



Castle Peak Holdings Public Co.,Ltd.

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Form 56-1 One Report

2023

(Annual Report)





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## Business Operations and Performance

### 1 Structure and Operations of the Groups of Companies

#### 1.1 Policy and Business Overview

##### 1.1.1 Vision

##### **Garment business:**

To be the leader in technologies in the outerwear industry, together with high quality and excellent services by investing in modern machinery and training existing workers to have excellent skills to be more efficient and gain high customer satisfaction.

##### **Real estate business:**

To be a real estate developer who develops affordable and good-quality horizontal housing projects in good locations and environments.

##### 1.1.2 Significant changes and developments

Castle Peak Holding Public Co., Ltd., initially set up as a Castle Peak partnership, operated in September 1976. The purpose of the business is to produce garments for export overseas. Later on, the company grew bigger and established C.P.G. Garment Co., Ltd. The main products of the company are jackets, coats, trousers, and sportswear using textile fabrics as the raw materials. Products are manufactured under the customers' brand names and the major export markets are the United States and the European Union.

Afterwards, in 1994, the company diversified its core business into the real estate development business. Products are twin houses, townhouses, detached houses, and commercial buildings. Later, in 2019, a subsidiary, Sun Property Company Limited started in construction business and built houses for companies in the group.

##### 1.1.3 Use of fundraising

There has been no fundraising in the last 10 years.

1.1.4 The commitment that the company has made in the registration statement and/or conditions for licensing of the Office (if any) and/or conditions for listing securities of the Stock Exchange of Thailand

– None –



## PART 1 Business Operations and Performance

### 1.1.5 Name, head office, nature of business, company registration number, website, and type of all the company's paid shares

Name	Castle Peak Holdings Public Co., Ltd.
Head Office	CPH Tower, 899 Petchkasam Road, Bangkai Sub-district, Bangkai District, Bangkok 10160 Telephone: 02-4550300 Fax: 02-4550358-9
Nature of business	Garment Manufacturing and Property Development
Public Company Registration No.	0107537001056
Website	<a href="http://www.castlepeak.co.th">www.castlepeak.co.th</a>
Issued shares	40,000,000 ordinary shares, Baht 10.00 per share Issued and Paid-up Share Capital of 400,000,000 Baht

## 1.2 Nature of Business

### 1.2.1 Income structure

Unit: Million Baht

Operating by	% Shareholder	Year 2023		Year 2022		Year 2021	
		Income	%	Income	%	Income	%
<b>Garment business</b>							
Castle Peak Holdings PCL.	100	834.82	66.20	1,347.00	61.42	858.11	55.64
C.P.G. Garment Co., Ltd.	99.94	<u>417.31</u>	<u>33.09</u>	<u>739.87</u>	<u>33.74</u>	<u>611.06</u>	<u>39.62</u>
Total income in the garment business		1,252.13	99.29	2,086.87	95.16	1,469.17	95.25
<b>Real Estate Business</b>							
Castle Peak Holdings PCL.	100	1.69	0.13	37.13	1.69	4.21	0.27
Castle Peak Real Estate Co., Ltd	99.99	7.30	0.58	68.99	3.15	68.98	4.47
Aek Thana Property Co., Ltd. *	99.98	0.00	0.00	0.00	0.00	0.00	0.00
Total income in the real estate business		<u>8.99</u>	<u>0.71</u>	<u>106.12</u>	<u>4.84</u>	<u>73.19</u>	<u>4.75</u>
Total income		<u>1,261.12</u>	<u>100.00</u>	<u>2,192.99</u>	<u>100.00</u>	<u>1,542.36</u>	<u>100.00</u>

\* Indirect owned by Castle Peak Real Estate Co., Ltd.



### 1.2.2 Product information

#### **Garment business**

##### (1) Type of products

Outerwear such as jackets, coats, down jackets, pants, and sportswear are produced from woven fabrics according to the buyer's design, quantity, and trademark.

##### (2) Marketing and competition

###### A. Marketing

In 2023, 100% of products are manufactured and exported to overseas customers. The proportion of export markets is divided into 75.00% for the United States, 23.57% for EU countries, and 1.43 for other countries. Products are sold in cold climate countries and the demand for products relies on the climate and economic conditions of each country. In good economic, the demand for high-quality outerwear is high, in contrast, in struggle economic, consumers purchase only basic products. Moreover, 64.32% of products are sold directly to the trademark owners and 35.68% are distributed through agents.

###### B. Competition

The most important factor is the price. However, other