Ltd. Owns 52.13 percent. The change in company's shareholder structure has an impact on the Board of Directors. Three directors have been promoted by the new major shareholders, and another two directors were nominated and promoted in General Meeting no. 1/2016 on November 11, 2016. In year 2017, on 20 December 2017, CE Lime (Thailand) Ltd. that it has acquired an aggregate number of 65,000,000 shares from Mr. Kiatikul Monsereenusorn and Mr. Kitimethee Monsereenusorn. After that Mr. Kiatikul Monsereenusorn has tendered resignation as a director of the Company. CE Lime (Thailand) Co., Ltd., owns 73.79 percent of all company shares. Hence, there are five out of the current eight directors who have been nominated by CE Lime (Thailand) Co., Ltd.

Because CE Lime (Thailand) Co., Ltd. owns 73.79 percent of authorized and paid-in capital, CE Lime (Thailand) Co., Ltd. has the power to promote directors. Directors from CE Lime (Thailand) Co., Ltd. are able to control, specify managing policy and promote executives. CE Lime (Thailand) Co., Ltd. holds more than half of company stock. Therefore it can control the resolution of the meeting and define company management procedure. Other shareholders will not have enough votes to examine and balance out the vote from directors or executives of the major shareholder.

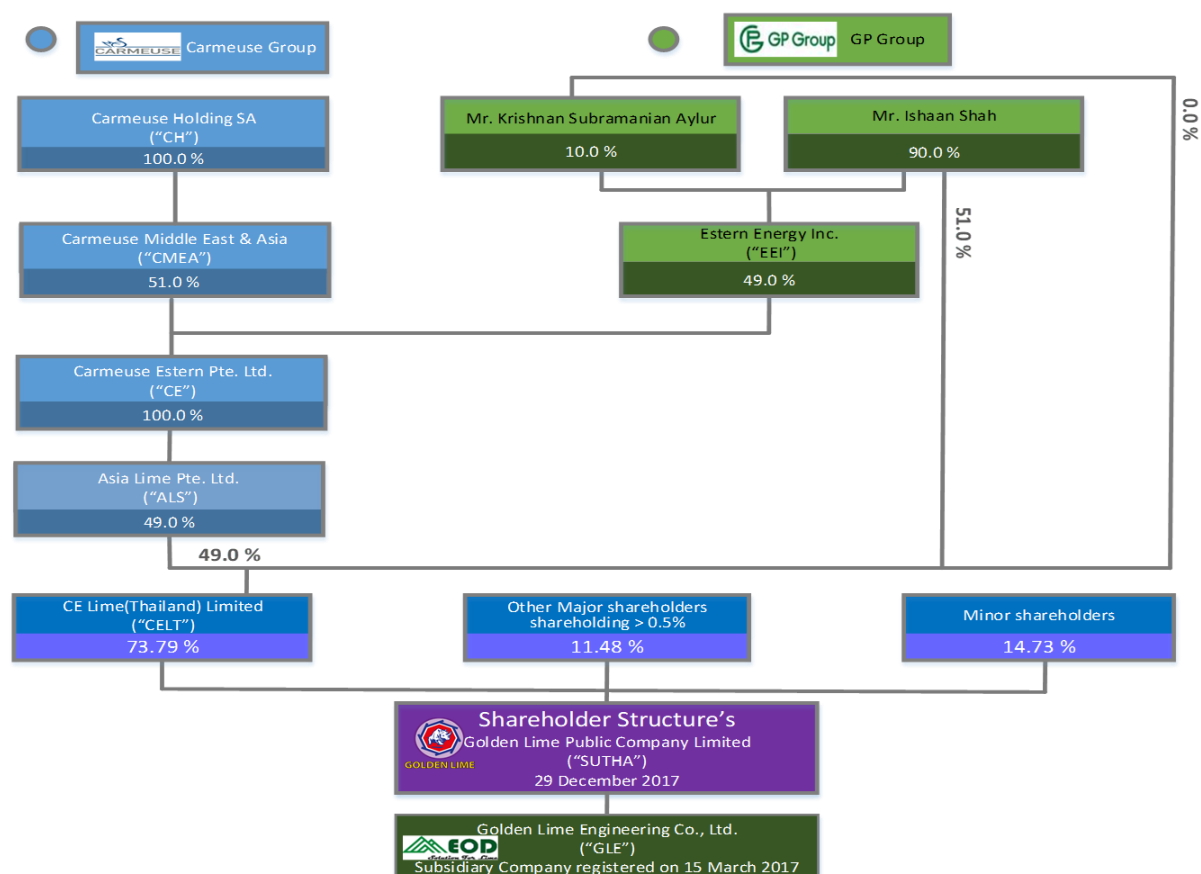
However the boards of directors recognized the importance of transparent operation and management by establishing good business procedure policies. The board has promoted independent audit committee to balance out on decision and consideration before presenting them in general meeting in order to prevent the conflict. The independent audit committee has also promoted an independent internal auditor and a financial auditor to examine internal administration systems, conduct risk assessment, and check whether financial accounts are correct and meet the required standards. To ensure transparency in company administration and operation to every shareholder, the audit revises and examines to meet with reliable criteria, procedure and standards.

4. **ASEAN Economic Community - AEC Impact of Business Risks**

The company has analyzed the impact of trade liberalization policies of the AEC, which may affect the business result, therefore, the possible business impact or risk factor, or the possibility of future direct or indirect business impact, should be export because of the opportunities of foreign investment, the relevant production relocation including lime, calcium carbonate production relocated to the CLMV countries. The CLMV consists of four countries, namely Cambodia, Laos, Myanmar, Vietnam, the ASEAN member countries, that have abundant raw materials and minerals, as well as low wage labor. This risk may result in intense competition for export markets which are currently doing business with the company, or competition in distribution to the company's trading partners, such as Indonesia, Laos, and Philippines, as well as other neighboring countries. However, the company has provided the guideline to prevent such risks; for example, continuous improvement in product development in order to increase product diversity and demand in major industries. This is another way to reduce risk of export dependence. In contrast, there is also the positive impact of AEC, that is from the increasing migration of foreign labor from ASEAN to support the growth of primary industries, resulting in raising demand of domestic products. Such impact can create growth opportunities for domestic businesses and industries as well.

Shareholders and Management Structure

Shareholders Structure: the company had to close the book for the share registration as on 29 December 2017, the number of shareholders of total 1,521 persons, the shareholders who have shareholdings more than 0.5% of total 12 persons and other shareholders have shareholdings less than 0.5% of total 1,509 persons, the shareholder structure as shown below;



Data source: The shareholder structure of CE Lime (Thailand) Company Limited from the tender offer form 247-4 date 10 October 2016 and the information from the Company had to close the book for the share registration as on 29 December 2017.

List name of the Major Shareholders at 29 December 2017 as detail below:

	Name	Number of share	% Shares
1	CE Lime (Thailand) Limited	221,380,460.00	73.79
2	Mr. Sompoch Pluemponprom	6,873,300.00	2.29
3	Miss Tongrak Kijwatanachai	4,254,000.00	1.42
4	Thai NVDR Co., Ltd.	4,171,100.00	1.39
5	Mr.KunPhet Sarasas	3,614,000.00	1.20
6	Sarinee Nerngchamnong	3,552,000.00	1.18
7	Mr.Pun Sarasas	2,680,100.00	0.89
8	Mr.Kiatikul Monsereenusorn	2,223,650.00	0.74

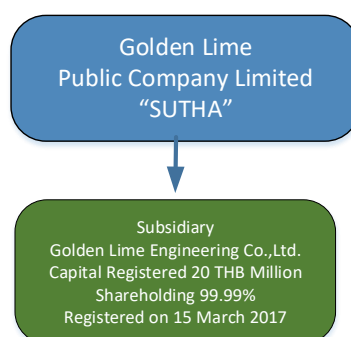
9	Mr.Kitisak Piyaphatthana	2,001,100.00	0.67
10	Mr.Natthaphan Thanangtanurak	2,000,000.00	0.67
11	Miss Kanlaya Khunnananthakun	1,544,000.00	0.51
12	Mr.Monthon Phasomdi	1,522,000.00	0.51
13	Other Shareholders (Shareholding < 0.5%)	44,184,290.00	14.73
Grand Total		300,000,000.00	100.00

Foreign Shareholders at of 29 December 2017, the Company have 3 the foreign shareholders.

Note: The Company's Article of Association, chapter 3 section 11, impose restrictions on foreign shareholding as follows:

"The Company's shares can be liberally transferred, except in the case of any share transfer that causes the foreign shareholding to exceed forty-nine percent (49%) of total paid-up share capital of the Company".

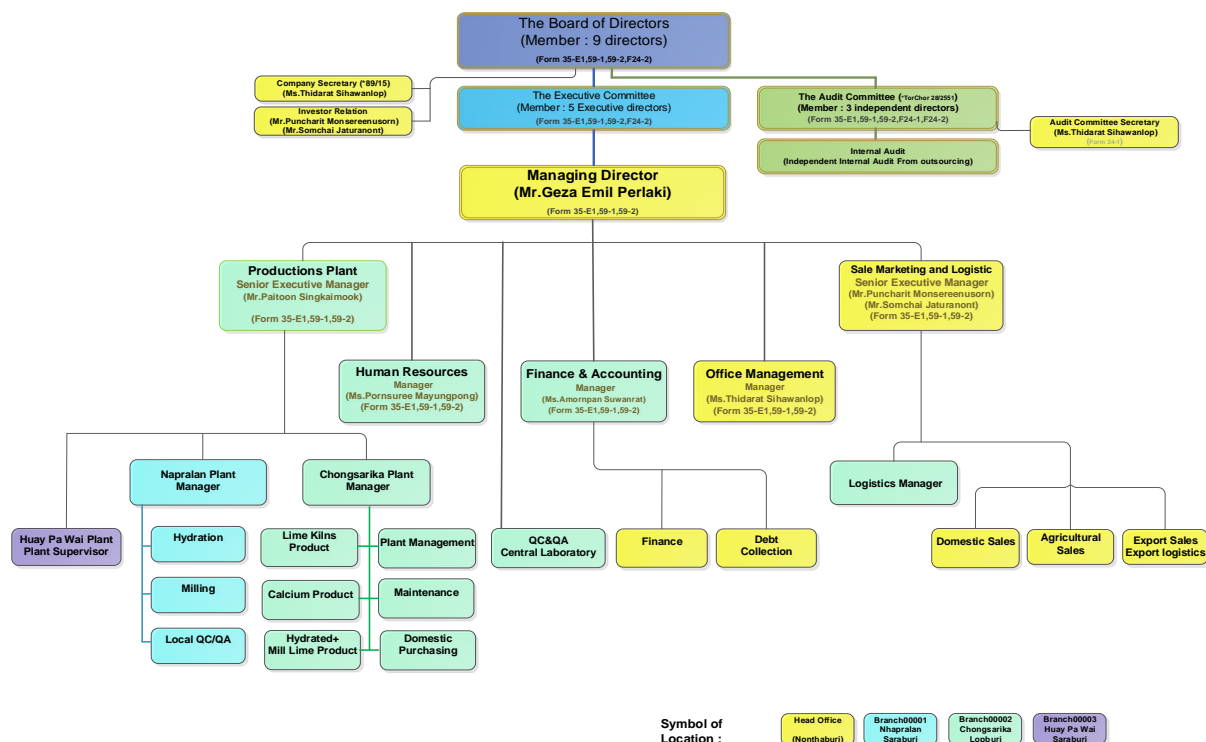
The Company and Subsidiary Structure



The Board of Directors of Golden Lime Public Company Limited at the meeting No. 1/2017 held on 22 February 2017 has passed the resolution to approve the setting up of a subsidiary company for the expansion of the Engineering Business and Equipment Supply. The Company successfully registered the new subsidiary with the Ministry of Commerce. Details are summarized as follows;

Company Name	Golden Lime Engineering Company Limited		
Date of Registration	15 March 2017		
Location	8/222 Moo 3, Srisamarn Road Soi 2, Banmai, Pakkred, Nonthaburi 11120		
Business operation	Engineering Consulting Services and drawing designs Production and distribution of the Machinery and equipment		
Capital registered	THB 20,000,000 2,000,000 Ordinary shares with par value of THB 10		
Capital paid-up	THB 20,000,000		
Shareholder Structure	Golden Lime Public Company Limited holds	99.99%	
	Other minority shareholders holds	0.01%	
Source of capital	Working capital of the Company		

Management Structure, as on 31 December 2017, the Company has management structure as details follow;



The Management in Organization

The followings are the structure of the board of directors and the sub-committees in 2017 including the Board of Directors and 2 Sub Committees follows namely the Audit Committees and the Executives Committee.

The Board of Directors

As of 31 December 2017, there are nine directors in the board of directors of the company:

List Name of Directors		Position
1	Mr. Timothe Arthur Maria Van den Bossche ^{3,6,8}	Chairman of the Board of Director, Executive Director
2	Mr. Kiatikul Monseereenusorn ^{3,4,5,7(4)}	Director and Chairman of Executive Committee
3	Mr. Geza Emil Perlaki ^{2,3,4,5}	Managing Director, Directors and Executive Committee
4	Miss Nishita Shah ^{3,5}	Director and Executive Director
5	Mr. Krishnan Subramanian Aylur ^{3,5}	Director and Executive Director
6	Miss Kristel Verleyen ⁶	Director
7	Mr. Sripop Sarasas ⁵	Independent Director and Chairman of Audit Committee
8	Mr. Prapat Vanapitaksa ^{1,5}	Independent Director and Audit Committee
9	Mrs. Ladda Chatchaluay ^{2,5}	Independent Director and Audit Committee

Ms. Thidararat Sihawanlop, Office Management Manager is the secretary of the Board of Directors and Company Secretary appointed by the Board of Directors Meeting No.1/2013 held on 28 January 2013.



Note:

1. The Board of Directors Meeting no. 1/ 2017 has the resolution approved to appoint Mr. Prapat Vanapitaksa on 22 February 2017 in the position of the Independent Directors and the Audit Committee of the Company, contains replacement to Mr.Suvit Mapaisansin who resigned on 1 February 2017.
2. The Board of Directors Meeting no.2/2017 has the resolution approved to appoint;
 - Mrs. Ladda Chatchaluay on 5 April 2017 in the position of the Independent Directors and the Audit Committee of the Company, contains replacement to Mr.Bowon Vongsinudom, who resigned on 24 March 2017.
 - Mrs. Geza Emil Perlaki on 5 April 2017 in the position of the Directors and the Executive Committee of the Company, contains replacement to Mr. Alexandre Antoine J. Boonen, who resigned on 1 March 2017.

3. At 31 December 2017, the authorized director of the Company consists of 5 directors as including follow;

List Name of Directors		Position
1	Mr. Timothe Arthur Maria Van den Bossche	Chairman of the Board of Director, Executive Director
2	Mr.Kiatikul Monsereenusorn	Director and Chairman of Executive Committee
3	Mr.Geza Emil Perlaki	Mananging Director, Director and Executive Director
4	Miss Nishita Shah	Director and Executive Director
5	Mr. Krishnan Subramanian Aylur	Director and Executive Director

The Authority of the Authorized Directors of the Company as detail below;

“Any two of Mr. Timothe Arthur Maria Van den Bossche, Miss Nishita Shah, Mr. Krishnan Subramanian Aylur, Mr. Kiatikul Monsereenusorn and Mr.Geza Emil Perlaki jointly sign with company seal affixed”

4. The Board of Directors Meeting no.3/2017 has the resolution approved to appoint Mrs. Geza Emil Perlaki on 11 May 2017 in the position of Managing Director of the company and appointed Mr.Kiatikul Monsereenusorn in the position of Managing Director of Golden Lime Engineering Co., Ltd a subsidiary company.
5. Regarding the Company's articles of association in Article 15 defined about the Board of Directors of the Company shall consist of no less than five members. Not less than one-half (1/2) of the directors shall have residence within the Kingdom of Thailand.

The Board of Directors of the Company at present consists of 7 persons, the Directors who have residence in the Kingdom contains;

- | | |
|---------------------------------|------------------------------------|
| (1) Mr. Kiatikul Monsereenusorn | (2) Mr.Geza Emil Perlaki |
| (3) Miss Nishita Shah | (4) Mr. Krishnan Subramanian Aylur |
| (5) Mr.Sripop Sarasas | (6) Mr.Prapat Vanapitaksa |
| (7) Mrs.Ladda Chatchaluay | |

6. The Directors of the Company who have residence in aboard which have local resident in Belgium and will travel come to do their duties; to attend the Meeting or the relevant duties in position of the Directors of the Company, contains;

- (1) Mr. Timothe Arthur Maria Van den Bossche
- (2) Miss Kristel Verleyen

7. In 2017 had the director resignation duringt the year as list follows.;

- (1) Mr. Suvit Mapaisansin, Independent Director and Audit Committee, the resignation was in effect on 1 February 2017.
- (2) Mr. Bowon Vongsinudom, Independent Director and Audit Committee, the resignation was in effect on 1 March 2017.
- (3) Mr. Alexandre Antoine J. Boonen, Director, the resignation was in effect on 24 March 2017.
- (4) Mr.Kiatikul Monsereenusorn, Director and chairman of executive committee, the resignation was in effect on 22 December 2017

8. The Board of Directors Meeting No.1/2018 has the resolution to acknowledge the resignation of Mr. Timothe Arthur Maria Van den Bossche, Chairman of the Board of Directors, effective on 23 February 2018. And approve the appointment of Mr. Rodolphe Marie R. Collinet (Baron) as new director and, for a period equal to the remaining term of Mr. Timothe Arthur Maria Van den Bossche in his previous position as director and member of the executive committee. His appointment would take effect on 23 February 2018.
9. On 23 February 2018 the member of the Board of directors is presently composed of 8 directors as listed in the Company Certificate as follows:


Name of members of the Board of Directors		Position
1*	Mr. Sripop Sarasas	Chairman of the Board of Directors Independent Director and Chairman of Audit Committee
2*	Mr. Prapat Vanapitaksa	Independent Director and Audit committee
3	Miss Kristel Verleyen	Director
4	Mr. Rodolphe Marie R. Collinet (Baron)	Director
5*	Miss Nishita Shah	Director and Executive director
6*	Mr. Krishnan Subramanian Aylur	Director and Executive director
7*	Mr. Geza Emil Perlaki	Director, Executive director and Managing Director
8*	Mrs. Ladda Chatchaluay	Independent Director and Audit committee


Note: * The Directors who have residence in the Kingdom


10. On 23 February 2018, the Board of Directors Meeting No.1/2018 has the resolution to approve the Amendment of Authority of the Authorized Directors of the Company, as detail follows:


“Any two of Mr. Geza Emil Perlaki, Miss Nishita Shah, Mr. Krishnan Subramanian Aylur and Mr. Rodolphe Collinet are authorized as joint signatories with the affix of Company's common seal”


The Board of Directors


	Mr. Timothé Arthur Maria Van den Bossche Chairman of the Board of Director Director Executive Director Authorized Director	
	Expertise: Business Administration	Age: 46 years
Education: <ul style="list-style-type: none"> o Master of Business Administration (MBA), International MBA 2000-2001, Rotterdam School of Management (RSM), Erasmus University, Rotterdam, The Netherlands o Master in Corporate Finance, 1992-1994, Vlekho, Brussels, Belgium o Master in Applied Economics and Financial Science, 1988-1992, Vlekho, Brussels, Belgium 		Nationality: Belgium Residence : Belgium Shareholding (%): Beginning of year: -None- End of year : -None- Changed : -None- Personnel Relationship with the Management : -None- Illegal Record: -None- Position date in position to Director: 29 September 2016 Resignation from the director position has in effect on 23 February 2017 Term of Directorship: 1 Year and 3 months
Present position in other: <ol style="list-style-type: none"> 1) Listed Companies in the Stock Exchange of Thailand: - None - 2) Other Organization / Companies (Non Listed in the Stock Exchange of Thailand): 1 company (*) 3) Other Organization that may have conflict of interest with the Company: CEO at Carmeuse Middle East & Asia. 		
Work experience in previous 5 years :		
15 Mar 2017 – 12 Mar 2018	Director	Golden Lime Engineering Co., Ltd
29 Sep 2016 – 23 Feb 2018	Chairman of the Board Directors	Golden Lime Public Company Limited
2015 - Current	CEO	Carmeuse Middle East & Asia
2014 - 2015	President Europe	Advanced Vision Technology
2012 - 2014	Vice President Global Marketing & Strategy	Agfa Graphics
2011 - 2014	President Asia-Pacific	Agfa Graphics


	<div>Mr.Sripop Sarasas</div> <div>Independent Director</div> <div>Chairman of the Audit Committee</div> <div>And on the Board of Directors Meeting No.1/2018 held on 23 Feb 2018 approve the appointment of Mr Sripop Sarasas, independent director, as the new Chairman of the Board of Directors</div>	
	<div>Expertise:</div> <div>Finance and Banking and Audit</div>	<div>Age: 60 years</div>
<div>Education:</div> <div>o Bachelor of science Program in Medical Technology , Chulalongkorn University</div> <div>o Master of Business Administration, University of Southern California, USA</div>	<div>Nationality: Thailand</div> <div>Residence : Thailand</div>	<div>Shareholding (%):</div> <div>Beginning of year: -None-</div> <div>End of year : -None-</div> <div>Changed : -None-</div>
	<div>Training Course:</div> <div>o Director Certification Program (DCP) Year 2002</div> <div>o Director Examination 2002 (Diploma)</div> <div>o Audit Committee Program (ACP) 2004</div>	
		<div>Position date in position to Director: 2 May 2011</div>
		<div>Term of Directorship after registered to the SET : 5 Years</div>
	<div>Present position in other:</div> <div>1) Listed Companies in the Stock Exchange of Thailand: 4 Companies (**):</div> <div>2) Other Organization / Companies (Non Listed in the Stock Exchange of Thailand): 2 Companies (*)</div> <div>3) Other Organization that may have conflict of interest with the Company: -None-</div>	
<div>Work experience in previous 5 years :</div>		
23 Feb 2018-Current	Chairman of the Board Directors	Golden Lime Public Company Limited
2011 - Current	Independent Director and Chairman of the Audit Committee	Golden Lime Public Company Limited
Current	Independent Director and Chairman of the Audit Committee / Member of the Nomination and Remuneration Committee	Bangkok Airways Public Company Limited (**)
Current	Independent Director/ Chairman of the Audit Committee	Kiattana Transport Public Company Limited (**)
Current	Independent Director / Member of the Audit Committee /Member of the Nomination and Remuneration Committee/ Member of Rinks Management Committee/ Chairman of Corporate Government Committee	Bangkok Dusit Medical Services Public Company Limited (**)
Current	Independent Director/ Member of the Nomination and Remuneration Committee / Member of the Audit Committee	Advance Information Technology Public Company Limited. (**)
2007 - Current	Director	Khan Company Limited (*)
2007 - Current	Director	Parute (2008) Company Limited (*)
2003 -1 Feb 2016	Independent Director	The Royal Ceramic Industry Public Company Limited
2003-Mar 2014	Member of the Audit Committee	The Royal Ceramic Industry Public Company Limited
2008-2012	Director and member of the Audit Committee	Living Land Capital Public Company Limited


	Mr.Kiatikul Monsereenusorn Director Chairman of the Executive Committee and Authorized Director	
	Expertise: Lime and Calcium Carbonate Industry/Mineral and Chemical	Age: 63 years old
Education: <ul style="list-style-type: none">o Master Degree: MBA Marketing, Chaminade University of Honolulu, USo Bachelor of Science, Chaminade University of Honolulu, USA	Nationality: Thai Residence: Thailand	
	Training: <ul style="list-style-type: none">o Director Accreditation Program (DAP) Year 2012 (B.E. 2555)	Shareholding (%) : Beginning of year: 18,223,650 Shares (6.07%) End of year : 2,223,650 Shares (0.74%) Changed : -16,000,000- (-5.3%)
Personnel Relationship with the Management : Uncle of Mr.Puncharit Monsereenusorn Illegal Record: -None-		
Position date in position to Director: 2 May 2011 Resignation from the director position was in effect on 22 December 2017		
Term of Directorship after registered to the SET: 5 Years		
Present position in other: 1) Listed Companies in the Stock Exchange of Thailand: -None- 2) Other Organization / Companies (Non Listed in the Stock Exchange of Thailand): 1 Company (*) 3) Other Organization that may have conflict of interest with the Company : Chairman of Oleofine Organics (Thailand) Co., Ltd (*)		
Work experience in previous 5 years :		
15 Mar 2017 – 22 Dec 2017	Director and Managing Director	Golden Lime Engineering Co.,Ltd.
Dec 2011 – 22 Dec 2017	Directors and Chairman of the Executive Committee	Golden Lime Public Company Limited
2014-Current	Chairman	Oleofine Organics (Thailand) Co., Ltd. (*)
Apr 2011-May 2016	Managing Director	Golden Lime Public Company Limited
1996-2013	Director and Managing Director	Oleofine Organics (Thailand) Co., Ltd.


	Mr. Geza Emil Perlaki Managing Director Executive Director Authorized Director	
	Expertise: Lime Product Industry	Age: 47 years
Education: <ul style="list-style-type: none"> o Master of Business Administration, CENTRAL EUROPEAN UNIVERSITY. o Master of Engineering Technical University of Budapest. Training 	Nationality: Hungarian Residence : Thailand	
	Shareholding (%) : Beginning of year: -None- End of year : -None- Changed : -None-	
	Personnel Relationship with the Management: -None- Illegal Record: -None-	
	Position date in position to Director: 5 April 2017	
	Term of Directorship: 9 months	
Present position in other: <ul style="list-style-type: none"> 1) Listed Companies in the Stock Exchange of Thailand: - None- 2) Other Organization / Companies (Non Listed in the Stock Exchange of Thailand): 1 company (*) 3) Other Organization that may have conflict of interest with the Company: 1 company (*) 		
Work experience in previous 5 years :		
23 Feb 2018 -Current	Chairman of the Executive Committee	Golden Lime Public Company Limited
5 April 2017 - Current	Director	Golden Lime Public Company Limited
11 May 2017- Current	Managing Director	Golden Limp Public Company Limited
Jan 2016-May 2017	Deputy Managing Director	Golden Limp Public Company Limited
Jan 2011-Jan 2016	M&A(EU/ME/SE-Asia)	Carmeuse Group (*)
Jan 2009-Jan 2011	Sale Manager Central Europe (CZ/SK/HU/RO/YU)	Carmeuse Central Europe
Jan 2008-Jan 2009	Managing Director	Carmeuse Bosnia
Jan 2007-Jan 2008	M&A South East Europe (SL/CR/BH/SR/BG)	Carmeuse Group
Jan 2001-Jan 2007	Managing Director	Carmeuse Hungary
April 2000-Jan 2001	Sales Manager	Carmeuse Hungary
Jan 1997 – March 2000	Sales Manager	REHAU Kft
June 1993 – Dec 1996	Site Engineer	RENOVA GmbH


	Miss Nishita Shah Director Executive Director Authorized Director	
	Expertise: Business Administration	Age: 37 years
Education: <ul style="list-style-type: none"> o Bachelor of Science in Business Administration; concentration in Finance and Business Law, Boston University, School of Management. 		Nationality: Thailand Residence : Thailand
Training: <ul style="list-style-type: none"> o 2007 Completed “Director Certification Program” (DCP) Class 83/2007, Thai Institute of Directors (IOD). o 2006 Completed “Director Accreditation Program” (DAP), Class 57/2006, Thai Institute of Directors (IOD). o 2004 Completed “Anatomy of Shipping” course, Seatrade Academy/Cambridge Academy of Transport. 		Shareholding (%) : Beginning of year: -None- End of year : -None- Changed : -None-
		Personnel Relationship with the Management : -None- Illegal Record: -None-
		Position date in position to Director: 29 September 2016
		Term of Directorship: 1 Year 3 months
Present position in other: <ul style="list-style-type: none"> 1) Listed Companies in the Stock Exchange of Thailand: 1 company (**) 2) Other Organization/Companies (Non Listed in the Stock Exchange of Thailand): 6 Companies at (*) 3) Other Organization that may have conflict of interest with the Company : -None- 		
Work experience in previous 5 years :		
29 Sep 2016 - Current	Director and Executive Director	Golden Lime Public Company Limited
2011- Current	Director	Precious Shipping PCL (**)
	Director	Globex Corporation Limited. (*)
	Director	Graintrade Limited. (*)
	Director	Unistretch Limited. (*)
	Director	Ambika Tour Agency Limited. (*)
	Director	Maestro Controls Limited. (*)
	Director	Maxwin Builders Ltd. (*)

	Mr. Krishnan Subramanian Aylur Director Executive Director Authorized Director	
	Expertise: Business Administration	Age: 49 years
Education: <ul style="list-style-type: none"> o Master of Business Administration – International Trade, Indian Institute of Foreign Trade, India o Bachelor of Technology (Mining Engineering), Indian Institute of Technology (Indian School of Mines), India 	Nationality: India Residence : Thailand	
Training: <ul style="list-style-type: none"> o 2017 Completed “Director Accreditation Program” (DAP), Class 135/2017 of Thai Institute of Directors (IOD). 	Shareholding (%): Beginning of year: -None- End of year : -None- Changed : -None-	
	Personnel Relationship with the Management : -None- Illegal Record: -None-	
	Position date in position to Director: 29 September 2016	
	Term of Directorship: 1 Year 3 months	
Present position in other: <ol style="list-style-type: none"> 1) Listed Companies in the Stock Exchange of Thailand: -None- 2) Other Organization / Companies (Non Listed in the Stock Exchange of Thailand): There are positions at 9 Companies (*) 3) Other Organization that may have conflict of interest with the Company : Director at CE Lime (Thailand) Limited (**) 		
Work experience in previous 5 years :		
15 Mar 2017 - Current	Director	Golden Lime Engineering Co., Ltd
29 Sep 2016 To Current	Director and Executive Director	Golden Lime Public Company Limited
2016-Current	Director	CE Lime (Thailand) Limited (*) (**)
2015-Current	Director	Associated Industries Limited (*)
2015-Current	Director	Carmeuse Siam Limited (*)
2015-Current	Director	Carmeuse Eastern Pte Limited (*)
2013-Current	Director	Eastern Energy Chartering Pte Limited (*)
2006-Current	Director	Majan Mining Co LLC Limited (*)
2004-Current	Vice President	Premthai International Limited (*)
2002-Current	Director	Eastern Energy Pte Limited (*)
2001-Current	Director	Eastern Energy Inc (*)

	Miss Kristel Verleyen Director	
	Expertise <ul style="list-style-type: none">o Legal counsel Carmeuse Group (October 2001 – current)o Lawyer at the law firm Clifford Chance in Brussels (May 1999 -September 2001)o Lawyer at the law firm Stibbe in Brussels (July 1996 – May 1999)	
Education: <ul style="list-style-type: none">o Master in law 1994 – University of Ghent, Belgiumo Special degree in Economics and Finance law (1996)- Université Libre de Bruxelles, Belgium	Age: 46 years	
	Nationality: Belgium Residence : Belgium	
Training: <ul style="list-style-type: none">o 2017 Completed “Director Accreditation Program” (DAP), Class 135/2017 of Thai Institute of Directors (IOD).	Shareholding (%) : Beginning of year: -None-	
	End of year : -None-	
	Changed : -None-	
	Personnel Relationship with the Management : -None- Illegal Record: -None-	
	Position date in position to Director: 11 November 2016	
Term of Directorship: 1 Year 2 months		
Present position in other: 1) Listed Companies in the Stock Exchange of Thailand: -None- 2) Other Organization / Companies (Non Listed in the Stock Exchange of Thailand): 4 companies (*) 3) Other Organization that may have conflict of interest with the Company: To be appointed as Directors and Legal Counsel in other companies at Carmeuse Group.		
Work experience in previous 5 years :		
11 Nov 2016 - Current	Director	Golden Lime Public Company Limited
June 2013 - current	Director	Carmeuse Invest SPRL (Belgium) (*)
December 2014 - current	Director	Carmeuse America Holding SPRL (Belgium) (*)
December 2014 - current	Director	Carmeuse America SPRL (Belgium) (*)
October 2001-current	Legal counsel	Carmeuse Group (*)
May 1999-September 2001	Lawyer	The law firm Clifford Chance in Brussels
July 1996 – May 1999	Lawyer	The law firm Stibbe in Brussels

	Mr. Rodolphe Marie R. Collinet (Baron)	
	Director Executive Director Authorized Director	
Education: <ul style="list-style-type: none">o 1994 – 1995 Master of Business Administration (MBA), University of Chicago (USA)o 1980 – 1985 Master in in Economics - University of Namur (Belgium)	Expertise: Lime Manufacturing and Business Administration	Age: 55 years
	Nationality: Belgium Residence : Belgium	
	Shareholding (%) : Beginning of year: -None- End of year : -None- Changed : -None-	
	Personnel Relationship with the Management : -None- Illegal Record : -None-	
	Position date in position to Director: Propose on 23 Feb 2018	
	Term of Directorship: -	
Present position in other: <ul style="list-style-type: none">4) Listed Companies in the Stock Exchange of Thailand: - None -5) Other Organization / Companies (Non Listed in the Stock Exchange of Thailand):<ul style="list-style-type: none">- Carmeuse Holding SA and various subsidiaries of Carmeuse Group- DZH SPRL- EPM (Ecole d'Entreprises pour le Perfectionnement au Management)- Réseau Entreprendre Wallonie Bruxelles6) Other Organization that may have conflict of interest with the Company:<ul style="list-style-type: none">- Director of Carmeuse Middle east and Asia SA		
Work experience in previous 5 years :		
23 February 2018-Current	Director and Executive Directors	Golden Lime Public Company Limited
Since 2003 - Current	CEO Group	Carmeuse Holding S.A.

	Mr. Prapat Vanapitaksa Independent Director Member of the Audit Committee	
	Expertise: Industrial Factories	Age: 66 years
Education: <ul style="list-style-type: none">o Master of Business Administration, Management, Eastern New Mexico University, USAo Bachelor of Engineering, South Eastern Oklahoma State University, USA.	Nationality: Thailand Residence : Thailand	
	Training <ul style="list-style-type: none">o Senior executive program, Module 1, Generation 37o Marketing training, Singaporeo Entrepreneurship development program, Philippine and Canada	Shareholding (%) : Beginning of year : -None- End of year : -None- Changed : -None-
Personnel Relationship with the Management : -None- Illegal Record : -None-		
		Position date in position to Director: 22 February 2017
		Term of Directorship: 11 months
Directors/Executive in other business 1) Listed company in The Securities Exchange of Thailand: 1 company (*) 2) Non-listed organization/department/other businesses: 2 companies (**) 3) Competition/Associate Company which could lead to conflict of interest: -None-		
Work experience in previous 5 years:		
Feb2017 - Current	Audit director and independent director	Golden Lime Public Company Limited
2013-Current	Audit director and independent director	Kiattana Transport Public Company Ltd (*)
Current	Director	KPN Green Energy Solution Company Limited (**)
Current	Chairman of the board	EN TECH Company Limited (**)
2006-2009	Inspector (Inspector 10)	Ministry of Industry
2009-2011	Director General	Department of Industrial works
2011-2012	Deputy Permanent Secretary	Ministry of Industry
2013	Director General	Department of industrial works

	Mrs.Ladda Chatchaluay Independent Director member of the Audit Committee	
	Expertise: Consulting in Business, Taxation, Finance	Age: 59 years
Education: <ul style="list-style-type: none"> Master of Accounting, Thammasart University, Thailand Bachelor of Business Administration, Majoring in Accounting, Chulalongkorn University 	Nationality: Thailand Residence : Thailand	
Training <ul style="list-style-type: none"> 2017 Graduate member of Thai Institute of Directors (IOD) - Completed "Director Certification Program" (DCP) Class 246/2017. Project Management, USA Project Sponsor Training, USA Continuous Improvement Training, Singapore Deployment Leader Training, Singapore 	Shareholding (%) : Beginning of year: 140,000 shares (0.04%) End of year : 140,000 shares (0.04%) Changed : -None-	
	Personnel Relationship with the Management : -None- Illegal Record: -None-	
	Position date in position to Director: 5 April 2017	
	Term of Directorship: 1 Year	
Directors/Executive in other business 1) Listed company in The Securities Exchange of Thailand: -None- 2) Non-listed organization/department/other businesses: 2 companies (*) 3) Competition/Associate Company which could lead to conflict of interest: -None-		
Work experience in previous 5 years :		
April 2017 - Current	Audit director and independent director	Golden Lime Public Company Limited
2016-Current	Director and Independent Auditor	Vachirachat Co., Ltd. (*)
Current	Business Consultant	PCL Holding Co., Ltd. (*)
2013 - 2015	Enterprise Excellence AVP-Asia Pacific	Ecolab Limited, a subsidiary of Ecolab Inc, USA
2005 - 2012	Managing Director	Ecolab Limited, a subsidiary of Ecolab Inc, USA
1991 - 2015	Director	Ecolab Limited, a subsidiary of Ecolab Inc, USA

Report of Director and Executive of the Company to changes in securities holdings as a result of acquisition or disposition at on 31 December 2017.

No.	Name	Position	Common Shares (Shares)		
			Own	Spouse or Underage Child	Increase (-Decrease) during Jan-Dec 2017
1	Mr. Timothe Arthur Maria Van den Bossche	Chairman of the Board of Director and the Executive Director	-None-	-None-	-None-
	Mr. Rodolphe Marie R. Collinet (Baron) ⁸	Director and the Executive Director	-None-	-None-	-None-
2	Mr. Sripop Sarasas	Chairman of Audit Committee/Independent Director	-None-	-None-	-None-
3	Mr. Kiatikul Monsereenusorn ⁷	Director, Chairman of the Executive Committee	18,223,650	-None-	-16,000,000
4	Mr. Geza Emil Perlaki	Managing Director, Director and the Executive Director	-None-	-None-	-None-
	Mr. Alexandre Antoine J. Boonen ³		-None-	-None-	-None-
5	Miss Nishita Shah	Director and Executive Director	-None-	-None-	-None-
6	Mr. Krishnan Subramanian Aylur	Director and Executive Director	-None-	-None-	-None-
7	Miss Kristel Verleyen	Director	-None-	-None-	-None-
8	Mr. Suvit Mapaisansin ⁴ Mr. Prapat Vanapitaksa	Audit ommittee/ Independent Director	-None-	-None-	-None-
9	Mr. Bowon Vongsinudom ⁵ Mrs. Ladda Chatchaluay	Audit Committee/Independent Director	-None- 140,000	-None- -None-	-None- -None-
10	Mr. Pucharit Monsereenusorn ⁶ Mr. Somchai Jaturanont	Sale Marketing and Logistic Senior Executive Manager	10 -None-	-None- -None-	-None- -None-
11	Mr. Paitoon Singkaimook	Production Executive Manager	-None-	-None-	-None-
12	Ms. Pornsuree Mayungpong	Human of Resource	-None-	-None-	-None-
13	Ms. Amornpan Suwanrat	Accountanting and Finance Manager	-None-	-None-	-None-
14	Ms. Thidarat Sihawanlop	Office Management Manager and Company Secretary	5	-None-	-None-
Remark : 1. Sutha has registered capital of 300,000,000 Baht, paid-up capital 300,000,000 Baht (at 31 Demcember 2017) and total common share of 300,000,000 shares					
2. The information of shareholding may change, if any director, sponuse or underage child buys stock after the date as said.					
3. Mr. Alexandre Antoine J. Boonen, resignation from the director position was in effect on 24 March 2017.					
4. Mr. Suvit Mapaisansin, resignation from the director position was in effect on 1 February 2017.					
5. Mr. Bowon Vongsinudom, resignation from the director position was in effect on 1 March 2017.					
6. Mr. Pucharit Monsereenusorn, resignation from the position of the Sale Marketing and Logistic Senior Executive was in effect on 31 December 2017.					
7. On 22 December 2017, The Company were informed by CE Lime (Thailand) Ltd. that it has acquired an aggregate number of 65,000,000 shares from Mr. Kiatikul Monsereenusorn and Mr. Kitimethee Monsereenusorn, following which our shareholding structure will be as follows:					

8. The Board of Directors Meeting no.1/2018 approve the appointment of Mr.Rodolphe Marie R. Collinet (Baron) as new director and, for a period equal to the remaining term of Mr.Timothe Arthur Maria Van den Bossche in his previous position as director and member of the executive committee. His appointment would take effect on 23 February 2018.

Term of Directorship

Every year in the Annual General Meeting of Shareholders, a third of the board of directors will be retired their terms to leave the position. If the board of directors cannot be divided into third part, the number of the directors to leave the position has to be as close to one-third as possible. The director who has been in the position for the longest period of time has to leave the position. However, those whose term limit has ended could get promoted to the position again. In 2017, Mr. Prapat Vanapitaksa has been appointed as a director after Mr. Suvit Mapaisansin has resigned. The promotion was done according to a resolution of the board meeting no. 1/2017 held on February 22, 2017. The term limit is equal to the period of term left from the resigned director. This year, three directors who have been in the position for longest period of time and have to leave the position are Mr. Kiatikul Monsareenusorn, Mr. Sripop Sarasas, and Mr. Prapat Vanapitaksa. In Annual General Meeting 2017 on April 5, 2017, the board has agreed to let the three directors remain the position for one more term.

This year, four members left the position by resigned including

1. Mr. Suvit Mapaisansin, the resignation was in effect on 1 February 2017.
2. Mr. Bowon Vongsinudom, the resignation was in effect on 1 March 2017.
3. Mr. Alexandre Antoine J. Boonen, the resignation was in effect on 24 March 2017.
4. Mr.Kiatikul Monsereenusorn, the resignation was in effect on 22 December 2017

Scope of Duties and Responsibilities of the Board of Directors

The Board of Director are authorized to operate the Company's business in line with the law including the company's goals, regulation and the meeting resolution of the shareholders on basis of honesty and maintain the company's benefits, On the conclusion, the Board of Director are required to comply with the following tasks;

1. Hold an Annual General Meeting (AGM) for the shareholders within four months after the end of the period of the Company's yearly accounts.
2. Provide a meeting for the Board of Director every three months.
3. Provide a financial statement and a statement of comprehensive income at the end of the period of the company's audited accounts and present them for deliberation and approval at the Shareholders' Meeting.
4. A single director or numerous directors can be authorized to perform needed tasks under the Board of Directors in the appropriate period. The Board of Directors can revoke, change or correct the authorized director or subcommittee at any particular time.

The Board of Directors thereby may authorize the Management Committee to perform the Company's tasks. However, the authorization must not allow the Management Committee to be able to give any consideration or approval to any transaction with which the Management Committee has a conflict of interest or any other conflict, except with prior approval of the Board of Directors under the Company's policies and regulations.

The Board of Directors inaugurated two subcommittees consisting of the Audit Committee and the Executive Committee and defined the scope of power and the responsibilities of each subcommittee.



5. Formulate the Company's goals as well as its vision, mission, policies, plans and budgets and supervise the administration and management of the Executive Committee in line with these priorities. However, the following topics, including the increase of stock capital, the reduction of capital debenture, the auction or purchasing of business assets, business transfer or revision of the Company's memorandum of association, must be approved at a Shareholders' Meeting. The Company's vision and mission should be reviewed and approved at least every five years.

Moreover the Board of Directors is also required to supervise and direct the Company to conduct its business procedures in accordance to the rules and regulations of the Securities and Exchange Commission (SEC) as well as those of the Stock Exchange of Thailand (SET). In the past, the Company has strictly carried out its operations in accordance with these parameters. Information regarding connected transactions that may have conflicts of interest as well as the acquisition of certain assets requiring public disclosure based on the regulations and procedures set by the SEC and SET or other laws relating to the Company's business have been reported as required. In the interest of keeping shareholders informed, such disclosures and other information are regularly provided on websites maintained by both the SET and the Company.

6. Devise the administration structure and nomination of the Executive Committee or other appropriate subcommittees.

7. Follow the overall operation and manage the budget continually.

8. The Board of Directors must not operate a business in competition with the Company's business, or be a partner in an ordinary or unlimited partnership or be directors of a private company or any other companies with the same business operation as the Company regardless of individual or other benefits. Nevertheless, prospective board members may be involved in all of the above in the case that such associations are reported at the Shareholders' Meeting prior to the appointment.

9. The Board of Directors must immediately inform the Company if involved directly or indirectly as parties of interest in the Company's contract or hold shares in the Company or affiliated companies.

10. In order to assure that the Board of Directors devote themselves to performing their duties completely, it is required that individual directors should not take positions in more than five listed companies. However, in case of an excess number of companies in which the Board of Directors takes positions, they are required to publicize such circumstance.

The approval authority of the Board of Directors

The board of directors meeting no. 2/2013, held on 5th March 2013, has passed a resolution approving transactions to the Executive Committee, Managing director, and assistant to managing director, by the limits specified in the table of approval authority at the meeting. Transactions are as follows:

1. Negotiation as well as entering into contracts or agreements, producing letters or documents, and procurement related to the Company's business operation such as capital expenditure, and purchase of machinery, equipment, raw materials, fuels, trading, etc.

2. The procurement for the general management including selling expenses, marketing expenses, office supplies, travelling, training, donation, etc.

3. Financial transactions including the loan approval, credit contract, and mortgage or pawn contract, applying from guarantee from a bank or financial institution, letter of credit (L/C) application for the payment for goods or raw material.

4. Approval of the credit loan for customers



Calling the Board of Directors' Meeting

Based on the articles of association of the Company, as follows:

Quorum for Board of Directors Meeting

In the Board of Directors Meeting, there shall be not less than one half (1/2) of the total number of directors attending the meeting in order to constitute a quorum. The Chairman of the Board shall act as a Chairman of the meeting. If at any time Chairman is absent or is unable to perform the duty and there is a Vice Chairman is unable to perform the duty, the meeting shall elect one of the Directors to act as a chairman of the meeting.

Decisions of the meeting shall be made by a majority vote. Each Director shall have one (1) vote, but the Directors who have interests in any matters shall have no right to vote on such matter. In case of a tie vote, the Chairman of the meeting.

The Chairman or other person assigned shall be the person to call a meeting of the Board of Directors and shall send notices calling a meeting to Directors not less than seven (7) days prior to the date of the meeting. However, In case of necessity and urgency for the purpose of maintaining the rights or interests of the Company, a meeting may be called by other means and the date of the meeting may be fixed sooner.

When a director resigns; the director shall carried out any of the following actions, if

The board of directors elect any person having qualifications and not prohibited prescribed under the Public Companies Limited Act and the Securities and Exchange Commission as director to fill the vacancy in the next meeting, unless the remaining duration of the director's term of office is less than two (2) months. Any person so appointed shall retain his office during such time only the remaining term of the vacating director. The resolution of the board of directors shall be supported by a vote of not less than three-fourths (3/4) of the number of remaining directors.

Chairman of the Board

The Articles of Association regarding Chairman of the Board.

- o The Board of Directors shall elect one of the Directors to be the Chairman of the Board.

In case the Board of Directors deems it appropriate, the Board may elect one or several directors as Vice Chairman who shall have the duties according to the Articles of Association in the business assigned by the Chairman of the Board.

The Chairman will take a position of Chairman of the Board as from the resolution of the Board of Director meeting to perform according to the Articles of Association as follow;

- o The Chairman of the Board shall act as a Chairman of the meeting

If at any time Chairman is absent or is unable to perform the duty and there is a Vice Chairman is unable to perform the duty, the meeting shall elect one of the Directors to act as a chairman of the meeting.

Decisions of the meeting shall be made by a majority vote. Each Director shall have one (1) vote, but the Directors who have interests in any matters shall have no right to vote on such matter. In case of a tie vote, the Chairman of the meeting.

o The Chairman or other person assigned shall be the person to call a meeting of the Board of Directors and shall send notices calling a meeting to Directors not less than seven (7) days prior to the date of the meeting. However, In case of necessity and urgency for the purpose of maintaining the rights or interests of the company, a meeting may be called by other means and the date of the meeting may be fixed sooner.

o The Board of Directors shall hold a meeting at least once in three (3) months at the province of the Company's head office location, nearby provinces, or at any other place as the Chairman of the Board deems appropriate.

o The Chairman of the Board shall as a Chairman of the Shareholders' Meeting. If at any time Chairman is absent or is unable to perform the duty and there is a Vice Chairman, Vice Chairman shall act as a Chairman of the meeting. If there is no Vice Chairman or Vice chairman is absent or is unable to perform the duty, the meeting shall elect one of the shareholders presented in that meeting to act as a Chairman of the meeting.

o To vote for a resolution in the Shareholders' Meeting, one share shall equal one vote. If there is any shareholder having interests in any matters, that shareholders has no right to vote in such matter except the case of voting for Director. The resolution of the Shareholders' Meeting shall be supported by the following votes.

In an ordinary event, the majority vote of the shareholders present at the meeting and casting their votes shall be required. In case of a vote, the chairman of the meeting shall have a casting vote.

Formalities when a director resigns

The Company's articles of association regarding director resignation

o Any Directors wishing to resign from his office shall submit his resignation letter to the Company, and the resignation shall be effective on the dates the resignation letter reaches the company.

The Director whose resignation follows the first paragraph may inform his resignation to Registrar for acknowledgement.

o In case any vacancy occurs in the Board of Directors due to reasons other than retirement from rotation, the Board of Directors shall elect a person who has the qualifications and who does not have any prohibited characteristic under the Public Limited Companies Act and the Securities and Exchange Act as a replacement of the Director at the following meeting of the Board of Directors, unless the remaining duration of the directors term of office is less than two months. The elected person shall hold office only for the remaining terms of office of the director whom he has replaced.

The Board of Directors' resolution under the first paragraph shall be supported by a vote of not less than three-fourths (3/4) of the number of remaining directors.

Procedure for resignation of directors

The company will follow the guidelines of the listed companies when a director resigns.

The director shall carried out any of the following actions, if

o The board of directors elect any person having qualifications and not prohibited prescribed under the Public Companies Limited Act and the Securities and Exchange Commission as director to fill the vacancy in the next meeting, unless the remaining duration of the director's term of office is less than two (2) months. Any person so appointed shall retain his office during such time only the remaining term of the vacating director. The resolution of the board of directors shall be supported by a vote of not less than three-fourths (3/4) of the number of remaining directors.

o The company shall disclose its information to the Stock Exchange within 3 days after the date of submitting or the required date of resignation, or notify the change of director through the Stock Exchange of Thailand's information dissemination system (F24-1 form (for audit committee appointment), F24-2 form) within three business days after the date of change of director, or to an authorized person of the listed companies.



- o The company shall notify the change in the list of the Company's directors within 7 days according to the operation of the Securities and Exchange Commission.
- o The company shall register a new director or the change of director with the commercial registrar within 14 days after the date of the Board meeting date to approve the appointment of director, or the date of director's resignation.

If there is a director is going to resign and he/she is one of the listed authorized directors, the company must organize a board of directors' meeting to make a resolution about the change of the director's authority so that Chang Director Registration can be processed.

Or if we can find the new qualified director for replacing the resigning director, we can make a resolution to appoint the new director together with the director's authority change at the same time.

Then, the registration of change the director will be processed after getting the resolution from Board of Director's Meeting.

The implementation of the new director

- o Submit the 59-1 form to the Securities and Exchange Commission (SEC) (for first submitting, within 30 days after the closing date of the securities offering or the date of the appointment).

However, the case of a change in shareholding, director shall always submit the 59-2 form to the Securities and Exchange Commission (SEC) when purchasing, selling, and transferring to/from the securities within three days after the date of purchasing, selling, and transferring to/from the securities.

- o Submit the conflict of interest statement to the Company Secretary by the Company's schedule.
- o Submit the director's biography in accordance with the requirements of the Stock Exchange of Thailand (Certificate and biography of the director / audit committee (F24-2)) within 3 business days after the date of appointment of the new director.

If the new appointed director is an audit committee, the Company shall submit the F24-1 form (Names of members and scope of work of the audit committee) and the director shall submit the F24-2 form (Certificate and biography of the director / audit committee) to SET. You must submit a F24-1 form through the Stock Exchange of Thailand's information dissemination system and submit a F24-2 form as a document, not required to submit electronically.

The Board orientation

The guideline practice of orientation the new directors will hold an orientation session for new directors in accordance with Board Orientation Guideline set forth by the Stock Exchange. The required documents for the orientation session are as follows:

1. The latest edition of the good corporate governance and business ethics of the Company document, which contain the corporate governance policy and other policies defined by the board of directors such as anti-corruption policy, internal control, audit, and risk management, corporate social responsibilities, human resource management, etc.
2. The Company's latest annual report, which contains the material information of the Company, including financial information for last three years for a new director, introduction of ownership structure, management structures in different areas, the company's history, nature of

business, details of remuneration for director, scope of responsibilities of the board of directors, sub-committees and operations of the Company and the Board of Directors last year.

3. Memorandum and articles of association of the Company.
4. Minutes of Board of Directors meetings for the past year and the annual schedule
5. Related party and connected transactions
6. Provide a meeting with the Chairman/Managing Director before the first meeting, in order to inform the new director about the important policies and give advice and describe his/her responsibilities.

The Nomination of Directors

With reference to the Company's Articles of Association, the selection for the Company's Directors are indicated that:

1. The Board of Directors of the Company shall consist of no less than five members. Not less than one-half (1/2) of the directors shall have residence within the Kingdom of Thailand.

Directors may or may not be the shareholders.

2. Directors of the Company shall be elected by the Shareholder's Meeting in accordance with the following rules and procedures:

(1) Each shareholder shall have one vote on each share.

(2) Each shareholder shall exercise all votes he has according to (1) to elect a nominated person or nominated persons to be the Director(s). In case he elects nominated persons to be the Directors, he cannot divide his vote to any person to any or in the basis extent.

(3) The candidates shall be ranked in order descending from the highest number of votes received to the lowest, and shall be appointed as directors in that order in the amount required or ought to be in that election. Provided the event that persons receiving votes in descending order are tied in and exceeds the number of positions required or ought to be in that election, the Chairman shall have a casting vote.

3. At every annual Ordinary Shareholder's Meeting, one-thirds (1/3) of the total number of Directors shall retire. If the number of Directors is not a multiple of three, the closest number of one-thirds (1/3) of the total number of Directors shall retire.

The Directors retiring from rotation may be re-elected.

The Directors retiring after the first and second year, the Directors who have held office the longest shall retire.

4. Apart from retirement by rotation, the Director shall vacate his office upon:
 - (1) Death
 - (2) Resignation
 - (3) Lack of qualification, or having prohibited characteristics under the Public Limited Companies Act and the Securities and Exchange Act
 - (4) Removal by a resolution of Shareholders' Meeting
 - (5) Removal by a court order
5. Any Directors wishing to resign from his office shall submit his resignation letter to the Company, and the resignation shall be effective on the dates the resignation letter reaches the Company.

The Director whose resignation follows the first paragraph may inform his resignation to Registrar for acknowledgement.

6. The shareholder's meeting may resolve to remove any director from office before the expiration of his term of office with the vote of no less than three-fourths (3/4) of the number of shareholders who attend the meeting and are eligible for the voting and their shares, in total, are no less than a half of the shares held by the shareholders who attend the meeting and are eligible for the voting.

7. In case any vacancy occurs in the Board of Directors due to reasons other than retirement from rotation, the Board of Directors shall elect a person who has the qualifications and who does not have any prohibited characteristic under the Public Limited Companies Act and the Securities and Exchange Act as a replacement of the Director at the following meeting of the Board of Directors, unless the remaining duration of the directors term of office is less than two months. The elected person shall hold office only for the remaining terms of office of the director whom he has replaced.

The Board of Directors' resolution under the first paragraph shall be supported by a vote of not less than three-fourths (3/4) of the number of remaining directors.

8. The Company shall be legally bound by the signatures of two (2) authorized Directors with the Company's seal affixed.

The Board of Directors has an authorization to stipulate and change the number and the names of the authorized Directors.

Components and appointment of Independent Directors

The Company's Board of Directors will preliminarily consider together regarding the qualifications of the persons who will take the office as an Independent Director, taking into account the qualifications and prohibitions of the director in accordance with the Limited Public Company Act, laws on securities and securities exchange, and Announcement of the Capital Market Supervisory Board as well as related announcement, regulations and/or rules. In addition, the Company's Board of Directors shall consider and select the Independent Director from the experts, taking to consideration the working experiences and other suitability, and then it will propose to the Shareholder's meeting for consideration and appointment to be the Company's director. **The Company has the policies of appointing Independent Director at least one-third of all directors and the number of independent Director shall not be less than 3 persons, the qualifications of whom shall conform to the Notification of the Capital Market Supervisory Board No. TorChor. 28/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Shares, dated 15 December B.E. 2551 (including its amendment) as follows:**

1. Holding shares not exceeding one percent of the total number of shares with voting rights of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, including shares held by related persons of such independent director.

2. Neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the Company, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than two years prior to the date of filing an application with the Office of Securities Exchange Commission. Such prohibitions shall not include the case where the independent director used to be a government officer or an advisor of government sector which is the major shareholder or the controlling person of the Company.

3. Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, executive, major shareholder, controlling person, or person to be nominated as executive or controlling person of the Company or its subsidiary company.



4. Neither having nor used to have a business relationship with the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interfere with his independent judgment, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of filing an application with the Office of Securities Exchange Commission.

The term ‘business relationship’ as mentioned above shall include any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or granting or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, and any other similar actions, which result in the Company or the counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of the applicant or twenty million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of value of connected transactions under the Notification of the Capital Market Supervisory Board governing rules on connected transactions mutatis mutandis. The consideration of such indebtedness shall include indebtedness occurred during the period of one year prior to the date on which the business relationship with the person commences.

5. Neither being nor used to be an auditor of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the applicant, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of filing an application with the Office of Securities Exchange Commission.

6. neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding two million Baht per year from the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years prior to the date of filing an application with the Office of Securities Exchange Commission.

7. Not being a director appointed as representative of directors of the Company, major shareholder or shareholder who is related to major shareholder.

8. Not undertaking any business in the same nature and in competition to the business of the Company or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding one percent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the Company or its subsidiary company.

9. Not having any other characteristics which cause the inability to express independent opinions with regard to the Company’s business operations.

10. Not being a director appointed by the board of directors to decide upon the business operation of the Company, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person.

Components and appointment of Audit Committees

The Audit Committee is composed of at least 3 Independent Director, each of whom takes office for 3 years. The Company has the policies of selecting Audit Committee/Independent Director that is in accordance with the Notification of the Capital Market Supervisory Board No. TorChor.



28/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Shares dated 15 December B.E. 2551 (including its amendment) as follows:

1. Being appointed by the board of directors or the shareholders' meeting (as the case may be).
2. Being an independent director pursuant to the foregoing and
 - (1) Not being a director appointed by the board of directors to decide upon the business operation of the Company, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person and
 - (2) Not being a director of the subsidiary company or same-level subsidiary company which is a listed company
3. Having sufficient knowledge and experience to perform duties as audit committee member, provided that at least one member of the audit committee shall have sufficient knowledge and experience to review the reliability of financial statements.

Audit Committees

As of 31 December 2017, the Audit Committee consists of 3 directors as follow:

Name-Surname	Position
1. Mr.Sripop Sarasas	Chairman of Audit Committee
2. Mr.Prapat Vanapitaksa ¹	Audit Committee
3. Mrs.Ladda Chatchaluay ²	Audit Committee

Ms. Thidarat Sihawanlop is the secretary of the Audit Committee, appointed by the Audit Committee at the meeting no. 2/2013 held on 5th March 2013.

Note:

1. The Board of Directors Meeting no.1/2017 has the resolution approved to appoint Mr.Prapat Vanapitaksa on 22 February 2017 in the position of the Independent Directors and the Audit Committee of the Company, contains replacement to Mr.Suvit Mapaisansin who resigned on 1 February 2017.
2. The Board of Directors Meeting no.2/2017 has the resolution approved to appoint Mrs. Ladda Chatchaluay on 5 April 2017 in the position of the Independent Directors and the Audit Committee of the Company, replacement to Mr.Bowon Vongsinudom, who resigned on 24 March 2017.

Term of Directorship of the Audit Committees

The Audit Committee member has 3-year term of service. The Audit Committee member being due to retiring by rotation is eligible for re-election. In case that any vacancy in the membership of the Audit Committee occurs due to other reasons than by retirement of the member by rotation, the Audit Committee with appoint a qualified person to be an Audit Committee member corresponding with what is defined by the Board of Directors. The new member of the Audit Committee who replaces the vacant seat will serve out the remaining term of the replaced member.

Sope of Duties and Responsibilities

1. Review the financial report to oversee that the reports are sufficient and correct.
2. Review the internal control system to oversee that they are adequate, appropriate and efficient. In addition, to observe the independence of the internal audit unit, as well as to approve the



appointment, transfer and dismissal of the head of the internal audit unit or any other units responsible for the internal audit.

3. Review the business operating procedure to oversee that they are in compliance with rules and regulation of the Security Exchange Commission and those of the Stock Exchange of Thailand as well as other laws relative to the company business.

4. Recommend to the Board the independent persons to respond the company's auditors and deliberate his or her compensation including attending a meeting with the auditor without the presence of the management at least once a year.

5. Review of related transactions or any transaction that may have a conflict of interest to oversee that they are accurate, complete and in compliance with rules and regulations of the Stock Exchange of Thailand as well as disclose complete information of the transactions to ensure that they are appropriate and most beneficial to the Company.

6. Issue an Audit Committee Report to be included in the company's annual report and the report must be signed by the Audit Committee Chairperson and must at least contain the following information:

- o Opinions concerning with the correctness, completeness and trustworthiness of the financial reports of the Company.
 - o Opinions concerning with the adequacy of the Company's internal control system.
 - o Opinions concerning with the Company's compliance with the laws and regulations of the Securities and Exchange and regulations of the Stock Exchange of Thailand, or any law governing the Company's business.
 - o Rules and regulations of the Securities and Exchange and regulations of the Stock Exchange of Thailand, or any law governing the Company's business.
 - o Opinions concerning with the appropriateness of the auditor.
 - o Opinions concerning with the transactions that may involve conflict of interest.
 - o The number of the Audit Committee's Meetings and attendance record for each of the Audit Committee Members.
 - o Opinions or overall observation that the Audit Committee has found during performing its duty according to the Charter of the Audit Committee.
 - o Other reports which should be acknowledged by the shareholders and general investors under the duties and responsibilities assigned from the Board of Directors of the Company.
7. Perform other activities as delegated by the Company's Board of Directors with consent from the Audit Committee.

The Audit Committee is responsible to the Board of Directors and the Board of Directors is still responsible for the Company's operation to other persons.

In case have change of duty and scope of work of the Audit Committee, the Company shall submit the resolution to change the duty and scope of work of the Audit Committee report to the Stock Exchange of Thailand (SET) by SET requirement within 3 days from the date of such change.

8. Performance of Audit Committee, if found or suspect in some particulars or any action may be affect significantly to the financial status and operation results of the company, then the audit committee shall report to Board of Directors of the company in order to improve, to revise within the time determined by the Audit Committee. In past of year do not have transaction below:

- 1) Transaction that involve conflict of interest
- 2) Fraud or irregularity or material defect in the internal control system
- 3) Infringement the Securities and Exchange Act, requirements of the Stock Exchange of

Thailand.



If the Board of Directors or management can not to improve , to revise within the time determined , the member of the Audit Committee may reporting the transaction or activities above to the Security Exchange Commission and the Stock Exchange of Thailand.

Components and appointment of the Executives Committee

The Executive Committee member shall be the member of the Board of Directors of the Company and/or the executive of the Company who is appointed by the Board of Directors with the number deemed as appropriate by the Board of Directors. The Board of Directors of the Company shall elect one Executive Committee member to be the chief executive officer.

The executive Committee

At on 31 December 2017, the Executive Committees consists of 5 executive directors including;

	List Name of Directors	Position
1	Mr. Kiatikul Monsereenusorn ²	Chairman of Executive Committee
2	Mr. Timothe Arthur Maria Van den Bossche ³	Executive Director
3	Miss Nishita Shah	Executive Director
4	Mr. Krishnan Subramanian Aylur	Executive Director
5	Mr. Geza Emial Perlaki ¹³	Executive Director

Note:

1. The Board of Directors Meeting no.2/2017 has the resolution approved to appoint Mrs. Geza Emil Perlaki on 5 April 2017 in the position of the Executive Committee of the Company, contains replacement to Mr. Alexandre Antoine J. Boonen, who resigned on 1 March 2017.
2. Mr. Kiatikul Monsereenusorn, Chaiman of Executive Committee resigned from the director position was effect on 22 December 2017.
3. The Board of Directors Meeting No.1/2018, approve the appointment of Mr. Rodolphe Marie R. Collinet (Baron) as new director and, for a period equal to the remaining term of Mr. Timothe Arthur Maria Van den Bossche in his previous position as director and member of the executive committee. His appointment would take effect on 23 February 2018 and approve the appointment of Mr. Geza Emil Perlaki, Managing Director as the Chairman of the Executive Committee.

Scope of Duties and Responsibilities of the Executives Committee

The Executive Committee has the authority and responsibility to manage the work relating to the ordinary course of business and management of the company, to specify the business plan, budget, management structure and management power of the company, as well as the criteria for business operation that are in accordance with the economic situation, to propose the same to the meeting of the Board of Directors of the Company for consideration and/or approval, and to monitor and follow up the overall operation of the Company in accordance with the specified policies. The main authority and responsibility can be summarized as follows.

1. To specify the policy, direction, strategy and main management structure of the Company's business operation in order to propose the same to the Board of Directors for approval.
2. To specify the business plan, budget, and management power of the Company in order to propose the same to the Board of Directors for approval.
3. To consider the investment projects of the Company in order to propose the same to the Board of Directors for approval.
4. To approve major expenditure for investment that is specified in the annual expenditure budget as it will be appointed from time to time by the Board of Directors of the Company or in accordance with principles thereof that has been approved by the Board of Directors of the Company.

5. To approve procurements in management with a financial limit of not more than 20 million Baht per transaction.

6. To negotiate and enter into contract, agreement, instrument and other documents, including those relating to procurements that are relevant to the business operation of the Company with a financial limit of not more than 50 million baht per transaction.

7. To approve the borrowing, conclusion of loan contracts, conclusion of mortgage contracts and/or pledge contracts with the bank and/or financial institution with a financial limit of not more than 50 million baht per transaction.

8. To allocate premiums, rewards, and bonuses approved by the Board of Directors of the Company to employees or staff of the Company.

9. To be the board of consultants to manage the policies relating to finance, marketing, operation, and other management.

10. To have the power to approve the opening or closing of deposit accounts, to define the name of the person authorized to withdraw money from the deposit accounts of the Company, and to perform other actions relating to such deposit accounts.

11. To approve amendments of location of the head office and branch offices of the Company provided that the amendment of the location of the head office is within Nonthaburi Province only.

12. To engage in necessary actions to promote and protect the interests of the Company.

13. To approve amendments to the conditions of credit limit usage and/or methods of withdrawal from the credit limit that the Company has with the bank and/or financial institution.

The power of the Executive Committee shall not include the approval of any transaction wherein the Executive Committee or other person may have a conflict of interest or stand to benefit in any other nature with the Company or the subsidiary company (if any) in accordance with the rules of the Securities and Exchange Commission and the Stock Exchange of Thailand. Approval of a transaction of such nature is required to be proposed at a meeting of the Board of Directors and/or a Shareholders' Meeting for consideration and approval in accordance with the Articles of Association of the Company or as specified by related laws, unless it is the approval of a transaction that is in the ordinary course of business that the Board of Directors has clearly specified within the established consideration framework.

Once the Executive Committee has taken any action, it shall report to a meeting of the Board of Directors.

Executives

The Company consists of 10 executives as follow:

	Name-Surname	Position
1	Mr. Geza Emil Perlaki ¹	Managing Director
2	Mr. Pucharit Monsereenusorn ² Mr. Somchai Jaturanont ²	Sale Marketing and Logistic Senior Executive Manager
3	Mr. Paitoon Singkaimook	Productions Plant Senior Executive Manager
4	Ms. Pornsuree Mayungpong	Human Resources ³
5	Ms. Amornpan Suwanrat	Finance and Accounting Manager ³
6	Ms. Thidarat Sihawanlop	Office Management Manager ³
7	Mr. Watcharin Pongkua	Plant Manager at Changsarika
8	Mr. Panya Srisapa	Kiln Manager
9	Mr. Surasak Sorop ⁵	Plant Manager at Nhaphalan
10	Mrs. Pannarat Srisapa ⁴	Logistic Manager

During the year 2017 had been changed of the Executives as detail follows;

1. The Board of Directors to appoint Mr.Geza Emil Perlaki in the position Managing Director on 11 May 2017 replace from Mr.Kiatikul Monsereenusorn which has been appointed to the Managing Director of Golden Lime Engineering which a subsidiary company.
2. Mr.Puncharit Monsereenusorn, Sale Marketing, and Logistic have resigned effective on 31 December 2017 and Mr.Somchai Jaturanont to start work on 16 October 2017 in the position Sale Marketing and Logistic Senior Executive Manager which work parallel.
3. According to the Organization chart on 11 May 2017 which has the name of the position which changed detail below;
Human of Resource and Social Responsibility change to Human Resources
Accountant and Budget Manager change to Finance and Accounting Manager
Office Manager change to Office Management Manager
4. From the Organization Chart on 9 November 2017 which approve from the Board of Directors No.5/2017 changed the position of Mr.Paitoon Singkaimook from the General Manager to Productions Plant Senior Executive Manager, the sale and marketing to Sale Marketing and Logistic Senior Executive Manager and Mrs.Pannarat Srisapa change position from the head of transportation department to the Logistic Manager.
5. Mr.Surasak Sorop has appointed to the position Plant Manager Nhapralan on 1 March 2017.

Extent and duties of Managing Director

The Managing Director has the following main responsibilities:

1. Supervise the Company's daily operations and management.
2. Carry out operations in line with the policies, plans and the budget approved by the Board of Directors or the Executive Committee.
3. Administrate the Company's business in line with the objectives, regulations, policy rules, requirements, orders and resolutions of the General Meeting of Shareholders, or the Board of Directors and the Executive Committee.

However, the authority of the Managing Director does not cover the approval of any transactions likely to cause conflicts or any transactions with which the Managing Director or his related parties may have conflicts of interests with the Company or its subsidiaries according to regulations of the Stock Exchange of Thailand (SET). Approval for such actions must be presented to a meeting of the Board of Directors and/or the General Meeting of Shareholders as required by the Company's regulations or related laws, unless the approval is for regular business operation which has been deliberated and approved by the Board of Directors.

Company Secretary

The Board of Director has appointed a Company Secretary in accordance with Article 89/15 of the Securities Exchange and the Stock Exchange Act of B.E. 2535 (Revision of statutes also referred). By this, the secretary is obliged to perform the following tasks:

1. Providing and storing the documents as follow:
 - (A) The Committee Registration
 - (B) The meeting arrangements, the minutes and the annual report
 - (C) The meeting arrangement and the minutes of the Shareholders' Meeting
2. Storing (Keeping) the connected transaction reports by the Board of Directors and its subcommittees
3. Performing any others tasks as required by the capital market committee.

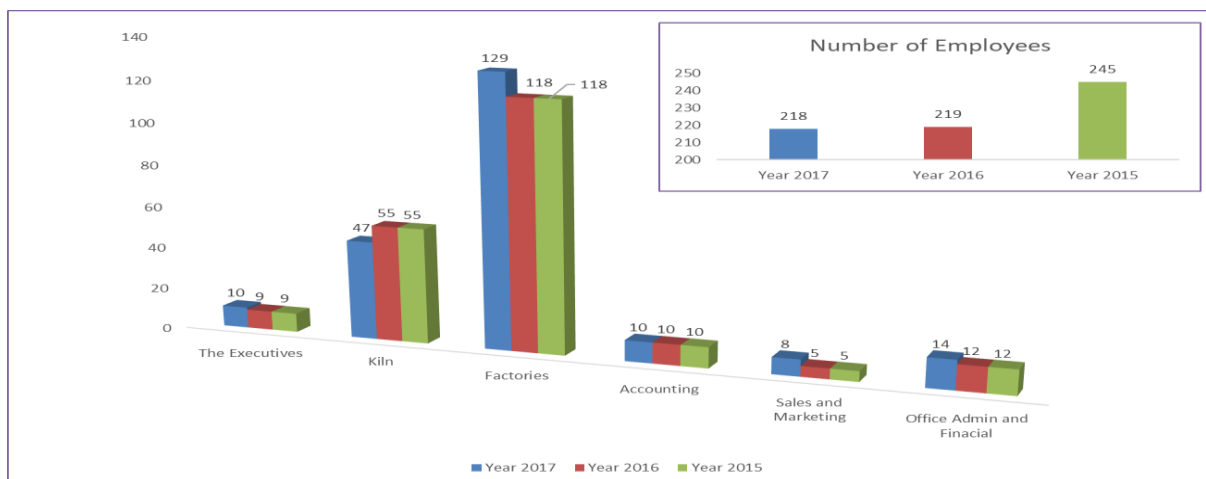
Besides the duties and responsibilities described above, the Company Secretary is to provide legal suggestions concerning various regulations and seek coordination to have the Board of Directors



and its subcommittees' resolutions abided by. In order to achieve such goals, the Company Secretary should be continuously trained and developed particularly on the law as well as accounts and the Secretary's duties.

Personel

Number of the Executive and employee at on 31 December 2017 the Company had total of personnel 218 person (with the Executive) including total of monthly staff 147 persons and total of daily staff 71 persons consists of the section detail compare during 3 years(year 2017 - year 2015) below:



Dispute of Labour

In the year 2017, the Company had a dispute of Labour in August 2017, when the Company was sued by ex-employee of the Company. To claim compensation for termination. The Company paid severance pay at a rate higher than the legal limit. Initially, the management considered that the Company does not break the contract as claimed by the plaintiff. Including compensation for the plaintiff sued to overpay. The case is under consideration by the Central Labor Court. The Company During the mediation process with the plaintiff.

Report on Corporate Governance

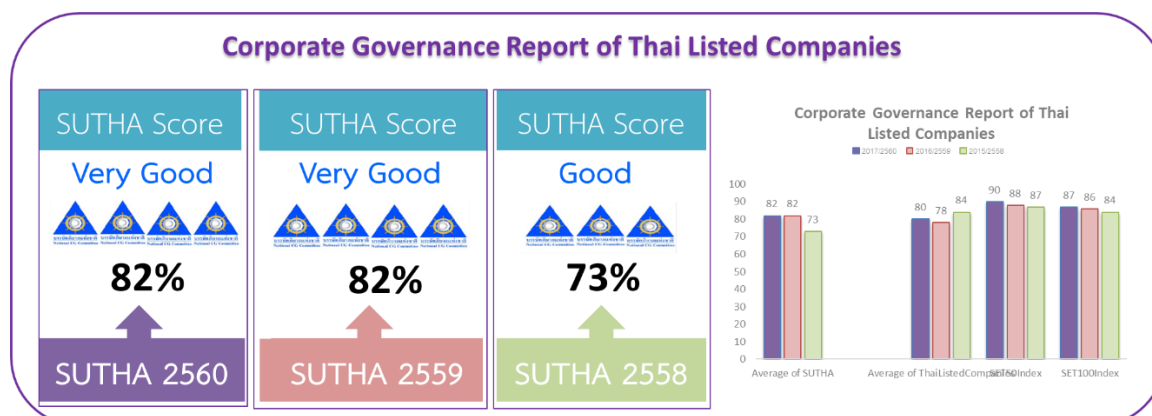


Golden Lime recognizes that a solid foundation in good guidance is a driving force behind sustainable Company development. A policy of good corporate governance comprises principles of utmost importance which must be followed and put into practice by the entire Company, according to policy established by the Board of Directors toward that aim. Having established a good corporate governance policy, which has been developed in recognition of the current situation, it is published here in order that every stakeholder may, in cooperation, operate the business within the Company's principles of corporate governance.

Our core values, which consist of "**Pride, awareness of duties, responsibility, commitment to creative development for sustainably mutual benefit**", allow our directors, executives and employees to take pride in themselves and their work, to understand and appreciate their duties, and to take on and not neglect requisite or anticipated responsibilities. These values also enable them to cooperate with every stakeholder as well as those involved in any aspect of the business, including the economic, social, and environmental aspects, in order to develop the Company and enjoy the benefits of good guidance and corporate governance.

In 2017 The Company has the evaluate score of the Good Cooperate Governance as in detail below;

1. The evaluation from a corporate governance survey of listed companies (CGR project).



2. The evaluation of the Annual General Shareholders' Meeting Quality Evaluation Outcome.

AGM CHECK LIST Evaluation by THAI INVESTORS ASSOCIATION			
Yearly	2017/2560	2016/2559	2015/2558
Number of Companies	618	601	575
	100	100	100
SUTHA AGM Score			
	5TIA	5TIA	5TIA
Average SET50	92.75	95.62	98.63
Average SET100	90.10	92.90	97.59
Average SET	92.17	92.10	92.93

The Company is committed to implementing to Good practices and guideline under the Good Cooperate Governance principle as below;

Rights of Shareholders

Principles (in accordance with the Principles of Good Corporate Governance for Listed Companies):

“Shareholders own the Company, controlling it by appointing the Board of Directors to act as their representatives. Shareholders are eligible to make decisions on any significant corporate changes. Therefore, the Company should encourage shareholders to exercise their rights.”

The Company recognizes the rights of shareholders, such as by stock purchase or sale, to receive sufficient and correct information and news, attend the Shareholders' Meeting and use their voting rights with respect to major changes that may affect the Company, such as voting in a Shareholders' Meeting to elect or remove members of the Board, appoint an external auditor, and make decisions on transactions that affect the Company, such as payment of dividend, amendments to the Company's article of association or bylaws, capital increases or decreases, or the approval of extraordinary transactions. To facilitate the shareholders in using their rights to make informed decisions, the Board has the duty and responsibility to implement practices which adhere to the Articles

of Association and to encourage all shareholders and institutional shareholders to attend the Shareholder Meetings. Therefore, the Board acts in accordance with the following guidelines:

1. Disclosures and the Regulation of Information Provided to Support the Rights of Shareholders

Article of Association related to shareholders

The Share and Shareholder Chapter

- All shares of the Company are ordinary shares of equal par value and are issued in the form of named certificates.

All shares of the Company must be paid for in full by cash or any other assets. The subscribers or purchasers of shares shall not set off their debts with the Company.

The shares of the Company shall be indivisible. If two or more persons jointly subscribe for or hold a share or shares, one of them shall be appointed as the person with the right and capacity as share subscriber or shareholder, as the case may be.

The Company may issue and sell ordinary stocks, preferred stocks, debentures, warrants, and any other securities that the Securities and Exchange Act and the Securities Exchange Commission permit.

- Any shares shall bear the names of the shareholders and shall be signed or printed with the fingerprints of at least 1 (one) director with the Company Seal thereon. The directors may assign the Share Registrar to sign or print their signature on their behalf according to the Securities and Exchange Act.

- The signing by the director or the Share Registrar on share certificates or any other securities shall be done by either signing it themselves or affixing their signature by other means, such as machine or computer, with any other seals, being in accordance with the Securities and Exchange Act.

The Company shall keep the shareholder record and any evidence related to the shareholder record at the headquarters of the Company. However, the Company may designate Thailand Securities Depository Co., Ltd. as the Securities Registrar. Should the Company designate Thailand Securities Depository Co., Ltd. as the Securities Registrar, the procedures of registration shall be as stipulated by the Share Registrar.

- The Company shall issue share certificates to shareholders within two (2) months from the date on which the registrar accepts the registration of the Company or from the date on which the Company has received share payment in full in case where the Company sells the remaining shares or newly-issued shares after the registration of the Company.

- In case any share certificate(s) becomes damaged in material respects or rendered blurred or illegible, the shareholder may request from the Company a new share certificate(s) in substitution thereof.

In case any shares certificate(s) is lost or destroyed, the shareholder shall submit to the Company evidence of lodging a complaint with the police or other evidence which the Company deems appropriate.

In either case, the Company shall issue new share certificates within the time prescribed by law and the Company may charge a fee for the issuance of a new share certificate in substitution for the original share certificate(s), of which the rate shall not be higher than what is prescribed by law.

Share certificate(s) that have been lost, blurred, or damaged, and are substituted by the issuance of a new share certificate are deemed to be cancelled.

- The Company is not allowed to have ownership in or to pledge its own shares except in the following circumstances:

(1) The Company may repurchase shares from shareholders who voted against the resolution of the Shareholders' Meeting to amend the Articles of Association of the Company in relation to the right to vote and the right to receive a dividend, where the shareholders consider that they are not fairly treated.

(2) The Company may repurchase shares for the purpose of financial management when the Company has retained earnings of excess liquidity, and such shares repurchased do not cause the Company to encounter financial problems.

The shares which are held by the Company shall neither be counted as a quorum in the shareholder's meeting nor shall they have the right to vote or receive the dividend.

The Company shall dispose of the shares repurchased, as prescribed in the previous paragraph, within the period of time as stipulated in the Ministry Regulations. If any or all of the shares are not disposed of or are unable to be disposed of within the time as stipulated, the Company shall reduce its paid-up capital by deleting the registered shares of which the Company is unable to dispose.

The repurchase, disposal, and deletion of which the Company is unable to dispose shall comply with the rules and procedures as prescribed in the Ministry Regulations and related laws.

- The share repurchase shall be approved by the Shareholders' Meeting, except where the Company is registered with the Securities Exchange of Thailand and the aforementioned shares to be repurchased do not exceed ten (10) percent of the total paid-up capital, in which case, the share repurchase may be approved by the Board of Directors.

The Transfer of Shares Chapter

- The Company's shares can be freely transferred, without any restrictions, although the aggregate position of all shareholding foreign persons at any time shall not be more than forty-nine (49) percent of the total issued shares of the Company. Should any transfer of shares that would result in the aggregate position of all shareholding foreign persons to equal more than forty-nine (49) percent occur, the Company has right to deny the aforesaid transfer.

- The transfer of shares shall be valid upon the transferor's endorsement of the share certificate by stating the name of the transferee, bearing the signatures of both the transferor and the transferee, and delivering the share certificate to the transferee.

The aforesaid transfer of shares shall be valid against the Company upon the Company having received an application for registration of the transfer of shares but shall be valid against third parties upon the entry of such transfer by the Company in the Share Registrar record.

After deeming that the transfer of shares complies with the law, the Company shall register the transfer of shares within 14 days from the date the Company receives the application. In case such transfer of share is deemed incorrect or invalid, the Company shall inform the applicant within seven (7) days from the date the Company receives the application.

If the shares of the Company have been registered in the Securities Exchange of Thailand, the transfer of shares shall comply with the Securities and Exchange Act.

- In case the transferee wishes to acquire a new share certificate, he shall send a request to the Company in writing bearing signatures of the share transferee and certified by at least one (1) witness and return the old share certificate to the Company. If the Company deems that the aforementioned transfer is in accordance with the law, the Company shall register the transfer within seven (7) days from the date the Company receives the request, and issue a new share certificate within one (1) month from the date the Company receives that request.

In the case of changes in the securities holding of individuals, the Company shall refer to the following guidelines:



A director, executive, or auditor of the Company has the duty to disclose reports on each their own securities holdings and the holdings of securities by his/her spouse and minor children, as follows:

1. First, a report using **Form 59-1** must be filed with the SEC within 30 days from the closing date of the offering of such securities or the date of appointment, and
2. Whenever there is a change in the securities holdings of such persons, it must be reported using **Form 59-2** to the SEC within three days from the date of purchase, sale, transfer or acceptance of transfer, except for the following cases (in which **Form 59-2** is not required):
 - 2.1 Acquisition of securities from a rights offering
 - 2.2 Acquisition of securities from exercise of convertibles
 - 2.3 Acquisition of securities by inheritance
 - 2.4 Acquisition of securities from an ESOP/EJIP scheme*
 - 2.5 Transfer or acceptance of transfer of securities placed as collateral in derivatives trading

Remark: Securities mean shares or convertibles (convertible debentures, share warrants or transferable subscription rights).

* ESOP is a type of employee benefit plan which is intended to encourage employees to acquire stocks or ownership in the Company.

* EJIP is a employee joint investment program.

3. Commencement/termination of duty

Form 59-1: Use commences upon the IPO launch and terminates when the Company no longer requires this duty under Section 56.

Form 59-2: Use commences upon the securities' registration with the Stock Exchange of Thailand and terminates when there is no security registered with SET.

In case such a person's shareholding changes by acquisition or disposition of securities in an amount that reaches or exceeds 5% , 10% , 15% , 20% and up to 100% of the total voting rights in the Company, the individuals initiating the acquisition or disposition of securities accounting for this change have the obligation to file a report under Section 246, as described below:

Reporting obligations under Section 246

(1) Holding of shares in the amount that reaches or exceeds 5%, 10%, 15%, 20% and up to 100% of total voting rights in the Company.

(2) Holding of convertible securities whose amount of the total underlying shares reserved for conversion reaches or exceeds 5%, 10%, 15%, 20% and up to 100% of total voting rights in the Company. In 2016, the transaction of the Company securities passed 45 percent. Hence, a tender offer was made on 29 September 2016. Details are disclosed in the change of shareholder structure section.

In order to comply with the regulations and provide shareholders their rights with respect to shares and shareholders, the Company has designated Thailand Securities Depository (Thailand) Co., Ltd. as the securities registrar of the Company. Therefore, the procedures relating to registration of the Company will carried out by the securities registrar.

Note:

Guidelines for Filing (sending) Form 59-1 or 246-2 of Report

1. The executive/auditor must file a report with the SEC before 9:00 a.m. on the following business day (prior facsimile transmission is not required).

2. Facsimile transmission can be done through fax no. (66) 0 2695 9660 or scan and send by email at corgov@sec.or.th, within 24 hours previous to the due date, and the original must be filed with the SEC within three business days from the due date (either by hand or mail is acceptable). In a case where the SEC does not receive the report filed through facsimile transmission by the said period, the person whose duty it is to file the report will be deemed to have delayed such filing regardless of whether the original will be filed within three business days.

Dividend and Reserves Chapter

o No dividend shall be paid other than out of profit. In the case where the Company has accumulated losses, no dividend shall be paid.

A dividend shall be paid according to the number of shares, each share being equally paid except in the case where the Company has issued preferred stock requiring a dividend payment different from ordinary stock and the payment of the dividend requires the approval of the shareholder's meeting.

The Board of Directors may pay the shareholders such interim dividends as may be justified by the profits of the Company. When these dividends are paid, such dividend payment shall be announced in the next meeting of shareholders.

A dividend must be paid within one month after the resolution of the meeting of shareholders or of the Board of Directors is passed, as the case may be. Notice of distribution of dividend in writing must be sent to the shareholders and publication of the notice of the payment of dividend shall also be made in a local newspaper not less than three consecutive days.

o The Company shall retain the proportion if the net profit as a reserve is not less than five percent of the annual net profit deducted with the accumulated loss carried forward (if any) until such a reserve reaches not less than ten percent of the total capital. The Company allocated a legal reserve complete of THB 30 million, which is not less than ten percent of the total capital.

Shareholder's Meetings Chapter.

o The Board of Directors shall arrange an annual general Shareholders' Meeting within four months from the last day of the accounting period of the Company.

Any other Shareholder's Meeting apart from the meeting mentioned in the first paragraph shall be called an Extraordinary General Meeting. The Board of Directors may call an Extraordinary General Meeting whenever it is deemed appropriate to do so.

The shareholders holding an aggregate number of shares of not less than one-fifth of the total number of shares of the Company, or shareholders in a number of no less than 25 holding an aggregate number of shares of no less than one-tenth of the total number of shares of the Company may make a request in writing to the Board of Directors to summon a Shareholders' Meeting as an extraordinary meeting by stating the reason for calling the meeting. In such a case, the Board of Directors must convene a Shareholders' Meeting within one month from the date of receiving the request from the shareholders.

o In calling a general Shareholders' Meeting, the Board of Directors shall send notice of the meeting specifying the place, date, time, agenda of the meeting, as well as the subject matters to be submitted to the meeting together with other relevant details, by stating clearly that the agenda is submitted for the purpose of information, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors on such matters. Notice shall be sent to the shareholders and the Registrar for their information no less than seven days before the date of the meeting. Furthermore, publication of notices calling a meeting shall also be made in a newspaper for a period of three consecutive days and not less than three days before the date of meeting.

The Shareholders' Meeting shall be held in the province where the Company headquarters is located or a nearby province or in any location which is stipulated by the Board of Directors.

- At a general Shareholder's Meeting, there should be no less than 25 of the shareholders and proxies (if any) or no less than one-half of the total shareholders shall be present holding aggregate shares of no less than one-third of the total number of the Company's issued shares to constitute the quorum.

If no quorum, as described in the first paragraph, is formed after one hour has lapsed in any Shareholders' Meeting, if it is an extraordinary meeting called upon the request of shareholders, the meeting shall be dissolved. But if it is a meeting which was not called upon the request of shareholders, another meeting shall be called. Notice of such a new meeting shall be sent to the shareholders, and another meeting shall be called. Notices of such a new meeting shall be sent to the shareholders at least seven days in advance and the quorum for the next meeting is not required.

- The Chairman of the Board shall act as the Chairman of the Shareholders' Meeting. If at any time the Chairman is absent or is unable to perform this duty and there is a Vice Chairman, the Vice Chairman shall act as the Chairman of the meeting. If there is no Vice Chairman or the Vice chairman is absent or is unable to perform this duty, the meeting participants shall elect one of the shareholders present in that meeting to act as a Chairman of the meeting.

- To vote for a resolution in the Shareholders' Meeting, one share shall equal one vote. If any shareholder bears an interest in any matter, that shareholder has no right to vote in such a matter except in the case of voting for a Director. **The resolutions of the Shareholders' Meeting shall be supported by the following votes:**

(1) In an ordinary event, the majority vote of the shareholders present at the meeting and casting their votes shall be required. In case of a vote, the chairman of the meeting shall have the casting vote.

(2) In the following cases, a majority vote of no less than three-fourths of the vote of the total shareholders present at the meeting with the right to vote shall be required:

- a. An acquisition or disposition of the total or partial essential assets to other persons.
- b. An acquisition or disposition of business of other private companies or public companies which becomes the Company's business.
- c. The performance, amendment, or cancelation of contracts concerning the Company's all or partial leasing of businesses, assignation of other persons to operate the Company's business, or entering a joint-venture with other persons with the objective of profit and loss sharing.
- d. The amendment of the Memorandum of Association or Articles of Association.
- e. The increase or reduction of the capital of the Company.
- f. The liquidation of the Company.
- g. The debenture issuance of the Company.
- h. A merger of the Company with another company.

- **An agenda of an annual general meeting shall include the following items:**

(1) Consideration of the report by the Board of Directors proposed to the meeting indicating the Company's business operations in the past year.

(2) Consider and approve the balance sheet and profit and loss statements.

(3) Consider and approve the profit allocation and dividend payments.

(4) Consider and approve any new Directors to replace Directors whose terms have been completed.

(5) Consider and specify the Director remuneration.

- (6) Consider and approve an auditor and specify his remuneration.
- (7) Other transactions.

Directors, executives, and employees have the duty and a responsibility to inform other members of the company regarding the fundamental rules of the company and to encourage the importance of learning and understanding the fundamental rules. Every stakeholder has to be informed and learn the company rules as this will enable them to operate according to the rules and under their own supervision.

2. The Implementation and practices according to the Articles of Association of providing rights for the shareholders; promoting and facilitating shareholders to attend the Shareholder Meeting; Disclosure of the Shareholders' Meeting resolutions, including results of the vote are as follows:

In 2017, the company held a shareholder meetings. The 2017 annual general meeting on 5 April 2017. The following are a summary of the practices adhered to in these meetings:

1. The Company delivers notice to convene a Shareholders' Meeting together with sufficient supporting information prior to the date of the Shareholders' Meeting in compliance with applicable laws and regulations, specifying date, time, venue of the meeting along with the opinions of the Directors with respect to each meeting agenda so as to provide every shareholder the opportunity to assess such information in advance;

The notice of the shareholders' meeting should comply with applicable legal requirements and include the following:

- (1) Date, time, and place of the meeting.
- (2) Meeting agenda and matters to be proposed for information, consideration or approval.

The agenda should clearly specify each individual matter or item of information to be considered or approved, such as the separate listing of election of directors, and approval of directors' remuneration instead of a general reference to matters related to directors.

- (3) Sufficient information, objectives and reasons, and board of directors' opinions, concerning each agenda item, including as follows:
 - a. Approval or rejection of dividend payment: dividend payment policy, proposed dividend payment rate, including reasons and supporting information, or reasons and supporting information for rejecting a dividend payment.
 - b. Appointment of directors: name, age, gender, education, experience, the number of listed companies and other companies where they each hold directorial positions, the criteria and procedures for selection, and types of proposed directors. Where proposed directors are those who are re-entering the same position, information must be identified about participation in meetings in previous years and the date of original appointment as a director.
 - c. Approval of directors' remuneration: the policy and criteria for determining role-specific director remuneration and all monetary and non-monetary components of a director's remuneration.
 - d. Appointment of external auditors: auditor's name and the name of the auditor's audit firm, auditor's experience, independence, and audit and non-audit fees.
- (4) Proxy form and supporting documentation using the form specified by the Ministry of Commerce.
- (5) Other supporting information, including on voting procedures (such as voting count and verification of voting results criteria, voting rights of each class of shares), details

concerning independent directors proposed by the company to act as proxies for shareholders, and map of meeting venue.

2. In the event that any shareholder could not attend the meeting, the Company provides the opportunity to such shareholders to appoint an independent director(s) or any third party as his/her proxy to attend the meeting on his/her behalf by using the proxy form enclosed with the notice to the meeting.

3. Prior to the commencement of the Shareholders' Meeting, the Company announces the voting procedures for each item on the agenda and appoints independent agencies to count the votes, in both an ordinary and extraordinary session, for the shareholders and announces results in the meeting and takes the minutes.

4. During the meeting, each shareholder is provided equal opportunity to comment or raise questions in the meeting. The Chairman of the Board allocates time appropriately to each shareholder. The directors and relevant executives attend the Shareholders' Meeting in order to answer the questions raised therein; and in case of an absence from the meeting, the shareholders authorize an independent director or any particular person to attend the meeting as a proxy. The Company has mandated that the meeting is recorded in the minutes so that absentees could also be informed of the meeting contents.

5. Director remunerations including the annual director fee, attendance fee, and bonuses (the amounts of the bonus a director will receive depend on the result of the evaluation of the annual business outcome) were presented in the meetings for the participants' approval. The company has not planned to consider any other director benefits.

6. The Company ensures that minutes of the Shareholders' Meeting are completely and correctly recorded and includes questions and major comments therein.

7. The Company consistently discloses its information on the Company website, the SET's website, as well as the SEC's website.

8. The Company aims to facilitate and encourage all shareholders and institution shareholders to attend the shareholder meeting. By this, it acts in accordance with the guidelines as follows:

(1) The resolution of the Board of Director Committee as well as the meeting schedule, the agenda and the contents must be publicized through disclosure with the Stock Exchange of Thailand (SET). The disclosure must be made within the following day after the Board of Directors Committee has approved the resolution.

(2) The Shareholders' Meeting must be transparently and efficiently organized under the Company's rules and regulations.

(3) The shareholders are authorized to propose the meeting agenda including the list of the persons to be elected as the Company's Committee and the questions in advance. The meeting schedule is to be announced through the Stock Exchange of Thailand (SET) and the Company website for at least three months ahead of the meeting date. In 2017 the Company announced the schedule published on 16 October 2017 and provided the schedule during 16 October 2016 – 29 December 2017.

(4) The Company must provide accurate and sufficient information in a timely manner for the shareholders.

(5) The Company must send an invitation letter to the shareholders inviting them to attend a meeting. The invitation letter must mention the exact meeting time and date as well as the place, the agenda and other complete and relevant information. It should also include a proxy form and its suggestions or procedures. The Company is to send the invitation letter not less than 30 days in advance. The shareholders should be informed of the policy of disclosure through the Stock Exchange of Thailand

(SET). The Invitation letter sent by registered mail must be sent to the shareholders not less than 14 – 21 days before the meeting date.

(6) The Company must post a notice of the shareholder meeting in daily newspapers consecutively for not less than 3 days before the meeting days.

(7) The Company must allow the shareholders to register for the meeting ahead of schedule, and meeting registration should be timely scheduled.

(8) The Company must facilitate the shareholders to easily attend the meeting with the required number of receptionists and registrars on duty and efficient information technology for registration and vote counting.

(9) The Company must offer an opportunity for all shareholders to exercise their equal rights, particularly in expressing ideas and questions at the appropriate time. Their questions and suggestions will be completely recorded in the minutes.



(10) The Company must publicize the meeting resolution and results of the votes in disclosure through the Stock Exchange of Thailand (SET) within the following day after the Shareholders' Meeting.

(11) The Company must take the minutes of the Shareholders' Meeting, which includes an explanation of the voting procedures, results of the votes, questions and answers as well as a list of the Committee members who attended the meeting and those Committee members who were absent from the meeting, executives, and those who attended the meeting and were mentioned in the meeting minutes in the section concerning the voting inspector in Shareholders' Meetings, as well as shareholder representatives as witnesses in the process of the vote counting.

(12) The Company must take the minutes of the Shareholders' Annual General Meeting (AGM) and distribute it to related agencies. The minutes of the AGM will also be publicized on the Company website within 14 days after the meeting date.

(13) The Company must make a report on video, record the vote casting and publicize it on the Company website so that it will be more convenient for the shareholders and those interested in the topics and results of the meeting.

(14) The Company must assign the Company secretary and investor relations (IR) to contact, coordinate and provide facilitation to the Company's shareholders and investors.

Equitable Treatment of shareholders

Principles (in accordance with the Principles of Good Corporate Governance For Listed Companies):

“All shareholders, including those with management positions, non-executive shareholders and foreign shareholders should be treated fairly and equally. Minority shareholders whose rights have been violated should be redressed.”

To ensure that the Company treats each and every shareholder equally and fairly, the Board has established the following policies:

1. The Company shall facilitate procedures for minority shareholders to propose additional agenda items prior to a Shareholders' Meeting or to nominate candidates for the position of Director in compliance with applicable rules and regulations;
2. In a Shareholders' Meeting, matters will be considered and voted on based on the agenda that was previously determined without changing any important details and information or adding unannounced items during the meeting without any pressing necessity;

3. In order to assist shareholders who are unable to attend the meeting in person, such shareholders may appoint any person or an independent director as his/her proxy to attend the meeting and vote on his/her behalf. The names of the independent director(s) who can be authorized as proxies shall be listed in the notice of the Shareholders' Meeting;

4. The Company promotes the use of ballot cards for each important meeting agenda item, such as related parties and transactions and transaction related to acquisition or disposal of the Company assets, in order to ensure transparency and accountability. During the election of Directors, the shareholders may vote to elect each Director individually; and

5. To provide written guidelines in regard to keeping and protecting the use of insider information and to disseminate such guidelines to everyone in the Company for compliance, as well as requiring each director and executive, who has a duty to report his/her securities holdings according to law, to submit such reports to the Board.

As the Company gives priority to every shareholder sharing equal rights and urges the shareholders and institutional investors to attend the shareholder meeting, it therefore establishes the following policies:

1. Information Provided Ahead of the Shareholders' Meeting

- o Send the meeting schedule with its agenda and the committee's comments to the Stock Exchange of Thailand (SET) and have it publicized on the Company website for at least 30 days before the meeting day and send a meeting appointment letter to every shareholder by registered post 14 – 21 days before a Shareholders' Meeting.

- o Inform the shareholders about different regulations used in the meeting including procedures on voting, resolution and the right to vote for each type of share.

- o Make English and Thai meeting invitation letters to invite the shareholders to attend the meeting.

2. The Protection of the Rights of Minority Shareholders

- o Allow minority shareholders to propose additional agenda items in advance including a list of the persons to act as committee members and questions to be raised. The regulations should be announced on the websites of the Company and Stock Exchange of Thailand (SET).

Criteria for the Right of Minority Shareholders are disclosed on the Company website at www.goldenlime.co.th on the page

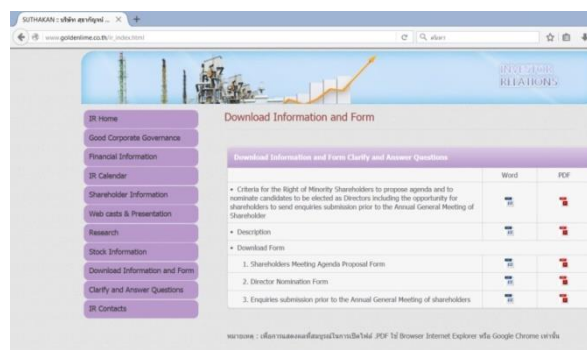
Investor Relations with a menu to download information and forms. The announcement published together with detailed guidelines and forms through the website of the SET on 16 October 2017 remained published and publically accessible from 16 October to 30 December before the Annual General Meeting of shareholders.

- o Authorize the shareholders to appoint individual committee members

3. Prevention of Internal Information Usage

The committee specifies the written guidelines to save and prevent internal information usage in the policy which covers the management of internal information. Everyone in the organization is required to follow these guidelines which will also be announced in the annual report below.

The Company is committed to the following policies and methods to manage executives and employees in any usage of insider information of the Company for their own interests.



1. The directors, executives, employees, and staff of the Company are prohibited to disclose and/or seek to benefit themselves or others with usage of insider information of the Company, either directly or indirectly, whether they receive any benefit in return or not.

2. The directors, executives, and persons who take executive-level positions in the financial or accounting areas and are section managers or the equivalent shall be educated in the duties of preparing and submitting the report of security holdings of themselves, their spouses, and their minor children to the Securities and Exchange Commission in accordance with Section 59 and the penalty provisions in accordance with Section 275 of Securities and Exchange Act B.E. 2535.

3. The Company prescribes that the directors, executives, and persons who take executive-level positions in the financial or accounting areas and are section managers or equivalent, as well as related operators, shall cease purchasing and/or selling securities of the Company for a period of one month prior to the Company publishing information regarding its operational results and financial status or information that is essential and affects the price of the securities, until the Company has disclosed such inside information to the public.

4. The Company prescribes that the directors, executives and persons who take executive-level positions in the financial or accounting areas and are section managers or the equivalent prepare and submit a report of their holdings of securities of the Company held by themselves, their spouses and minor children to the secretary of the Company. The preparation and submission must be made within 30 days after taking the position and the report the company in advance one days and shall be made to the Office of the Securities and Exchange Commission within 3 working days of making a purchase or sale of securities, as specified by the Securities and Exchange Act. The copy thereof must also be sent to the secretary of the Company on the same date the original is sent to the Office of the Securities and Exchange Commission.

The directors, executives, employees who violate this policy regarding the use of insider information shall receive disciplinary action and/or be punished in accordance with the law, as the case may be, taking into consideration the intent of the act and severity of such guilt.

4. Having an Interest in Transactions of Directors

4.1 Specific guidelines for the approval of related party transactions or transactions by a connected natural person or juristic person based on operational details are described in the conflict of interest policy below.

The Audit Committee has approved the policy and procedures for related party transactions so that that the transactions between a connected natural person or juristic person which may have a potential conflict are done transparently and that the interests of the interests of the Company are protected, which can be summarized as follows:

Transactions between the Company and the director, executives, or other related persons shall be approved by a Shareholder's Meeting, unless such transactions involve a trade agreement in the manner that an ordinary person shall generally make with his contractual party in the same situation with the trade negotiation power that he has from the status of director, executive, or related person, as the case may be, and is a trade agreement that is approved by the Board of Directors or conforms to the principles previously approved by the Board of Directors.

In order to approve the related party transaction between the Company and person who may have a conflict of interest and hold a stake in the Company, The Audit Committee will provide counsel regarding the necessity for the transaction and appropriateness in terms of the price of the transaction, taking into consideration various conditions to ensure that it conforms to the ordinary course of business in the industry, and the Committee will compare the price with a third party's price or the market price. If the Audit Committee does not have the expertise to consider the transaction that may occur, the Company shall provide persons who have knowledge and special expertise, such as an auditor appraiser, or law firm, which is independent from the Company and the person who may have a conflict of interest to provide consultancy on such related party transactions, which shall be used to

supplement the consideration of the Audit Committee so that the Audit Committee can propose to the meeting of the Board of Directors or shareholders, as the case may be; in which case, the director who holds the interest shall not have the right to vote on the transaction. In addition, there will be a disclosure of related party transactions in the Notes to Financial Statements that are examined or audited by the Company's auditor. The Board of Directors of the Company shall take care of the matter to ensure conformity to the law on securities and securities exchanges, regulations, announcements, orders, or the requirements of the Capital Market Supervisory Board and the Stock Exchange of Thailand and shall observe the requirements regarding the disclosure of connected transactions and the acquisition or distribution of major assets of the Company, or its subsidiary company, and the accounting principles specified by the Federation of Accounting and Certified Public Accountant of Thailand.

4.2 Significantly interested committee members will be informed not to attend a meeting in which a related agenda item is to be discussed so that the committee can freely voice their opinions without their presence.

Role of Stakeholders

Principles (in accordance with the Principles of Good Corporate Governance for Listed Companies).

“Stakeholders of a company should be treated fairly in accordance with their legal rights. The Board of Directors should provide mechanisms to promote cooperation between the company and its stakeholders in order to create wealth, financial stability and sustainability of the firm.”

The Company recognizes the rights of each group of stakeholders: internal stakeholders, which include shareholders and employees, and external stakeholders, which include customers, business partners, creditors, competitors, public entities and other organizations, as well as relevant neighboring communities. The Company shall conduct its business in accordance with relevant laws and regulations to address each stakeholder's requirements and the following policy shall be deemed as a long-term value-adding goal of the Company:



The Company acts in accordance to specific policy:

1. Specific to the stakeholder
2. Specific ethics for procurement to partners mentioned
3. Specific to social responsibility
4. Specific to anti-fraud policy and in support of any activities held to urge all employees to comply with the law and related regulations.
5. Specific to human resource management policy in order to treat employees fairly and develop their knowledge, potential and performance.
6. To provide a procedure and a channel to receive and deal with the grievances of stakeholders as well as set up a complaint channel on the Company's website and get it publicized in the annual report.
7. In the publication of information including, cooperative activities, policy operation and various guidelines, on the Company's website and annual reports and also within a social responsibility report regarding the implementation of the social responsibility policy. The report should be included in the company's annual report.

The Board of Directors has provided policies for the stakeholders as follows:

The Directors, Executives, and Employees are required to follow the code of conduct towards all stakeholders by setting the code of conduct requiring all those concerned to comply with good corporate governance and code of business conduct (document no. CS20150601 in the amendments revision 2) which approved from the Board of Directors Meeting No.5/2017 held on 9 November 2017 had resolution approved the follow the good practices and basic guidelines for the stakeholders as following;

Practice to Shareholders

1. Adhere to good business management and the equal rights of the Shareholders.
2. Operate with efficient business management in order to create compensation and added value for the shareholders
3. Perform duties based on honesty and transparency as well as providing protection for the shareholder's properties and without causing a conflict of interest likely to lessen the rights of minority shareholders
4. The Company shall facilitate procedures for minority shareholders to propose additional agenda items prior to a Shareholders' Meeting or to nominate candidates for the position of Director in compliance with applicable rules and regulations;
5. In a Shareholders' Meeting, matters will be considered and voted on based on the agenda that was previously determined without changing any important details and information or adding unannounced items during the meeting without any pressing necessity;
6. In order to assist shareholders who are unable to attend the meeting in person, such shareholders may appoint any person or an independent director as his/her proxy to attend the meeting and vote on his/her behalf. The names of the independent director(s) who can be authorized as proxies shall be listed in the notice of the Shareholders' Meeting;
7. The Company promotes the use of ballot cards for each important meeting agenda item, such as related parties and transactions and transaction related to acquisition or disposal of the Company assets, in order to ensure transparency and accountability. During the election of Directors, the shareholders may vote to elect each Director individually; and
8. To provide written guidelines in regard to keeping and protecting the use of insider information and to disseminate such guidelines to everyone in the Company for compliance,

as well as requiring each director and executive, who has a duty to report his/her securities holdings according to law, to submit such reports to the Board.

9. Implementation of practice in accordance with the guidelines concerning shareholders' rights and provide practice with the result that shareholders receive equal rights

Practice to rights of shareholders

1. Information Provided Ahead of the Shareholders' Meeting

- 1.1 Send the meeting schedule with its agenda and the committee's comments to the Stock Exchange of Thailand (SET) and have it publicized on the Company website for at least 30 days before the meeting day and send a meeting appointment letter to every shareholder by registered post 14 – 21 days before a Shareholders' Meeting.
- 1.2 Inform the shareholders about different regulations used in the meeting including procedures on voting, resolution and the right to vote for each type of share.
- 1.3 Make English and Thai meeting invitation letters to invite the shareholders to attend the meeting.

2. The Protection of the Rights of Minority Shareholders

- 2.1 Allow minority shareholders to propose additional agenda items in advance including a list of the persons to act as committee members and questions to be raised. The regulations should be announced on the websites of the Company and Stock Exchange of Thailand (SET).
- 2.2 Criteria for the Right of Minority Shareholders are disclosed on the Company website.
- 2.2 Authorize the shareholders to appoint individual committee members.

3. Prevention of Internal Information Usage

The committee specifies the written guidelines to save and prevent internal information usage in the policy which covers the management of internal information. Everyone in the organization is required to follow these guidelines which will also be announced in the annual report below.

The Company is committed to the following policies and methods to manage executives and employees in any usage of insider information of the Company for their own interests.

- 3.1 The directors, executives, employees, and staff of the Company are prohibited to disclose and/or seek to benefit themselves or others with usage of insider information of the Company, either directly or indirectly, whether they receive any benefit in return or not.
- 3.2 The directors, executives, and persons who take executive-level positions in the financial or accounting areas and are section managers or the equivalent shall be educated in the duties of preparing and submitting the report of security holdings of themselves, their spouses, and their minor children to the Securities and Exchange Commission in accordance with Section 59 and the penalty provisions in accordance with Section 275 of Securities and Exchange Act B.E. 2535.
- 3.3 The Company prescribes that the directors, executives, and persons who take executive-level positions in the financial or accounting areas and are section managers or equivalent, as well as related operators, shall cease purchasing and/or selling securities of the Company for a period of one month prior to the Company publishing information regarding its operational results and financial status or information that is essential and affects the price of the securities, until the Company has disclosed such inside information to the public.

- 3.4 The Company prescribes that the directors, executives and persons who take executive-level positions in the financial or accounting areas and are section managers or the equivalent prepare and submit a report of their holdings of securities of the Company held by themselves, their spouses and minor children to the secretary of the Company. The preparation and submission must be made within 30 days after taking the position and the report shall be made to the Office of the Securities and Exchange Commission and to send in advance 1 day before a purchase or sale of securities or sent within 3 working days of making a purchase or sale of securities, as specified by the Securities and Exchange Act. The copy thereof must also be sent to the secretary of the Company on the same date the original is sent to the Office of the Securities and Exchange Commission.

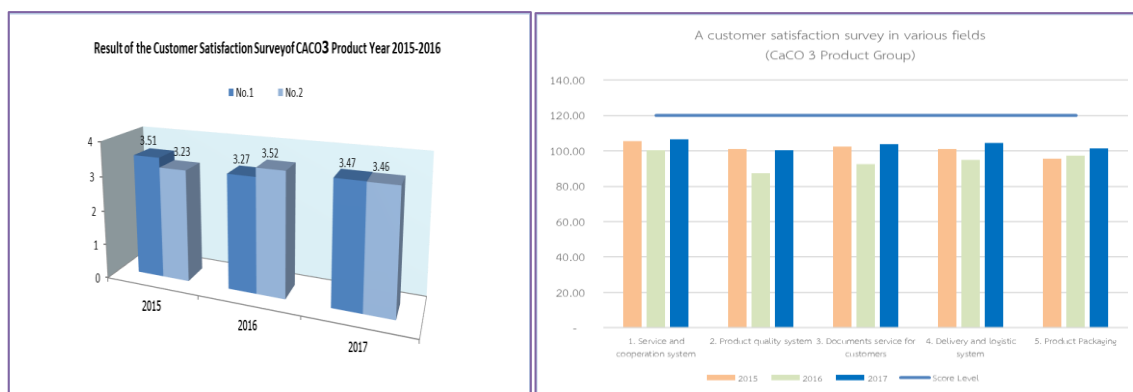
The directors, executives, employees who violate this policy regarding the use of insider information shall receive disciplinary action and/or be punished in accordance with the law, as the case may be, taking into consideration the intent of the act and severity of such guilt.

Practice to Customers

1. Disclose accurate and complete information on goods and services.
2. Be prepared to provide information as well as requirements and conditions relating to the Company's goods and services to the customers. The information includes the written conditions as follows:
 - 2.1 Cost of goods and services or any related expenses which are not mentioned in the cost conditions of goods or services.
 - 2.2 Quality of goods, packaging and delivery conditions.
 - 2.3 Other information relating to the mutual agreement between the Company and customer.
3. Inform the customer in advance in the case of any changes of terms and conditions relating to the customer.
4. Be prepared to answer the customer's questions including those pertaining to goods, services, complaints, suggestions and the follow-up of the progress of subjects raised by customers. However, this must be carried out in friendly manners and the employees must always be prepared to troubleshoot for the customers.
5. Agencies relating to sales, marketing and services should be equipped with communication instruments to facilitate customers rapidly.
6. Keep confidential information and trading secrets of customers confidential

The Company has conducted a customer satisfaction survey among the customers in various fields who purchase in each major product groups. Survey results are as follows:





Practice to Trading Partners and Creditors

1. Have defined regulations and practices under the Procurement Ethics and guidelines on procurement and selection of trade partners/business partners.
2. Follow agreements with trading partners and creditors impartially based on fair compensation to both sides.
3. Negotiate with trading partners and creditors in advance in the case that any agreements cannot be followed, in order to find solutions and prevent damage.
4. Provide accurate and complete information on time.
5. Neither request nor offer any dishonest interest to trading partners or creditors. Should such undesirable behavior occur, negotiate with creditors to agree on solutions fairly and rapidly.

Procurement Ethics and Guidelines on Procurement and Selection of Trade Partners/Business Partners

The Company has promulgated a set of guidelines for the procurement process and employment, according to suitability and efficiency, in order to maintain a positive corporate image. The Company has defined the following procurement ethics for the Company to observe:

1. Acceptance of gifts, tokens, entertainment, and preferential treatment

1.1 Acceptance of gifts or tokens

The Company requires that all employees do not accept gifts or tokens that may be perceived as bribes. However, accepting gifts or tokens of low value on traditional occasions, including calendars, diaries, or stationery items normally considered nominal tokens, is not an issue.

1.2 Acceptance of entertainment

Acceptance of entertainment can be considered based on suitability. Nevertheless, the Company advises that it should be avoided unless absolutely necessary. In addition, it is against the Company's ethics to ask trading partners for treatment at parties or other entertainment functions.

1.3 Preferential treatment

In case of a bidding being open to trading partners, the process must be carried out without any preferential or intimate treatment to any particular suppliers or vendors that could be perceived as unequal, leading to misunderstanding with other bidders who may pull out from the bidding. In addition, the image of improper behavior can harm the Company's reputation.

2. **Procurement process**

- 2.1 Numerous suppliers or venders will be allowed to present their products and services so that the Company can select the best, most appropriate and beneficial suppliers or venders (In the case of a non-specific product).
- 2.2 The selection of bidders should be screened for high quality trading partners who are interested in the particular bidding. Selecting a large number of bidders for the sake of filling numbers without consideration to their capability to fulfill their obligations will result in poor quality of procurement and unfairness to the Company as well as its other trading partners.
- 2.3 All suppliers or venders must be provided with the same written information and conditions.

3. **Conduct toward a Supplier or Vender**

- 3.1 Both the purchasers and sellers should interact with each other with honesty, fairness and etiquette.
- 3.2 The suppliers or venders should be informed of the Company's procurement process as soon as they apply to be a trading partner of the Company and must be informed immediately if there is any change.
- 3.3 The inspection of a received product and the payment process for Suppliers or Venders should be conducted rapidly, carefully and fairly. Any attempt to slow down the process is considered a violation of the Company's ethics.
- 3.4 Any attempt to help the Company's suppliers or venders avoid tax payment is also a violation of the Company's regulations.

4. **Gifts, feasts and favoritism**

4.1 Present or Gift

The Company requires its agencies not to accept any present or gift likely to be a bribe except souvenirs made during traditional periods such as New Year's gifts, diaries or calendars.

4.2 Feasts

The Company advises avoidance of unnecessary feasts/receptions held by its trade partners or to avoid parties at particular venues.

4.3 Favoritism

In the case of a bidding opportunity given to the trade partners, any action showing a fondness or favoritism with particular trade partners must be refrained as this behavior will lead to misunderstanding with other trade partners who may not then take part in the bidding. It will also damage the image of the Company as a whole.

5. **Procurement Guidelines**

- 5.1 In the case of non-specific products, the procurement should be handed over to numerous trade partners to offer their products and services. By this means, the Company will acquire trade partners who can offer good and proper products and services which will truly benefit the Company.
- 5.2 The selection of the bidders should be based on their interest and ability rather than merely to fulfill a required number which will result in a lack of quality and justice for both the Company and other trade partners.
- 5.3 Every trade partner will be given the same written details and conditions. Should a verbal explanation occur, it needs to be confirmed in writing.

6. Instructions on Trade Partners

- 6.1 Relations between the buyers and sellers should be based on mutual confidence. They should treat each other honestly, fairly and politely.
- 6.2 The trade partners must be informed of the Company's regulations and procedures as soon as they apply as the Company's trade partners and if and when any changes occur.
- 6.3 The inspection of a received product or service and the payment procedure must be conducted rapidly, carefully and fairly. Any attempt to slow down the process is considered a violation of the Company's ethics
- 6.4 Refrain from any attempt to assist trade partners who work for the Company to avoid tax payment.

Guidelines on Selection of Trade Partners and Business Partners

Qualification of Trade Partners/Business Partners

1. They must be manufacturers, entrepreneurs, distributors, agents, employees or laypersons who possess references and/or a location which can be investigated.
2. They must own equipment, warehouses, financial status and demonstrate reliable business performance and service.
3. They must cooperate with the Company to complement regulations and guidelines.
4. They must be facilitators or persons who deliver goods together with the after-sales services or process any other conditions as specified by the Company.
5. They must be the trade partner/business partners who do not have business conflicts with the Company.
6. They must not be the trade partners/business partners who have a record of illegal trade due to fraud.

Procedures on Trade Business and Transaction with the Company

1. Trade partners/business partners are required to carry out the next step as soon as they have offered a price, checked price or agreed on the trading.
2. In the case of juristic persons, they are required to present a tax payment identity card (Pho. Po 20), and if they are laypersons, they must present identity cards or tax payment identity cards in order to be registered as the Company's trader or facilitator.
3. Comply with conditions including the procurement system and the payment conditions in line with the Company's procurement system and payment system.
4. The Company's written purchase order and agreement contract are considered business obligations.
5. The trade partners/business partners are also required to put up a guarantee or earnest money in the purchase or contract procedures which will be explained in a written document. The guarantee or the earnest money will be returned to the trade partners when the business obligation has been completed.
6. The trade partners/ business partners are then required to hand over the tax invoice as well as receipt and other related documents in order to receive payment at the place and time scheduled by the Company. The payment for goods/services for the withholding tax and other obligations mentioned in the contract such as guarantee and earnest money will be carried out by means of cheque or transfer to the account of the trade partner/business partner.
7. The trade partners/ business partners are able to have information on said trade partners/business partners corrected by contacting the procurement agencies and handing

over the correction document which has been approved by the authorities of the trade partners/business partners.

Practice to Business Competitors

1. Compete within a framework of fair competition
2. Do not search for a competitor's confidential information or secrets through any dishonest or illegal methods.
3. Do not damage the competitor's reputation by means of defamation or releasing any untrue information or through unfair conduct.

Practice regarding Intellectual Property and Avoidance of Pirating Intellectual Property and Copyright.

1. Employees are required to act in accordance with the laws, regulations and obligations pertaining to intellectual property, patent, copyright, trade secrets and other ownership information.
2. Employees are required to examine any externally submitted work or rights information to make sure that it does not pirate others' intellectual property.
3. Employees are required to use software that has been permitted by the copyright owners or as provided by the Company only, in order to prevent intellectual piracy.
4. Employees are required to hand over any intellectual property to the Company when they terminate employment.
5. Any work on intellectual property initiated by Company policy is considered the Company's work and intellectual property.

Practice to Society and the Public

1. Operate the business fairly and follow a code of conduct based on good morality to assure that all stakeholders are fairly treated.
2. Counter corruption, and support, supervise and encourage employees, representatives, trading partners and contract partners to be aware of corruption and anti-corruption measures by performing as a leader and setting an example by acting within an honest and moral framework towards all stakeholders, observe anti-corruption policy and set guidelines to assess the risk of fraud, including implementation with a social responsibility policy.
3. Respect human rights, follow regulations on human rights, and urge all employees to adhere to an international standard of human rights, as well as encouraging co-investors and trading partners to do likewise.
4. Treat labor fairly in accordance to labor law as well as labor welfare and ethics. Create fairness and respect for individual rights in order to assure stability and peaceful relations. Promote opportunity and career progress, as well as enhance employees' potentials and pay attention to their standard of living.
5. Show responsibility to consumers by producing only high quality goods and services together with efficient management. Create trust and relationship with customers both before and after sales. Provide information technology together with accurate information so that the customers can make informed decision before buying products and service. Conduct research and development to create innovative products and services with importance given to corporate social responsibility.

6. Conserve the environment as well as promote practical environment management and utilization, and implement appropriate measures against pollution for the employees and the community.
7. Develop community and society. Promote and provide cooperation with both public and private sectors in a bid to jointly develop and strengthen a desirable community. By this, the community will be promoted in various fields including education, art and culture and morality as well as employment and skills in order to eliminate and prevent any threats to health, life and assets.
8. Develop and publicize innovation, such as in production technology and production factors which are environmentally friendly. Do the utmost to create value and added value in order to bring about positive changes to the community, culture and environment.

Human Resources

The Company values its human resources and encourages everyone at the Company to improve their competency, moral, and ethical conduct for the mutual benefit of personnel of the Company. The Company provides opportunities for the Directors, Executives and Employees to participate in external activities permitted under the scope of the Company's relevant policy.



The Company conforms to and complies with the Human Rights Principles of the United Nations, which include the prohibition of forced labour and child labour. The Company also complies with the labour laws of all countries where it does business. The Company is committed to providing a safe, healthy and drug-free work environment, and treats all employees equally regardless of their ethnicity, nationality, gender, age, skin colour, religion, disability, or any other condition or characteristic that does not interfere with performance. It provides equal employment and career advancement opportunities, and ensures that the workplace is free from all forms of threats, discrimination, harassment and violation of personal freedom for all Executives, Employees and everyone associated with the Company.

The Company respects and understands the right to privacy of the Directors, Executives and Employees. However, the Company reserves the right to inspect all data transmitted on the Group's network, including data on computers, e-mails and telephone calls (under applicable data privacy laws) to ensure compliance with the Group's policies.

Workplace Environment

1. You must not create or contribute to a workplace environment that is unsafe or unhealthy. If you encounter an unsafe or unhealthy workplace condition, please report it to your supervisor or the responsible unit so that measures can be undertaken to remedy the condition.
2. You must not use your professional authority or allow others to exploit your authority to directly or indirectly seek inducements or other improper advantages for business or financial gain for yourself or others.
3. You must not persuade or influence your co-workers or your supervisor to use office hours for activities that do not benefit the Company.

4. You must mentor your subordinates and help them improve their work performance by sharing your knowledge and skills, and providing them with any necessary support and training. You must also assess their conduct and impose any appropriate penalties for violations as outlined by the Company's codes, rules and regulations.
5. You shall cooperate with internal audits by providing information, documents and evidence used in conducting an audit, without withholding, distorting, forging, or interfering with any documents or the auditing process.
6. You shall listen to your supervisor's advice and not overstep your duties or disrespect your supervisor unless necessary or unless you are following the order of someone higher in rank than your supervisor.
7. You shall cooperate with the Company's corporate social responsibility (CSR) activities as you see appropriate.
8. You may not demand or solicit contributions with the exception of charities or not-for-profit entities.
9. You shall wear appropriate attire for your job and the Company's image, as well as being respectful of the traditions of each locality.
10. You must not conduct yourself in any manner that may damage the Company's reputation.

Privacy, Equal Treatment and Anti-Harassment

1. You must not disclose the personal information of the Company Employees, or disclose matters that are work-related or personal, or criticise other Employees in a way that may cause damage to their reputation or to the Company's image, except as required by law.
2. You must not discriminate against an individual based on your personal relationship with that individual, or based on his or her ethnicity, nationality, gender (including pregnancy, and sexual preference), age, skin colour, religion, disability, personal views or any other condition or characteristic that is not concerned with work.
3. You must not act in any way that may be perceived as a threat, intimidation, aggression, harassment or verbal abuse causing embarrassment or fear, or create a discouraging, harmful, or disruptive workplace environment. This includes sexual harassment, assaults, obscene acts, rude remarks, or sexual abuse, whether verbal or physical, as well as any acts that are considered harassment by law or threats.

Illegal Drugs, Substance Abuse and Alcohol

1. You must not possess, use, sell or distribute, buy or be under the influence of alcoholic beverages, illegal drugs, or narcotics while working or present on Company property. If you need to take narcotic medicine(s), you must obtain a doctor's note explaining explicitly the need to take them while working or on Company property. In addition, if you are required to work in a dangerous condition, you must also obtain approval for the use of the prescribed narcotic medicines from the security officers and your supervisor.
2. You shall agree to be subject to random testing for narcotics, illegal drugs and alcohol while working or at the workplace.

Practice for the Board of Directors, Executives and Employees.

1. Perform duties with responsibility and treat those concerned in line with the Company's ethical guidelines for business operations.

2. Perform duties based on law, regulations and policy. Adhere to requirements to study rationalities and regulations in order to find accurate, appropriate and up-to-date direction in line with changes under the law, regulations and policy. In addition, understand and acknowledge the impact or damage caused by nonfeasance.
3. Perform duties in line with individual knowledge, competence and skills for the benefit of management and administration. Adhere to requirements to enhance such knowledge, competence and skills in order to assure steady development and progress of the Company's business.
4. Refrain from seeking undue benefits or misappropriating the assets of the Company or its customers. In addition, do not accept any position other organizations which would lead to a conflict of interest.
5. Avoid disclosure or utilization of confidential information.
6. Perform duties with honesty. Do not abuse the position or conduct any dishonest business activity with the Company, including shareholders, customers, trading partners and any stakeholders.
7. Create and maintain a harmonious atmosphere. Participate in creative activities without prejudice or personal opinions which would result in social disharmony. Also avoid any activities which would affect the Company's good image.
8. Do the utmost to prevent the Company's assets from damage or loss. Use these assets efficiently and do not use them for one's own personal benefit or that of others.
9. Do not engage in the following conduct of seeking personal benefits:
 - Request or accept any benefits from customers as well as trading partners, contract partners, brokers and facilitators as compensation for performances.
 - Request or accept any profit from customers, trading partners or contracts or offer them special compensation in return which would be considered a violation of the Company's conditions.
10. Do not publicize internal information regarding investments, which has not been announced for publication, for personal benefit. At all times strictly follow the policy of internal information usage.
11. In regard to relations and contact with internal information on the Company's performance, do not trade in the Company's securities during lock-up periods.



Practice of Directors and Executives in regard to Employees

1. Provide compensation in line with knowledge, competence, responsibility and performances of each employee.
2. Promote, develop and enhance knowledge and competence of employees to ensure their progress and occupational security.
3. Promote participation of employees particularly on the working requirements and the Company's problem solving.
4. Maintain working environment in order to secure the health and safety of the employees and their properties
5. Reward or punishment must be made on the basis of accuracy, justice and honesty.

6. Follow the law and regulations relating to the labor law and welfare of the employee.

Human Resource Management Policy

All employees are considered valuable resources and play a major role in the Company's progress. The Company therefore aims to create a good working atmosphere for the employees on the basis of caring as well as understanding for their well-being and career progress.

- Recruit knowledgeable personnel with competence, responsibility and morality.
- Create teamwork as well as unity and provide moral support for employees.
- Enhance their knowledge, competence, operational and management skills in order to assure stability and progress.
- Promote and retain capable employees so that they can continue working for the Company for a long time.
- In order to assure stability and progress for the employees, the Company will encourage them to obtain promotions and through internal recruiting to fill vacant posts.
- Develop conscience and adherence to the Company's regulations and social rules.
- Improve and provide remuneration for the employees in line with their positions, experience and qualifications as well as the Company's business performance and the economic and social environment.
- Administrators in all levels are required to create an atmosphere of understanding among subordinates especially regarding personnel management procedures and including the selection of personnel and remuneration based on anti-fraud and corruption policy.
- **Personnel:** The Company aims to recruit a small but sufficient high-quality workforce. Meanwhile, the Company's policy is to put the right person on the right job and continuously consider transferring employees within each career path in order to enhance their competence and progress.
- **Recruitment:** The Company aims to firstly recruit insiders. However, outsiders can also be recruited in case the number of required insiders is not enough. This must be conducted by a sufficient and fair recruitment and selection system so that the Company will recruit both knowledgeable and good employees. The Company has specified initial qualifications as follows:
 - Good thinking** : Think first about the common interest and organization
 - Good speech** : Speak positively for the common interest and harmony of the organization
 - Good deeds** : Perform duties for the common interest and organization
 - Good attitude** : Be conscientious and friendly, and do not seek to exploit others, exhibit jealousy or engage in prejudice
 - Honesty** : Be honest and sincere, not seeking to take advantage of others, defraud or them, but look to your behavior first.
 - Responsibility** : Be self-disciplined, responsible and achieve the target
 - Good Communications** : Be able to comment as well as suggest and exchange ideas regarding duties and job assignments in order to achieve the ultimate goal of the organization.
- **Payment and Compensation of Management:** The Company aims to manage payment and compensation based on fairness in line with the duties, responsibility and competence of each individual, as well as on being competitive at the leadership level compared to other companies within the same industry. Employees should be continually and fairly evaluated and provided with feedback in

order to develop and improve themselves. The Company also realizes that payment and compensation are major factors in motivating the employees and retain them in the Company.

In addition to internal factors for fairness of payment and compensation, external factors such as comparison with other leading businesses in the same industry, the general economic condition of the country, and average wages in the job market are considered. The Company also subsidizes employees' provident funds so that they can accumulate funds toward their retirement.

During the year 2015 - 2017 the company had the transaction to paid the compensation to the employees detail follows:

Remunerations of Employees	Year 2017	Year2016	Year2015
Number of Employees on December 31	206	210	233
Salary / Remuenuation Monthly	51,257,761	51,899,128	52,768,408
Bonus	1,508,370.00	-	-
Profidence Fund	379,514	349,882	302,205
Grand total Remunerations of Employees	53,145,645	52,249,010	53,070,846

In order to comply with the anti-fraud policy regulated by the Board, administrators and any employees who act against corruption must be provided with protection measures. By this means, they will be exempted from punishment or position downgrade.

○ **Welfare Management and the Consideration of Employee Benefits:** The Company considers providing benefits to employees by evaluating their performance and the overall business outcome. The Company also considers employees' abilities and performance on a departmental and individual level and provides welfare for the employees based on both their benefits and necessities and the Company's capacity. Meanwhile it is recognized as always of value to improve welfare in line with economic changes and business necessities. The welfare provided will cover the interests and necessities of most employees including a social security fund, workmen's compensation fund, provident fund and annual check-up, in which they will be provided with a lung X-ray. This also includes insurance and accident insurance, work uniforms, transportation, office car or personal car for those whose operation involves travelling by car, dormitory, funeral costs, benefits in case of death, incentive pay, hospital visit gifts, hospital costs, and annual bonuses (which evaluate in base on the company's yearly performance), the details of which are found in the employee handbook.

○ **Training and Development:** The Company's employees are considered valuable resources and therefore investing in their development is expected to create competitive advantages for the Company in the long run. All employees will be adequately and continually developed, including in their jobs, duties, business knowledge, as well as their management skills suitable for their duties. Their sense of responsibility and quality assurance will also be developed. The development will be overseen by experienced internal experts, as well as prominent external institutions. The curricular will be continually reviewed and improved to be modern and suitable. The responsibility for training and development of staff will be jointly taken by the employees' supervisors and the Human Resource Department.

○ **Occupational Progress:** The Company will thoroughly and fairly oversee the career progress of each employee, taking into consideration the level of knowledge, skills and the potential of each employee.

○ **Labor, Environment and Working Conditions:** The Company is obligated to create a good understanding between the Company and the employees by establishing a welfare committee, wherein representatives of all employee segments jointly manage welfare, as well as in resolving any conflicts that may arise. Moreover, they will cater to the welfare and working environment of the employees without waiting for complaints from the employees. The committee will treat the employees fairly and as family. Supervisors must strive to set good examples to all employees.

Anti-Corruption, Whistle-blowing or Complaint-making Policy and Complaint Channel

The Board of Directors' policy aims to comply with the laws and set guidelines to ensure compliance with anti-corruption policies continuously. The Company is committed to support and supervise its executive, employees, agents, partners, and contractors to be aware of potential corruption and anti-corruption policies by showing its leadership in being anti-corruption. As the Company is a member of Partnership against Corruption for Thailand (PACT Network), it thus acts within the scope of definitions given by the Company as follows:

Fraud and corruption include any act for unlawful advantage and any practice or omission of duty and/or abuse of power, violations of law, ethics, regulations or policy of the Company in order to secure any form of unlawful advantage such as soliciting, receiving, offering, or giving cash or any property including cash, goods or other favors, as well as any other benefits, to government officials or individuals who engaged in doing business with the Company for the benefit of the Company, and include:

Political contributions refer to financial aid or otherwise in order to support political activities such as money lending, personnel support, providing goods or services, advertising to promote or support the political parties, buying tickets for raising funds or donating money to an organization with close ties to political parties, and so on. The anti-corruption model with;

1. Golden Lime Public Company Limited encourages employees in all levels to realize and be conscious of the anti-fraud and corruption campaign. It also provides an internal control in a bid to prevent corruption and bribery extant in every country in which the Company makes an investment.
2. The Company shall create conscience, instill morality and stimulate a positive attitude among the employees requiring them to honestly adhere to the law and regulations.
3. The Company shall create an efficient and effective internal control system with audits and appropriate use of power to prevent employees from any involvement in corruption.
4. The Company's directors, executives and employees shall refrain from any behavior relating to the demand or acceptance of assets or any other benefit or from condoning corruption for themselves or families, friends and acquaintance or others which may influence toward misconduct, cause dereliction of duties or cause harm to the Company.
5. The Company's directors, executives and employees shall refrain from offering assets or any other benefits to external parties with the intent to influence such parties to engage in misconduct or abandon their duties or to pay a bribe for the benefit of the business.
6. The Company shall report its financial statements accurately and transparently.
7. The Company shall provide communication channels for employees and related parties for whistle-blowing, on the condition that whistle-blowers will be given complete protection. The Company shall also appoint officers to investigate such claims.
8. In order to clarify how the operation is of high corruption risk; the Company stipulates the administrators and all staff members to strictly adhere to the guidelines as follow;

8.1 Political contributions refer to financial aid or otherwise in order to support political activities such as money lending, personnel support, providing goods or services, advertising to promote



or support the political parties, buying tickets for raising funds or donating money to an organization with close ties to political parties. However, it does not include the employees who join the activities on their own right; nevertheless, they cannot present themselves as Company representatives or use any Company assets, devices or instruments for political purposes.

The Company insists on political neutrality. The Company will never provide a political party, politicians or a party's candidates with financial assistance for the benefits of the Company.

8.2 Charitable contributions, donations and aid grants may result in risk to the Company as such an activity is concerned with payment without obvious profit, used as an excuse to prevent a charitable contribution with concealed purposes. The Company stipulates policy and regulation as follows:

The Company is determined to provide donations for foundations, including associations, public charity, nursing homes, schools, Red Cross society and temples all of which are registered with the government Revenue Department, and these donations can be used as a tax deduction. It also scrutinizes provided donations for annual activities organized by either the Company or the temples under the allocated amount in the budget. In the case of an emergency caused by a public hazard or natural disaster, a donation can be made after obtaining approval from the administrators. However, in order to closely monitor and scrutinize the donation, extensive details and photographs must be attached together with the donation proposal.

8.3 Sponsorships are a way to publicize the Company's business reputation and can be initiated according to the policy and regulations as follows:

8.3.1 The sponsorships must be examined or proved that activities are truly carried out for social benefit or as an act of corporate social responsibility. In this case, various necessary documents including receipts, project details and logo photo must also be attached.

8.3.2 The sponsorships can be calculated, such as a contribution of accommodations and food, which is not related to the benefits for individuals or any agencies except as a decoration of honor traditionally practiced.

8.3.3 The sponsorships can be made only if the payee is specifically identified together with the request document so as to obtain approval from the Company's administration.

8.4 Funding expenses provided to welcome customers and other hospitality expenses.

The Company realizes how good relations with its business allies can lead to continual achievement. It therefore allows staff members to either give or receive gifts, hospitality or other benefits within conditions specified by the Company as follows:

8.4.1 The activities are carried out in line with the sales promotion policy, the trade conditions or the counselling service. It also includes the expenses of travelling, accommodations, food or gifts provided by customers or any expenses provided to welcome the customers, the investors or the shareholders who visit and observe the Company's business management. This includes the gifts occasionally provided on annual festivals.

8.4.2 The expense funding are in accordance with related law.

8.4.3 The expense funding are for the benefit of the Company and for not the personal benefit of the employees.

8.4.4 The expense funding is not a kind of cash gift or equivalent to cash such as gifts or present readily exchangeable for cash.

8.4.5 Gifts or hospitality are offered in line with appropriate tradition or festivals.

8.4.6 Gifts or hospitality must not be offered especially during a bidding or procurement.

8.4.7 They are openly offered and not contrary to procurement ethics.

9. Anti-corruption policy covers the personnel management process including personnel selection, the promotion, the training, the working evaluation and bonus. For this reason, the superiors in all levels are required to create a right understanding among the employees and urge them to strictly adhere to this policy. They also have to closely monitor implementation of the policy to ensure operations are carried out efficiently.

10. The Company will provide justice and protection for any employee, or others, who provide notification regarding the whereabouts of or evidence related to corruption in the Company and its group company, including any employees who object to say corruption. They will be given protection under the protection measures as regulated in the whistleblower policy.

11. Those who are involved in fraud and corruption which are considered as offenses within the regulations of personnel management are to face disciplinary punishment or legal punishment if the acts prove to be legal offenses.

12. The Company will regularly examine the guidelines and operational measures in order to comply with any legal changes and the business conditions.

13. In order to closely monitor the operations in line with the anti-corruption policy, the Company administration are required to afford an annual self-assessment.

14. The Company requires all staff members, including the Board of Directors, the executives and employees to strictly adhere to anti-fraud and corruption measures and also urges its business partners to jointly carry out these measures. The co-company or sub-company, if likely to be set up in the future, is also to adhere to this policy.

Responsibilities and Monitor Control

- The board of Directors is required to comply with anti-corruption policies, and put these policies into practice.

- The Board of Directors has authorized the Managing Director to set up sub-committees. At present, the Managing Director has established sub-committees including a Safety and Health management committee, Energy preservation management committee, Quality management committee, and Management Committee. These committee members are authorized to jointly deliberate different fields of work and assign administrators in each agency to monitor and supervise operations in order to ensure good corporate governance policy.

- The Audit Committee consists of independent directors who are responsible for reviewing internal control system and giving their opinion about internal control system, as well as ensuring that the Company complies with related laws.

- The Audit Committee is in charge of assigning an internal auditor to review the internal control system. If the internal auditor is an external agent, the Audit Committee shall appoint a person who can coordinate with the internal auditor or assign the Committee's secretary to act as the coordinator.

- The Audit Committee is in charge of assigning an internal auditor to review the internal control system. If the internal auditor is an external agent, the Audit Committee shall appoint a person who can coordinate with the internal auditor or assign the Committee's secretary to act as the coordinator.

- The Internal Audit Coordinator shall be responsible for receiving any complaints or any claims and coordinate with the internal auditor to review and report to the supervisor or Manager or Audit committee about complains.

Whistle-blowing or Complaint-making

Establishment of measures for whistle-blowing or complain-making against unlawful or unethical actions or behaviors that may be regarded as malfeasance or fraud by any person in the organization,

whether employees or stakeholders including inaccurate financial statement reporting or a faulty internal control system. Establishment of a protection mechanism for whistle-blowing so that stakeholder may contribute to more efficient stewardship for the Company's benefit.

Matters for Whistle-blowing or Complaint-making

1. Unlawful actions, corruption, fraud, or violation of ethics by directors, executives and employees.
2. Inaccurate financial statement reporting, faulty internal control system and other risks.
3. Matters relating to the interests or reputation of the Company.
4. Potential damages to the financial status or assets of the Company
5. Suspicion/ fault of the employees' duty performance or any non-transparent activities of the shareholders.

Contact details for Stakeholder / Receipt of Complaint:

Internal Auditor / Internal Audit Coordinator

Golden Lime Public Company Limited
7 Soi 11 Sai 3, Moo 12, Saraburi-lomsaksaimai Road,
Chongsarika, Pattananikom, Lopburi 15220 Thailand
Telephone Number: 66 (0) 36 436 178
Email Address: ac.internal@goldenlime.co.th or

Audit Committee Secretary

Golden Lime Public Company Limited
No. 89 Cosmo Office Park, 6th Floor, Unit H,
Popular Road , Banmai, Pakkret, Nonthaburi 11120 Thailand
Telephone Number: 66 (0) 2017 7461 - 3
Email Address: glmis@goldenlime.co.th

Note: The head office had relocated the new address as detail above on 1 December 2017.

Reports can also be made by means of the whistle-blowing channel on the Company's website, by making an inquiry regarding Company information, at: www.goldenlime.co.th

Whistle-blowing Protection Mechanisms

1. Set up a database for the confidential information of whistle-blowers and establish punitive measures against the officers in charge of keeping such a database if the confidential information is leaked.
2. This database must be made accessible to executives at the level of senior executive management only.
3. The Committee is determined to provide protection for the administrators or employees who report corruption or who adhere to anti-fraud and anti-corruption policy, which may otherwise result in the loss of business opportunity. It also seeks prevention for the employees from any penalty or position downgrade as a result of strictly adhering to the guidelines.
4. It falls under the authority of the superiors or supervisors of all those accused to give proper directives to protect whistle-blowers, witnesses, and those who provide evidence to the investigation to keep them out of danger, difficulties, or unfairness due to their making complaints, serving as witnesses, or giving information.



Questions or Recommendations

Any question or recommendation on corporate governance and anti-corruption policies should be addressed to the Secretary to the Audit Committee and Secretary to the Board of Director, Telephone Number 0 2 017 7461-3 or Email: glmis@goldenlime.co.th

Punitive Measures

1. Those found guilty of serious misconduct will be dismissed from the Company and face legal punishment if they are found to be guilty of legal misconduct. Those found guilty of minor offences will face score reduction or a suspension from duties without any wages. They will also face a score reduction for job evaluation as well as the restriction from promotion and the restructure of income rate.

2. The superiors are to reprimand those found in violation of the Company's ethics including by score reduction for job evaluation, restriction from promotion or the restructure of income rate.

3. Those found in violation of the Company's regulation will receive a written reprimand from the Human Resources Department including score reduction for job evaluation, restriction from promotion or the restructure of income rate.

4. In case the offenders are the high-ranking administrators or on a Company committee, findings of the investigation must be forwarded to the Board of Directors in order to determine the penalty. The penalty will be based on legal considerations and good corporate governance.

The Company specifies the guidelines to prevent corruptions as follows:

- 1) Procedure of the assessment of corruption risk
- 2) Guidelines to monitor, supervise, and prevent any involvement in the corruption risk
- 3) Guidelines to follow up and evaluate operations to prevent any involvement in corruption as approved by the Audit Committee and the Board of Director last update on 9 November 2017 which is part of the handbook of the Company's good corporate governance and ethics.

Procedure of the Assessment of Corruption Risk

The Company has regulated the risk management system based on business operation in a bid to prevent and suppress corruption or any activities of high risk from corruption likely to occur as a result of the Company's business operation. It also evaluates the risk level including its chances and effects as well as regulates the anti-corruption measures based on evaluated risk including the achievement evaluation and resources to be used to lessen the risk and follow up on the performance appraisal.

Guidelines to Monitor Supervise and Prevent Any Involvement in Corruption Risk

The Company has regulated guidelines to monitor, supervise and monitor the risk on fraud and corruption as follows:

1. Procedures, including an internal control system and risk management, which cover important work systems such as the sales and marketing system, procurement, control, budget management, account record and payment. This aims to prevent as well as monitor the risk on fraud and corruption and provide appropriate suggestions for solutions.

2. Provide a channel of information including evidence or complaint of a legal offense or a violation of the Company's business ethics, as well as guidelines to prevent any involvement in corruption, suspicions on the financial report or the internal control system. The Company is to provide protection for those who submit information or evidence. The information is to be treated as confidential. The Company must exercise disciplinary or legal punishment. Protection will be granted to those who submit evidence or complaint by means of written statement.

Heads of each department are in charge of monitoring the operations and informing the persons in authority.

Corporate Social Responsibility Policy (CSR)

The Company is committed to operate the business based on the responsibility towards society and stakeholders including customers, partners, community and environment. The Company also has policies emphasizing on CSR operation and showing social responsibilities. Therefore, the corporate social responsibility policy is prescribed in order to be an operation guideline for executives and employees. The main components of the policy that must be adhered to as the practical guideline are as follows.

1. Running the business with fairness

The Company runs the business and treats other corporations with fairness and ethics, and maintains good relationship with other related government agencies and corporations, including the personnel thereof, such as shareholders, partners, contractors, customers, and competitors, and promotes every related corporation to behave towards other corporations with fairness as well.

2. Anti-corruption

The Company actively undertakes various actions to prevent corruption and maintain and observe the anti-corruption policies continuously. The Company is committed to support and supervise its employees, agents, partners, and contractors to be aware of potential corruption and prevent corruption while showing its leadership in being a role model in anti-corruption.

3. Respect for human right

The Company will promote the monitoring of observance of human right requirements within the Company and motivate the observance of human right principles which are the international standard, covering the corporations in joint venture and partners. In addition, the Company will promote the knowledge in and create awareness of human rights for personnel in the Company so that they adhere to and observe the human right principles.

4. Behaving towards labors with fairness

The Company adheres to the practice of behaving towards labors with fairness, complying with the law and ethics, creating fairness, and respecting personal rights to create peace and stability, and will promote opportunity and progression in work as well as develop the capability and take care of the living standard of employees.

5. Responsibilities towards consumers

The Company will produce goods and services and manage them efficiently to build trust and relationship with the customers both before and after sales. The Company will prepare storage system and give sufficient and true information as well as give knowledge to customers for accompanying their decision to buy the goods and services. In addition, the Company will do research and development to create innovation for goods and services with the emphasis on the processes and activities that benefit the society and environment.

6. Environment protection

The Company will promote and support the environmental management that is concretely effective, and use the resources with value appreciation for maximum benefit. In addition, the Company will stipulate the preventive measures against pollution for employees and community.

7. Community and social co-development

The Company will promote community and social co-development with objectives to create public participation, promote and support education, art and culture, and ethics in community, create

employment and develop skills, eliminate and prevent threat that affects health, and promote good health.

8. **Innovation and its dissemination**

The Company will operate the business to create new innovation that are of value and cause positive change so that the corporation, society, community, culture and environment change to be better. The innovation must create productivity, more value, and socioeconomic and environmental wealth.

Safety, Security, Health and the Environment (SSHE) and Energy Management and Preservation

The Company is committed to operating its business without causing any undue negative impacts on safety, security, health, and the environment (SSHE), and maintains its SSHE management system in accordance with international standards. The Directors, Executives and Employees must therefore recognize its importance and strictly follow the Company's SSHE policies, standards and rules in all localities in which it operates. In addition, the Company promotes the efficient use of resources and the development of environmentally friendly technologies, and continually looks for ways to reduce negative environmental impact.

Safety Security, Health

All employees are considered to be the heart of each project and valuable resources. As such, the Company therefore will do its utmost to implement effective health and safety measures.

Golden Lime Public Company Limited shall be a leading company in milling, grinding and lime production. The Company's goal is for there to be no accidents that will affect the employees' abilities to work, and has set out the following health and safety measures:

1. The Company requires employees in all levels to jointly operate their tasks in order to assure safety for themselves and others.
2. The Company is to support the improvement of the environment as well as encourage safe operation and usage of safety instruments. It is also to maintain health and sanitation.
3. The Company is to appoint a health, safety and environmental committee for every project.
4. All supervisors must take care and be strictly responsible for safety of all subordinates in line with safety regulations.
5. The Company is to provide support for all activities relating to safety.
6. The Company is to follow and evaluate the policy on safety and occupational health to ensure that it has efficiently been carried out.
7. The company shall adhere to the law and various regulations on safety and occupational health.
8. The Company is to publicize the policy to its employees and the general public.

The Environment Responsibility

The Company is one of the country's largest lime producing companies that aims to produce products with high quality. Meanwhile, it understands the importance of managing its impact on the environment. All kinds of activities must therefore be carried out with regard to environment management and consider any impact to the environment. In order to achieve this goal, the Company has issued the following guidelines:

1. Strictly adhere to official regulations relating to the environment and cooperate with different organizations to preserve the environment.
2. Be determined to use resources productively and efficiently to lessen the impact on the environment caused by both present and future operation by means of prevention, supervision and continual improvement.
3. Specify and review objectives and aims of the environment management activities in order to get it systematically improved and corrected.
4. Be determined to use resources productively in order to reduce the amount of usage as well as recycle and reuse.
5. Follow up, examine and evaluate the operation of environment management activities in line with the mentioned requirements.
6. Promote the use of appropriate working instruments in order to lessen the effect as well as organize activities and publicize the environment management activities.
7. Promote the continual improvement of the environment.
8. Publicize all environment management activities to the organization and the general public.

Energy Management and Preservation

The Company is a regulated structure under the regulated structure Royal decree on designed buildings B.E. 2538, which requires the company to follow the Energy Conservation Promotion Act. (No.2) B.E. 2550 and bring the energy management system into practice. In order to implement this requirement, the Company has set out energy preservation guidelines requiring those concerned to jointly carry out as follows;

1. The Company shall operate an appropriate energy management scheme and consider energy preservation as part of the Company's work. It also requires all levels of executives and employees to cooperate on its implementation.
2. The Company shall preserve energy in line with suitability and the amount of energy used by each section.
3. The Company is determined to comply with the law related to energy preservation and energy management.
4. The Company aims to improve the efficiency of the organization's energy use continuously in line with good performance.

In a bid to achieve such improvement the Company is prepared to provide necessary resources including personnel, budget, working time, training and participation which can ensure efficient energy management.

Disclosure and Transparency

Principles (in accordance with the Principles of Good Corporate Governance for Listed Companies). **“The Board of Directors should ensure that all important information relevant to the company, both financial and non-financial, is disclosed correctly, accurately, on a timely basis and transparently through easy-to-access channels that are fair and trustworthy.”**

The Company has an obligation and policy to disclose certain information to the SEC, SET, shareholders and relevant parties in a correct, complete and transparent manner as follows:



1. Disclose financial information and other information in relation to the business and operating results of the Company in a correct, complete, adequate and timely manner. Financial statements shall be audited by listed auditors, commented and approved, as required, by the Audit Committee and the Board of Directors before submitted to the SET, SEC, shareholders and other relevant organizations.

2. Disclose information through various channels such as the Company's website, or disclosure via the SET and SEC in order to provide the stakeholders with up-to-date information.

3. Disclose information with regard to the Board of Directors and their respective roles and duties, the various committees and information such as the number of meetings held, the attendance records of each director in the past year and the remuneration of directors and key executives in the Company's annual registration statement (Form 56-1) and annual report.

4. Provide the Management Discussion and Analysis (MD&A) as part of explanation on the financial budget in every quarter so that the investors can have access to information and understand any changes over the Company's financial status and operations in each quarter.

5. Disclose the account audit fee and other service charges in the annual report and the meeting invitation letter.

6. Disclosure of the shareholding changes of directors and executive of the Company at the beginning of the year and share trading during the year provided under shareholding structure and management section in annual report.

7. Disclosure of the audit fee and other charges provided in the annual report and notice of meeting.

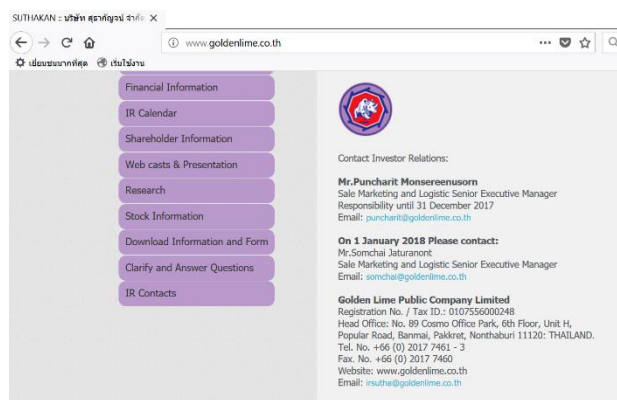
8. Disclose the remuneration for the Committee and high-ranking administrators including the form and type of remuneration of each committee

9. Disclose the Company's information on its website as follows:

- Annual information from (Form 56-1) and the annual report which can be downloaded.
- The Company's vision and mission
- List of the Committee and the administrators
- Financial statement and report on financial status and overall performance
- Shareholder structure
- Invitation letter of the Annual General Meeting and Extra General Meeting for shareholders
- Regulations as well as memorandum and different risk factors
- Charter, duty and responsibility of the Committee and sub committee
- The Good Corporate Governance and Code of Conduct Guideline and Policy
- Information used to contact the Company and Investor Relations

Currently, regarding Investor Relations, the Company has assigned Mr. Pucharit Monsereenusorn, Sale Marketing and Logistic Senior Executive Manager, to act as its Investor Relations representative and to contact and provide the Company's information to shareholders, institutional investors, research analysts and other relevant organizations.

The Company arranges meetings for investors or analysts who are interested or need



more information about the Company. The Managing Director and Investor Relations are responsible for answering queries and providing public information under the rules of disclosure. The Company also regularly provides answers and specific information for investors or interested persons via the Company's website, email or by phone, as well as gives information and talk to clarify and update on the most interesting topics for investors. The company has provided appointments for a meeting with business analysts and investors who are interested and also provided appointments and information to analysts and investors who occasionally request to participate in the meeting. Mr. Pucharit Monseerunusorn had the resignation effective date on 31 December 2017, replacement by Mr. Somchai Jaturanont, Sale Marketing and Logistic Senior Executive Manager which started to work on 16 October 2017, will do in position the investor relation's duties.

Responsibilities of the Board of Directors (The Board).

Principles (in accordance with the Principles of Good Corporate Governance for Listed Companies)

“The Board of Directors plays an important role in corporate governance for the best interests of the company; The Board is accountable to shareholders and independent of management.”

Structure of the Board

The followings are the structure of the board of directors and the sub-committees in 2017
As of 31 December 2017, there are nine directors in the board of directors of the company

As of 31 December 2017, there are nine directors in the board of directors of the company

Structure of the Board of Directors At on 31December 2017		The Board of Directors			The Audit Committee		The Executive Committee		The Others						
		Position			Position		Position		Position						
Name of Director		Chairman of the Board.	Director	Independent Director	Authorized Directors	Chairman of Audit Committee	Audit Committee	Chairman of the Executive Board	the Executive Director	Managing Director	Shareholding in the Company	Director of the Company whom the major of shareholder of the Company	Resident in Thailand	Nationality	Expertise
1. Mr. Timoth� Arthur Maria Van Den Bossche		�			�				�			�		Belgian	Business Administration / Chemical Industrial
2. Mr. Kiatikul Monsereenusorn			�		�			�			�		�	Thai	Lime and Calcium Carbonate Industry/ Mineral and Chemical
3. Miss Nishita Shah			�		�				�				�	Thai	Business Administration
4. Mr. Krishnan Subramanian Aylur			�		�				�			�	�	Indian	Business Administration
5. Mr. Geza Emil Perlaki			�		�					�			�	Hungarian	Business Management in Lime Product Industry
6. Miss Kristel Verleyen			�											Belgian	Lawyer and Legal counsel
7. Mr.Sripop Sarasas				�		�							�	Thai	Business Administration Finance and Banking and Audit
8. Mr.Prapat Vanapitaksa				�			�						�	Thai	Business Administration Industrial Factories
9. Mrs.Ladda Chatchaluay				�			�				�		�	Thai	Consulting in Business, Taxation, Finance

The Board of Directors and its subcommittees operate within the framework and according to the responsibilities specified in the structure of shareholders and management section. The details are as follows:

The Responsibilities of the Board of Director Report

1. Hold an Annual General Meeting (AGM) for the shareholders within four months after the end of the period of the Company's yearly accounts. In 2017, the company arranged an Annual General Meeting (AGM) on 5 April 2017.

2. Provide a meeting for the Board of Director every three months. In 2017 the Board of Directors arranged the Board of Directors Meeting total five meetings, and the Sub-committee meeting total seven meeting, have the meeting in grand total twelve meeting.

3. Provide a financial statement and a statement of comprehensive income at the end of the period of the company's audited accounts and present them for deliberation and approval at the Shareholders' Meeting. In each accounting period, the Board of Directors has approved a budget for financial audit. The auditor received the approval for financial audit within the accounting period. The accounts which were audited were three quarterly budgets and one annual budget.

4. A single director or numerous directors can be authorized to perform needed tasks under the Board of Directors in the appropriate period. The Board of Directors can revoke, change or correct the authorized director or subcommittee at any particular time.

The Board of Directors thereby may authorize the Management Committee to perform the Company's tasks. However, the authorization must not allow the Management Committee to be able to give any consideration or approval to any transaction with which the Management Committee has a conflict of interest or any other conflict, except with prior approval of the Board of Directors under the Company's policies and regulations.

The Board of Directors inaugurated two subcommittees consisting of the Audit Committee and the Executive Committee and defined the scope of power and the responsibilities of each subcommittee.

In 2017, the Board of Directors searched for and promoted two independent director and one director that appointed to the replacement the position which vacancy.

5. Formulate the Company's goals as well as its vision, mission, policies, plans and budgets and supervise the administration and management of the Executive Board in line with these priorities. However, the following topics, including the increase of stock capital, the reduction of capital debenture, the auction or purchasing of business assets, business transfer or revision of the Company's memorandum of association, must be approved at a Shareholders' Meeting. The Company's vision and mission should be reviewed and approved at least every five years.

No.	Agenda Subject	Enclosure By	Present By
Agenda 1	To consider and certify the minutes of the Board of Directors Meeting No. 4/2017 held on 10 August 2017.	1	K.Tim
Agenda 2	To consider and approve the Company's related party transaction for the nine-month period ended 30 September 2017.	2	K.Geza K.Kris, K.KK
Agenda 3	To consider and approve the Company Review report and interim financial statements, including Statement of financial position, Statement of comprehensive income and Statement of cash flows and the Independent Auditor's Report and Review of Interim Financial Information for the period ended 30 September 2017.	3	K.Geza
Agenda 4	To consider and acknowledge the 2017 Internal Audit Report of the Company.	4	KPMG
Agenda 5	To acknowledge the Company's operating results for three-month and nine-month period end 30 September 2017.	5	K.Geza
Agenda 6	To consider, acknowledge and review the company's strategic direction and priorities.	6	K.Tim K.Geza
Agenda 7	To consider, acknowledge and approve the Company's budget for the financial year 2018.	7	K.Geza

In the Board of Directors Meeting No. 5/2560, held on 9 November 2017, the Board approved the revision of the Company's vision, mission and values and had the opinion to agree with the Mid-term strategic plan including the medium-term vision which presented to the meeting is as follows:

Vision

Leadership in the technology of limestone business and mineral management with own production engineering, striving for excellent management, including production process, product and service quality with cost management for competitiveness, customers-centered approach, business operation with accuracy, transparency and reliability for investors and all stakeholders in accordance with good governance guidelines toward the community, environment, including developing a culture of corporate learning with a happy work environment, quality of life creating love and commitment to contribute to mutual benefit, happiness for maximizing sustainable business growth.

Mission

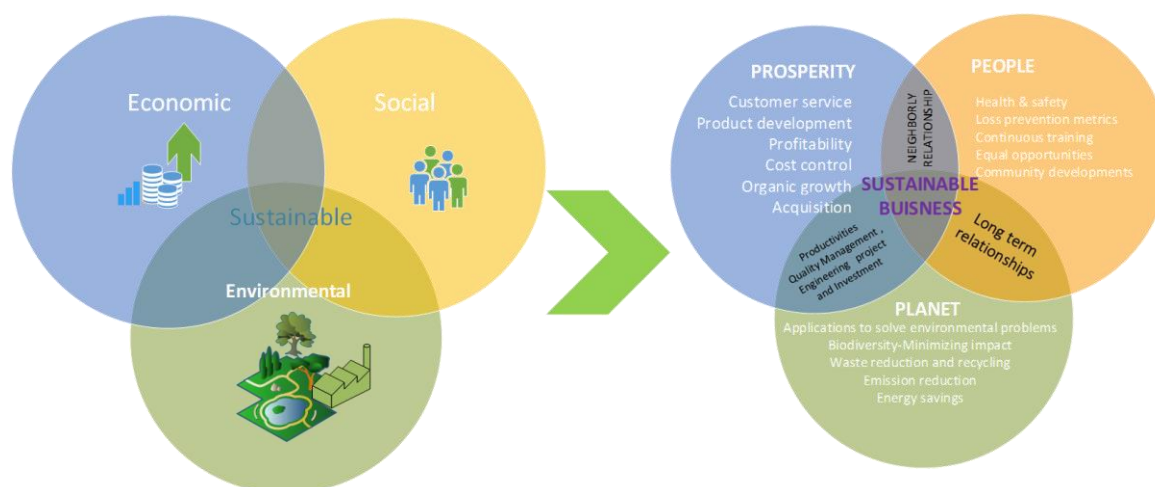
- Creating leadership in the technology of limestone and mineral management with its own production engineering
- Commitment to excellent management processes in terms of production, product and service quality and cost management for competitive advantage by customers –centered approach
- Care for the environment, community and stakeholders according to the good governance approach.
- Business operation with accuracy, transparency, reliability and accountability to the shareholders and the investors
- Encouraging staff to increase knowledge, strive for self-improvement, build the skills of excellence through a happy work atmosphere, quality of life, strengthening the values of love and commitment to contribute to mutual benefit, happiness for maximum and sustainable business growth.

Value: Pride, awareness of duties, responsibility, commitment to creative development for sustainably mutual benefit

Golden Lime's mid-term strategy is built on 3 strategic priorities and 7 strategic pillars, each with their own timeline, the summary as follows:



The Board of Directors Meeting No. 5/2017 held on 9 November 2017 approved the CG handbook with the define objectives that promote sustainable value creation **the path to a sustainable in business** for the operation of the company in summary follows:



Moreover the Board of Directors is also required to supervise and direct the Company to conduct its business procedures in accordance to the rules and regulations of the Securities and Exchange Commission (SEC) as well as those of the Stock Exchange of Thailand (SET). In the past, the Company has strictly carried out its operations in accordance with these parameters. Information regarding connected transactions that may have conflicts of interest as well as the acquisition of certain assets requiring public disclosure based on the regulations and procedures set by the SEC and SET or other laws relating to the Company's business have been reported as required. In the interest of keeping shareholders informed, such disclosures and other information are regularly provided on websites maintained by both the SET and the Company.

6. Devise the administration structure and nomination of the Executive Board or other appropriate subcommittees. Due to the change of the Company Board of Directors structure on 29 September, 2016, the Board of Directors has promoted new directors to take up the position of the previous directors who have resigned as well as promoted new directors according to the requirements of the new structure. The new Board of Directors consists of four directors who are authorized signatories. Half of the board members have to co-sign and stamp the company seal.

7. Follow the overall operation and manage the budget continually.

8. The Board of Directors must not operate a business in competition with the Company's business, or be a partner in an ordinary or unlimited partnership or be directors of a private company or any other companies with the same business operation as the Company regardless of individual or other benefits. Nevertheless, prospective board members may be involved in all of the above in the case that such associations are reported at the Shareholders' Meeting prior to the appointment.

9. The Board of Directors must immediately inform the Company if involved directly or indirectly as parties of interest in the Company's contract or hold shares in the Company or affiliated companies.

10. In order to assure that the Board of Directors devote themselves to performing their duties completely, it is required that individual directors should not take positions in more than five listed companies. However, in case of an excess number of companies in which the Board of Directors takes positions, they are required to publicize such circumstance. None of the current directors have taken the position of directors in more than five other listed companies.

The Board of Directors has established a good corporate governance policy including a business code of conduct and recorded it in writing. The Company has established a good corporate governance policy according to the corporate governance rules of listed companies. In addition, the Company has established its practices in compliance with the laws, rules, regulations and guidance required by the Stock Exchange of Thailand and the Securities and Exchange Commission. The good corporate governance policy and the business code of conduct have been approved by the Board of Directors. The edited version was approved on 13 November, 2015. In 2017, the Company revised the content of policy and corporate governance approach in line with good corporate governance principles of listed companies, which were newly issued in 2017 and created by the Securities and Exchange Commission, Thailand as well as the working group for publication as guidelines for listed companies to replace the previous edition in 2012. The Company made the modifications by reordering the content categories and improving, incorporating the content clearly according to the new corporate governance guidelines of listed companies. The New Good CG Code principles are as follow;

- Principle 1: Establish clear leadership role and responsibilities of the board
- Principle 2: Define objectives that promote sustainable value creation
- Principle 3: Strengthen board effectiveness
- Principle 4: Ensure effective CEO and people management
- Principle 5: Nurture innovation and responsible business
- Principle 6: Strengthen effective risk management and internal control
- Principle 7: Ensure disclosure and financial integrity
- Principle 8: Ensure engagement and communication with shareholders

The path to a sustainable in business,
Good Corporate Governance and,
Code of Business Conduct

of Golden Lime Public Company Limited

Index

Introduction	Page no.
1. Objective of Code of conduct and Good Corporate Governance Policies	4
2. Vision/Mission/Value	5
SECTION 1: General Statement	6
1. Glossary	7
2. Definitions	12
3. Significance	12
4. Implementation, Compliance Promotion and Monitoring	13
5. Self-Assessment	13
6. Compliance Audit	14
7. Violations or Failure to Comply	13
8. Questions, Suggestions and Providing Information	13
9. Reporting Concerns and Filing Complaints	15
10. Revision	16
SECTION 2: The path to a sustainable in business of SUTHA	17
1. Commonly defined of Sustainability	18
2. Prosperity	18
3. People	20
4. Planet	21
SECTION 3: Good Corporate Governance of SUTHA	23
1. Establish clear leadership role and responsibilities of the board	24
2. Define objectives that promote sustainable value creation	25
3. Strengthen board effectiveness	30
4. Ensure effective CEO and people management	36
5. Nurture innovation and responsible business	41
6. Strengthen effective risk management and internal control	44
7. Ensure disclosure and financial integrity	48
8. Ensure engagement and communication with shareholders	52
SECTION 4: Code of Business Conduct	55
1. Moral of Works	56
2. Code of Conduct for the Company's stakeholder	57
Practice to Shareholders	57
Rights of Shareholders	57
Practice to Customers	58
Practice to Trading Partners and Creditors	59
Procurement Ethics and Guidelines on Procurement and Selection of Trade Partners/Business Partners	60
Guidelines on Selection of Trade Partners and Business Partners	61
Practices on Trade Business and Transaction with the Company	62
Practice to Business Competitors	62

Practice regarding Intellectual Property and Avoidance of Pirating Intellectual Property and Copyright	63
Practice to Society and the Public	63
Human Resources	64
Workplace Environment	64
Privacy, Equal Treatment and Anti-Harassment	65
Illegal Drugs, Substance Abuse and Alcohol	65
Practice for the Board of Directors, Executives and Employees	65
Practice of Directors and Executives in regard to Employees	66
SECTION 5: The other guidelines for the good corporate governance practices	67
1. Compliance with Laws, Regulations and Rules, and Respect for Different Customs and Cultures	68
2. Anti-Fraud and Anti-Corruption	69
The anti-corruption model with these guidelines	69
Responsibilities and Control	71
Whistleblowing or Complaining	72
Guidelines for Whistleblowing or Complaining	72
Conflict details for Shareholder / Respect of Complaint	73
Whistleblowing Protection Mechanisms	73
Questions or Recommendations	73
Further Measures	73
Procedure of the Assessment of Corruption Risk	73
3. Political Neutrality	74
4. Use and Protection of Information	75
Keeping Records, Using, Discarding and Safeguarding Information	75
Use and Storage of Electronic Data and Information Technology Resources	76
Use and Protection of Intellectual Property	76
5. Conflicts of Interest	77
Guidelines for approval of related party transactions or transactions with connected natural person or juristic person	78
Guidelines for related party transactions that may occur in the future	79
6. Antidiversion Laundering	79
7. Safety, Security, Health and the Environment (SSHE) and Energy Management	80
Safety, Security, Health	80
Environment Responsibility	80
Energy Management and Preservation	81
8. Internal Control and Risk Management	82
9. Social Responsibility (CSR)	84
Summary Brief	84

Revision 102 proposed to the Board of Directors Meeting No. 6/2017
held on 9 November 2017 for consideration

The Board of Directors are to follow up on the operation of its policies through reports given by the directors at meetings of the Board of Directors. The Board of Directors are also to give advice if the operation does not go as planned and budgeted.

The Board has established guidelines to consider conflicts of interest.

The Board has set guidelines for future related transactions as follows:

The Company may relate party transactions in the future as it deems appropriate. The transactions shall be in the nature of ordinary trade business operation and the Company shall clearly specify the policy thereof. The transactions shall involve the same price and trade conditions as in the

normal course of business that is specified for unrelated persons and/or companies. If any related party transaction is entered into, The Company shall have the Audit Committee comment on the appropriateness of such a transaction. If the Audit Committee does not have the expertise to consider the related party transaction under consideration, the Company shall provide persons who have knowledge and special expertise such as an auditor or appraiser for related party transactions which shall be used to supplement the consideration of the Audit Committee so that the Audit Committee can propose to a meeting of the Board of Directors or shareholders, as the case may be, to ensure that entrance into the transaction will not remove or transfer the interests from the Company or the shareholders of the Company but rather be a transaction that the Company has undertaken in consideration of the maximum benefits for all shareholders.

The Board of Directors of the Company shall enter only into transactions that may occur in future in compliance with the laws, regulations, announcements, orders and requirements concerning securities and securities exchange of the Capital Market Supervisory Board and the Stock Exchange of Thailand and shall observe the requirements regarding the disclosure of connected transactions and the acquisition or distribution of major assets of the Company or its subsidiary companies, as well as the accounting principles specified by the Federation of Accounting and Certified Public Accountant of Thailand.

The Board of Directors is responsible for the financial statements of the Company as well as financial information presented in the annual reports as follows.

The Company's Board of Directors is responsible for the financial statements of the Company as well as financial information presented in the annual reports. The financial statements for the year ending on 31 December, 2016, have been prepared in accordance with Thailand's Generally Accepted Accounting Principles (GAAP). In preparing the financial statements, appropriate accounting policies have been adopted and regularly adhered to, using careful discretion and reasonable estimates. Also, key information has been adequately disclosed in the notes to the financial statements. The purpose is to ensure that the disclosed information rightly reflect the Company's financial status, performance and cash flows in a transparent manner to the benefit of the investing public. Importantly, a certified auditor from EY Office Limited has audited the financial statements and issued a satisfactory opinion of them. To enable the auditor to conduct the audit and provide an opinion in line with the audit standards, the Company provides the auditor with its support in terms of information and documents.

The Board of Directors has established and provided appropriate and efficient risk management policies, internal control systems, internal audit systems and corporate governance in order to ensure the accuracy, completion and adequacy of the accounting information. This will ensure that the Company's assets are maintained properly and fraud and other significant irregular actions are prevented.

With this aim, the Board of Directors has appointed an Audit Committee consisting entirely of independent directors. The Audit Committee is responsible for reviewing accounting policies and ensuring the quality of financial reports. It is also responsible for reviewing internal control, internal audits and risk assessments. In addition, it is responsible for ensuring that the disclosure of information about related party transactions is complete, adequate and appropriate. The opinion of the Audit Committee is given in its report which is already included in this Annual Report.

The Board of Directors has concluded that the overall internal control systems are adequate and appropriate and encourage reasonable confidence that the financial statements of the Company for the year ending on 31 December 2016, are reliable and in compliance with the Generally Accepted Accounting Principles (GAAP) as well as any related laws and regulations.

The Responsibilities of Subcommittee Report

□ The Responsibilities of the Audit Committee's Report

The Board of Directors has appointed an Audit Committee which consists of three Independent Directors, namely:

As at 31 December 2017 the Audit Committees including:

1. Mr. Sripop Sarasas Chairman of Audit Committee
2. Mr. Suvit Mapaisansin Audit Committee
3. Mrs. Ladda Chatchaluay Audit Committee

It has been concluded that all three of these persons possess the knowledge and experience to serve on the Audit Committee, and Mr. Sripop Sarasas, Chairman of the Audit Committee and Mrs. Ladda Chatchaluay, possesses sufficient knowledge and experience to review the credibility of financial statements according to the requirements of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).

The Audit Committee has performed all duties assigned to it by the Board of Directors as indicated in the Audit Committee Charter, which completely aligns with the requirements of the SEC and the SET. These include the review of financial reports, internal control and internal audit and risk assessments, the review of connected party transactions and the review of compliance with Securities and Exchange Laws, the regulations of the SET and other relevant regulations or laws, including the appointment of an external auditor for 2017.

The Audit Committee held a total of four meetings throughout 2017, attended by the auditors and relevant parties, to discuss and provide opinions on key issues, such as the preparation and disclosure of financial information, acknowledging the results from reviewing and auditing accounting items and from the management report from the external auditor, including issues and obstacles encountered during the auditing process. The list name of the Audit Committees to attendance of the meeting list in the table:

The Audit Committees Name		The Audit Committees Meeting				
		in the Year 2017				
		The Meeting No.				รวม
		1	2	3	4	
Number of the Audit Committees		3	3	3	3	12
The minimum quorum		2/3	2/3	2/3	2/3	
1	Mr. Sripop Sarasas	1	1	1	1	4
2	Mr. Prapat Vanapitaksa		1	1	1	3
3	Mr. Bowon Vongsinudom	1				1
	Mrs. Ladda Chatchaluay		1	1	1	3
Total Audit Committees attended the Meeting		2	3	3	3	11
Quorum of the Meeting		2/3	3/3	3/3	3/3	
% of the proportion of the attendance		67%	100%	100%	100%	92%

Note : Mr. Bowon Vongsinudom, the resignation was effect on 1 March 2017.

The main responsibilities of the Audit Committees are as follows:

1. **Review of Financial Statement:** The Audit Committee reviewed quarterly and annual financial statements in 2017 jointly with senior management, the manager of the Accounting and Budget Department and the chief of the Finance Department. It acknowledged reports and remarks from the external auditor to ensure that the Company reports accurate and complete financial statements that are credible, compliant with generally accepted accounting principles, and contain adequate and timely disclosure of information for the benefit of investors and other users of the statement.

The external auditor agreed with the Audit Committee that the financial statements are credible and compliant to generally accepted accounting principles.

2. **Review of Internal Control, Internal Audit and Risk Assessment:** the Audit Committee reviewed the internal control system, the internal audit system and risk assessment system to ensure that they are adequate and appropriate. The Audit Committee approved the hiring of KPMG Phoomchai Business Advisory Ltd. (Advisory firm) to conduct an inspection of the internal control systems with report the result propose to the Audit Committee Meeting. The Audit Committee acknowledged the results and agreed that the internal control and risk assessment systems of the Company are adequate and appropriate.
3. **Compliance with Securities and Exchange Laws, SET Requirements, and Relevant Laws:** the Audit Committee reviewed and supervised strict compliance with Securities and Exchange laws, Securities and Exchange Commission regulations, SET requirements, and relevant laws, as well as provided advice in respect to the Principles of Good Corporate Governance in order to ensure adequate and appropriate operation.
4. **Considering the Appointments of Auditors in 2017:** the Audit Committee considered the selection of appropriate auditors from EY Office Limited. Certified Public Accountants were appointed as Auditors in 2017. The selected auditors do not have relationships or personal interests with the Company, its executives or its major shareholders, or other relevant individuals. A list of the name of the Auditors follows:

Name of Auditors		Auditing years for the Company during the past 5 years		
<input type="checkbox"/>	Mrs. Gingkarn Atsawarangsalit	Certified Public Accountant No. 4496	3 Years : (Start in 2014)	and/or
<input type="checkbox"/>	Ms. Pimjai Manitkalohnkit	Certified Public Accountant No. 4521	-	and/or
<input type="checkbox"/>	Mr. Chayapol Suppasedtanon	Certified Public Accountant No. 3972	-	and/or
<input type="checkbox"/>	Ms. Sumana Punpongsanon	Certified Public Accountant No. 5872	-	

The Audit remuneration for 2017 compare with the 2016 Audit fees, as below:

Audit Fees	Year 2017			Year 2016	Increase (Decrease) (+/-)	Change %
	Golden Lime	Subsidiary	Total			
1. Annual Audit Fees (include audited consolidate financial statement)	1,065,000			825,000	240,000	29%
2. Quarterly review fee include audited consolidate financial statement	360,000			255,000	105,000	41%
3. Audit of the statutory financial statement subsidiary		90,000				100%
4. Fee for reviewing the compliance with condition of the BOI promotion certificate (Year 2016, 2 Certificate)	160,000			100,000	60,000	60%
5. Reviewed reporting package according the group audit instruction	150,000					100%
Grand total	1,735,000	90,000	1,825,000	1,180,000	645,000	55%
6. Other Expenses which cover miscellaneous expenses during work such as traveling, documentation and facsimile expense , etc.			Actual Paid Year 2017 176,658	Actual Paid Year 2016 153,148 Baht		

5. **Review of related transactions or any transaction that may have a conflict of interest:** The Audit Committee reviewed the disclosure of related transactions of the Company that may have a conflict of interest according to the announcements of the SEC and the SET. The results showed that the Company has conducted its business in accordance to normal business operation conditions with fairness, reasonability, with benefit to the Company, as well as in absence of any cause for conflict of interest. Also, the Company has provided adequate disclosure of information by adhering to the Principles of Good Corporate Governance in compliance with the announcements of the SET.

o Responsibilities of the Executives Committee Report

The Board of Directors appointed the Executive Committee with consists of 5 members including:

1	Mr. Kiatikul Monsereenusorn	Chairman of Executive Committee
2	Mr. Timothe Arthur Maria Van den Bossche	Executive Director
3	Miss Nishita Shah	Executive Director
4	Mr. Krishnan Subramanian Aylur	Executive Director
5	Mr. Geza Emil Perlaki	Executive Director

Mr.Kiatikul Monsereenusorn, Chairman of Executive Committee was resigned effective on 22 December 2017.

During the year, the main responsibilities of the Executives Committees are as follows:

1. To specify the policy, direction, strategy and main management structure of the Company's business operation in order to propose the same to the Board of Directors for approval.
2. To specify the business plan, budget, and management power of the Company in order to propose the same to the Board of Directors for approval.
3. To consider the investment projects of the Company in order to propose the same to the Board of Directors for approval.
4. To approve major expenditure for investment that is specified in the annual expenditure budget as it will be appointed from time to time by the Board of Directors of the Company or in accordance with principles thereof that has been approved by the Board of Directors of the Company.
5. To approve procurements in management with a financial limit of not more than 20 million Baht per transaction.
6. To negotiate and enter into contract, agreement, instrument and other documents, including those relating to procurements that are relevant to the business operation of the Company with a financial limit of not more than 50 million baht per transaction.
7. To approve the borrowing, conclusion of loan contracts, conclusion of mortgage contracts and/or pledge contracts with the bank and/or financial institution with a financial limit of not more than 50 million baht per transaction.
8. To allocate premiums, rewards, and bonuses approved by the Board of Directors of the Company to employees or staff of the Company.
9. To be the board of consultants to manage the policies relating to finance, marketing, operation, and other management.
10. To have the power to approve the opening or closing of deposit accounts, to define the name of the person authorized to withdraw money from the deposit accounts of the Company, and to perform other actions relating to such deposit accounts.



11.To approve amendments of location of the head office and branch offices of the Company provided that the amendment of the location of the head office is within Nonthaburi Province only.

12.To engage in necessary actions to promote and protect the interests of the Company.

13.To approve amendments to the conditions of credit limit usage and/ or methods of withdrawal from the credit limit that the Company has with the bank and/or financial institution.

The power of the Executive Committee shall not include the approval of any transaction wherein the Executive Committee or other person may have a conflict of interest or stand to benefit in any other nature with the Company or the subsidiary company (if any) in accordance with the rules of the Securities and Exchange Commission and the Stock Exchange of Thailand. Approval of a transaction of such nature is required to be proposed at a meeting of the Board of Directors and/or a Shareholders' Meeting for consideration and approval in accordance with the Articles of Association of the Company or as specified by related laws, unless it is the approval of a transaction that is in the ordinary course of business that the Board of Directors has clearly specified within the established consideration framework.

Once the Executive Committee has taken any action, it shall report to a meeting of the Board of Directors. The Executive Committee had the meeting as detail in the table:

Executives Directors Name		Executives Committee Meeting				
		The Meeting No.			Total	Average
		1	2	3		
Number of executives directors		5	5	5		
The minimum quorum		3/5	3/5	3/5		
1	Mr. Kiatikul Monsereenusorn	1	1	1	3	
2	Mr. Timothe Arthur Maria Van den Bossche	1	1	1	3	
3	Miss Nishita Shah	1		1	2	
4	Mr. Krishnan Subramanian Aylur	1	1	1	3	
5	Mr.Geza Emil Perlaki	1	1	1	3	
Total Directors attended the Meeting		5	4	5	14	
The quorum of the Board of Directors		5/5	4/5	5/5		
% of the proportion of the attendance		100%	80%	100%		93%

Mr. Geza Emil Perlaki, as the Managing Director, has the position effective on 11 May 2017, the following main responsibilities:

The main responsibilities of the Managing Director are as follows:

1. Supervise the Company's daily operations and management.
2. Carry out operations in line with the policies, plans and the budget approved by the Board of Directors or the Executive Committee.
3. Administrate the Company's business in line with the objectives, regulations, policy rules, requirements, orders and resolutions of the General Meeting of Shareholders, or the Board of Directors and the Executive Committee.

However, the authority of the Managing Director does not cover the approval of any transactions likely to cause conflicts or any transactions with which the Managing Director or his related parties may have conflicts of interests with the Company or its subsidiaries according to regulations of the Stock Exchange of Thailand (SET). Approval for such actions must be presented to a meeting of the Board of Directors and/ or the General Meeting of Shareholders as required by the Company's regulations or related laws, unless the approval is for regular business operation which has been deliberated and approved by the Board of Directors.

Executives

	Name-Surname	Position
1	Mr. Geza Emil Perlaki	Deputy Managing Director
2	Mr.Somchai Jaturanont	Sale Marketing and Logistic Senior Executive Manager
3	Mr.Paitoon Singkaimook	Productions Plant Senior Executive Manager
4	Ms. Pornsuree Mayungpong	Human Resources



5	Ms. Amornpan Suwanrat	Finance and Accounting Manager
6	Ms. Thidarat Sihawanlop	Office Management Manager
7	Mr. Watcharin Pongkua	Plant Manager at Changsarika
8	Mr. Panya Srisapa	Kiln Manager
9	Mr. Surasak Sorop	Plant Manager at Nhapralan
10	Mrs Pannarat Srisapa	Logistic Manager

As on 31 December 2017, the Company consists of 10 executives as follow:

Company Secretary

The Board of Director has appointed a Company Secretary in accordance with Article 89/15 of the Securities Exchange and the Stock Exchange Act of B.E. 2535 (Revision of statutes also referred). By this, the secretary is obliged to perform the following tasks:

1. Providing and storing the documents as follow:
 - (A) The Committee Registration
 - (B) The meeting arrangements, the minutes and the annual report
 - (C) The meeting arrangement and the minutes of the Shareholders' Meeting
2. Storing (Keeping) the connected transaction reports by the Board of Directors and its subcommittees
3. Performing any others tasks as required by the capital market committee.

Besides the duties and responsibilities described above, the Company Secretary is to provide legal suggestions concerning various regulations and seek coordination to have the Board of Directors and its subcommittees' resolutions abided by. In order to achieve such goals, the Company Secretary should be continuously trained and developed particularly on the law as well as accounts and the Secretary's duties.

At the Board of Directors Meeting No. 1/2013 held on 28 January 2013, the Board of Directors appointed Ms. Thidarat Sihawanlop to the office of Company Secretary with duties complying with Section 89/15 of the Securities Exchange Act of 2535 (1992), (including amendments). These included qualifications to perform the duties listed below:

1. To be competent and have a good understanding of the Company's business and other related work:
2. To have good knowledge about the relevant rules, regulations and laws
3. To work carefully with high responsibility and honesty
4. To have good communication with other people needed for dealing with many sections
5. Knowledge in Accounting and Finance

Experience, education and training of the Company Secretary

Name-Surname	Age (Years)	Education / Course Training for Responsibilities and Skills for Company secretary	Shareholding (%)	Personnel Relationship with the Management
Ms Thidarat Sihawanlop Office Management Manager and Company Secretary The Board of Director Secretary Audit Committee Secretary	46	- Bachelor of Computer Information Management St. John University - Primary Diploma of Accounting - High Level Diploma of Computer Business of Technology Phanakhon Colleague (Rajamangala University) - Company Secretary Program (CSP) 47/2012, (IOD) - EMT 24/2012 Effective Minutes Taking (IOD) - BRP 8/2012 Board Reporting Program (IOD) - DAP SEC/2013 Director Accreditation Program (IOD)	0.000002%	-



Name-Surname	Age (Years)	Education / Course Training for Responsibilities and Skills for Company secretary	Shareholding (%)	Personnel Relationship with the Management
5 years previous working experience 2006-Current		2013-Current Company Secretary Secretary of the Board of Directors Secretary of the Audit Committees Golden Lime Public Company Limited 2006-Current Office Manager , Golden Lime Public Company Limited		
Training Courses in past Year		<ul style="list-style-type: none"> - Enhancing Good Corporate Governance based on CGR Scorecard - Method to use system of SCP Straight Through - The Road towards Corporate Sustainability - Evaluation of the performance of the Board of Director - The Annual disclosure form - Tip of the Disclosure - Calcium Carbonate and Polymer Training (In-house Training) - Vision and Mission Work Shop (In-house Workshop) - Honesty and Care to protect directors - How to Write an Effective MD&A 		

The Board of Directors meetings

The Board of Directors shall arrange the meeting and agenda of the Board of Directors in Advance for the directors can arrange the time and attend the meeting. In 2017 the scheduled has prepared the advance meeting scheduled as follow:

Item	Meeting AC	Meeting BOD	Meeting AGM	Period of Financial Report	การออกหนังสือเชิญ (Meeting Plan In)	Meeting time at hours	Planning Submission Disclosure Date	Send Hard copy by hand	การส่งเอกสาร SET
					Due send Invitation Letter appoint to the meeting	Year 2017 meeting plan to consider the FS of period	Send FS of period to SET SEC	Send Final FS approve by SEC attached to SEC and SET	Last date must be Disclosure info comply with rules.
1	1/2560	1/2560		งบการเงินประจำปี 2559	15 Feb 17	22 Feb 17 Wednesday	AC:9:00 p.m. BOD:6:00 p.m.	23 Feb 17 Thursday	1/3/2017
	1/2017			2016 Annual Audited Financial Report	16 Feb 17				
2	2/2560	2/2560		งบการเงินไตรมาส 1/2560	16 Apr are holiday in Thailand	5 Apr 17 Wednesday	AGM start at 3:00 p.m.	7 Apr 17 Friday	AGM within 2016 in every year
	2/2017			2016 Annual Audited Financial Report	11 May 17	11 May 17 Thursday	AC:9:00 p.m. BOD:6:00 p.m.	12 May 17 Friday	12/5/2017
3	3/2560	3/2560		งบการเงินไตรมาส 2/2560	2 Aug 17	10 Aug 17 Thursday	AC:9:00 p.m. BOD:6:00 p.m.	11 Aug 17 Friday	14/8/2017
	3/2017			2017 Interim Reviewed FS Q2/2017					
4	4/2560	4/2560		งบการเงินไตรมาส 3/2560	2 Nov 17	9 Nov 17 Thursday	AC:9:00 p.m. BOD:6:00 p.m.	10 Nov 17 Friday	14/11/2017
	4/2017			2017 Interim Reviewed FS Q3/2017					

Note : Schedule for Auditor will send Final Draft of FS in each period should be send before the schedule of the Board of Director meeting before 7 days

วันประชุม	การออกหนังสือเชิญ Listed Company มหาชน (FS)	วันประชุมคณะกรรมการ บริษัท
End of period	Due date after End of period	Schedule due date
31/12/2016	60	1/3/2017
31/3/2017	45	15/5/2017
30/6/2017	45	14/8/2017
30/9/2017	45	14/11/2017
31/12/2017	60	1/3/2018

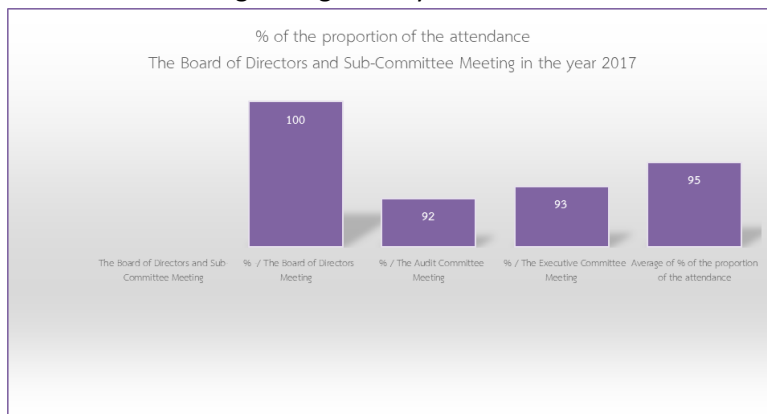
In 2017, the Board of Directors held meetings as follows:

The Board of Director and the Sub-Committee Meeting in the Year 2017		
Total of the Board of Director Meeting	5	Times
Total of the Audit Committee Meeting	4	Times
Total of the Executive Committee Meeting	3	Times
Total of the Meeting in the Year 2017	12	Times



In 2017, the Directors have attended meetings constituting a quorum required by the Articles of Association. At any meeting of the Board, a quorum shall consist of not less than one-half of all the members. Any directors who cannot attend a meeting must give notice of their absence in advance.

The average percentage of the Directors who attend the meetings of the Board of Director and Sub-Committee Meeting during in the year 2017 as follows:



The Average of the proportion of the director who attendance is 95 percent. All directors, both attendance and taking leave by giving prior notice, will acknowledge and receive adequate, complete and timely information. The Secretary of the Company shall be responsible for ensuring that all directors receive an agenda and related information not less than five days before a meeting in order to consider and provide their

own comments on the subjects discussed and any votes required. In addition, minutes shall be officially recorded and an approved copy kept, which can be reviewed by the Board or related party if required.

The Company directors who attended the Board of Directors' meetings in 2017 are as follows:

Directors Name		The Board of Directors Meeting in Year 2017						
		The Meeing No.					Total	Average
		1	2	3	4	5		
Number of directors attended the Meeting		9	9	9	9	9		
The minimum quorum		5/9	5/9	5/9	5/9	5/9		
1	Mr. Timothe Arthur Maria Van den Bossche	1	1	1	1	1	5	
2	Mr. Kiatikul Monsereenusorn	1	1	1	1	1	5	
3	Miss Nishita Shah	1	1	1	1	1	5	
4	Mr. Krishnan Subramanian Aylur	1	1	1	1	1	5	
5	Mr. Alexandre Antoine J. Boonen	1					1	
	Mr.Geza Emil Perlaki		1	1	1	1	4	
6	Miss Kristel Verleyen	1	1	1	1	1	5	
7	Mr.Sripop Sarasas	1	1	1	1	1	5	
8	Mr. Prapat Vanapitaksa	1	1	1	1	1	5	
9	Mr.Bowon Vongsinudom	1					1	
	Mrs. Ladda Chatchaluay		1	1	1	1	4	
Total Directors attended the Meeting		9	9	9	9	9	45	9
	The quorum of the Board of Directors	9/9	9/9	9/9	9/9	9/9		
% of the proportion of the attendance		100%	100%	100%	100%	100%		100%

Self-Assessment of directors and the evaluation of the executive officer.

The Board has performed a self-assessment on an annual basis in order to assess their performance year to year with the goal of finding ways to further develop and improve their performance, to assess the implementation of anti-corruption guidelines and to assess the implementation of the corporate governance survey of Thai listed companies, etc. The Board of Directors shall perform an annual self-assessment both as a group and as individuals at least one time per year in order to review the Board's performance, analyze the issues and difficulties arising during

last year and to increase the effectiveness of the Board's performance. The Company Secretary shall submit an annual performance assessment form to all directors, for both the group and the individuals involved in order to evaluate their performance. After completing the assessment, the directors shall return the evaluation forms to the secretary.

Criteria for the Self Assessment of the Board of Directors:

"Self Assessment for the Board of Directors as a whole" uses an evaluation guide to mark the assessment in order to evaluate the overall performance of the board of directors.

The topics for the assessment of the Board of Directors are as below:

1. Board structure and qualifications
2. Roles, duties and responsibilities of the Board
3. Meetings of the Board
4. Duties of directors
5. Relationship with management
6. Directors' self improvement and management training

	Average
	Year2016
1. Board structure and qualifications	3
2. Roles, duties and responsibilities of the board	3
3. The board meeting	3
4. Duties of directors	3
5. Relationship with management	3
6. Director's self-improvement and management training	3

"Self-Assessment of the Board of Directors and of committee members on an individual basis" uses an evaluation guide to mark the assessment in order to evaluate the performance of an individual director.

The topics for the assessment for an individual director are as follows:

1. Board structure and qualifications
2. Meetings of the Board
3. Roles, duties and responsibilities of the Board

The scores are evaluated as follows:

0 = Strongly disagree or never conducted

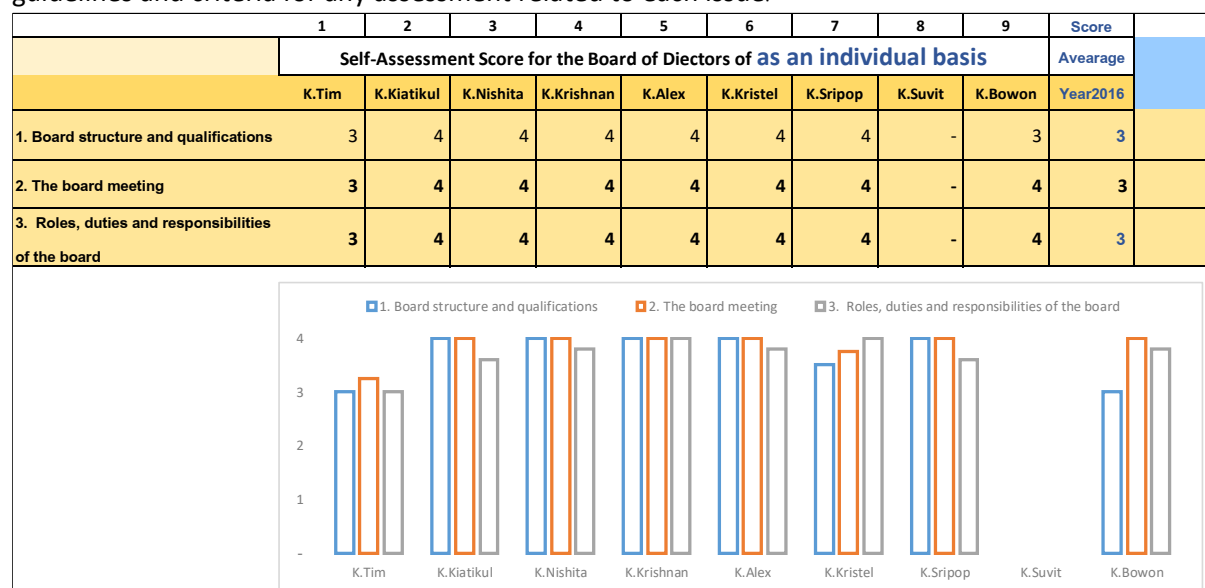
1 = Disagree or seldom conducted

2 = Fair or moderately conducted

3 = Agree or well conducted

4 = Strongly agree or excellently conducted

In each main topic, details are disclosed in each sub-topic which the Board of Directors use as guidelines and criteria for any assessment related to each issue.



The Board has performed the evaluation practice for the Chief Executive of the Company (CEO or the Managing Director of the Company) by the Board of Directors Meeting No.1/2016 held on 22 February 2016 has the resolution to assigned the Chairman to duty to evaluation the performance of the Chief Executive by the evaluation form which the topics for the assessment are as follows:

Section 1: Status of Achievements

Section 2: Performance Measures

- Leadership
- Strategy formulation
- Strategy execution
- Financial planning/Performance
- Relationships with the Board
- External Relations
- Human Resources Management/Relations
- Succession
- Product/Service Knowledge
- Personal Qualities

Section 3: Development needs

Remuneration of Directors and Executives

Remuneration of Directors

The Company provides fair and appropriate remuneration to each director of the Company based on market conditions, business competition, nature of business, operating results, the Company's financial standing as well as responsibilities, duties, and performance of each director and executive. In fixing remunerations, the Company also takes into account the policy of the Carmeuse Group (who, with its local partner the GP Group, acquired an important stake in the Company through CE Lime Thailand Ltd on 29 September 2016), according to which any director mandates exercised by a Carmeuse nominee within the Company are being provided on a free basis.

The remuneration of directors is subject to shareholder's approval, while remuneration of executives shall be based on principles and policy set out by the Board.

The Board of Directors approved the following the Proposal of the Remuneration for directors for the year 2017 to the AGM approved as follows:

- 1) Yearly remuneration THB 30,000 per person
(other than for representatives of the Carmeuse Group)
- 2) Board of Director Meeting Allowance
 - ☐ Director THB 10,000 per meeting
(other than for representatives of the Carmeuse Group)
- 3) Audit Committee Meeting Allowance
 - ☐ Chairman of the Audit Committee THB 12,000 per meeting
 - ☐ Audit Committee THB 10,000 per meeting
- 4) Bonus considered from yearly performance.
(other than for representatives of the Carmeuse Group)

During 2017-2015 the Company paid remuneration to directors as below:



Director Remuneration	Year 2017	Year 2016	Year 2015
The Board of Director remuneration			
Remuneration – Meeting Allowance	300,000.00	460,000	260,000
Yearly Remuneration	172,931.51	213,617	210,000
Bonus	-	-	750,000
Total	472,931.51	673,617	1,220,000
The Audit Committee Remuneration			
Remuneration – Meeting Allowance	118,000.00	108,000	108,000
Total	118,000.00	108,000	108,000
Grand Total	590,931.51	781,617	1,328,000

During Year 2017 - 2015 the Company has paid directors' remuneration in each person follow;

NO.	Name of directors	√ The Execut	Position	Remuneration of Directors (Baht) not included with remuneration of the Executives		
				Year2017	Year2016	Year2015
1	Mr. Timothe Arthur Maria Van den Bossche (**)			-	37,644	-
2	Mr. Kiatikul Monsereenusorn	√	Director	80,000	90,000	175,000
3	Miss Nishita Shah		Director	80,000	27,644	-
4	Mr. Krishnan Subramanian Aylur		Director	80,000	27,644	-
5	Mr. Alexandre Antoine J. Boonen (**)		Director	-	14,110	-
	Mr. Geza Emil Perlaki (**)	√		-	-	-
6	Miss Kristel Verleyen (**)		Director	-	14,110	-
7	Mr.Sripop Sarasas		Independent director/ Chairman of the Audit Committee	80,000 48,000	138,000	223,000
8	Mr. Prapat Vanapitaksa		Independent director/ Audit Committee	75,726 30,000	-	-
9	Mr.Bowon Vongsinudom		Independent director/ Audit Committee	14,932 10,000	115,397	-
	Mrs. Ladda Chatchaluay		Independent director/ Audit Committee	62,274 30,000	-	-

Note : The directors' annual remuneration is calculated for the length of time that each director remains in position according to the accounting period. The remuneration does not include annual bonuses. The directors' annual remuneration will be presented in a general meeting and will be considered according to the business outcome.

The Executives remuneration

The Company has set the remuneration for the Managing Director and senior executives and executives. The Managing director, senior executives and executives shall receive appropriate remuneration, in consideration of their duties and responsibilities, knowledge and experience, as well as the executive's performance in conjunction with the company's overall operational performance, according to the remuneration policy. Moreover, the assessment of economic prospects and the Company's plans are also used for determining remuneration for the executives.

During 2017-2015, the Company has paid the remuneration to executives as follows:

The Executives Remunerations	Year 2017	Year 2016	Year 2015
The Executive including CEO position (Person)	11	9	7
Salary / Remuneration Monthly	24,418,163	12,488,651	8,766,972
Bonus	260,198	-	-
Profidence Fund	178,831	107,040	98,544
The remuneration under employment contract	Paid in each the employment contract in each the executives persons		
Total of the Executives Remunerations	24,857,192	12,595,691	8,865,516
The Executive including CEO position (Person)	2	2	1

The Company has considered other benefits, other than the above remuneration for executives, in part of social security funds, life and accident insurance, medical care, as well as other benefits needed for working such as house rental allowance, company car, gasoline and maintenance allowance, telephone allowance, and internet communication services. Should further benefits be required for work, the Company will consider each case individually according to the executive's duties and terms and conditions of employment agreement, as necessary and appropriate.

Development Scheme for Directors and Executives

The Board of Directors adheres to a policy to promote and facilitate the training and development of directors, members of the Audit Committee and executives in relation to good corporate governance and improvement of business operations. Currently, each of the Company's directors is certified with directorship training by the Thai Institute of Directors Association ("IOD").

In order to provide accommodation for each committee member which will enable them to access complete information and take it into consideration, the Committee set up a data storage system for each committee member so that it will be easier for searching information. The Company's secretary is authorized to collect and store necessary information including that concerning various fields of knowledge publicized by The Securities and Exchange Commission (SEC), Stock Exchange of Thailand (SET) and Institute of Directors and documents obtained from the training. This information is collected and stored by means of E-book. It will also include the information on the Company's business operations as well as law, rules and regulations. The Committee can access the information through the internet or download the information which has been allowed publication.

In regard to executive development, the Board has assigned the Managing Director and Human Resources Department to be responsible for providing training plans for directors and executives in the future. In 2017 have the director who has attended the training courses detail follows:

Year 2017	Thai Institute of Directors (IOD)
	<ul style="list-style-type: none"> • 2017 Completed "Director Accreditation Program" (DAP), Class 135/2017 (English Class) <p>Mr. Krishnan Subramanian Aylur</p> <p>Miss Kristel Verleyen</p> <ul style="list-style-type: none"> • Completed "Director Certification Program" (DCP) Class 246/2017 <p>Mrs. Ladda Chatchaluay</p>

Board Orientation

The guideline practice of orientation the new directors will hold an orientation session for new directors in accordance with Board Orientation Guideline set forth by the Stock Exchange. The required documents for the orientation session are as follows:

1. The latest edition of the good corporate governance and business ethics of the Company document, which contain the corporate governance policy and other policies defined by the board of directors such as anti-corruption policy, internal control, audit, and risk management, corporate social responsibilities, human resource management, etc.
2. The Company's latest annual report, which contains the material information of the Company, including financial information for last three years for a new director, introduction of ownership structure, management structures in different areas, the company's history, nature of business, details of remuneration for director, scope of responsibilities of the board of directors, sub-committees and operations of the Company and the Board of Directors last year.
3. Memorandum and articles of association of the Company.
4. Minutes of Board of Directors meetings for the past year and the annual schedule
5. Related party and connected transactions
6. Provide a meeting with the Chairman/Managing Director before the first meeting, in order to inform the new director about the important policies and give advice and describe his/her responsibilities.

Dividend Policy

Articles of Association in chapter Dividend and Reserve

o No dividend shall be paid other than out of profit. In the case where a Company has accumulated losses, no dividend shall be paid.

A dividend shall be paid according to the number of shares, each share being equally paid except the case where the Company has issued preferred stocks and required the different dividend payment from ordinary stocks, and the payment of dividend shall require the approval of the Shareholder's Meeting.

The Board of Directors may pay the shareholders such interim dividends as may be justified by the profits of the Company. When these dividends are paid, such dividend payment shall be notified in the next meeting of shareholders.

Dividend must be paid within one (1) month after the resolution of the meeting of shareholders or of the Board of Directors is passed, as the case may be. Notice of distribution of dividend in writing must be sent to the shareholders and publication of the notice of the payment of dividend shall also be made in a newspaper not less than three (3) consecutive days.

o The Company shall retain the proportion of net profit as a reserve not less than five (5) percent of the annual net profit deducted with the accumulated loss carried forward (if any) until such reserve reaches not less than ten (10) percent of the total capital.

The Company has a policy to pay dividend to its shareholders at not less than 40% of net profit after corporate income tax, legal reserve and other reserves (if any). However, such dividend payment may be subjected to changes, based on operating performance, financial position, economic condition, future investment and business expansion plan, and other rationales and factors as deemed appropriate by the Board of Directors and/or the shareholders of the Company.

For Year 2017 the Board of Director had pass the Resolution of Interim Dividend Payment detail below:

Securities	Date of Approved	XD Date Warning	RD Date	Closing the registration book date	The interim dividend payment date	(Baht per share)	Total of Dividend payment
SUTHA	10/08/2017	23/8/2017	25/08/2017	28/08/2017	08/09/2017	0.15	45 THB million
Payment From: Net profit of the performance period 1st Jan 2016 – 30th June 2017, the profit from BOI activities to THB 0.05 per share and from NON-BOI activities to THB 0.10 per share.							

In recent years, the company has a history of paying dividends.

Description	Yearly	2016	2015	2014
Total comprehensive income for the year		68.001	96.727	127.796
Other comprehensive income		-1.103	1.149	
Statutory reserve ⁽¹⁾		-	4.554	6.390
Net Profit after deduct income tax expense and Statutory reserve		66.898	93.322	121.406
Number of Share to payment interim dividend	(Million Shares)	300	300	300
Number of Share to payment yearly dividend	(Million Shares)	300	300	300
Total of Dividend per share	(THB per share)	0.17	0.45	0.30
Interim Dividend	(THB per share)	0.08	0.15	0.15
Yearly Dividend	(THB per share)	0.09	0.3	0.15
Total of Dividend Amount	(THB million)	51.00	135.00	90.00
Dividend Payment Ratio ⁽²⁾	%	76.24%	144.66%	74.13%

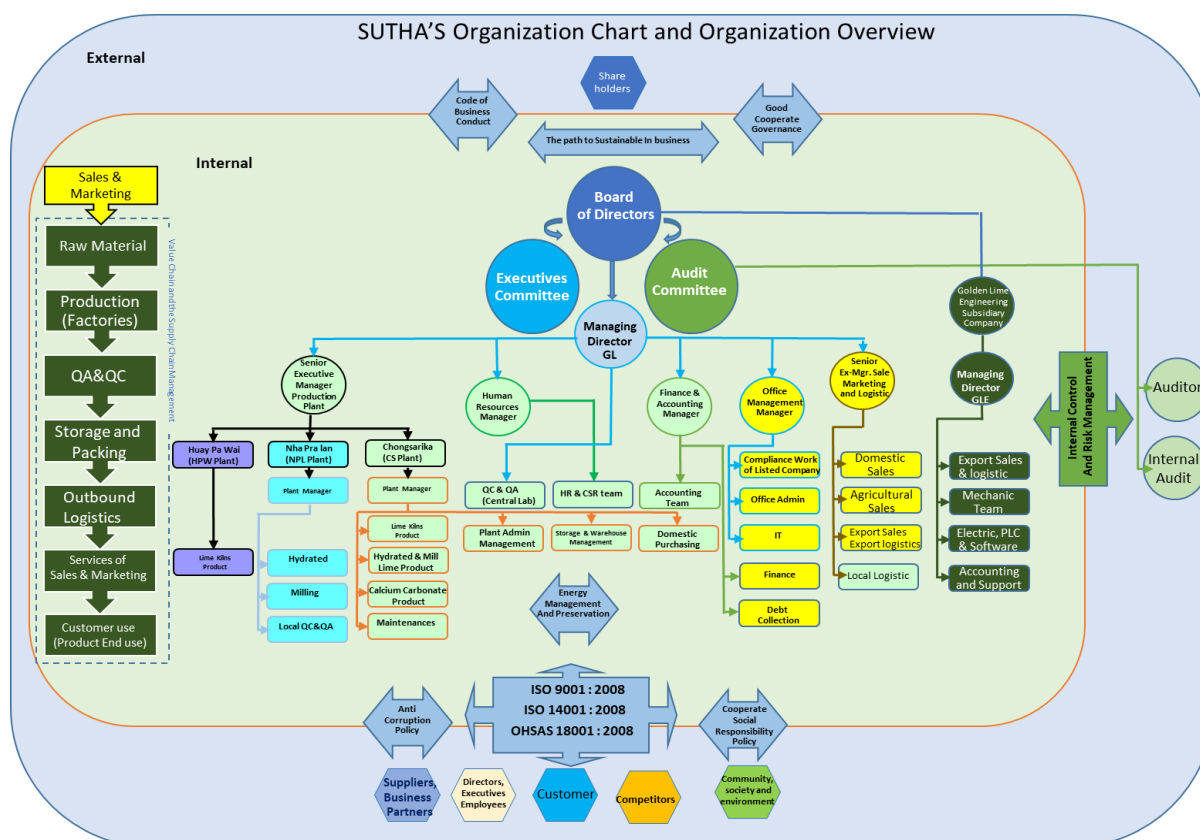


Corporate Social Responsibility and Sustainability Report

Golden Lime Public Company Limited (“The Company”) is committed to conducting its business based on CSR practices by providing guidelines for all relevant stakeholder groups, including internal stakeholders such as shareholders, managing directors, employees, and external stakeholders such as customers, partners, providers, society, community and environment, government agencies and nation to ensure all stakeholders are entitled to fair treatment and have equal rights. Therefore, the mentioned guidelines for stakeholders established by the Board of Directors and described in the corporate governance section in order to adhere to the corporate social responsibility, are as follows:

1. Running the business with fairness
2. Anti-corruption
3. Respect for human right
4. Behaving towards labours with fairness
5. Responsibilities towards consumers
6. Environment protection
7. Community and social co-development
8. Innovation and its dissemination

Overall analysis of organizational management, compliance with code of conduct and good corporate governance, to analyze the impact, engagement of stakeholders and the factors in sustainable development

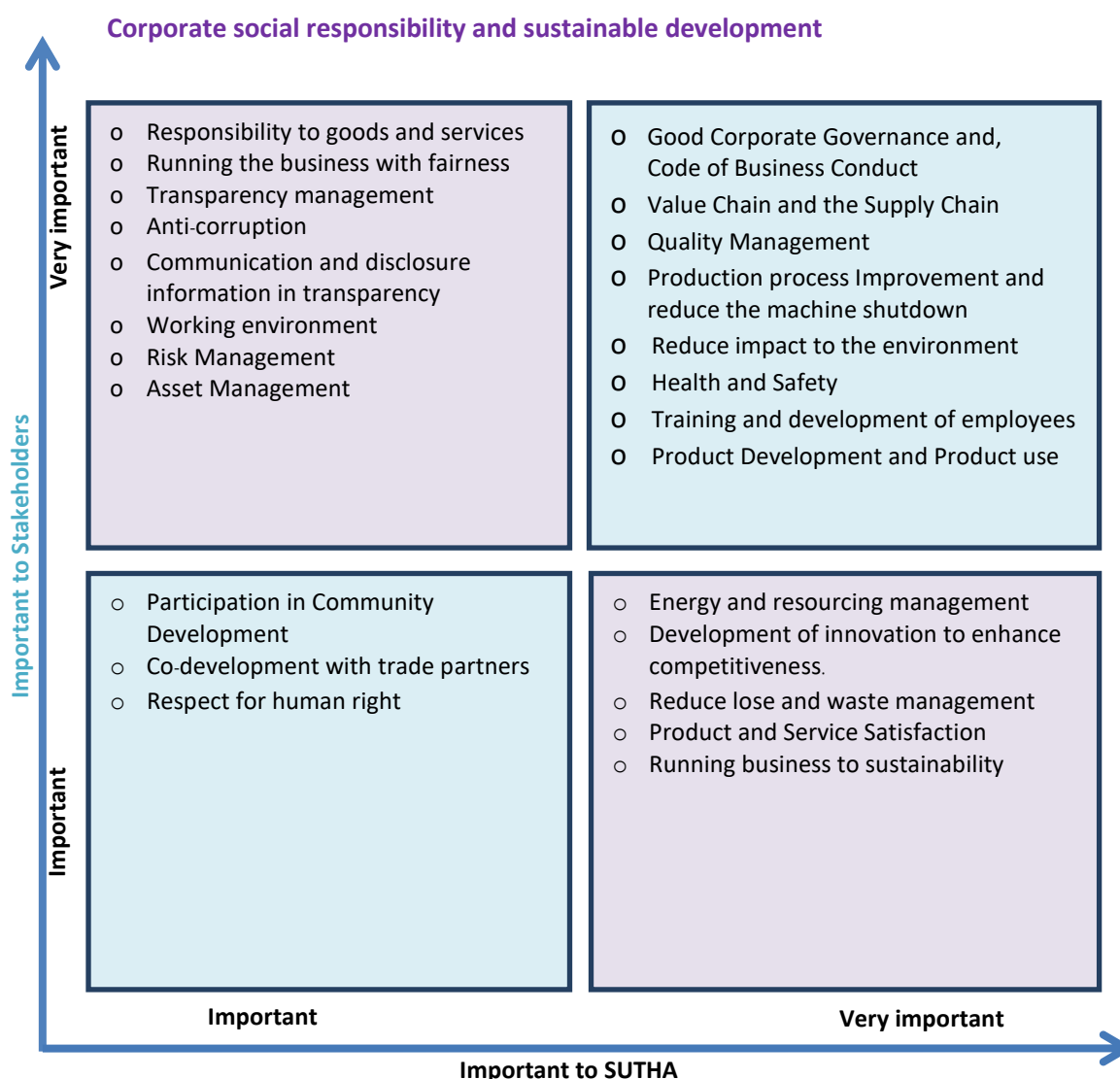


Analysis of process impact and sustainability issues by linking with the stakeholders

In 2017, the Company began to prepare the methods for analyzing the impact of processes, identifying sustainability issues and linking with the stakeholders to guide the development for planning sustainable development clearly. The processes throughout the value chain were analyzed and the stakeholders were identified. Significant issues were screened. Work hazard indicators were identified, including identifying environmental impacts, analysis and evaluation of electricity and fuel consumption. The objective is to determine guidelines for overall operations, reducing or controlling the risks and the impact on various aspects. Additionally, the results were presented in CSR and sustainability report and were presented to the management of each department and the stakeholders to review together with the subcommittees on management or various activities, including the occupational safety and health and 5S OSH committee, the energy conservation committee and the quality and environment committee and the community relations department. The purposes are to drive and engage in social responsibility and sustainability, communicate to all parties to understand the operational approach, which will push for the stakeholders' engagement to make suggestions, to plan and to do the activities, including improvement toward the sustainability path.

Analysis of the Stakeholder Connections – Indications of Stakeholder and Impact Issues in process

Stakeholder Connections in the process								
Process	Sales & Marketing	Raw Material	Production (Factories)	QA & QC	Storage and Packing	Outbound Logistics	Services or Sales & Marketing	Customer use (Product End use)
Stakeholders	- Executives & Employees - Customers (The varies industry, Government, Agriculture, Distributor, Competitors)	- Employees, Labor - Sub-contractor & Contractor - Raw material Manufacture and distributors - Inbound logistics vender - Customs department (Import) - Financial Institution	- Employees, Labor - Sub-contractor & Contractor, logistic vendor - Customers, Distributor agents - Competitor - Social & communities, - Environment, - Government	- Shareholders, Investor - Financial Institution - Insurance company	- Employees, Labor - Sub-contractor & Contractor, logistic vendor - Customers, Distributor agents - Social & communities, - Environment, - Government	- Employees, Labor - Customers (The varies industry, Government, Agriculture, Distributor, Competitors) - Social & communities, - Environment, - Government	- Employees, Labor - Customers (The varies industry, Government, Agriculture, Distributor, Competitors) - Social & communities, - Environment, - Government	- Employees, Labor - Customers (The varies industry, Government, Agriculture, Distributor, Competitors) - Social & communities, - Environment, - Government - Country, Planet
Image Showing Stakeholder Connections – Indications of Stakeholder and Impact Issues								
Economy	- Trade competition - corruption	- corruption - Law material Lose in procurement process - Conflict of interest	- Quality of raw material and product - Machine shutdown - Energy and resources - Process control - corruption	- Transparency Management - Risk Management - Asset Management - Development of innovation to enhance competitiveness.	- Energy and resources - Efficiency Control - Asset Management - corruption	- Product and Service Satisfaction - Product and services development - Fair Competitive - Development of innovation to enhance competitiveness.	- Product Application benefit - Lose	
Social	- Human right - Code of Conduct - Health and Safety - Working environment	- Human right - Code of Conduct - Fair treatment, - Health and Safety - Co-development with trade partners		- Human right - Code of Conduct - Fair treatment - Health and Safety - Working environment - Training and development			- Code of Conduct - Health and safety - fair treatment, - Product and Service Satisfaction	
Environment	- Transparency management , Code of conduct and good cooperate governance, Reduce the impact of the environment , - Waste management, Participation in Community Development , Compliance with Laws, Regulations and Rules, and Respect for Different Customs and Cultures - responsibility to goods and services , participation of stakeholders							

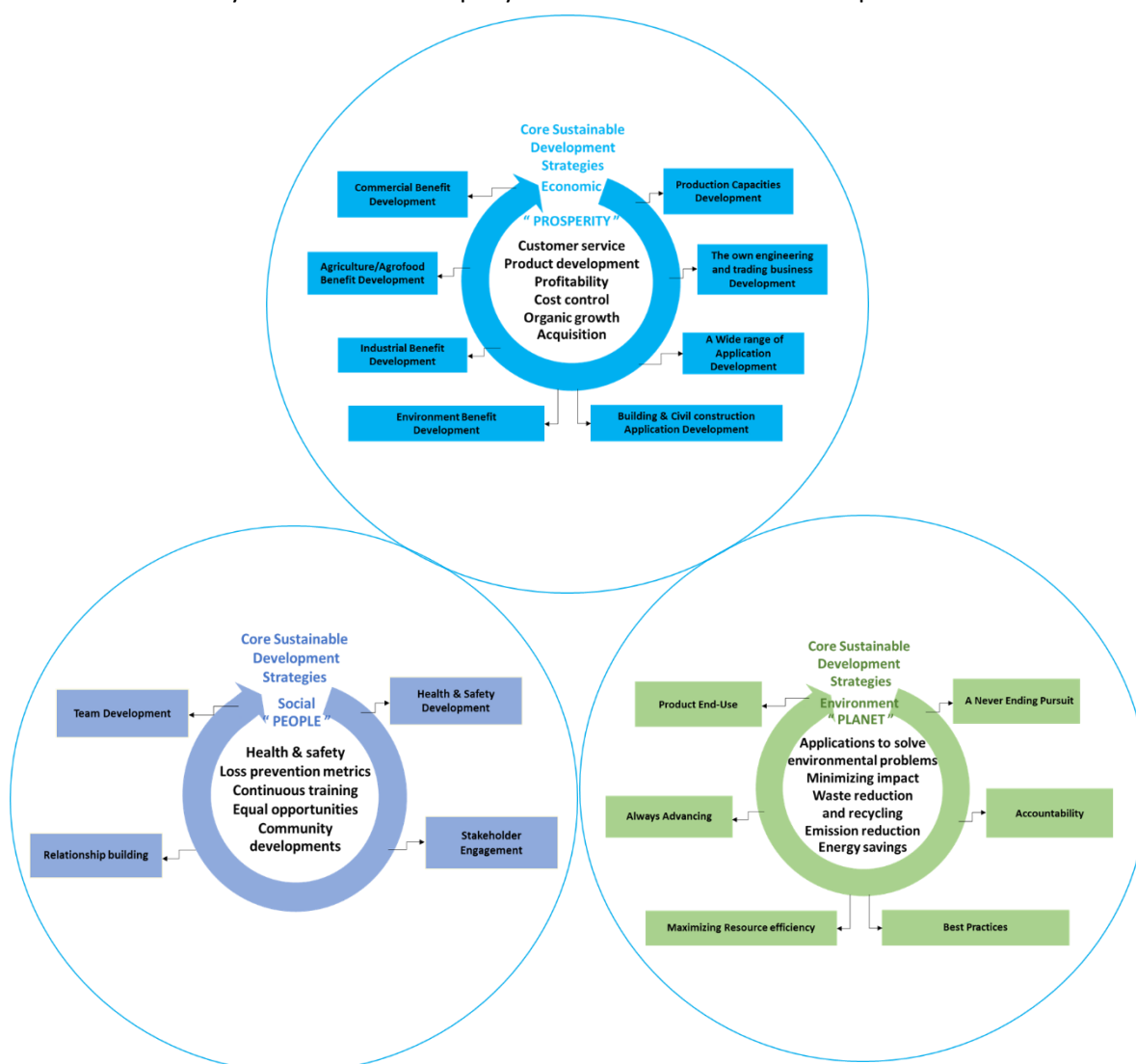


In 2017, the board of directors approved the business development approach toward sustainability, which was documented by the Company as **the path to a sustainable in business, Good Corporate Governance and, Code of Business Conduct**. The board of directors meeting No.5/2560 held on 9 November 2017 resolved to approve this document, which contains guidelines for sustainable business operation, the corporate governance principles newly developed by the SEC Office in 2017 and business ethics with additional policies important for the stakeholders.

For the path to a sustainable in business, the Company has adopted a policy from Carmeuse Group, an indirect shareholder, which provides a policy on sustainable management through its management. It distinguishes sustainable economic, social and environmental management. The categories are arranged by 3 words, meaning the management path in 3 aspects, viz. **PROSPERITY, PEOPLE & PLANET**.

The path to a sustainable in business determines the factors in economic, social and environmental development to be a framework for sustainable business development of the Company. These operational factors are intended to maintain or support the business or the processes and develop the business's ability to grow, along with the established approach to management, maintenance and practices to control the impact on environmental quality in the long term.

Key factors in the Company's sustainable business development



1. Running the business with fairness

The Company runs the business and treats other corporations with fairness and ethics, and maintains a good relations with other related government agencies and corporations, including the personnel thereof, such as shareholders, partners, contractors, customers, and competitors, and promotes every related corporation to behave towards other corporations with fairness as well.



1. Fairness. The Company ensures that all party including its shareholders, customer, vendor, creditors, employees and social agencies concerned are fairly treated.

2. The Company engages in business based on the required laws and principles. Moreover, it is determined to inherit the nation's good traditions and oppose to corruption or any immoral conducts.

3. Transparency Management. The Company's management has been set under a clear-cut written policy. The bookkeeping, the financial report and information are properly handled to comply with laws and regulations and meet international standard. Accurate, Clear and timely information is to ensure criteria and terms for information disclosure.

4. Responsibility for society environment and good morality. The Company operates its business on the basis of responsibility for society and environment. It also intends to give a hand to those who are socially disadvantaged.

5. Deliberation. The Company's management is based on responsibility and deliberation in order to avoid any impact and risks.

2. Anti-corruption

The Company has joined the Partnership Against Corruption of Thailand Network (PACT Network) which is the network of The United Nations Convention against Corruption (UNCAC) and updated the content of anti-corruption policy, in order to provide a comprehensive fraud risk assessment, guidelines, including whistleblowing policy. Providing whistleblowing channel via the Company's website. This is to ensure compliance with the set policy. Moreover, the Company has provided training courses and selected person to attend anti-corruption training courses for the policy establishment and advice on internal training courses. Besides, the Company has assigned the human resources department to be responsible for providing an orientation for new employees in order to inform the Company's practices under the anti-corruption policy, as well as publish for the stakeholders as detail disclosure in the corporate governance report.



3. Respect for human right

The Company will promote the monitoring of observance of human rights requirements within the Company and motivate the observance of human rights principles, which are the international standard, covering the corporations in joint venture and partners. In addition, the Company will promote the knowledge in and create awareness of human rights for personnel in the Company so that they adhere to and observe the human right principles.

The Company has established a policy to respect for human rights. It contains the prohibition of violation and discrimination on the basis of gender, race or physical disabilities, as well as people with a person with immunodeficiency diseases and people living HIV/AIDS, and ways to treat them appropriately. In addition, the Company has provided training courses to help all employees understand encourage a positive attitude and promote equality at work. As a result, the Company was certified to the ASO-Thailand under the TB-HIV/AIDS Prevention and Management in Workplace Program organized by Department of Labor Protection and Welfare, Ministry of Labor, along with Department of Disease Control, Ministry of Public Health



The Company supports people with disabilities in employment, hires them as permanent employees with equal treatment and benefits. However, with regard to safety at work and quality of service, we have arranged suitable jobs matched with the ability of disabled people. We are expecting that this will help enhance the quality of life and respecting the human dignity of everyone in society.

The Company has achieved a certificate of an industrial establishment operating under the employment of persons with disabilities in the Empowerment of Persons with Disabilities Act B.E. 2550. The Company has joined in activities promoting the quality of life of disabled people, organized by the Department for Empowerment of Persons with Disabilities.

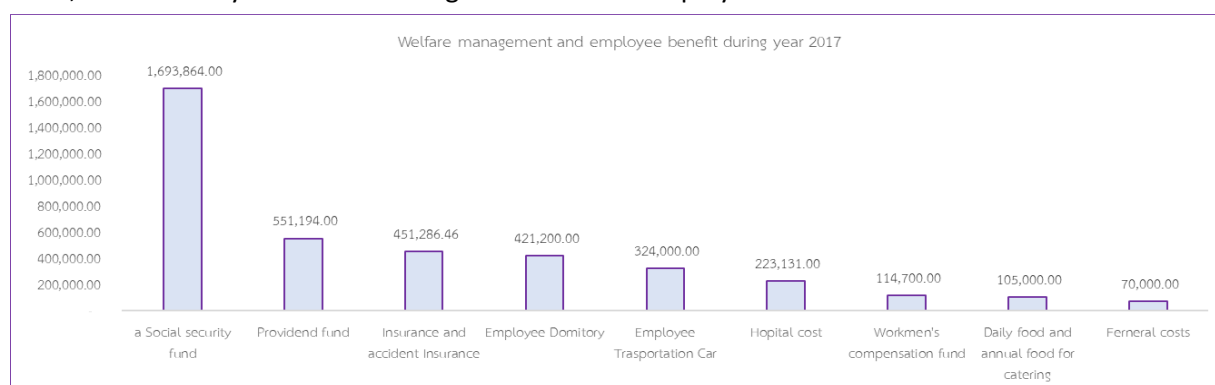
4. Behaving towards labours with fairness

The Company believes that everyone has a value and potential and realizes that all achievements have been obtained by the abilities and collaboration of all employees. Therefore, the Company considered that well-being and health of employees is the highest priority. Furthermore, the Company also promotes employee learning and personal development, create a positive work environment for all employees and encourages knowledge sharing with a positive attitude, friendly, supporting each other. This will increase happiness and satisfaction, which make employees more productive at work.

The company has established an employment policy based on ethical principles and labour practices to both Thai and foreigner workers fairly. Do not take advantage of a hired worker, provide welfare facilities as required by law, as well as provide a safe and hygienic working environment. In addition, annual training plan and other activities are also provided to create harmony and good relationships between employees and the Company.

Welfare Management and the Consideration of Employee Benefits

The Company aims to manage payment and compensation based on fairness in line with the duties, responsibility and competence of each individual and considers providing benefits to employees by evaluating their performance and the overall business outcome. The Company also considers employees' abilities and performance on a departmental and individual level and provides welfare for the employees based on both their benefits and necessities and the Company's capacity. Meanwhile, it is recognized as always of value to improve welfare in line with economic changes and business necessities. The welfare provided will cover the interests and necessities of most employees including a social security fund, workmen's compensation fund, provident fund, an annual check-up, in which they will be provided with a lung X-ray. This also includes insurance and accident insurance, work uniforms, transportation, office car or personal car for those whose operation involves travelling by car, dormitory, funeral costs, benefits in case of death, incentive pay, hospital visit gifts, hospital costs, and annual bonuses (which evaluate in base on the company's yearly performance). In the year 2017, the summary of welfare management and the employee benefits as detail bellows:



The Company emphasizes and manages the welfare and compensation of employees in long-term and short term.

For short-term benefits include base salary, wages, bonuses and to the contributions to social security fund are recognized as expenses when incurred.

For long-term benefits, employer and employees voluntarily establish the provident fund for employees' benefit plan. The employees' benefits will be recognized as expenses when incurred and pay to employees when retirement.

During years 2015-2017, the value of the employees benefits which recorded in accounting as follows:

Unit (Baht)	Year 2017	Year 2016	Year 2015
Employees benefit			
Employees benefit calculate base on age of employees and the period of work of employees	2,182,368.00	3,373,364.42	1,668,456.00

Annual staff health check-ups

Health of staff is important for working effectively and efficiently. Originally, the Company provided annual health check-ups based on risk factors in working. But in this year, the Company added a health check-up program for the employees aged 35 years or more due to possible risk of having underlying diseases because of age such as diabetes, kidney disease, heart disease or certain cancers. The purpose is to allow this staff group at risk to watch over health.



Labor Relations Management.

The company aims to build a sense of unity among employees and executives to work as a team, love and generosity like a family member, and understanding and positive thought. Particularly, there is a conflict or misunderstanding between colleagues, leaders and followers, executives and employees, this will help reduce such issues. If everyone in the company works together with good attitude and positive thought, care and helping each other, it will create happiness and pleasure at work.

Thus, the Company organizes various activities to build healthy relationships between employees at all levels, include:

o **We are the same family**

Family is the employees' source of happiness, as a part to boost employees' morale. If employees feel safe and secure, the employees will dedicate to produce higher quality work. The company has provided the family welfare for family, who lost a family member (employee), included in the group life insurance. In the event of an employee death, his/her family will receive compensation from the provided life insurance company. This compensation can be used to support the family, occupational investment for the family security.

The company arranges a team to visit their employee whose absence due to illness. The supervisors and their colleagues/HR team will bring some gifts for the patient at home or at the hospital to cheer up and help follow-up the treatment continuously. This will help prevent the feeling of abandonment and create a positive impression with his/her colleagues.

o **Building healthy work relationships.**

In order to successfully create the understanding, positive attitudes and behavior changes in the shared working environment, accept other people difference, develop the potential in people, open up to each other, and build good relationships with colleagues, the employees should have opportunities to participate in the joyful activities to build good relationships with each other. Therefore, the Company provides the “Building healthy work relationships” activities on annual basis, including New Year's Day, Songkran Festival, Outing, to enable employees to join and feel relaxed from their roles and duties.

o **New Year's Day**

The Event of New Year's Day is one of the activities to engage employees from all of departments. This event allows employees get to know each other throughout the following activities;

o **The Merit Making Ceremony with Monks** in the Morning which all employee can joint to make a merit for their own sake for New Year.

o **Cowboy Night New Year Party**, in this year, the activity turns into an evening to match the winter atmosphere. It made happiness, smiles and impresses to all executives , employees and all participants.



Receiving a complaint, giving an advice and communication channel

The company has provided the communication channels for employees who wish to request, complain, or need an advice on any issues, including feedback box, internal investigation team or executive's email address, and letter to the managing director. All received feedback and issues shall be considered by the Company and the fact-finding and investigation commission will take action to fix such issues within the specified period according to its relative urgency and importance.

In addition, the Company has held monthly, weekly and annual meetings, which can be an alternative communication channel to give a feedback or suggestions to help create good relationships between corporate, executives and employees at all levels. There is one representative from each level of employees to join the following committee or working groups for the purpose of problem solving and prevention.

- The 5s Committee, the occupational health and safety in the workplace.
- The Welfare and Labor Relations Committee
- The Quality Management Committee based on ISO 9001
- The Environmental Management and Public Relations Committee

- The Energy Efficiency and Conservation Committee

Human resources development

The Golden Lime Public Company Limited aims to develop human resources capable of contributing ideas, knowledge and capacity, as well as good relationships. The Company recognizes that a potential employee is a key success factor and looks for the highest productivity of employees; the human resources development policy has been established

1. Promote and provide training courses, seminars and employee development thoroughly and continuously. This is to improve work capacity, skills and facilitate productive and effective performance.

2. Encourage and support all employees in the Company, as well as enhance personal capacity in order to develop practical skills.

3. Encourage and support all employees to dedicate themselves to serve the public interests and volunteer for social development.

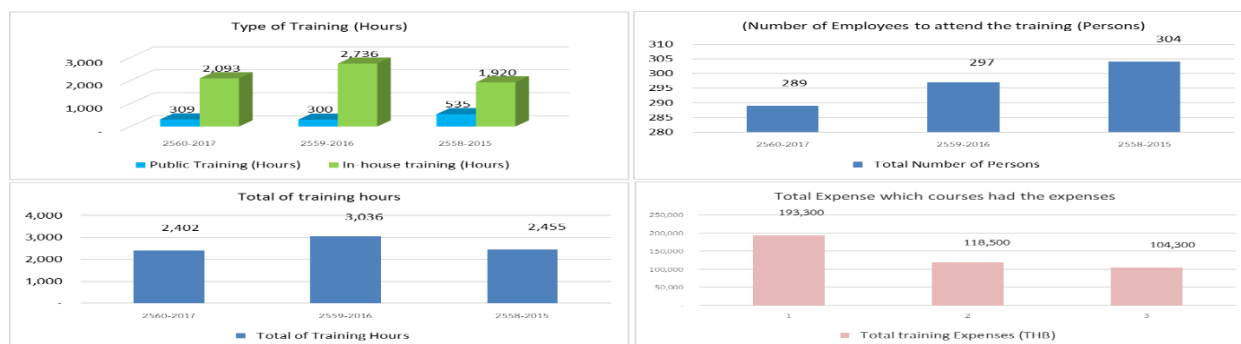
4. Encourage and support all employees to arrange activities that would benefit the Company internally and externally.

5. Promote positive ethics and create a merit system in the Company in order to encourage good and talented people.

The Company has provided an annual training plan and domestic and overseas observation tours for employees as necessary and appropriate, in order to enhance their skills needed to execute job duties and increase more training courses for employee improvement.

Training courses

Training Courses		Training Hours		
Year	2017	2016	2015	
Language and Communication	420	570	0	
Productivities & Efficiency	12	498	1,164	
Rules, Regulation and Laws	153	51	12	
Health Safety & Environment	1092	637	807	
Personnel Management	0	339	30	
Preventive Maintenance	138	90	0	
ISO standard: Requirement and Risk Assessment	12	468	366	
Specific on the job skill via purchasing, Forklift	12	324	0	
Accounting & Financial & BOI tax benefit	15	30	0	
Directors Course, CG, Anti-corruption, IR, Disclosure, CSR, DAP, DCP etc.	36	28.5	46	
Knowledge and Skill for lime production	96			
Knowledge and Skill for market and product	20			
Knowledge and Skill for the maintenance	6			
Knowledge and Skill for logistic	18			
Knowledge and Skill for Equipment & Instruments	324			
Specific on the job skill via purchasing, Forklift	48			
Total of the training hours	2,402	3,036	2,455	



Occupational health and safety in the workplace.

All employees are considered to be the heart of each project and valuable resources. As such, the Company will do its utmost to implement effective health and safety measures.

The Golden Lime Public Company Limited shall be a leading company in milling, grinding and lime production. The Company's goal is zero accidents that will affect the employees' abilities to work, and has set out the following health and safety measures:

1. The Company requires employees in all levels to jointly operate their tasks in order to assure safety for themselves and others.
2. The Company is to support the improvement of the environment as well as encourage safe operation and usage of safety instruments. It is also to maintain health and sanitation.
3. The Company is to appoint a health, safety and environmental committee for every project.
4. All supervisors must take care and be strictly responsible for the safety of all subordinates in line with safety regulations.
5. The Company is to provide support for all activities relating to safety.
6. The Company is to follow and evaluate the policy on safety and occupational health to ensure that it has efficiently been carried out.
7. The company shall adhere to the law and various regulations on safety and occupational health.
8. The Company is to publicize the policy to its employees and the general public.

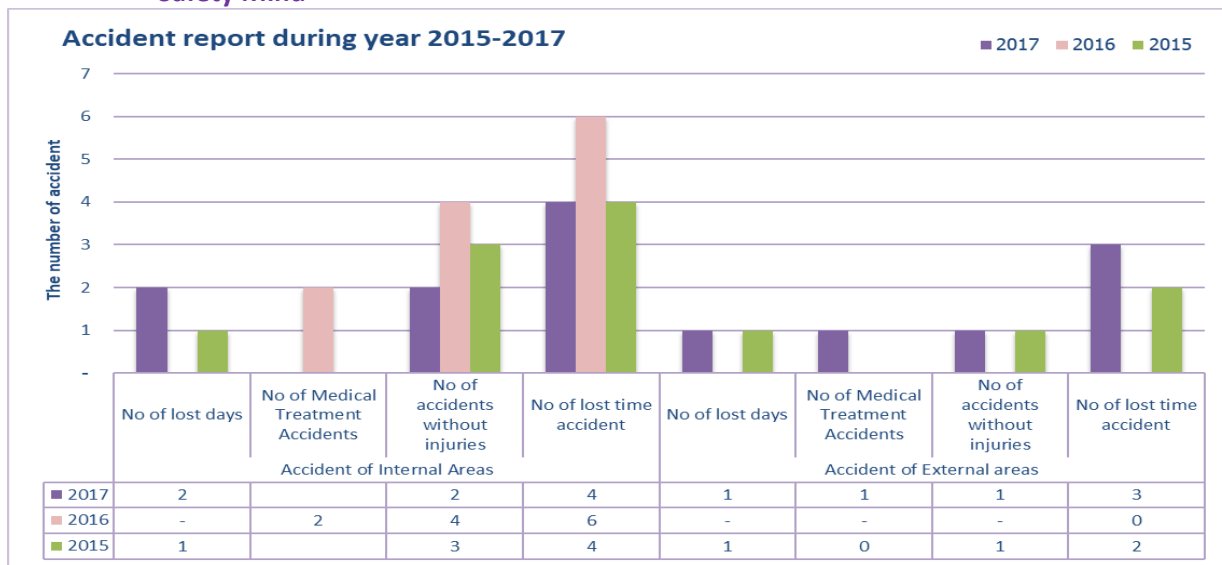
Occupational health and safety management.

Appoint an occupational health and safety committee to be responsible for monitoring and giving suggestion in order to improve safety in all operational areas, in cooperation with the related working groups, safety personnel, and all employees under the strong support from the management. This will focus on prevention and reduction of workplace accidents through the risk identification processes and require control measures, as well as promoting the concept of behaviour based safety under the project "identification of unsafe conditions", which will allow all employees to help investigate the potential dangers or hazards in their own areas. Then the responsible person will arrange the risk assessment along with the preventive measures proposed to the occupational safety and health committee to be considered, amended or approved as appropriate, and establish a safety standard operating procedure, as well as provide personal protective equipment, carry out modifications to protect workers from unsafe working conditions. The goal is to reduce work-related injuries and



accidents. In case of workplace accidents, it will be investigated by the safety professional and discussed by the occupational safety and health committee, in order to resolve the issue and provide an effective measure to avoid the further duplicate issue.

Safety Mind

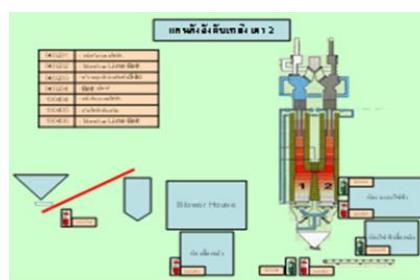
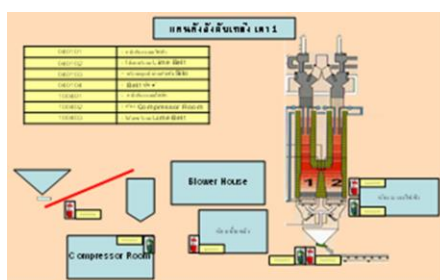


According to the accident statistics, the potential accidents have decreased. However, the Company has launched a campaign of safety bulletin board contest under the subject of "Safety mind built by yourself" to achieve zero accidents, improve employees' knowledge and understand operational safety, and promote safety awareness. In the part of bulletin board contest, each party will create one bulletin board raising safety awareness, which should be composed of safe operation images, safety information and knowledge, and campaign slogan. The occupational safety and health committee will give scores categorized by topic; including beauty, creativity, informativeness, impressive slogan, and material utilization.

Emergency preparedness and response

The Company recognizes the importance of preparing for emergencies and disasters mitigation plans that may arise from the operation. Therefore, there are appointed emergency preparedness and response teams for this purpose, including fire response team and chemical spill response team. Furthermore, the emergency scenarios are prepared to train internal teams together with the local government agencies and private organizations, including subdistrict administration organization, municipality, hospital, police station, etc. Such emergency preparedness and response teams will receive training and practices on annual basis, with essential emergency equipment such as fire extinguisher, firefighting tank, firefighting and rescue vehicle, etc.

The sample fire safety plan, indicating fire extinguisher locations of the production department.



Install firefighting tank and fire hose reel



- During the year 2016 has installation the Fire Pump which use the water re-cycle pond of the Plant



- Prepare a fire water truck 1 more cars to help villagers to nearby communities in case of emergency.



- The yearly training of;
- The Chemical spill response.
- Fire and Emergency response
- The practising to use the Firefighting equipment such as fire extinguishers and fire truck.
- Fire evacuation drills training includes the removal of people to safe area practices and finding the injured people and send to the hospital.

5. Responsibilities towards consumers

The Company will produce goods and services and manage them efficiently to build trust and relationship with the customers both before and after sales. The Company will prepare storage system and give sufficient and true information as well as give knowledge to customers for accompanying their decision to buy the goods and services. In addition, the Company will do research and development to create innovation for goods and services with the emphasis on the processes and activities that benefit the society and environment.

The Company will provide the quality control procedures, test, and agency in order to monitor the quality of goods and services, including delivering goods and services to customers based on Quality Management System, ISO 9001: 2008, including the environment system management, ISO14001 and the occupational health and safety system management, OHSAS18001, and as well as providing details and information of goods and services for customers and interested persons can download it from the Company's website.

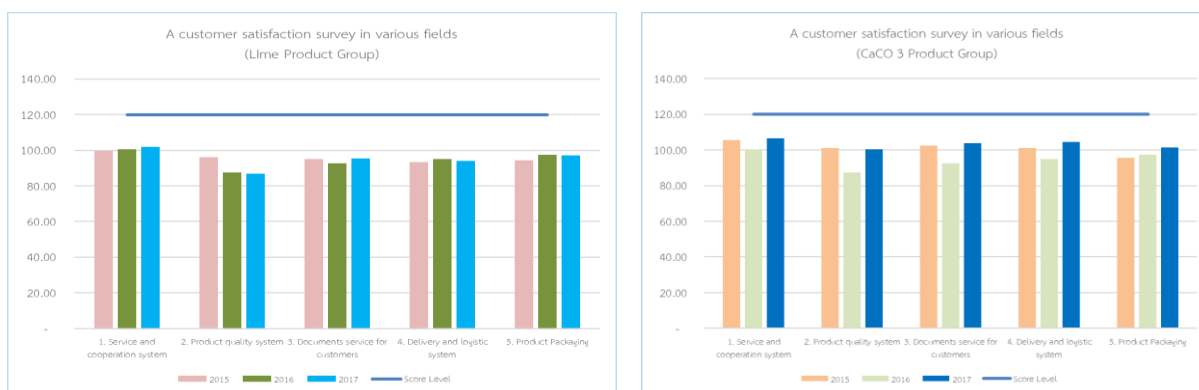
The Company has customer satisfaction assessment procedure covered in every aspect of business including product quality and services. The results of the assessment are used as a guideline for the Company development. This year, the Company has applied for standard verification and received approval from two government units which are Thai Industrial Standard for industrial lime from Ministry of Industry and Halal Standard from the Central Islamic Council of Thailand.

The standard verification the Company has received more trust and confidence from our customers. Therefore, the Company can expand its market especially customers who produce food for countries with Muslim population which have to use ingredients that received Halal standard.

In addition, the Company welcomes groups of customers who are interested in our business and production process to build the confidence in the products, exchange the production process, and customer's advice to develop our products.



The Company has conducted a customer satisfaction survey among the customers in various fields who purchase in each major product groups. Survey results are as follows:



6. Environment protection

The Company will promote and support the environmental management that is concretely effective, and use the resources with value appreciation for maximum benefit. In addition, the Company will stipulate the preventive measures against pollution for employees and community.

Environment Management Policy

The Golden Lime Public Company Limited is one of the country's largest lime producing companies that aims to produce products with high quality. Meanwhile, it understands the importance of managing its impact on the environment. All kinds of activities must therefore be carried out with regard to environmental management and consider any impact on the environment. In order to achieve this goal, the Company has issued the following guidelines:

1. Strictly adhere to official regulations relating to the environment and cooperate with different organizations to preserve the environment.

2. Be determined to use resources productively and efficiently to lessen the impact on the environment caused by both present and future operation by means of prevention, supervision and continual improvement.

3. Specify and review objectives and aims of the environmental management activities in order to get it systematically improved and corrected.

4. Be determined to use resources productively in order to reduce the amount of usage as well as recycle and reuse.

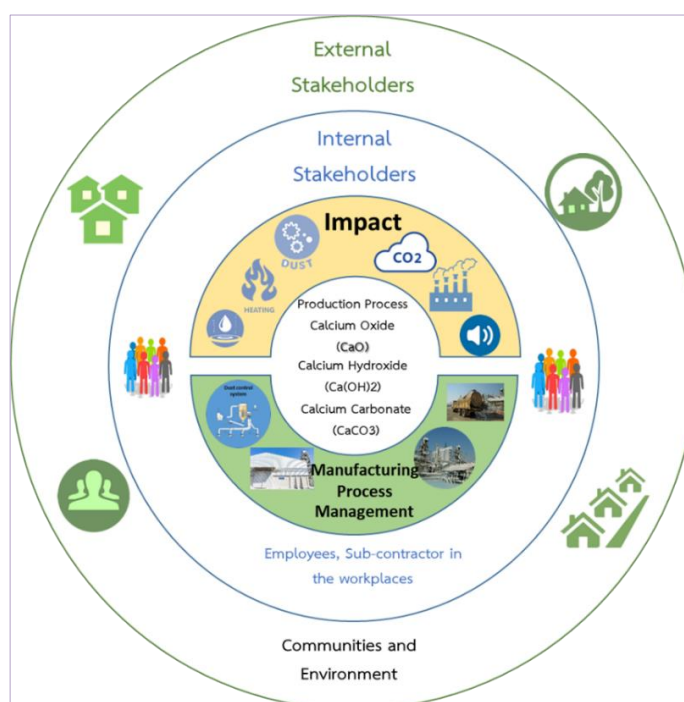
5. Follow up, examine and evaluate the operation of environmental management activities in line with the mentioned requirements.

6. Promote the use of appropriate working instruments in order to lessen the effect as well as organize activities and publicize the environmental management activities.

7. Promote the continual improvement of the environment.

8. Publicize all environment management activities to the organization and the general public.

Controlling the impact of the production process In order to conduct an environmental control and management in accordance with international standards ISO14001, the Company has an analysis of the impact from the production process to place environmental and provided an internal environmental management in process and cultivated the employees' awareness on the environmental impact that may happen in all processes; for example, in the production processes, there are the installation of dust and gas control systems and use of water spray for cleaning the area around the plant instead of sweeping, which may result in the spread of dust. Furthermore, the use of circulating water system in the plant with water recycling and reuse it in the process for cleaning raw materials, as well as the implementation of air quality and pollution monitoring system in accordance with legal requirements.



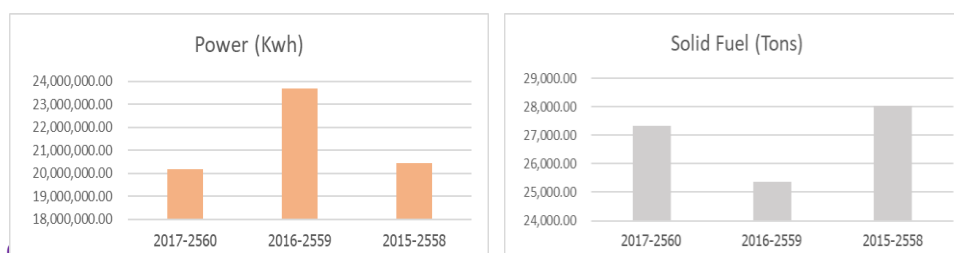
Efficient use of resources and energy conservation

Energy

The Company has used three major types of energy as follows.

1. Coal for the lime production process: In 2017, the Company managed to control coal fuel consumption so as to use the fuel for maximum efficiency.
2. Electricity from the Provincial Electricity Authority for operation of the production machines and the office in each establishment
3. Diesel for the process of freight transport and production support vehicles.

In 2017, the Company used the main energy in the main production by comparison with the past 3 years as follows.



The Company has used the main resources from natural sources, including:

1. Limestone for the lime production process. The Company's management to use limestone is aimed at reducing the amount of loss in the process as much as possible. The Undersize Stone is sorted out in a size that can be reused in the production process in order to manage resources for maximum benefit.
2. Calcite stone for the process of calcium carbonate production
3. Water for the production process and public utilities within the factories by using groundwater and management to use the recycling system. The objective is to manage the use of resources from water sources for maximum benefit.

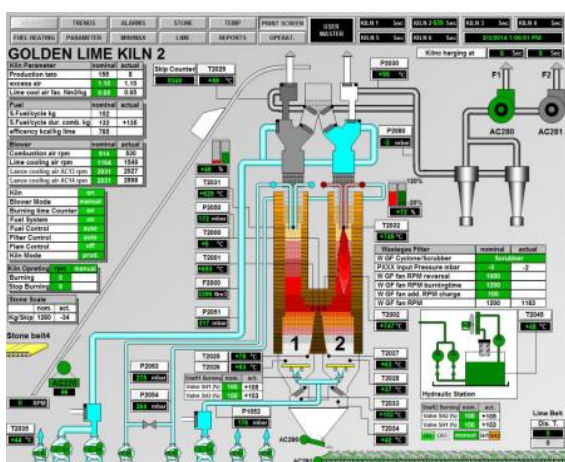
Controlling the impact of air quality.

The Company has a procedure for controlling and reducing the impact of production process, namely installation of dust, smoke and gas removal systems in the production process of all lime kilns, including cyclone, Setting Chamber Wet Scrubber and Bag Filter, which are the systems for removing dust and exhaust gas from using coal as fuel in the burning process. The purpose is to ensure no pollution, which will affect the environment from the production process. The pollution control systems can control dust and gas generated by the operation of kilns not to exceed the standard prescribed by law and not affect the atmosphere, including:

- 1) Setting chambers mainly act to separate dust from the production process by dust weight to filter, sort out large dust.
- 2) Cyclone-Centrifugal Separators are primarily used to separate smaller dust to filter, sort out the dust larger than 10 microns.
- 3) Wet Scrubbers system is used to spray water droplets to impact on dust particles to trap exhaust gas. The gas control method by Absorption is coupled with the control of the properties of

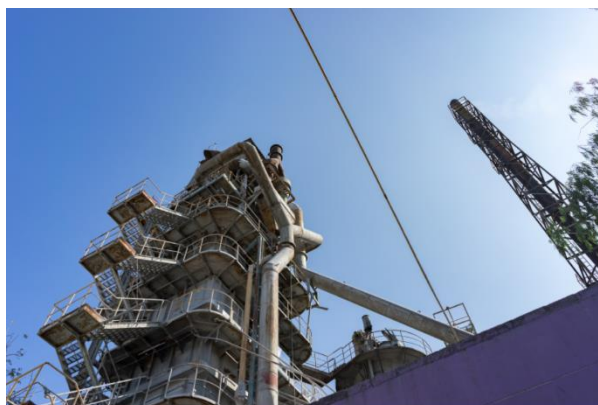
lime products to help trap gas for exhaust gas sedimentation before emitting the smoke from the production process, released from Kiln Stack at a height of 39 meters into the atmosphere.

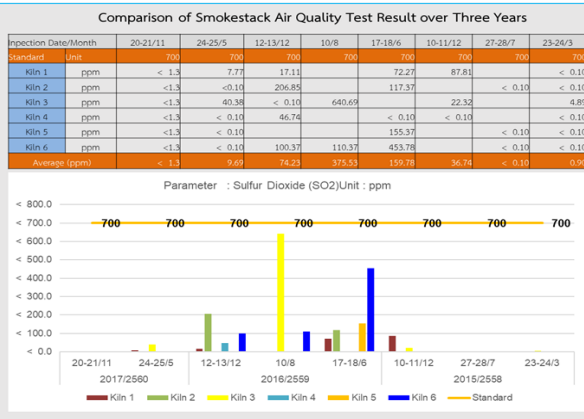
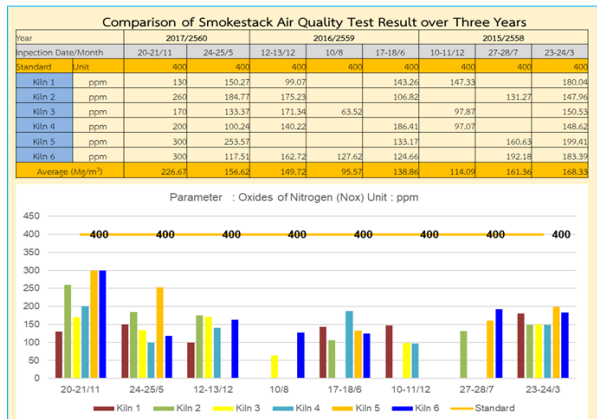
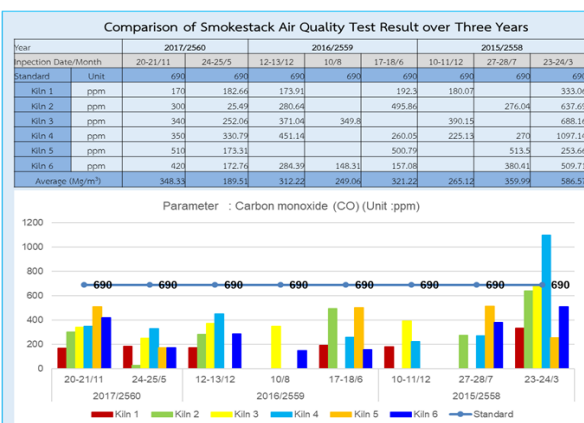
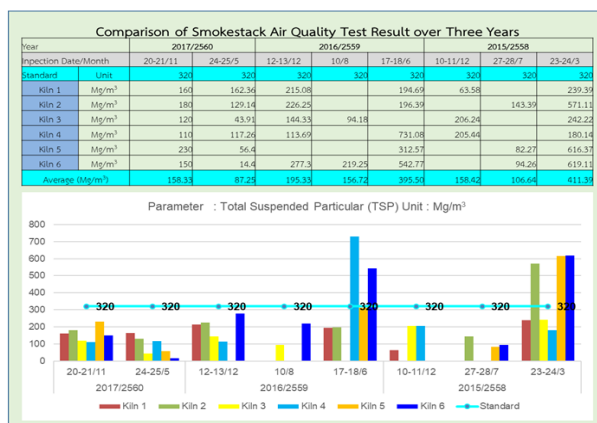
4) Bag filters for removing dust in general production areas, e.g. calcium hydroxide and calcium carbonate factory, etc.



Additionally, the operation of the machines has been controlled by PLC and Visualization system that can set the parameters to control the operation of the machines with advanced technology for controlling the burning and Combustion process in the lime kiln process. This can be used to control the amount of oxygen and temperature sufficient for the burning process. The system will control and reduce the amount of carbon dioxide (CO₂) after burning limestone with the temperature higher than 900 degrees Celsius ($\text{CaCO}_3 + \text{Heat} = \text{CaO} + \text{CO}_2$).

The air quality measurement from the Kilns Stack





Comparison of Smokestack in other plant: The Air Quality Test Result over Three Years

Total Suspended Particular (TSP) : ฝุ่นละออง								
Year		2017/2560		2016/2559		2015/2558		
Inspection Date/Month		20-21/11	24-25/5	12-13/12	17-18/6	10-11/12	27-28/7	23-24/3
Standard	Unit	400	400	400	400	400	400	400
Hydrated	Mg/m³	98	23.02	28.56	334.36		32.72	429.45
Bag Hydrate	Mg/m³	14	46.8	8.91	8.33	66.22		40.21
Alpine 1	Mg/m³	100	16.33					5.07
Alpine 2	Mg/m³	8.5	75.1	6.36	34.74	39.44		
Alpine 3	Mg/m³	17	20.86		13.67	386.65		
Average (Mg/m³)		47.50	36.43	14.61	97.78	164.10	32.72	158.24

Carbon monoxide (CO) : คาร์บอนมอนอกไซด์				
Year		2017/2560		2016/2559
Inspection Date/Month		20-21/11	24-25/5	12-13/12
Standard	Unit	870	870	870
Hydrated	ppm	< 0.10		< 0.10
Bag Hydrate	ppm	< 0.10		< 0.10
Alpine 1	ppm	< 0.10	< 0.10	
Alpine 2	ppm	< 0.10	< 0.10	< 0.10
Alpine 3	ppm	< 0.10	< 0.10	
Average (Mg/m³)		< 0.10	< 0.10	< 0.10

Sulfur Dioxide (SO2) : ซัลเฟอร์ไดออกไซด์					
Year		2017/2560		2016/2559	
Inspection Date/Month		20-21/11	24-25/5	12-13/12	17-18/6
Standard	Unit	500	500	500	500
Hydrated	ppm	< 1.30		< 0.10	< 0.10
Bag Hydrate	ppm	< 1.30		< 0.10	< 0.10
Alpine 1	ppm	< 1.30	< 0.10		
Alpine 2	ppm	< 1.30	< 0.10	1	2
Alpine 3	ppm	< 1.30	< 0.10		
Average (ppm)		< 1.30	< 0.10	0.40	0.80

o Create the closed system under silo, at warehouse and goods lift to control dust, which may affect the environment.

o Plant fast-growing trees, which help dust control, avoid dust floating away from the production area. Lines of over a hundred thousand trees have been planted in order to protect the surrounding area.

o Control over pouring concrete in the area and beside the street for easy cleaning. Use water spray for cleaning instead of sweeping in order to avoid spreading dust.

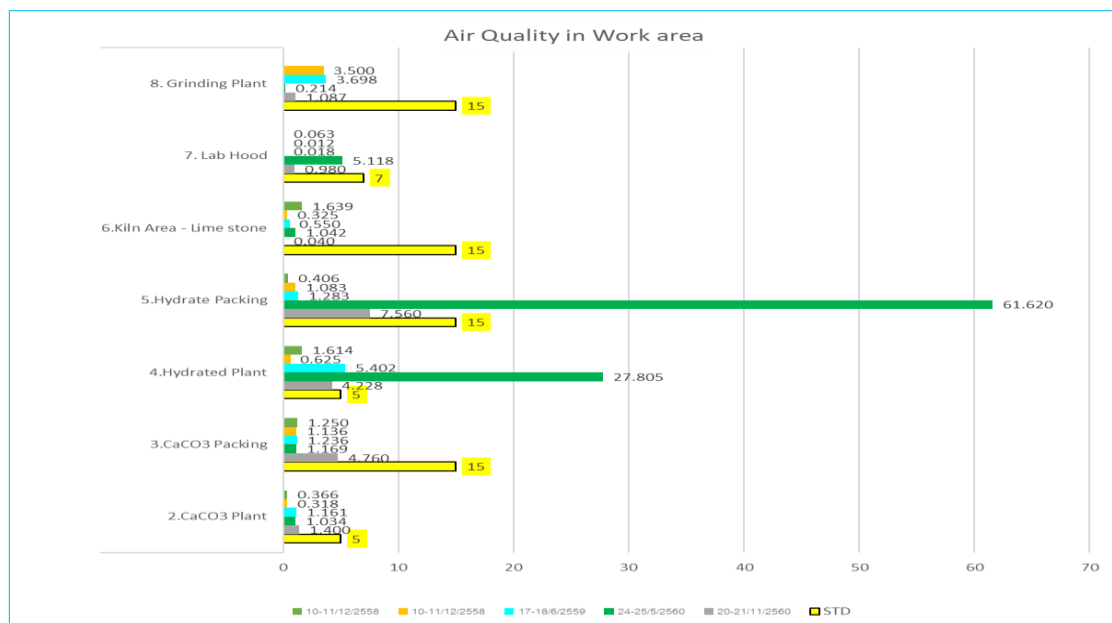
o Clean machines and buildings to prevent dust buildup as well as check and maintain machines and equipment regularly.

o Solve transportation problems by using canvas to cover truck complete in order to prevent falls when transporting goods, and determine the weight of the load is not excess of the standard legal limit.

The other process to control the impact, the closing warehouses, and water spray to reduce the dust on the ground in the inside and external area.



Tree planting around the factory area and production area.



Quality of effluent from the water recycle system in the factories

For the Company's activities, water is used for the production process, including spraying water to wash stone before entering the burning process in the kilns. A water consumption system includes the pit and installation of piping system to circulate the used water back to the cesspit by sedimentation in the pit. After going through a sedimentation process, the water is reused. Sludge in the pit, which includes bits of earth, mud from washing stone mixed with the dust of lime from the production process, will be dumped, scooped out for utilization such as use to adjust the factory areas, donation to the temples, the schools, the villagers for land fill, etc.

As to Water recycle system based on the standard of industrial wastewater according to notification of the Ministry of Industry No. 2 1996 (B.E. 2539) issued under the Factory Act 1992 (B.E. 2535), the Company has measured the quality of used water as follows:

Year					2017/2560	2016/2559	2015/2558	2014/2557
Inspection Date/Month					24-25/5/2560	17-18/6/2559	23-24/3/2558	28-29/7/2557
Water Used	Parameter	Method	Unit	Standard	Result	Result	Result	Result
	pH	pH Meter	pH	5.5 - 9	11.77	12.47	11.89	12.10
	Suspended Solids	Dried at 103-105 °C	mg/L	50	25.00	17.50	20.40	13.60
	Total Dissolved Solids	Dried at 103-105 °C	mg/L	3000	3472	1702	1078	1792
	BOD5	Azide Modification	mg/L	20	< 2	< 2	< 2	< 2
	COD	Closed Reflux	mg/L	120	5.56	11.65	32.87	17.28
	Oil & Grease	Partition & Gravimetric	mg/L	5	< 5	< 5	< 5	< 5

o **Acidity, alkalinity (pH):** The standard values are between 5.5 - 9.0. From checking the properties of water used in the system, the pH values are between 11 - 13, which are highly alkaline. Lime products as main products in the process involve the use of water with high alkalinity properties. When using the water recycle system in the production process, so the quality of measured water is high alkalinity.

o **Suspended Solids:** The value of suspended solids is fixed by the standard at not more than 50 mg. per liter. The values of measurement from 3-year historical data were between 17-25.

o **Total Dissolved Solids or Total Solids dissolved in water,** including various minerals are fixed at not more than 3,000 milligrams per liter or may differ from the limit depending on the amount of water drained to the sewers or industry type, but must not exceed 5,000 mg. per liter. The quality of water system from the production process is high due to recycling in the process.

o **BODs or Biochemical Oxygen Demand or the amount of oxygen used by microorganisms to decompose organic matter in water:** The standard value is less than 20 milligrams per liter. The result of measurement was less than 2.

o **COD or Chemical Oxygen Demand or the amount of oxygen used in a chemical reaction with organic matter (Oxidation) in water and converted to carbon dioxide** is fixed by the standard at not more than 120 milligrams per liter. The results of measurement were between 5-33.

o **Oil & Greases** are fixed by the standard at not exceeding 5 milligrams per liter. The results of measurement were less than 5.

o Excellent Environmental Management Award under the project "Starred Mill & Quarry" with three consecutive years (2008-2010)

o Green Industry Certificate, Level 3 (Green System) by Ministry of Industry since 2013



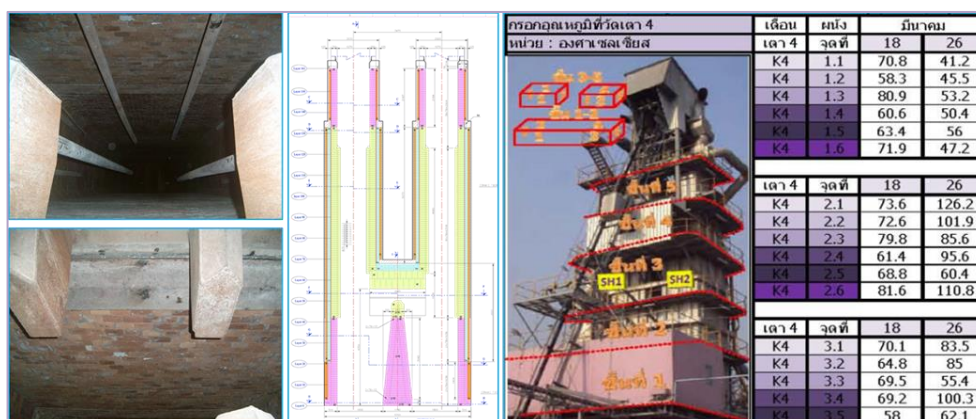
Control of noise impact from the production process. There are the points that cause noise in the production process, including the operation of Blower System installed in the closed concrete wall building and other noise-causing systems which are not heavy machines. Besides, control equipment in the process is installed to minimize the impact of noise pollution in order to meet the noise pollution control standards.



Area	1/2017 (24-25 May 2017)		1/2558 (10-11/12/2558)		1/2559 (17-18/06/2559)	
	Standard (Leq. 8 hrs. : dBA = 90)	Standard (Lmax : dBA = 140)	Standard (Leq. 8 hrs. : dBA = 90)	Standard (Lmax : dBA = 140)	Standard (Leq. 8 hrs. : dBA = 90)	Standard (Lmax : dBA = 140)
Lime handling Kiln1	83.8	102.0	83.2	113.4	89.5	101.4
Lime handling Kiln2					84.1	98.1
Lime handling Kiln3	83.7	137.3	86.1	104.0		
Lime handling Kiln4						
Lime handling Kiln5	85.8	101.1	86.4	102.6	82.5	96.0
Lime handling Kiln6	84.9	98.3	81.3	97.7	89.1	101.6
Packing Area Hyd Plant	84.2	91.7	80.7	105.1	88.5	99.1
Packing Area CaCO ₃	92.0	97.0	94.9	103.0	92.9	99.5
Packing Area RM-3	66.7	84.3	105.4	113.1	97.1	108.2
Packing Area RM-4	66.9	92.0	101.7	108.2	97.3	101.8
Grinding Contol	59.8	80.3	82.9	101.8	74.6	87.7
	78.6	98.2	89.2	105.4	88.4	99.3

Controlling the impact of temperature and heat from the production process

Heat generated by the burning process does not affect the environment in any heat-related way because the kiln system is closed with brick insulation to prevent heat from leaking out of the kilns.



Furthermore, the points with possible impact are controlled by measuring the temperature of heat in the areas with possible impact.

Area		2017/2560	2016/2559	2015/2558
		24-25/5	17-18/6	10-11/12
		Standard (34°C)	Standard (34°C)	Standard (34°C)
1.	Conveyor K2	30.4	26.3	27.6
2.	Conveyor K5	31.7	28.9	27.1
3.	Conveyor K6			26.9
4.	Maintenance Shop	30.8	27.5	
Average		31.0	27.6	27.2

Control of toxic effects for the process of lime and calcium carbonate production: No toxins appear in this process. No other toxic chemical components are used at all stages of the production process.

Waste and sewage disposal management There are bits of waste or sewage, dust and ash from the lime production process. Some parts, which can be sorted out for selling, will be sold. Some of them will be transported for use within the factory areas or the communities by request, for example, to adjust, fill the areas as requested by the communities and the villagers. Permission has been sought from the government authorities for transporting wastes out of the factories, transporting wastes for the villagers by request at the points that do not cause any trouble to nearby areas by the proper landfill and using wastes to fill the authorized points only.



6. Corporate Social Responsibilities

If the business grow sustainably so that the community and society must develop and prosper together. The Company is focusing on problems that affect the communities through the participation of all employees and stakeholders, for advocacy and actions that lead to improving the quality of life.

GL determines the CSR Committee for Sustainable Development, so as to improve the people's life quality and strengthen so they advance along with our businesses and can be self-sufficient in the long run. In 2017, GL conducted various CSR activities with details as follows;

1. Support the Buddhism

GL has supported the Buddhist activities to the preservation and maintenance of the Buddhist culture as well as to strengthen the relationship between the Company, community and

Thai temples in local areas. GL supported various activities at Chong Sarika Nai Temple in the year 2017 with details as follows;

- o Donate money to the temple 2,000 Baht and the bottle of drinking water 30 packs to support lucky draw activity on January 2, 2017.
- o Donate 70 packs of the bottle of drinking water to the temple for distribute to people who attended the offering robes to Buddhist priests at monastery on April 29, 2017.
- o Donate money 30,000 Baht and 30 packs of drinking water to the temple.



2. Education.

GL has supported educational activities for underprivileged children by donate money and learning materials to Bann Klong Yang Prachasan School, Aranyaprathet District, Sa Kaeo in the total value of over 20,000 Baht.



3. Community and local government agencies.

GL has cooperated with various activities with community and local government agencies. The activities are as follows.

- o **GL attended Tree Planting Activity** organized by Labor Department, Lopburi, and donated 80 packs of the bottle of drinking water.
- o **Help fire victims in Manorah community**, Lob Buri by donating money 5,000 Baht and 1,000 packs of the bottle of drinking water to the local municipality to distribute to victims' families.



o **To Plant a Tree for Mother's Day**

GL attended the activity of Plant a Tree for Mother's Day organized by Khao Erawan Non-Hunting Area and gave 30 packs of the bottle of drinking water on August 15, 2017.



o **To Plant yellow marigolds to honor HM the Late King Bhumibol.**

GL planted 680 marigold plants at Chong Sarika site to honor the Late King Bhumibol Adulyadej and blossomed just in time for his cremation on October 26, 2017. GL also joined the Chong Sarika municipality to plant 300 marigolds around the local streets and gave 360 bottles of drinking water to people who joined in this activity on October 12, 2017.



o **To support the project “Bike and Travel in Dad's Dam” which organized by Chong Sarika Health Club by donate 1,200 bottles of drinking water and distribute to bikers and people who jointed this event.**



o **To donate items for disable persons in the event of " International Day of Persons with Disabilities" disability day in the total value of 3,000 Baht on December 26, 2017.**



- o **To participate in the activity of resolve dust problem in pollution control area.** The Company this activity organized by Saraburi City and Na Phra Lan Municipality by cleaning on the public road 15 days.



- o **Project: Sharing the gifts for the smiles of the elderly.** The head office will prepare the gifts, including nonprescription drugs, e.g. balsam, inhalant, lozenge, painkiller for the elderly and the monks to make merit at Watsanawet Social Welfare Development for Older Persons. Giving these small gifts to the elderly living together in the elderly home is a sharing activity with a hope to be able to make more or less smiles for all elderly people.



Year of organizing the activity	Date	Budgets		Total
		Company	Other share (Executives/Staff)	
2560/2017	25-Jan	32,210.00	30,625.00	62,835.00

8. Innovation and its dissemination

Innovation means to make various things by new methods and it may also mean any changes of the ideas, productions, processes or organisations – regardless such changes will occur by revolutions, by exterminatory transformations or by further developments. Anyhow, it is clearly separated relating to the differences between invention and initiative. Innovation (McKeown, 2008) means the initiative which is successfully brought to apply for usage. In many fields, it is believed that any thing which shall be considered as an innovation, it should obviously have novelty; and it is not just an important change, such as : in the field of Art, Economics, Business and National Policy. In the viewpoint of Economics, such change must have added value, customer value or manufacturer value. The targets of innovation are the positive changes which will make the various things changing to the betterment. Innovation will create more products and it will be a key factor for the economic wealth (Source : Wikipedia – free encyclopedia).

The Company has started the development of the production innovation, by focusing on the concepts, to perform the business so as it will be able to proceed to sustainability, to upgrade the capability of competitiveness and to create the confidence for the construction of the new lime-kiln of the factory for the production which requires the expansion of the production capacity in the future, including to expand the business of the engineering field and the sales of the spare parts and devices of the lime-kiln. The Company has launched the project for the technological development of the production engineering since 2014. There was the business expansion in the field of selling spare parts and machinery equipments to foreign countries. From the starting point of the lime-kiln machinery which in the past we had to import parts from foreign countries, these parts have the limitation of development. It also includes that we could not improve or solve the problems of these parts to match with the factors of production process. At present, the Company has developed the system of the machineries and equipment, which are the main machineries – using for the production. These main machineries can fulfill the requirements for developing the production process and can further the business of exporting these spare parts and machineries to sell in foreign countries.

On 15 March 2017, the Company has established a subsidiary company – under the name of Golden Lime Engineering Co., Ltd. (GLE) which is a company in the SUTHA Co. Group. SUTHA Co. is the sole owner of this subsidiary company, which will operate the business of designing services and providing the machineries and limekiln's equipment for sales, including rendering the engineering counsels within the country and in foreign countries, which locate in the region of South-east Asia. GLE has started the production of lime-kilns which are classified as the type of Easy Operation Double Shaft (EOD), with the production capacity of 150 tons per day. To be the owner of the engineering work with the EOD technology, it is for the creation of the confidence which will prove that such innovation can create the co-usefulness between the stakeholders: both the Company and the customers, such as :-

- o Lowest operational cost due to minimal fuel consumption and high level of automation.
- o High value preservation over long period will still be a modern kiln in 20 years.
- o Minimal environmental impact, compliance with present and any future regulations.
- o High quality lime and dolime, low residual carbonates, high reactivity.

The period for developing the production innovation of EOD Lime kiln is between the years 2014 - 2017.

EOD Lime-kiln Project for the
customer in Indonesia



EOD Lime-kiln Project of SUTHA
at Huai Pa Wai Sub-district, Saraburi Province



Internal Control and Risk management

The Company has a policy and a goal to manage the organization effectively with good corporate governance, internal control audit and management process to minimize various risks. The board of directors has appointed the audit committee. The audit committee resolved to approve the selection of internal control auditor and risk assessor. KPMG Phoomchai Business Adviser Co., Ltd. was hired to audit the internal control systems of the year 2017. The internal control system of Fixed Assets Management was mainly examined. The policy on internal control audit and risk assessment as well as risk management approach of the Company are as follows

Internal Audit Control and risk assessment best practices are as follows:

The Company's board of directors has required the audit committee to oversee the internal control systems, corporate governance and provide advice on the management of risks under responsibility of the executives. The purpose is to ensure that the systems are adequate, appropriate and effective. Additional responsibilities include supervision of the Company's compliance with relevant laws and regulations, ensuring no conflict of interest, listing the links, proper care and use of resources. Also, there is a mechanism to prevent corruption or misbehavior.

A check and balance mechanism is available. The audit committee agreed to assign the Company to hire the external consultancy with expertise and experience as an independent agency to review the internal control systems of the Company's key operational processes to be in line with Best Practice. Besides, the Company could use recommendations from experienced people to streamline the internal control process and risk management for adequacy and more efficiency.

As to the plan and procedure for internal control audit and risk assessment, the consultancy has taken action within a framework of internal control systems according to international standards of COSO (the Committee of Sponsoring Organizations of the Tread Way Commission) and Risk-Based Approach by using basic ideas that the audit resources are limited and the audit should focus on high-risk operational processes mainly. This includes the following methods.

1) Risk evaluation of the Company's business processes

To support the planning of the auditing processes to cover important main business operations, and prioritize the auditing processes

Important main business operations are as follows:

1. Production
2. Inventory Management and Product Costing
3. Order to Cash
4. Purchase to pay
5. Account Closing and Financial Reporting
6. Fixed Assets Management
7. Human Resource Management and Payroll

by examining internal audit system relating to both finance and operation of the account and information storage which cover the anti-fraud measures.

2) Guidelines for the Internal Auditing Planning

- 2.1 Interviewing executives and operations in various units of the Company
- 2.2 Examination of operational documents by the executives and operators in various units to assign the control priority as defined by the Company
- 2.3 Evaluation of risk by categories and prioritization of the risk obtained from the evaluation.
- 2.4 Discussion with each unit's executives to confirm the list of risks and evaluated scores

2.5 Draft of the internal audit plan from the evaluation results obtained from the discussion.

2.6 Presentation of the annual audit plan to confirm the sequence and time period for the operational audit process.

2.7 Seek approval of the audit plan from the Audit Committee and the Board of Directors and inform all executives.

3) Internal Audit Process

3.1 Study and understand the business and the scopes of the works to be audited.

3.2 Interview, observe and examine the operational document in order to study and understand the operational process in line with the audit scope.

3.3 Identify the current risk and internal control and design the Audit Program.

3.4 Test the internal control points by means of the test methods mentioned in the audit guidelines.

3.5 Summarize the audit result and the preliminary information to confirm with the executives and operators, after which the summarization will be used for making the complete audit report before forwarding to the Company's Audit Committee.

The adequacy of internal control assessed by the Board of directors.

In the audit committee, meeting and the board of directors meeting No. 1/2017, held on 23 February 2017, the audit committee attended and assessed the internal control system through inquiries of the management and executives and consideration regarding to internal control system in the following five categories:

- 1) Control Environment,
- 2) Risk Assessment,
- 3) Control Activities,
- 4) Information & Communication,
- 5) Monitoring Activities

The audit committee has agreed with the board of directors, as below:

1) The adequacy and appropriateness of the Company's internal control system

After the assessment, the audit committee has considered that the Company has an appropriate internal control system for transactions with major shareholders, directors, executives or related parties. There are internal control systems divided into five areas, which are appropriate and adequate to protect property caused by abuse or unauthorized use of the executive, including the internal control system with the independent audit and assessment. In addition, the Company also has an archival storage system so that the directors, auditors and person in authority can examine within a reasonable time.

2) The implementation of the internal control of the company

The Company gives priority to the appropriate and adequate internal control system, as it will improve the operational effectiveness. The Company has prepared comprehensive operational policy, regulations, and procedures. Furthermore, the separation of powers has been also provided in accordance with check and balance.

In addition, the Company has improved the business operation in every department suggested by the internal control auditors regularly.

3) Observations of internal control auditors



For the year 2017, KPMG Phoomchai Business Adviser Co., Ltd. audited the internal control systems and proposed the plan for internal control audit, which was approved by the audit committee meeting and presented to the board meeting to approve the audit plan of the year 2017.

The audit committee and the board of directors agreed that the internal control auditor proceeded to audit the Fixed Asset Management System. The findings include:

1. Policies and Procedures
2. Acquisition and Capital Expenditures
3. Physical Control System

The internal auditor explained the main points to the management and the responsible persons for further improving the internal control systems according to standards, including the availability of effective and streamlined asset management system.

4) Observations of auditors regarding to the Company's internal control system.

- None -

The audit committee's opinion in addition to the opinion of board of directors.

- None -

Head of internal audit and head of compliance of the Company

KPMG Phoomchai Business Advisory Ltd. (Advisory firm) is responsible for performing audit of the internal control involving fixed assets management in 2017, the audit and coordinating teams include:

Engagement Partner Khun Supachate Kunaluckkul (CIA, CPA)
 Project Manager Khun Meesit Maedee (CPA)
 Project Team Member Sorrachai Kittiganchanagul (Assistant Manager),
 And Internal Audit Co-coordinator of the Company Khun Kayarat Srinnil

Related Party Transactions

The Company had related party transactions with certain individuals and corporations with whom it may have conflicts of interest. Below is a summary of the relationship status of the parties involved in such transactions for the year ended 31 December 2017, together with an indication of the transaction value for the calendar years 2016.

Individual/Corporation	Type of Transaction/ Rationale / necessity
1. Mr.Kitimethee Monseereenusorn ("KM")	<p><u>Office Rental Fees</u></p> <ul style="list-style-type: none"> Former director of the Company, resigned on 29 September 2016. Family relation with other shareholder and director (son of Mr. Kiatikul Monseereenusorn) Shareholder in the Company, with holdings totaling of 49,000,000 shares representing 16.33% of the paid-up capital. On 22 December 2017, C.E. Lime (Thailand) Co., Ltd had purchased an aggregated number of 49,000,000 shares from Mr. Kitimethee Monseereenusorn. In the currently Mr.Kitimethee Monseereenusorn is not a shareholder. <p><u>Necessity entering a connected transaction</u></p> <p>The property includes components that were built for the purposes to be used as corporate offices. The location provides convenient transportation due to proximity to Sri Samarn Road and the Sirat Expressway connecting central Bangkok with Saraburi and Lobpuri provinces where the production facilities of the company are located. The rental fee compared with similarly located properties is very competitive and provides maximum benefit for the company.</p> <p>The Audit Committee, taking into consideration the available information about this Related Transaction, came to the conclusion that it is appropriate and beneficial for the Company. The Board of Directors approved the extension of the lease for an additional 36 months period in its meeting no.4/2016 held on 29 September 2016.</p> <p>On 1 September 2017, the Company sent the lease notification letter to Mr. Kitimethee Monseereenusorn which effective date on 1 December 2017 in accordance with the terms of the rental termination which is subject to 90 days prior notice.</p>
2. Carmeuse Majan LLC ("SFZ")	<p><u>Product Purchase - Related Party</u></p> <ul style="list-style-type: none"> Carmeuse Majan, located in Oman's Salalah Free Zone, is a joint venture operated by affiliated companies of the Carmeuse Group, the GP Group and certain other local shareholders. There are common indirect shareholders and common directors There are common indirect shareholders and common directors <p><u>Necessity entering a connected transaction</u></p> <p>The Company occasionally needs lime as raw material for hydration and milling processes, to produce blends for certain customers, as well as quantity supplements to its own production in the peak periods of the sugar season when demand for milled and hydrated lime is occasionally above production capacity. The lime from Carmeuse Majan LLC has quality that is higher than that was available from any domestic vendor, yet the purchase price was the same or even below of domestic lime as raw material purchases in the same period. The reuse of the plastic bags in which the lime from Carmeuse Majan is delivered offers further cost advantages.</p> <p>The Board of Directors Meeting No.6/2016 held on November 11, 2016, authorized the management of the Company to enter into a raw material purchase agreement for burnt lime with Carmeuse Majan LLC (SFZ) at a price that is below of other comparable foreign vendors. The Audit Committee in its meeting No.4/2016 held on 11 November 2016 suggested that the Company should compare the price from other domestic offering at the same time as well. The comparison showed that the price offered by domestic suppliers is comparable, but for a lower quality, while the alternative foreign suppliers offer both higher price and a lower quality. Also, the transaction provided an additional layer of supply security to the customers of the Company in the sugar peak periods of December 2016 and January 2017</p>

Individual/Corporation	Type of Transaction/ Rationale / necessity
	<p>And for the purchasing during the year 2017 to support production to produce quicklime powder and hydrated lime when the kiln to shut down to maintenance and the lump lime from kiln do not enough to delivery to the contract customer.</p>
<p>3. Carmeuse Coordination Center (“CCC”)</p>	<ul style="list-style-type: none"> o Carmeuse Coordination Center (CCC) is a Carmeuse Group affiliate company o There are common indirect shareholders <p><u>Necessity entering a connected transaction</u></p> <p>CCC is a member of the Carmeuse Group specialized in providing strategic management and a variety of expertise and support services in various areas related to lime production and marketing. Having an experienced CCC executive in a managerial position within the Company targets to transfer CCC's accumulated lime production and marketing expertise, as well as management systems and decision making processes into the daily management practices of the Company. It also builds a bridge between CCC and the Company to the benefit of the latter.</p> <p>CCC has recharged to the Company an insurance premium advance made by CCC on behalf of the Company in connection with the performance by a CCC executive of a full time managerial position within the Company. The premium relates to health insurance coverage, which is part of the executive's remuneration package.</p>
<p>4. CARMEUSE RESEARCH AND TECHNOLOGY S.A. (“CRT”)</p>	<p><u>Account Payable – Related Party</u> <u>For Service fee for a consultant</u></p> <ul style="list-style-type: none"> o Carmeuse Research and Technology S.A. (CRT) is a Carmeuse Group affiliate company o There are common indirect shareholders <p><u>Necessity entering a connected transaction</u></p> <p>On the date of 11 November 2016, the Company's Board of Directors no. 6/2016 has resolved to approve that the Company enters into a Service Agreement. This Service Agreement is scheduled to be signed before 30 November 2016.</p> <p>The Service Agreement will enter into effect on 1 January 2017 for an indefinite duration. Either Party may however terminate this Agreement at any time, without cause, upon three (3) months' written prior notice to the other Party.</p> <p>This transaction is a connected transaction through which certain services will be provided by CRT to the Company. CRT is more specifically specialized in providing technical services, support and know-how covering areas such as geology, mining, engineering, production, logistics, process automation etc. to the various companies within the Carmeuse Group. Through the Service Agreement, CRT will extend the benefit of these services to the Company in support of the development and be streamlining of the Company's business and processes.</p> <p>The Company will clearly benefit from improvements to its Engineering Process, Technical Process, Lime Stone Sourcing process, Automation and Quality Management process. Through this Service Agreement, the Company's technical employees will be further trained so as to support the Company better in its technical and operational challenges. As a member of the Carmeuse Group, CRT is bringing know-how and support of a lime player with 155 years of experience in a large number of working environments.</p>
<p>5. Eastern Energy Chartering Pte Ltd. (“EEC”)</p>	<p><u>Transportation - the Related Party</u></p> <ul style="list-style-type: none"> o There are common directors <p><u>Necessity entering a connected transaction</u></p> <p>This transaction is a connected transaction in which EEC assist in negotiating the price and contractual terms with petroleum coke (the raw material for the Company) vendor; finding and chartering a suitable ocean vessel at a competitive freight rate to transport the purchased petroleum coke to Koh Si Chang.</p>

Individual/Corporation	Type of Transaction/ Rationale / necessity
	<p>The Company will clearly benefit as the purchasing of petcoke is done directly from the producer, at the lowest price. EEC has expertise to charter ocean vessels at competitive rates reducing the overall purchase cost for the Company.</p> <p>On the date of 9 November 2017, the Company's Board of Directors no.5/2017 has resolved to approve the transaction.</p>
6. PREMTHAI LOGISTICS CO., LTD. ("PTL")	<p><u>Transportation - the Related Party</u></p> <ul style="list-style-type: none"> There are common directors <p><u>Necessity entering a connected transaction</u></p> <p>This transaction is a connected transaction in which PTL transports and delivers the Company's products to customers. This transaction was conducted in accordance with terms and conditions of the procurement of general contractor for transportation by comparing the prices with other contractors of transportation companies.</p>
7. Golden Lime Engineering Co., Ltd. ("GLE")	<p><u>Service Agreement</u></p> <ul style="list-style-type: none"> Subsidiary Company that the Company is the shareholding 99.99%. To have jointly of three directors. <p><u>Necessity entering a connected transaction</u></p> <p>The Service Agreement through which certain services provide by GLE that more specifically specialized in providing engineer design services and supporting know-how of the EOD lime kiln with the commissioning work until the production to the running process.</p> <p>The Company will clearly benefit from improvements to its Engineering Design, Technical Process Service and Support of EOD lime kiln running of the production process at Huay Pai Wai Plant, through this Service Agreement, the Company's will be further received the engineering support better in its Engineering Design, technical and operational challenges.</p> <p>The fees payable to GLE seem appropriate when compared to fees, which has charge to the Company in the past by non-connected suppliers of technical services.</p> <p>On the date of 9 November 2017, the Company's Board of Directors no.5/2017 has resolved to approve the transaction.</p>

The related party transactions with a Subsidiary Company for the year ended 31 December 2017 as the summary follows:

Item	Type of Transaction	Parties	Balance Amount (Unit: THB million)			
			For the year (Separate)		For the year (Consolidated)	
			Year 2017	Year 2016	Year 2017	Year 2016
1	Engineering Service Agreement	GLE	3.58	-	-	-

The related party transactions for the year ended 31 December 2017 as the summary follows:

Item	Type of Transaction	Parties	Balance Amount (Unit: THB million)			
			For the year (Separate)		For the year (Consolidated)	
			Year 2017	Year 2016	Year 2017	Year 2016
1	Office Rental	KM	0.91	0.99	0.91	-
2	Product Purchase	SFZ	6.37	9.59	6.37	-
3	Service Agreement	CRT	14.61	-	14.61	-
4	Transportation Expenses	EEC	10.58	-	10.58	-
5	Transportation Expenses	PTL	0.17	-	0.17	-
Grand total			32.64	10.58	32.64	-

The balances of the accounts as at 31 December 2017 as the summary follows;

Item	Type of Transaction	Parties	Balance Amount (Unit: THB million)			
			For the year (Separate)		For the year (Consolidated)	
			Year 2017	Year 2016	Year 2017	Year 2016
1	Trade and other payables-Subsidiary Company	GLE	3.84	-	-	-
2	Trade and other payables-related parties	CCC,CRT,SFZ,PTL	2.91	-	2.91	10.42



Guidelines for approval of related party transactions or transactions with connected natural person or juristic person.

The Board of Directors has approved the policy and procedures for related party transactions so that that the transactions between a connected natural person or juristic person which may have a potential conflict are done transparently and that the interests of the interests of the Company are protected, which can be summarized as follows:

Transactions between the Company and the director, executives, or other related persons shall be approved by a Shareholder's Meeting, unless such transactions involve a trade agreement in the manner that an ordinary person shall generally make with his contractual party in the same situation with the trade negotiation power that he has from the status of director, executive, or related person, as the case may be, and is a trade agreement that is approved by the Board of Directors or conforms to the principles previously approved by the Board of Directors.

In order to approve the related party transaction between the Company and person who may have a conflict of interest and hold a stake in the Company, The Audit Committee will provide counsel regarding the necessity for the transaction and appropriateness in terms of the price of the transaction, taking into consideration various conditions to ensure that it conforms to the ordinary course of business in the industry, and the Committee will compare the price with a third party's price or the market price. If the Audit Committee does not have the expertise to consider the transaction that may occur, the Company shall provide persons who have knowledge and special expertise, such as an auditor appraiser, or law firm, which is independent from the Company and the person who may have a conflict of interest to provide consultancy on such related party transactions, which shall be used to supplement the consideration of the Audit Committee so that the Audit Committee can propose to the meeting of the Board of Directors or shareholders, as the case may be; in which case, the director who holds the interest shall not have the right to vote on the transaction. In addition, there will be a disclosure of related party transactions in the Notes to Financial Statements that are examined or audited by the Company's auditor. The Board of Directors of the Company shall take care of the matter to ensure conformity to the law on securities and securities exchanges, regulations, announcements, orders, or the requirements of the Capital Market Supervisory Board and the Stock Exchange of Thailand and shall observe the requirements regarding the disclosure of connected transactions and the acquisition or distribution of major assets of the Company, or its subsidiary company, and the accounting principles specified by the Federation of Accounting and Certified Public Accountant of Thailand.

Guidelines for related party transactions that may occur in the future

The Company may enter into related party transactions in the future as it deems appropriate. The transaction shall be made in the course of ordinary business operations and the Company shall clearly specify the policy thereof. The transaction shall involve the same price and trade conditions as in the normal course of business that is specified for unrelated persons and/or companies. In each case the Company shall obtain the Audit Committee's comment on the appropriateness of such transaction. If the Audit Committee does not have the expertise to consider the relevant related party transaction, the Company shall call upon experts with special knowledge, such as auditors or appraisers, for such related party transaction. Such expert's opinions shall be used to supplement the views of the Audit Committee so that the Audit Committee can propose the transaction to the meeting of the Board of Directors or the shareholders, as the case may be, to ensure that such transaction will not remove or transfer the interests between the Company or its shareholders but rather be for the maximum benefit for all shareholders.

The Board of Directors of the Company shall enter into such related party transaction that may occur in the future in compliance with the laws on securities and securities exchange, regulations, announcements, orders, or the requirements of the Capital Market Supervisory Board and the Stock Exchange of Thailand and shall observe the requirements regarding the disclosure of related transactions and the acquisition or distribution of major assets of the Company or its subsidiary company, and the accounting principles specified by the Federation of Accounting and Certified Public Accountants of Thailand.



Golden Lime Public Company Limited

MANAGEMENT DISCUSSION AND ANALYSIS

For period ended 31 December 2017

1. Highlights

- ▶ Health and safety: There was **one lost time injury** in Q4 2017 and internal lost time injuries **reduced from 6 in 2016 to 4 in 2017**. We are committed to our ultimate objective of zero accidents
- ▶ Revenue: **212mTHB** in Q4 2017 compared to 185mTHB in Q4 2016 an increase of 15%; 2017 full year revenue of **920mTHB** compared to 804mTHB compared to 2016 an increase of 14%
- ▶ EBITDA: **37mTHB** in Q4 2017 compared to 29mTHB in Q4 2016 an increase of 25%; 2017 full year **172mTHB** down from 179mTHB in 2016 a decrease of 4%
- ▶ Net income: **12mTHB** in Q4 2017 compared to 4mTHB in Q4 2016 tripling year on year; full year income of **71mTHB** compared to 68mTHB in the same period of 2016 an increase of 4%
- ▶ Burnt lime sales: **69k Mt** in Q4 2017 compared to 56k Mt Q4 2016 an increase of 22%; 2017 full year volumes **278k Mt** as compared to 251k Mt in 2016 an increase of 11%

Commenting Mr Geza Perlaki, Golden Lime Managing Director said:

“We continued the momentum of the third quarter and with the restart of two fully re-engineered kilns that represents 30% of our production capacity and took advantage of our increased capacity to maximize production in anticipation of a strong sugar season. The fourth quarter was even stronger than forecasted with volumes up over 30% in December compared to last year and we see this continuing into the first quarter of 2018. The year as a whole was focused on increasing topline growth which has been achieved with a 115mTHB or +14% increase in total revenues. Additionally, we have focused on stabilizing the operations while introducing sustainable processes particularly in maintenance and further focused on quality which has set us up to maximize market opportunities in 2018.”

2. Outlook

General economic conditions are favorable: there is growing expectation that Q4 2017 GDP growth in Thailand will have accelerated to 4.5% y/y (versus 4.3% in Q3, 3.8% through September 2017) and 0.7% q/q. This would result in 4% GDP growth for 2017 and with the close correlation of GDP to lime usage this is positive for the business. Q4 GDP growth was driven by improving domestic economic conditions, buoyant exports and the tourism sector. The market expects private consumption to have expanded, with higher spending on durable goods – particularly commercial and passenger cars. Export-related manufacturing production, especially automotive, has continued to improve. The consensus view for 4% GDP growth in 2018 maybe revised upwards given the strong end to 2017.



The main lime consuming sectors of the industry continue to expand: we maintain the view that the **sugar** cane harvest will be 10-15% stronger compared to last season, which translated into higher lime demand in Q4 2017 and will continue into Q1 2018. The **steel** industry has closed its third year of continuous recovery in 2017, with total output up over 10%. Further volume increase is anticipated in 2018 as steel consumption in Thailand continues to grow with the economy. Certain other key segments like **chemical** and **construction** (AAC block manufacturing) also show positive tendencies. On the downside the **nonferrous mining** segment is likely to underperform versus previous years.

Pricing impact on revenue: the company realized overall higher prices in Q4 compared with previous months on same-customer comparison basis given the robust demand and increased input cost pressure on all market players. However, as more capacity returns price pressure will impact on certain segments of the market. An increase in volumes due to the addition of the Hua Pha Way new production site of Golden Lime operating a 7th kiln and adding 15% production capacity, will positively impact revenue in Q1 2018.

3. Financial highlights (based on Thai FRS)

Q4 2017 Financial Position Summary as of 31 December 2017 compared to Q4 2016:

	Q4 2017	Q4 2016	YoY change	YoY % change
Unit: Million Thai Baht (THB)				
Sales and service income	209.13	181.21	27.92	15%
Gain from exchange rate	0.44	0.57	-0.13	-23%
Other income	2.19	3.10	-0.91	-29%
Total revenues	211.76	184.87	26.88	15%
Cost of sales and services	153.62	136.23	17.39	13%
Gross profit	55.51	44.98	10.53	23%
Gross profit margin	26%	24%		
SG&A	42.04	44.50	-2.46	-6%
EBIT	16.10	4.14	11.95	288%
EBITDA	36.93	29.54	7.38	25%
EBITDA margin	17%	16%		
Finance cost	-1.22	-0.68	-0.55	80%
Income tax expenses	-2.74	0.33	-3.07	934%
Net income for period	12.13	3.79	8.33	220%
Earnings per share (THB)	0.04	0.01	0.03	220%

YTD 2017 Financial Position Summary compared to YTD 2016:

	FY 2017	FY 2016	YoY change	YoY % change
Unit: Million Thai Baht (THB)				
Sales and service income	912.19	791.20	120.99	15%
Gain from exchange rate	0.44	0.57	-0.13	-23%
Other income	7.13	12.58	-5.45	-43%
Total revenues	919.76	804.35	115.42	14%
Cost of sales and services	655.12	552.57	102.56	19%
Gross profit	257.07	238.63	18.44	8%
Gross profit margin	28%	30%		
SG&A	178.06	171.59	6.47	4%
EBIT	86.58	80.19	6.39	8%
EBITDA	172.04	179.14	-7.10	-4%
EBITDA margin	19%	22%		
Finance cost	-3.41	-4.51	1.10	-24%
Income tax expenses	-12.38	-7.68	-4.70	61%
Net income for period	70.79	68.00	2.79	4%
Earnings per share (THB)	0.24	0.23	0.01	4%

Note: Gross profit = Sales and service income – Cost of sales and services (does not include other income)

3.1 Analysis of Q4 2017 and 2016 results

The key drivers of Q4 2017 performance on the positive side were improving sales prices and higher volumes which led to an 15% increase in total revenues compared to Q4 2016 keeping the company on track in 2017 to exceed 2016 overall revenues.

Due to investments in operational improvements and upgrading material management practices in 2017 key input material costs per ton of lime reduced, while fuel prices were up 33% vs Q4 2016. Despite increased fuel cost, cost of sales and services were kept in line with the revenue growth. Like in Q3 the impact of a lower US dollar affected the export sales price in Thai baht. The reduction in the overall headcount, savings in logistics costs and certain reclassification in SG&A versus COGS compared with last year, have all helped to reduce SG&A costs by 6% compared to the same quarter last year. Finally, higher maintenance costs from scheduled kiln overhauls were a main contributor to the cost

increase however that was a necessary sacrifice to improve capacity availability. Income tax was higher due to the higher pre-tax earnings.

We realised our goal for the year of increasing topline growth. Full year results showed an increase in burnt volumes of 27k Mt compared to full year 2016 and this was realized almost exclusively in Q3 and Q4 2017 underlying the improving operational trends in recent months. Prices on average have seen a decline but towards the end of the Q4 that trend had reversed and at key domestic customers prices have been rising. The impact of the weak US dollar is impacting average pricing expressed in Thai Baht but as exports are limited this is not impacting us as much as in more export orientated industries. Our investment in HR in order to improve our knowledge base has contributed to a higher overall SG&A cost up 4% versus 2016 but as the number of full time employees has reduced SG&A has started to trend lower (as demonstrated in the fourth quarter).

While there was an increase in short-term financing facilities overall financing costs have reduced as the long-term loan is repaid. Income tax was higher due to an increase in the topline and a decrease in the impact of BOI. EBITDA was 4% lower than 2016, however Q4 showed significant improvement versus same period last year. Moreover, net income has increased 4% as there was lower depreciation for the year given the new kiln was not activated.

3.2 Assets, Liabilities & Shareholders' Equity

The main contributors to the increase in total assets are from an increase in property, plant and equipment due to upgrades of key production infrastructure, and continued investment in the Hua Pha Way new plant Kiln 7. Major repair work to the refractory was brought forward to ensure sustainability in kiln operation.

On the liabilities side an increase in the short-term borrowing facility in order to fund the earlier than planned Capex required to return the kilns to full capacity contributed to the increase in current liabilities while the pay down of the term loan helped to decrease non-current liabilities.

Shareholder equity was impacted by higher net income due to lower depreciation. As Kiln 7 comes on stream in 2018 higher depreciation will impact net income for the coming year along with the impact of the additional assets on the balance sheet.

Balance Sheet Summary as of 31 December 2017 compared to 31 December 2016:

Unit: Million Thai Baht (THB)	31st Dec 2017	31st Dec 2016	YoY change	YoY % change
Total current assets	370.45	378.61	-8.16	-2.2%
Total non-current assets	612.03	559.91	52.12	9.3%
Total assets	982.48	938.52	43.96	4.7%
Total current liabilities	332.51	257.97	74.54	28.9%
Total non-current liabilities	69.46	101.98	-32.52	-31.9%
Total liabilities	401.97	359.95	42.02	11.7%
Total shareholders equity	580.51	578.57	1.94	0.3%
Total liabilities plus shareholders equity	982.48	938.52	43.96	4.7%

3.3 Cash Flow Analysis

Cash and cash equivalents at the end of 2017 declined 46mTHB to 50mTHB compared to the end of 2016 due to the impact from the following factors.

Net cashflow from operating activities reduced as there was a decline in prepayment from engineering activities a significant amount in basis period 2016. Higher inventory (spare parts), higher net receivables (increased sales) and payables also contributed.

The negative swing in net cash flows from investing activities was due to a one-time effect on the sale of investments in 2016 which contributed over 50mTHB cash. Additionally, higher Capex (+19mTHB) spend, from the completion and startup of the new Hua Pha Way plant (Kiln 7) and lower sales of equipment further impacted the cash balance.

Net cash from financing activities increased significantly as short-term financing was used to fund Capex (+143mTHB) in 2017 of that over 90mTHB was spent on Kiln 7. On the upside lower repayments for long term loans compared to 2016 (-27mTHB) and lower outflow for interest and dividend payments reduced net outflow.

2017 Cash flow Summary as of 31 December 2017 compared to 31 December 2016:

Unit: Million Thai Baht (THB)	Q4 YTD 2017	Q4 YTD 2016	YoY change	YoY % change
Cash and cash equivalents at beginning of period	96.78	46.30	50.48	109.01%
Net cash flows from operating activities	54.53	263.15	-208.62	-79.28%
Net cash flows used in investing activities	-121.17	-60.24	-60.93	-101.14%
Net cash flows from (used in) financing activities	20.19	-152.43	172.63	113.25%
Net increase (decrease) in cash and cash equivalents	-46.44	50.48	-96.92	-192.01%
Cash and cash equivalents at end of period	50.34	96.78	-46.44	-47.99%

Financial Ratios

	Q4 2017	Q4 2016	FY 2017	FY2016
Return on Equity (ROE)	8.37%	2.52%	12.22%	11.29%
Return on Assets (ROA)	5.05%	1.56%	7.37%	6.97%
Return on Fixed Assets (ROFA)	23.35%	22.33%	27.68%	31.92%
Debt/Equity Ratio	0.69	0.62	0.69	0.62
Net Debt/Equity Ratio	0.44	0.19	0.44	0.19
Leverage (Net Debt/EBITDA)	1.72	0.91	1.48	0.60

Note: 1) Net Debt = Interest bearing liabilities – cash and cash equivalent
 2) Leverage Q4 uses annualized EBITDA
 3) ROFA = (Net profit + Depreciation) / Average (Q4 2017 and Q4 2016) of property, plant and equipment


Mr. Geza Perlaki

Authorized Director


Mr. Krishnan Subramanian Aylur

Authorized Director



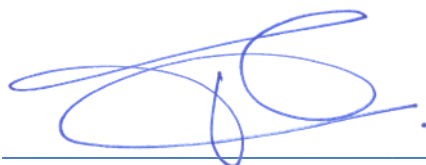
Report of Responsibility of the Board of Directors towards Financial Reports

The Company's Board of Directors is responsible for the consolidated financial statements of the Company as well as financial information presented in the annual reports. The consolidated financial statements for the Year ended of December 31, 2017 have been prepared in accordance with Thailand's Generally Accepted Accounting Principles (GAAP). In preparing the financial statements, appropriate accounting policies have been adopted and regularly adhered to, using careful discretion and reasonable estimates. As well, key information has been adequately disclosed in the notes to the financial statements. The purpose is to ensure that the disclosed information rightly reflect the Company's financial status, performance and cash flows in a transparent manner, which are beneficial to the investing public. Importantly, the certified auditor from EY Office Limited has audited the consolidated financial statements and issued an unqualified opinion on them. To enable the auditor to conduct the audit and provide the opinion in line with the audit standards, the Company provides the auditor with its support in terms of information and documents.

The Board of Directors has also provided the appropriate and efficient risk management policy, internal control systems, internal audit systems and corporate governance in order to ensure the accuracy, completion and adequacy of the accounting information. This will lead to the Company's assets were maintained properly and fraud and significant irregular actions are prevented.

In this connection, the Board of Directors has appointed the Audit Committee with all of its members being independent directors. The Committee is responsible for reviewing accounting policies and ensuring the quality of financial reports. It is also responsible for reviewing internal control, the internal audit and Risk Assessment. As well, it is responsible for ensuring that the disclosure of information about related party transactions is complete, adequate and appropriate. The opinion of the Audit Committee is given in its report, which is already included in this Annual Report.

The Board of Directors is of the opinion that the overall internal control systems are adequate and appropriate and gives rise to the reasonable confidence that consolidated financial statements of the Company for the year ended of December 31, 2017 are reliable and in compliance with the Generally Accepted Accounting Principles (GAAP) as well as the related laws and regulations.



Mr. Timothe Arthur Maria Van den Bossche
Chairman of the Board Directors



Mr. Geza Emil Perlaki
Managing Director

Golden Lime Public Company Limited and its subsidiary
Report and consolidated financial statements
31 December 2017

Golden Lime Public Company Limited and its subsidiary
Report and consolidated financial statements
31 December 2017



Independent Auditor's Report

To the Shareholders of Golden Lime Public Company Limited

Opinion

I have audited the accompanying consolidated financial statements of Golden Lime Public Company Limited and its subsidiary (the Group), which comprise the consolidated statement of financial position as at 31 December 2017, and the related consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and have also audited the separate financial statements of Golden Lime Public Company Limited for the same period.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Golden Lime Public Company Limited and its subsidiary and of Golden Lime Public Company Limited as at 31 December 2017, their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Basis for Opinion

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

Key Audit Matters

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

I have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report, including in relation to these matters. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks

of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matters below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

Key audit matter and how audit procedures respond for this matter are describe below.

Recognition of revenue from sales

Revenue from sales of chemical products for industrial use is a significant amount. In addition, the Company has a large number of customers and a variety of terms and conditions of sale. I therefore determined as a key audit matter by focusing on the amount and timing of the recognition of revenue from sales. The accounting policy on the recognition of revenue from sales is disclosed in Note 4.1 to the financial statements.

I performed the audit procedures on the recognition of revenue from sales of the Company including:

- o Assessing and testing of the Company's internal controls with respect to the revenue cycle.
- o Applying a sampling method to select sales supporting documents to examine whether the revenue recognition was in compliance with the Company's accounting policy.
- o On a sampling basis, examining supporting documents for actual sales transactions occurring during the year and near the end of the accounting period.
- o Performing analytical procedures on disaggregated data of revenue from sales.

Other Information

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

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

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

When I read the annual report of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

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

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

In preparing the financial statements, management is responsible for assessing the Group'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 or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the 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 Thai Standards on Auditing 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 financial statements.

As part of an audit in accordance with Thai Standards on Auditing, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

- o Identify and assess the risks of material misstatement of the 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.

- o 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 internal control.
- o Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- o 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 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 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 to cease to continue as a going concern.
- o Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- o 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, related safeguards.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the 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.

I am responsible for the audit resulting in this independent auditor's report.



Gingkarn Atsawarangsalit

Certified Public Accountant (Thailand) No. 4496

EY Office Limited

Bangkok: 23 February 2018

Golden Lime Public Company Limited and its subsidiary

Statement of financial position

As at 31 December 2017

(Unit: Baht)

	Consolidated			
	Note	financial statements	Separate financial statements	
		2017	2017	2016
Assets				
Current assets				
Cash and cash equivalents	7	50,339,602	38,117,059	96,780,614
Current investment	8	2,989,705	2,989,705	2,954,320
Trade and other receivables	9	143,594,057	143,594,057	120,309,649
Inventories	10	169,645,609	169,645,609	150,332,384
Other current assets		3,883,282	3,770,140	8,232,959
Total current assets		370,452,255	358,116,570	378,609,926
Non-current assets				
Restricted bank deposits	11	-	-	12,000,000
Investment in subsidiary	12	-	20,000,000	-
Other investment	13	3,296,954	3,296,954	3,544,018
Investment properties	14	8,084,001	8,084,001	8,084,001
Property, plant and equipment	15	585,944,121	588,299,141	523,983,284
Intangible assets	16	10,148,381	9,440,202	9,000,000
Deferred tax assets	24	1,729,718	1,729,718	1,675,142
Other non-current assets		2,827,177	2,677,177	1,622,006
Total non-current assets		612,030,352	633,527,193	559,908,451
Total assets		982,482,607	991,643,763	938,518,377

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

Golden Lime Public Company Limited and its subsidiary

Statement of financial position (continued)

As at 31 December 2017

(Unit: Baht)

	Consolidated			
	Note	financial statements	Separate financial statements	
		2017	2017	2016
Liabilities and shareholders' equity				
Current liabilities				
Bank overdraft and short-term loans from				
financial institution	17	214,612,234	214,612,234	80,000,000
Trade and other payables	6, 18	74,907,111	78,619,087	70,800,237
Advance received from customers		4,669,961	4,669,961	67,319,085
Current portion of long-term loans	19	30,960,000	30,960,000	30,960,000
Current portion of liabilities under finance lease				
agreements	20	622,660	622,660	2,941,466
Income tax payable		3,635,898	3,635,898	2,236,272
Other current liabilities		3,102,036	2,779,583	3,708,466
Total current liabilities		332,509,900	335,899,423	257,965,526
Non-current liabilities				
Long-term loans - net of current portion	19	57,331,400	57,331,400	88,291,400
Liabilities under finance lease agreements - net of				
current portion	20	1,549,448	1,549,448	1,707,140
Provision for long-term employee benefits	21	10,580,177	10,563,791	11,982,183
Total non-current liabilities		69,461,025	69,444,639	101,980,723
Total liabilities		401,970,925	405,344,062	359,946,249

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

Golden Lime Public Company Limited and its subsidiary

Statement of financial position (continued)

As at 31 December 2017

(Unit: Baht)

	Consolidated financial statements	Separate financial statements	
		2017	2016
Shareholders' equity			
Share capital			
Registered			
300,000,000 ordinary shares of Baht 1 each	300,000,000	300,000,000	300,000,000
Issued and paid-up			
300,000,000 ordinary shares of Baht 1 each	300,000,000	300,000,000	300,000,000
Share premium	194,175,000	194,175,000	194,175,000
Retained earnings			
Appropriated - statutory reserve	22 30,000,000	30,000,000	30,000,000
Unappropriated	56,212,671	62,000,690	54,301,425
Other component of shareholders' equity	124,011	124,011	95,703
Total shareholders' equity	580,511,682	586,299,701	578,572,128
Total liabilities and shareholders' equity	982,482,607	991,643,763	938,518,377
	-	-	-

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

.....

Directors

.....



Golden Lime Public Company Limited and its subsidiary
Statement of comprehensive income
For the year ended 31 December 2017

(Unit: Baht)

	Note	Consolidated financial statements	Separate financial statements	
		2017	2017	2016
Profit or loss:				
Revenues				
Sales and service income		912,190,412	912,190,412	791,197,646
Gain on foreign exchange		436,780	436,780	566,908
Other income		7,134,826	7,102,081	12,580,601
Total revenues		919,762,018	919,729,273	804,345,155
Expenses				
Cost of sales and services		655,122,890	655,122,890	552,566,155
Selling expenses		113,690,865	113,690,865	85,507,943
Administrative expenses		64,370,892	58,550,128	86,080,160
Total expenses		833,184,647	827,363,883	724,154,258
Profit before finance cost and income tax expenses		86,577,371	92,365,390	80,190,897
Finance cost		(3,405,766)	(3,405,766)	(4,509,588)
Profit before income tax expenses		83,171,605	88,959,624	75,681,309
Income tax expenses	24	(12,377,774)	(12,377,774)	(7,679,700)
Profit for the year		70,793,831	76,581,850	68,001,609
Other comprehensive income:				
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods:</i>				
Gain (loss) on change in value of available-for-sale investment		35,385	35,385	-1,379,509
Less: Income tax effect	24	(7,077)	(7,077)	275,901
Other comprehensive income to be reclassified to profit or loss in subsequent periods - net of income tax		28,308	28,308	(1,103,608)
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods:</i>				
Actuarial gains	21	3,526,727	3,526,727	-
Less: Income tax effect	24	(409,312)	(409,312)	-
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax		3,117,415	3,117,415	-
Other comprehensive income for the year		3,145,723	3,145,723	(1,103,608)
Total comprehensive income for the year		73,939,554	79,727,573	66,898,001
Earnings per share	26			
Basic earnings per share		0.24	0.26	0.23

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





Golden Lime Public Company Limited and its subsidiary

Statement of changes in shareholders' equity

For the year ended 31 December 2017

		Consolidated financial statements						(Unit: Baht)	
Note	Issued and paid-up share capital	Share premium	Retained earnings		Surplus on change in value of available-for-sale investment	Other component of equity	Total shareholders' equity		
			Appropriated statutory reserve	Unappropriated					
Balance as at 1 January 2017	300,000,000	194,175,000	30,000,000	54,301,425	95,703		578,572,128		
Profit for the year	-	-	-	70,793,831	-		70,793,831		
Other comprehensive income for the year	-	-	-	3,117,415	28,308		3,145,723		
Total comprehensive income for the year	-	-	-	73,911,246	28,308		73,939,554		
Dividend paid	-	-	-	(72,000,000)	-		(72,000,000)		
Balance as at 31 December 2017	300,000,000	194,175,000	30,000,000	56,212,671	124,011		580,511,682		
	-	-	-	-	-		-		

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



Golden Lime Public Company Limited and its subsidiary
Statement of changes in shareholders' equity (continued)
For the year ended 31 December 2017

(Unit: Baht)

		Separate financial statements					
	Note	Issued and paid-up share capital	Share premium	Retained earnings		Other component of equity	Total shareholders' equity
				Appropriated statutory reserve	Unappropriated	Other comprehensive income	
Balance as at 1 January 2016		300,000,000	194,175,000	30,000,000	100,299,816	1,199,311	625,674,127
Profit for the year		-	-	-	68,001,609	-	68,001,609
Other comprehensive income for the year		-	-	-	-	(1,103,608)	(1,103,608)
Total comprehensive income for the year		-	-	-	68,001,609	(1,103,608)	66,898,001
Dividend paid	29	-	-	-	(114,000,000)	-	(114,000,000)
Balance as at 31 December 2017		300,000,000	194,175,000	30,000,000	54,301,425	95,703	578,572,128
Balance as at 1 January 2017		300,000,000	194,175,000	30,000,000	54,301,425	95,703	578,572,128
Profit for the year		-	-	-	76,581,850	-	76,581,850
Other comprehensive income for the year		-	-	-	3,117,415	28,308	3,145,723
Total comprehensive income for the year		-	-	-	79,699,265	28,308	79,727,573
Dividend paid	29	-	-	-	(72,000,000)	-	(72,000,000)
Balance as at 31 December 2017		300,000,000	194,175,000	30,000,000	62,000,690	124,011	586,299,701
		-	-	-	-	-	-

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

Golden Lime Public Company Limited and its subsidiary**Statement of cash flows****For the year ended 31 December 2017**

(Unit: Baht)

	Consolidated		
	financial statements	Separate financial statements	
	2017	2017	2016
Cash flows from operating activities			
Profit before income tax expenses	83,171,605	88,959,624	75,681,309
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities			
Depreciation and amortisation	85,460,730	85,293,366	98,949,129
Allowance for doubtful accounts (reversal)	226,702	226,702	(3,297)
Reduction of inventory to net realisable value (reversal)	247,064	247,064	(202,280)
Gain on sales of equipment and vehicles	(364,484)	(364,484)	(3,023,989)
Gain on sales of current investment	-	-	(1,621,349)
Unrealised loss (gain) on foreign exchange	94,863	94,863	(135,125)
Movements in provision for long-term employee benefits	2,198,754	2,182,368	3,373,364
Interest expenses	3,405,766	3,405,766	4,509,588
Profit from operating activities before changes in operating assets and liabilities	174,441,000	180,045,269	177,527,350
Operating assets (increase) decrease			
Trade and other receivables	(23,612,593)	(23,612,593)	35,612,729
Inventories	(19,313,225)	(19,313,225)	40,664,053
Other current assets	4,349,677	4,462,819	12,046,423
Other non-current assets	511,719	661,719	1,373,579
Operating liabilities increase (decrease)			
Trade and other payables	(7,065,608)	(7,189,582)	(43,268,642)
Advance received from customers	(62,649,124)	(62,649,124)	48,427,627
Other current liabilities	(606,430)	(928,883)	394,686
Cash paid for long-term employee benefits	(74,033)	(74,033)	-
Cash flows from operating activities	65,981,383	71,402,367	272,777,805
Cash paid for income tax expenses	(11,449,113)	(11,449,113)	(9,629,964)
Net cash flows from operating activities	54,532,270	59,953,254	263,147,841
Cash flows from investing activities			
Decrease in restricted bank deposits	12,000,000	12,000,000	-
Cash received from sales of current investment	-	-	50,000,000
Cash paid for investment in subsidiary	-	(20,000,000)	-
Cash paid for purchases of property, building and equipment	(130,532,884)	(128,997,624)	(111,205,552)
Cash paid for purchases of intangible assets	(1,280,938)	(459,725)	(9,000,000)
Cash received from sales of equipment and vehicles	364,486	364,486	4,193,958
Decrease (increase) in deposits for acquisition of machine	(1,716,890)	(1,716,890)	5,772,894
Net cash flows used in investing activities	(121,166,226)	(138,809,753)	(60,238,700)

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



Golden Lime Public Company Limited and its subsidiary
Statement of cash flows (continued)
For the year ended 31 December 2017

(Unit: Baht)

	Consolidated	Separate financial statements	
	financial statements	2017	2016
	2017		
Cash flows from financing activities			
Increase (decrease) in bank overdrafts and short-term loans			
from financial institution	134,612,234	134,612,234	(8,106,187)
Cash received from long-term loans	-	-	48,000,000
Repayment of long-term loans	(30,960,000)	(30,960,000)	(58,220,000)
Repayment of finance lease payables	(3,267,905)	(3,267,905)	(10,649,213)
Dividend paid	(72,007,268)	(72,007,268)	(114,000,467)
Cash paid for interest expenses	(8,184,117)	(8,184,117)	(9,457,594)
Net cash flows from (used in) financing activities	20,192,944	20,192,944	(152,433,461)
Net increase (decrease) in cash and cash equivalents	(46,441,012)	(58,663,555)	50,475,680
Cash and cash equivalents at beginning of year	96,780,614	96,780,614	46,304,934
Cash and cash equivalents at end of year	50,339,602	38,117,059	96,780,614
	-	-	
Supplemental cash flows information			
Non-cash transactions			
Acquisition of vehicles under finance lease agreements	649,000	649,000	2,644,860
Other payables for purchase of assets	11,094,266	14,930,216	-8,432,748
Other payables for purchase of intangible assets	34,775	34,775	-
Actuarial gains	3,526,727	3,526,727	-

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

Golden Lime Public Company Limited
Notes to consolidated financial statements
For the year ended 31 December 2017

1. General information

Golden Lime Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. Its parent company is CE Lime (Thailand) Limited, which was incorporated in Thailand. It is principally engaged in the manufacture and distribution of chemical products and supply, assembly and installation of equipment. The Company has three branches, with two in Saraburi and the other in Lopburi.

On 1 December 2017, the Company registered with the Ministry of Commerce to change the registered address from 8/222 Moo 3, Srisamarn Soi 2, Tambon Banmai, Amphur Pakkred, Nonthaburi to 89 Cosmo Office Park, 6th Floor, Unit H, Popular Road, Banmai, Pakkret, Nonthaburi.

As at 31 December 2016, CE Lime (Thailand) Limited had 52.13% of the Company's ordinary shares. Subsequently on 22 December 2017, CE Limited (Thailand) Limited acquired of 65 million ordinary shares from the Monsereenusorn family. As a result, as at 31 December 2017, CE Limited (Thailand) Limited had 73.79% of ordinary shares.

2. Basis of preparation

- 2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and their presentation has been made in compliance with the stipulations of the Notification of the Department of Business Development dated 11 October 2016, issued under the Accounting Act B.E. 2543.

The financial statements in Thai language are the official statutory financial statements of the Company. The financial statements in English language have been translated from the Thai language financial statements.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

2.2 Basis of consolidation

On 15 March 2017, the Company registered and established Golden Lime Engineering Company Limited in Thailand with a registered share capital of Baht 20 million. This company is principally engaged in the engineering consulting services and drawing designs, assembly and installation of equipment. The Company invests at 99.99% of

its shares in this company. The Company is prepared consolidated financial statements in accordance as follows:

- a) The consolidated financial statements include the financial statements of Golden Lime Public Company Limited (“the Company”) and the financial statements of Golden Lime Engineering Company Limited (“the subsidiary”).
- b) The Company is deemed to have control over an investee or subsidiary if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
- c) Subsidiary are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- d) The financial statements of the subsidiary are prepared using the same significant accounting policies as the Company.
- e) Material balances and transactions between the Company and its subsidiary company have been eliminated from the consolidated financial statements.
- f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiary that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

2.3 The separate financial statements present investments in subsidiary under the cost method.

3. New financial reporting standards

(a) Financial reporting standards that became effective in the current year

During the year, the Company and its subsidiary have adopted the revised financial reporting standards and interpretations (revised 2016) and new accounting treatment guidance which are effective for fiscal years beginning on or after 1 January 2017. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of standards. The adoption of these financial reporting standards does not have any significant impact on the Company and its subsidiary financial statements.

(b) Financial reporting standards that will become effective in the future

During the current year, the Federation of Accounting Professions issued a number of revised financial reporting standards and interpretations (revised 2017) which are effective for fiscal years beginning on or after 1 January 2018. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes and clarifications directed towards disclosures in the notes to financial statements.

The management of the Company and its subsidiary believe that the revised financial reporting standards will not have any significant impact on the financial statements when they are initially applied.

4. Significant accounting policies

4.1 Revenue recognition

Sales of goods

Sales of goods are recognised when the significant risks and rewards of ownership of the goods have passed to the buyer. Sales are the invoiced value, excluding value added tax, of goods supplied after deducting discounts and allowances.

Rendering of services

Service revenue is recognised when services have been rendered taking into account the stage of completion.

Interest income

Interest income is recognised on an accrual basis based on the effective interest rate.

4.2 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and at banks, and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

4.3 Trade accounts receivable

Trade accounts receivable are stated at the net realisable value. Allowance for doubtful accounts is provided for the estimated losses that may be incurred in collection of receivables. The allowance is generally based on collection experience and analysis of debt aging.

4.4 Inventories

Finished goods and work in process are valued at the lower of cost (under the weighted average method) and net realisable value. Cost includes all production costs and attributable factory overheads.

Raw materials and supplies are valued at the lower of average cost and net realisable value and are charged to production costs whenever consumed.

4.5 Investments

- a) Investment in available-for-sale securities are stated at fair value. Change in the fair value of these securities are recorded in other comprehensive income, and will be recorded in profit or loss when the securities are sold.
- b) Other long-term investments in non-marketable equity securities, which the Company holds as other investments, are stated at cost net of allowance for loss on diminution in value (if any).
- c) Investment in subsidiary is accounted for in the separate financial statements using the cost method.

The fair value of unit trusts is determined from their net asset value.

The weighted average method is used for computation of the cost of investments.

4.6 Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and allowance for loss on impairment (if any).

Depreciation of investment properties is calculated by reference to their costs on the straight-line basis over estimated useful lives of 5 years. Depreciation of the investment properties is included in determining income.

No depreciation is provided on land of investment properties.

On disposal of investment properties, the difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period when the asset is derecognised.

4.7 Property, plant and equipment/Depreciation

Land is stated at cost. Buildings and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Depreciation of plant and equipment is calculated by reference to their costs, on the straight-line basis over the following estimated useful lives:

Buildings and building improvement	5 - 20 years
Machinery and equipment	5 - 10 years
Office equipment	5 years
Vehicles	5 years

Depreciation is included in determining income.

No depreciation is provided on land and assets under installation and construction.

An item of building and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset is included in profit or loss when the asset is derecognised.

4.8 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

4.9 Intangible assets

Intangible assets with finite lives are amortised on a systematic basis over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

A summary of the intangible assets with finite useful lives is as follows:

Computer software	5 years
-------------------	---------

4.10 Related party transactions

Related parties comprise individuals or enterprises that control, or are controlled by, the Company, whether directly or indirectly, or which are under common control with the Company. They also include associated companies, and individuals or enterprises which directly or indirectly own a voting interest in the Company that gives them significant influence over the Company, key management personnel, directors, and officers with authority in the planning and direction of the Company's operations.

4.11 Long-term leases

Leases of property, plant and equipment which transfer substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lower of the fair value of the leased assets and the present value of the minimum lease payments. The outstanding rental obligations, net of finance charges, are included in long-term payables, while the interest element is charged to profit or loss over the lease period. The assets acquired under finance leases are depreciated over the useful life of the assets.

Leases of property, plant and equipment which do not transfer substantially all the risks and rewards of ownership are classified as operating leases. Operating lease payments are recognised as an expense in profit or loss on a straight line basis over the lease term.

4.12 Foreign currencies

The financial statements are presented in Baht, which is also the Company's functional currency. Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period.

Gains and losses on exchange are included in determining income.

4.13 Impairment of assets

At the end of each reporting period, the Company performs impairment reviews in respect of the property, plant and equipment, investment properties and intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount.

An impairment loss is recognised in profit or loss.

4.14 Employee benefits

Short-term employee benefits

Salaries, wages, bonuses and contributions to the social security fund are recognised as expenses when incurred.

Post-employment benefits

Defined contribution plans

The Company and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company. The fund's assets are held in a separate trust fund and the Company's contributions are recognised as expenses when incurred.

Defined benefit plans

The Company has obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Company treats these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from post-employment benefits are recognised immediately in other comprehensive income.

4.15 Provisions

Provisions are recognised when the Company has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

4.16 Income tax

Income tax expense represents the sum of corporate income tax currently payable and deferred tax.

Current tax

Current income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

Deferred tax

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Company recognises deferred tax liabilities for all taxable temporary differences while it recognises deferred tax assets for all deductible temporary differences to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences can be utilised.

At each reporting date, the Company review and reduce the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

The Company records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

4.17 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Company apply a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Company measure fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

- Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities
- Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly
- Level 3 - Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Company determine whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

5. Significant accounting judgements and estimates

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosures; and actual results could differ from these estimates. Significant judgements and estimates are as follows:

Leases

In determining whether a lease is to be classified as an operating lease or finance lease, the management is required to use judgement regarding whether significant risk and rewards of ownership of the leased asset has been transferred, taking into consideration terms and conditions of the arrangement.

Allowance for doubtful accounts

In determining an allowance for doubtful accounts, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the prevailing economic condition.

Fair value of financial instruments

In determining the fair value of financial instruments recognised in the statement of financial position that are not actively traded and for which quoted market prices are not readily available, the management exercise judgement, using a variety of valuation techniques and models. The input to these models is taken from observable markets, and includes consideration of credit risk (bank and counterparty, both) liquidity, correlation and longer-term volatility of financial instruments. Change in assumptions about these factors could affect the fair value recognised in the statement of financial position and disclosures of fair value hierarchy.

Investment properties

In determining depreciation of investment properties, the management is required to make estimates of the useful lives and residual values of the investment properties and to review estimate useful lives and residual values when there are any changes.

In addition, the management is required to review investment properties for impairment on a periodical basis and record impairment losses when it is determined that their recoverable amount is lower than the carrying amount. This requires judgements regarding forecast of future revenues and expenses relating to the assets subject to the review.

Property, plant and equipment/Depreciation

In determining depreciation of plant and equipment, the management is required to make estimates of the useful lives and residual values of the plant and equipment and to review estimate useful lives and residual values when there are any changes.

In addition, the management is required to review property, plant and equipment for impairment on a periodical basis and record impairment losses when it is determined that their recoverable amount is lower than the carrying amount. This requires judgements regarding forecast of future revenues and expenses relating to the assets subject to the review.

Deferred tax assets

Deferred tax assets are recognised for deductible temporary differences to the extent that it is probable that taxable profit will be available against which the temporary differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of estimate future taxable profits.

Post-employment benefits under defined benefit plans

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

Litigation

The Company has contingent liabilities as a result of litigation. The Company's management has used judgement to assess of the results of the litigation and believes that no loss will result. Therefore no contingent liabilities are recorded as at the end of reporting period.

6. Related party transactions

During the years, the Company and its subsidiary had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Company and those related parties.

(Unit: Million Baht)

	Consolidated financial statements	Separate financial statements		
	2017	2017	2016	Transfer pricing policy
<u>Transaction with subsidiary</u>				
(eliminated from the consolidated financial statements)				
Consulting fee	-	3.6	-	At the rate specified in the agreement
<u>Transaction with related companies</u>				
Purchase of goods	6.4	6.4	9.5	At agreed upon price
Consulting fee	14.6	14.6	-	At the rate specified in the agreement
Transportation expenses	10.7	10.7	-	At the rate specified in the agreement
<u>Transactions with related person</u>				
Rental expenses	0.9	0.9	1.0	At the rate specified in the agreement

As at 31 December 2017 and 2016, the balances of the accounts between the Company and those related companies are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements	
	2017	2017	2016
<u>Trade and other payables - related parties (Note 18)</u>			
Subsidiary	-	3,836	-
Related companies ⁽¹⁾	2,908	2,908	10,419
Total	2,908	6,744	10,419
Relationship with the related companies			

⁽¹⁾ Common ultimate shareholder

Directors and management's benefits

During the year ended 31 December 2017 and 2016, the Company and its subsidiary had employee benefit expenses to their directors and management as below.

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements	financial statements
	2017	2017	2016
Short-term employee benefits	25,269	25,269	13,320
Termination benefits	758	758	1,996
Total	26,027	26,027	15,316

7. Cash and cash equivalents

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements	financial statements
	2017	2017	2016
Cash	319	295	291
Bank deposits in saving accounts	49,558	37,359	91,438
Bank deposits in current accounts	463	463	5,052
Total	50,340	38,117	96,781

As at 31 December 2017, bank deposits in saving accounts carried interests between 0.05 and 0.37 percent per annum (2016: 0.05 and 0.37 percent per annum).

8. Current investment

(Unit: Thousand Baht)

	Consolidated and separate financial statements	Separate financial statements
	2017	2016
<u>Available-for-sale securities</u>		
Investment in open-end fund - cost	2,835	2,835
Add: Change in fair value	155	119
Total investment in open-end fund	<u>2,990</u>	<u>2,954</u>

9. Trade and other receivables

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements	
	2017	2017	2016
<u>Trade receivables - unrelated parties</u>			
Aged on the basis of due dates			
Not yet due	101,732	101,732	92,252
Past due			
1 - 90 days	39,149	39,149	27,683
91 - 180 days	2,155	2,155	244
181 - 365 days	498	498	-
Over 365 days	1,371	1,371	1,374
Total	<u>144,905</u>	<u>144,905</u>	<u>121,553</u>
Less: Allowance for doubtful debts	<u>(1,602)</u>	<u>(1,602)</u>	<u>(1,375)</u>
Total trade receivable - net	<u>143,303</u>	<u>143,303</u>	<u>120,178</u>
<u>Other receivables</u>			
Advances - unrelated parties	291	291	132
Total other receivables	<u>291</u>	<u>291</u>	<u>132</u>
Total trade and other receivables - net	<u>143,594</u>	<u>143,594</u>	<u>120,310</u>

10. Inventories

(Unit: Thousand Baht)

	Cost		Reduce cost to net realisable value		Inventories-net	
	Consolidated and separate financial statements	Separate financial statements	Consolidated and separate financial statements	Separate financial statements	Consolidated and separate financial statements	Separate financial statements
	2017	2016	2017	2016	2017	2016
Finished goods	11,360	19,968	-	-	11,360	19,968
Work in process	2,954	18,757	-	-	2,954	18,757
Raw materials	74,074	57,687	(1,524)	(1,524)	72,550	56,163
Supplies	82,782	53,039	-	-	82,782	53,039
Goods in transit	-	2,405	-	-	-	2,405
Total	171,170	151,856	(1,524)	(1,524)	169,646	150,332

11. Restricted bank deposits

As at 31 December 2016, the Company and its subsidiary had fixed deposits pledged with the financial institution to secure credit facilities amounting to Baht 12 million (2017: Nil).

12. Investment in subsidiary

Details of investment in subsidiary as presented in separate financial statements are as follows:

(Unit: Thousand Baht)

Company's name	Paid-up capital		Shareholding percentage		Cost	
	2017	2016	2017	2016	2017	2016
			(%)	(%)		
Golden Lime Engineering Company Limited	20,000	-	99.99	-	20,000	-
Total					20,000	-

13. Other investment

(Unit: Thousand Baht)

	Consolidated and separate financial statements	Separate financial statements
	2017	2016
PT. KRAKATAU GOLDEN LIME	5,418	5,418
Less: Allowance for impairment of investment	(2,121)	(1,874)
Total other investment - net	3,297	3,544

On 26 November 2013, the Company has entered into a joint venture agreement whereby it is to invest in 10 percent of the registered share capital (708,100 ordinary shares of IDR 10,000 each) or IDR 7.1 billion in PT. KRAKATAU GOLDEN LIME, a company newly established in Indonesia, to engage in the manufacture and distribution of lime. The Company has recorded part of the investment called up in accordance with the agreement.

The resolution of PT. KRAKATAU GOLDEN LIME's shareholders meeting agreed to suspend the operations, effective from May 2016. At present, PT. KRAKATAU GOLDEN LIME is in the process of considering developing a new business plan.

14. Investment properties

Investment properties of the Company and its subsidiary are land and structures thereon, with the following net book value as of 31 December 2017 and 2016.

(Unit: Thousand Baht)

	Consolidated and separate financial statements			Separate financial statements		
	2017			2016		
	Land	Building	Total	Land	Building	Total
Cost	8,084	1,000	9,084	8,084	1,000	9,084
Less: Accumulated depreciation	-	(1,000)	(1,000)	-	(1,000)	(1,000)
Net book value	8,084	-	8,084	8,084	-	8,084

The fair value of the investment properties as at 31 December 2017 and 2016 stated below:

(Unit: Thousand Baht)

	Consolidated and separate financial statements	Separate financial statements
	2017	2016
Land	17,936	17,936
Land and warehouse for rent	13,372	13,372
Total	31,308	31,308

The fair values of the above investment properties has been determined based on valuation performed by an accredited independent valuer and the management of the Company as below. The fair value of land has been determined by an accredited independent valuer based on market prices.

The fair value of land and warehouse for rent has been determined by the management of the Company based on income approach. The main assumptions used in the valuation are yield rate, inflation rate, long-term vacancy rate and long-term growth in real rental rates.

The Company and its subsidiary mortgaged investment properties with net book values amounting to Baht 8.1 million (2016: Baht 8.1 million) with banks to secure long-term loans and other credit facilities granted to the Company as described in Note 30.5 to financial statements.

The Company and its subsidiary have land with a book value of Baht 2 million (2016: Baht 2 million) that currently has no development plan.

15. Property, plant and equipment

(Unit: Thousand Baht)

Consolidated financial statements							
	Land	Building and building improvement	Machinery and equipment	Office equipment	Vehicles	Asset under installation and construction	Total
Cost							
1 January 2017	84,907	135,518	781,837	9,063	167,299	171,091	1,349,715
Additions	-	271	18,557	2,094	1,069	120,285	142,276
Disposals	-	-	-	-	(3,892)	-	(3,892)
Transfer in (out)	-	3,500	23,640	-	-	(27,140)	-
Capitalised interest	-	-	-	-	-	4,978	4,978
31 December 2017	84,907	139,289	824,034	11,157	164,476	269,214	1,493,077
Accumulated depreciation							
1 January 2017	-	93,691	576,146	7,423	148,472	-	825,732
Depreciation for the year	-	12,927	60,406	867	11,093	-	85,293
Depreciation on disposals	-	-	-	-	(3,892)	-	(3,892)
31 December 2017	-	106,618	636,552	8,290	155,673	-	907,133
Net book value							
1 January 2017	84,907	41,827	205,691	1,640	18,827	171,091	523,983
31 December 2017	84,907	32,671	187,482	2,867	8,803	269,214	585,944
Depreciation for the period							
2017 (Baht 73.7 million included in manufacturing cost, and the balance in selling and administrative expenses)							85,293

(Unit: Thousand Baht)

Separate financial statements							
	Land	Building and building improvement	Machinery and equipment	Office equipment	Vehicles	Asset under installation and construction	Total
Cost							
1 January 2016	84,907	119,786	726,785	8,318	171,367	140,240	1,251,403
Additions	-	1,944	15,209	745	7,462	80,056	105,416
Disposals	-	-	-	-	(11,530)	(1,051)	(12,581)
Transfer in (out)	-	13,788	39,843	-	-	(53,631)	-
Capitalised interest	-	-	-	-	-	5,477	5,477
31 December 2016	84,907	135,518	781,837	9,063	167,299	171,091	1,349,715
Additions	-	271	18,524	1,717	1,069	122,996	144,577
Disposals	-	-	-	-	(3,892)	-	(3,892)
Transfer in (out)	-	3,500	23,640	-	-	(27,140)	-
Capitalised interest	-	-	-	-	-	4,978	4,978
31 December 2017	84,907	139,289	824,001	10,780	164,476	271,925	1,495,378

(Unit: Thousand Baht)

	Separate financial statements						
	Land	Building and improvement	Machinery and equipment	Office equipment	Vehicles	Asset under installation and construction	Total
Accumulated depreciation							
1 January 2016	-	78,239	511,328	6,583	142,045	-	738,195
Depreciation for the year	-	15,452	64,818	840	17,839	-	98,949
Depreciation on disposals	-	-	-	-	(11,412)	-	(11,412)
31 December 2016	-	93,691	576,146	7,423	148,472	-	825,732
Depreciation for the year	-	12,927	60,402	817	11,093	-	85,239
Depreciation on disposals	-	-	-	-	(3,892)	-	(3,892)
31 December 2017	-	106,618	636,548	8,240	155,673	-	907,079
Net book value							
31 December 2016	84,907	41,827	205,691	1,640	18,827	171,091	523,983
31 December 2017	84,907	32,671	187,453	2,540	8,803	271,925	588,299
Depreciation for the year							
2016 (Baht 81.3 million included in manufacturing cost, and the balance in selling and administrative expenses)							98,949
2017 (Baht 73.7 million included in manufacturing cost, and the balance in selling and administrative expenses)							85,239

During the year ended 31 December 2017, the Company included borrowing costs in the cost of machinery amounting to Baht 5.0 million (2016: Baht 5.5 million).

As at 31 December 2017, the Company had vehicles under finance lease agreements with net book values amounting to Baht 2.6 million (2016: Baht 8.1 million).

As at 31 December 2017, certain plant and equipment items have been fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 601.7 million (2016: Baht 482.7 million).

The Company has mortgaged plots of land with structures there on and machinery with net book values amounting to Baht 183.9 million (2016: Baht 229.0 million) with banks to secure loans and other credit facilities granted to the Company as described in Note 30.5 to financial statements.

16. Intangible assets

The net book value of intangible assets as at 31 December 2017 and 2016 is presented below.

	(Unit: Thousand Baht)
	Consolidated
	financial statements
	31 December 2017
Computer software - cost	10,315
Accumulated amortisation	(167)
Net book value	10,148

	(Unit: Thousand Baht)	
	Separate	
	financial statements	
	31 December	31 December
	2017	2016
Computer software - cost	9,494	9,000
Accumulated amortisation	(54)	-
Net book value	9,440	9,000

A reconciliation of the net book value of intangible assets for the years 2017 and 2016 is presented below.

	(Unit: Thousand Baht)
	Consolidated financial
	statements
	2017
Net book value at 1 January	9,000
Acquisition during the year - at cost	1,315
Amortisation	(167)
Net book value at 31 December	10,148

(Unit: Thousand Baht)		
Separate financial statements		
	2017	2016
Net book value at 1 January	9,000	-
Acquisition during the year - at cost	494	9,000
Amortisation	(54)	-
Net book value at 31 December	9,440	9,000

17. Bank overdrafts and short-term loans from financial institutions

(Unit: Thousand Baht)				
	Interest rate (% per annum)		Consolidated and separate financial statements	Separate financial statements
	2017	2016	2017	2016
Bank overdraft	MOR, MOR - 2.25%	-	12,133	-
Promissory notes	2.40% - 2.50%	2.00%	150,000	80,000
Trust receipt	2.00%	-	52,479	-
Total			214,612	80,000

Parts of short-term loans from financial institutions are secured by the mortgage of plots of land with structures thereon and machinery of the Company as described in Note 30.5 to interim financial statements.

18. Trade and other payables

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements	
	2017	2017	2016
Trade payables - related parties	-	-	9,589
Trade payables - unrelated parties	21,757	21,757	30,818
Other payables - related parties	1,564	1,564	830
Other payables - unrelated parties	17,617	17,617	14,610
Other payables for purchase of assets			
- related parties	1,344	5,180	-
Other payables for purchase of assets			
- unrelated parties	13,886	13,886	4,136
Other payables for purchase of intangible assets	35	35	-
Advances	202	202	196
Accrued interests	132	132	75
Accrued expenses	18,370	18,246	10,546
Total	74,907	78,619	70,800

19. Long-term loans

(Unit: Thousand Baht)

		Consolidated and separate financial statements	Separate financial statements
Interest rate (% per annum)	Repayment schedule	2017	2016
4.75	Payment of principal, excluded interest, in monthly installments; to be completed within February 2021	88,291	119,251
Less: Current portion		(30,960)	(30,960)
Long-term loans, net of current portion		57,331	88,291

Movements in the long-term loans account of the Company during the year ended 31 December 2017 are summarised below.

	(Unit: Thousand Baht)
	Consolidated and separate financial statements
Balance as at 1 January 2017	119,251
Less: Repayment	(30,960)
Balance as at 31 December 2017	88,291

The long-term loans are secured by the mortgage of plots of land with structure thereon and machinery of the Company as described in Note 30.5 to financial statements.

20. Liabilities under finance lease agreements

	(Unit: Thousand Baht)	
	Consolidated and separate financial statements	Separate financial statements
	2017	2016
Liabilities under finance lease agreements	2,359	4,937
Less: Deferred interest expenses	(187)	(289)
Total	2,172	4,648
Less: Portion due within one year	(623)	(2,941)
Liabilities under finance lease agreements - net of current portion	1,549	1,707

The Company has entered into the finance lease agreements with leasing companies for rental of vehicles for use in its operation, whereby it is committed to pay rental on a monthly basis. The terms of the agreements are generally 4 years. Under the terms of the agreements, the Company has the option to purchase the assets leases. The Company are required to comply with the conditions and restrictions set forth in the agreements.

Future minimum lease payments required under the finance lease agreements were as follows:

(Unit: Thousand Baht)

	Consolidated and separate financial statements		
	As at 31 December 2017		
	Less than 1 year	1-4 years	Total
Future minimum lease payments	714	1,645	2,359
Deferred interest expenses	(91)	(96)	(187)
Present value of future minimum lease payments	623	1,549	2,172

(Unit: Thousand Baht)

	Separate financial statements		
	As at 31 December 2016		
	Less than 1 year	1-4 years	Total
Future minimum lease payments	3,084	1,853	4,937
Deferred interest expenses	(143)	(146)	(289)
Present value of future minimum lease payments	2,941	1,707	4,648

21. Provision for long-term employee benefits

Provision for long-term employee benefits as at 31 December 2017 and 2016, which represents compensation payable to employees after they retire from the Company and its subsidiary, was as follows:

(Unit: Thousand Baht)

	Consolidated and separate financial statements	Separate financial statements	
	2017	2017	2016
Provision for long-term employee			
benefits at beginning of year	11,982	11,982	8,609
Included in profit or loss:			
Current service cost	1,886	1,870	3,124
Interest cost	313	313	249
Cash paid for long-term employee benefits	(74)	(74)	-
Included in other comprehensive income:			
Actuarial gain arising from			
Demographic assumptions changes	(1,004)	(1,004)	-
Financial assumptions changes	(1,595)	(1,595)	-
Experience adjustments	(928)	(928)	-
Provisions for long-term employee			
benefits at end of year	10,580	10,564	11,982

Long-term employee benefit expenses are included in administrative expenses in the profit or loss.

The Company and its subsidiary expect to pay Baht 3.2 million of long-term employee benefits during the next year (Separate financial statements: Baht 3.2 million) (2016: separate financial statements: Baht 0.4 million).

As at 31 December 2017, the weighted average duration of the liabilities for long-term employee benefit is 8 - 22 years (Separate financial statements: 8 years) (2016: separate financial statements: 11 years).

Significant actuarial assumptions are summarised below:

	Consolidated financial statements	Separate financial statements	
	2017	2017	2016
	(% per annum)	(% per annum)	(% per annum)
Discount rate	1.97 - 3.17	1.97	2.90
Future salary increase rate	2.50	2.50	5.0
Employee turnover rate	0 - 32	0 - 32	0 - 30

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2017 and 2016 are summarised below:

(Unit: Thousand Baht)

	As at 31 December 2017			
	Consolidated financial statements		Separate financial statements	
	Increase 1%	Decrease 1%	Increase 1%	Decrease 1%
Discount rate	(723)	837	(720)	833
Future salary increase rate	764	(673)	760	(670)
Employee turnover rate	(780)	554	(776)	550

(Unit: Thousand Baht)

	As at 31 December 2016	
	Separate financial statements	
	Increase 1%	Decrease 1%
Discount rate	(931)	1,080
Future salary increase rate	1,109	(971)
Employee turnover rate	(1,006)	393

22. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution. At present, the statutory reserve has fully been set aside.

23. Expenses by nature

Significant expenses classified by nature are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements	
	2017	2017	2016
Changes in inventories of finished goods and work in progress	24,412	24,412	(18,958)
Purchase finished goods	14,575	14,578	29,131
Raw materials and consumables used	319,060	319,060	286,448
Salaries and wages and other employee benefits	82,200	77,566	65,275
Depreciation	85,293	85,239	98,949
Transportation expenses	75,217	75,217	59,516

24. Income tax

Corporate income tax was calculated on profit from non-promoted activities (as described in Note 25 to financial statements) and multiplying by the effective tax rate.

Income tax expenses for the years ended 31 December 2017 and 2016 are made up as follows:

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements	financial statements
	2017	2017	2016
Current income tax:			
Interim corporate income tax charge	12,849	12,849	7,925
Deferred tax:			
Relating to origination and reversal of temporary differences	(471)	(471)	(245)
Income tax expenses reported in the statements of comprehensive income	12,378	12,378	7,680

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2017 and 2016 are as follows:

	(Unit: Thousand Baht)		
	Consolidated financial statements	Separate financial statements	
	2017	2017	2016
Deferred tax relating to loss (gain) from the change in value of available-for-sale investment	(7)	(7)	276
Deferred tax relating to actuarial gains	(409)	(409)	-
Total	(416)	(416)	276

The reconciliation between accounting profit and income tax expense is shown below.

	(Unit: Thousand Baht)		
	Consolidated financial statements	Separate financial statements	
	2017	2017	2016
Accounting profit before tax	83,172	88,960	75,681
Applicable tax rate	20%	20%	20%
Accounting profit before tax multiplied by income tax rate	16,634	17,792	15,136
Effects of:			
Promotional privileges (Note 25)	(5,515)	(5,515)	(7,274)
Non-deductible expenses	67	67	32
Expenses related to unrecognised deferred tax assets	1,187	29	(40)
Additional expense deductions allowed	(12)	(12)	(269)
Others	17	17	95
Income tax expense reported in the statements of comprehensive income	12,378	12,378	7,680

The components of deferred tax assets are as follows:

(Unit: Thousand Baht)

	Consolidated and separate financial statements	Separate financial statements
	2017	2016
Deferred tax assets		
Allowance for doubtful accounts	230	185
Allowance for diminution in value of inventories	305	305
Provision for long-term employee benefits	1,226	1,209
Gain on re-measuring available-for-sale investments	(31)	(24)
Total	1,730	1,675

25. Promotional privileges

The Company has received promotional privileges from the Board of Investment for the manufacture of Calcium Oxide, pursuant to the investment promotion certificate No. 2236(2)/2550 and No. 2288(2)/2557, the manufacture of Calcium Hydroxide pursuant to the promotion certificate No. 59-0430-1-00-1-0 and the manufacture of Calcium Oxide and Calcium Hydroxide production, pursuant to the promotion certificate No.1426(2)/2554. Subject to certain imposed conditions, the privileges include an exemption from or reduction of import duty on machinery, raw materials and significant supplies used in production for export. They also include an exemption from corporate income tax for a period of 8 years (except under certificate No. 2288(2)/2557 and 59-0430-1-00-1-0 where the period is 3 years) from the date the promoted operations commenced generating revenues.

The Company's operating revenues for the years ended 31 December 2017 and 2016, divided between promoted and non-promoted operations are summarised below.

	Promoted operations		Non-promoted operations		(Unit: Thousand Baht) Total	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Sales and service income						
Domestic sales	317,613	323,046	396,590	331,353	714,203	654,399
Export sales	65,200	68,754	132,787	68,045	197,987	136,799
Gain on foreign exchange	-	-	437	567	437	567
Other income	1,075	2,615	6,027	9,965	7,102	12,580
Total sales	<u>383,888</u>	<u>394,415</u>	<u>535,841</u>	<u>409,930</u>	<u>919,729</u>	<u>804,345</u>

26. Earnings per share

Basic earnings per share is calculated by dividing profit for the year (excluded other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

	Consolidated financial statements	Separate financial statements	
	<u>2017</u>	<u>2017</u>	<u>2016</u>
Profit for the year (Thousand Baht)	70,794	76,582	68,002
Weighted average number of ordinary shares (Thousand shares)	300,000	300,000	300,000
Earnings per share (Baht/share)	0.24	0.26	0.23

27. Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

For management purposes, the Company and its subsidiary are organised into business units based on its products and services and have two reportable segments as follows:

The manufacture and distribution of chemical products segment, which manufacture and distribute of Calcium Oxide, Calcium Hydroxide and other related products

The chief operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and total assets and on a basis consistent with that used to measure operating profit or loss and total assets in the financial statements.



(Unit: Thousand Baht)

For the years ended 31 December

	The manufacture and distribution of chemical products segment	The supply, assembly and installation of equipment segment	Total reportable segments	Adjustments and eliminations	Total
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>	<u>2016</u>
Revenue					
Revenue from sales and service	824,161	780,277	912,190	-	791,198
Inter - segment revenue	-	-	3,585	(3,585)	-
Operating results					
Gross profit of segments	220,838	235,032	250,779	(2,711)	238,631
Other income					
Selling expenses					
Administrative expenses					
Finance cost					
Profit before income tax expenses					
Income tax expenses					
Profit for the year					

The following table presents segment assets of the Company's and its subsidiary' operating segments as at 31 December 2017 and 2016.

(Unit: Thousand Baht)

	The manufacture and distribution of chemical products segment		The supply, assembly and installation of equipment segment		Total reportable segments		Adjustments and eliminations		Total	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Segment total assets	980,608	917,631	28,422	20,887	1,009,030	938,518	(26,547)	-	982,483	938,518

Geographic information

Revenue from external customers is based on locations of the customers.

(Unit: Thousand Baht)

	2017	2016
Revenue from external customers		
Thailand	714,203	654,399
Laos	87,911	108,989
Indonesia	98,330	22,148
Others	11,746	5,662
Total	912,190	791,198

Major customers

For the year 2017, the Company and its subsidiary have revenue from a major customer in amount of Baht 86.6 million, arising from sales by the manufacture and distribution of chemical products segment (2016: Baht 108.5 million derived from one major customer, arising from sales by the manufacture and distribution of chemical products segment).

28. Provident fund

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the Company contribute to the fund monthly at the rate of 2 percent of basic salary. The fund, which is managed by Krung Thai Master Pooled Fund, will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2017 amounting to approximately Baht 0.3 million (2016: Baht 0.5 million) were recognised as expenses.

29. Dividends

Dividends	Approved by	Total dividends (Million Baht)	Total shares (Million shares)	Dividend per share (Baht)
Final dividends from profit for the year 2015 (after deduct interim dividends)	Annual General Meeting of the shareholders on 8 April 2016	90.0	300	0.30
Interim dividend announced from retained earnings	Board of Directors' meeting No. 3/2016 on 11 August 2016	24.0	300	0.08
Total dividend for 2016		114.0		



Dividends	Approved by	Total dividends (Million Baht)	Total shares (Million shares)	Dividend per share (Baht)
Final dividends from profit for the year 2016 (after deduct interim dividends)	Annual General Meeting of the shareholders on 5 April 2017	27.0	300	0.09
Interim dividend announced from the operating results for the period as from 1 January to 30 June 2017 and retained earnings	Board of Directors' meeting No. 4/2017 on 10 August 2017	45.0	300	0.15
Total dividend for 2017		72.0		

30. Commitments and contingent liabilities

30.1 Capital commitments

As at 31 December 2017, the Company had capital commitments of Baht 5.4 million relating to building construction agreements and purchasing agreements of machinery and equipment (2016: Baht 15.1 million).

30.2 Operating lease and service agreement commitments

The Company and its subsidiary have entered into several lease agreements in respect of the lease of land, office building and apartment and service agreement in respect of hiring a consultant. The terms of the agreements are generally between 1 and 3 years.

Future minimum lease payments required under these non-cancellable operating leases contracts were as follows.

	(Unit: Million Baht)		
	Consolidated financial statements	Separate financial statements	
	2017	2017	2016
Payable:			
In up to 1 year	2.7	2.0	1.4
In over 1 and up to 3 years	2.8	2.6	0.3

30.3 Long-term service commitments

- a) The Company has entered into service agreement with the subsidiary company whereby the subsidiary will provide know-how, technical service and support. Under the conditions of this agreement, the Company has to pay monthly service fee, effective as from 30 October 2017. During the period, the Company recognised service expenses as stipulated in the agreement amounting to approximately Baht 3.6 million.
- b) The Company has entered into service agreement with an oversea related company (related by have common ultimated shareholder) whereby this company will provide know-how, technical service and support. Under the conditions of this agreement, the Company has to pay monthly service fee as stipulated in the agreement and effective as from 1 January 2017. During the period, the Company recognised service expenses as stipulated in the agreement amounting to approximately Baht 14.6 million.
- c) The Company has entered into service agreement with a local company whereby this company will provide preparing documents and lodging of mining lease applications service for legal rights to explore and evaluate mineral resources. Under the conditions of this agreement, the Company has to pay service fee as stipulated in the agreement. The term of the agreement is 3 years and effective as from 1 August 2017. During the period, the Company recognised service expenses as stipulated in the agreement amounting to approximately Baht 0.2 million.

30.4 Guarantees

As at 31 December 2017, there were outstanding bank guarantees of approximately Baht 11.3 million (2016: Baht 11.9 million) issued by banks on behalf of the Company in respect of certain performance bonds as required in the normal course of business. These included letters of guarantee amounting to Baht 2.0 million (2016: Baht 2.6 million) to guarantee sale agreements and Baht 9.3 million (2016: Baht 9.3 million) to guarantee electricity use. These bank guarantees were secured by the mortgage of plots of land with structures thereon and machines of the Company.

30.5 Credit facilities

As at 31 December 2017, the Company has been granted credit facilities by financial institutions for which it has placed collaterals, as follows:

- a) Long-term loan facilities as described in Note 19 to financial statements, and letter of credit facilities, trust receipts, import financing, letters of guarantee and short-term loan facilities totaling Baht 590 million (2016: Baht 783 million), of which Baht 212 million (2016: Baht 390 million) of unutilised amount is outstanding. These credit facilities are secured by the mortgage of the plots of land with structures thereon and machines of the Company.
- b) Overdraft facilities of Baht 50 million (2016: Baht 62 million) are secured by the mortgage of plots of land with structure thereon and machines of the Company.
- c) Forward exchange contract facilities of Baht 260 million (2016: Baht 260 million) are secured by the mortgage of plots of land with structures thereon and machines of the Company.
- d) Hire purchase and finance lease facilities totaling Baht 72 million (2016: Baht 72 million).

31. Litigation

In August 2017, The Company was sued by former employee, claiming for additional severance pay. The management believes that the Company is in full compliance with the related agreement, and the plaintiff's claiming is unreasonable. The case is being considering by the Central Labor Court. However based on the opinion of the Company's legal counsel, the management believes that the lawsuit will be resolved without a material adverse effect to the Company. Therefore, no provision has been set aside.

32. Fair value hierarchy

As at 31 December 2017 and 2016, the Company had the assets that were measured at fair value using different levels of inputs as follows:

(Unit: Thousand Baht)				
Consolidated and separate financial statements				
As at 31 December 2017				
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Available-for-sale investments				
Unit trusts	-	2,990	-	2,990
Assets for which fair value are disclosed				
Investment properties	-	17,936	13,372	31,308

(Unit: Thousand Baht)

	Separate financial statements			
	As at 31 December 2016			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Available-for-sale investments				
Unit trusts	-	2,954	-	2,954
Assets for which fair value are disclosed				
Investment properties	-	17,936	13,372	31,308

During the current year, there were no transfers within the fair value hierarchy.

33. Financial instruments

33.1 Financial risk management

The Company's financial instruments, as defined under Thai Accounting Standard No.107 "Financial Instruments: Disclosure and Presentations", principally comprise cash and cash equivalents, trade accounts receivable, investments, short-term loans, long-term loans and liabilities under finance lease agreements. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Company is exposed to credit risk primarily with respect to trade and other receivables. The Company manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. In addition, the Company does not have high concentrations of credit risk since it has a large customer base. The maximum exposure to credit risk is limited to the carrying amounts of receivables as stated in the statement of financial position.

Interest rate risk

The Company's exposure to interest rate risk relates primarily to its cash at banks, bank overdrafts, short-term loans, long-term loans and liabilities under finance lease agreements. Most of the Company's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

As at 31 December 2017 and 2016, significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

Consolidated financial statements						
As at 31 December 2017						
	Fixed interest rates					
	Within 1 year	1-5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)
<u>Financial Assets</u>						
Cash and cash equivalent	-	-	49	1	50	0.05 - 0.37
Current investments	-	-	-	3	3	-
Trade and other receivables	-	-	-	144	144	-
	-	-	49	148	197	
<u>Financial liabilities</u>						
Bank overdraft and short-term loans from financial institutions	203	-	12	-	215	2.00 - 2.50, MOR, MOR - 2.25
Trade and other payables	-	-	-	75	75	-
Long-term loans	31	57	-	-	88	4.75
Liabilities under finance lease agreements	1	1	-	-	2	4.36 - 5.57
	235	58	12	75	380	

(Unit: Million Baht)

Separate financial statements						
As at 31 December 2017						
	Fixed interest rates					
	Within 1 year	1-5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)
<u>Financial Assets</u>						
Cash and cash equivalent	-	-	37	1	38	0.05 - 0.37
Current investments	-	-	-	3	3	-
Trade and other receivables	-	-	-	144	144	-
	-	-	37	148	186	
<u>Financial liabilities</u>						
Bank overdraft and short-term loans from financial institutions	203	-	12	-	215	2.00 - 2.50, MOR, MOR - 2.25
Trade and other payables	-	-	-	79	79	-
Long-term loans	31	57	-	-	88	4.75
Liabilities under finance lease agreements	1	1	-	-	2	4.36 - 5.57
	235	58	12	79	384	

(Unit: Million Baht)

	Separate financial statements					
	As at 31 December 2016					
	Fixed interest rates					
	Within 1 year	1-5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)
<u>Financial Assets</u>						
Cash and cash equivalent	-	-	92	5	97	0.05 - 0.37
Current investments	-	-	-	3	3	-
Trade and other receivables	-	-	-	120	120	-
Restricted bank deposits	12	-	-	-	12	0.5
	12	-	92	128	232	
<u>Financial liabilities</u>						
Bank overdrafts and short-term loans						
from financial institutions	80	-	-	-	80	2.0
Trade and other payables	-	-	-	71	71	-
Long-term loans	31	88	-	-	119	4.75
Liabilities under finance lease						
agreements	3	2	-	-	5	4.65 - 5.86
	114	90	-	71	275	

Foreign currency risk

The Company's exposure to foreign currency risk arises mainly from trading transactions that are denominated in foreign currencies.

The balances of financial assets and liabilities denominated in foreign currencies as at 31 December 2017 and 2016 are summarised below.

Foreign currency	Financial assets		Financial liabilities		Average exchange rate	
	Consolidated and separate financial statements	Separate financial statements	Consolidated and separate financial statements	Separate financial statements	2017	2016
	2017	2016	2017	2016	2017	2016
	(Million)	(Million)	(Million)	(Million)	(Baht per 1 foreign currency unit)	
US Dollar	0.7	2.0	0.1	0.3	32.6809	35.8306
EURO	-	-	0.1	-	39.0273	37.7577

As at 31 December 2017 and 2016, the Company has no foreign exchange contracts outstanding.

33.2 Fair values of financial instruments

Since the majority of the Company's financial instruments are short-term in nature or carrying interest at rate close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

34. Capital management

The primary objective of the Company's capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholder value. As at 31 December 2017, the Company and subsidiary's total debt-to-equity ratio was 0.7:1 and the Company's only was 0.7:1 (2016: 0.6:1).

35. Event after the reporting period

On 23 February 2018, a meeting of the Company's Board of Directors passed a resolution to propose to the Annual General Meeting of the Company's shareholders for approval a dividend payment to the shareholders of 300 million ordinary shares, at a rate of Baht 0.25 per share, or a total of Baht 75 million. Since the Company had already paid an interim dividend of Baht 0.15 per share, as approved by the meeting of the Company's Board of Directors held on 10 August 2017, the remaining additional dividend would be Baht 0.10 per share, or a total of Baht 30 million, to be paid on 3 May 2018.

36. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 23 February 2018.



www.goldenlime.co.th



บริษัท สุรากิจิยงน์ จำกัด (มหาชน)
Golden Lime Public Company Limited

บริษัท สุรากิจิยงน์ จำกัด (มหาชน)
ทะเบียนเลขที่/เลขประจำตัวผู้เสียภาษี 0107556000248
สำนักงานใหญ่ : 89 อาคารคอสมอส ออฟฟิศ พาร์ค
ชั้น 6 ยูนิคเอด ถนนป๊อปปูล่า ตำบลบ้านใหม่ อำเภอปากเกร็ด
จังหวัดนนทบุรี 11120
โทร : No. +66 (0) 2017 7461-3
แฟกซ์ : No +66 (0) 2017 7460

Golden Lime Public Company Limited
Registration No. / Tax ID.: 0107556000248
Head Office : No. 89 Cosmo Office Park,
6th Floor, Unit H, Popular Road, Banmai, Pakkret,
Nonthaburi 11120: THAILAND.
Tel : No. +66 (0) 2017 7461-3
Fax : No +66 (0) 2017 7460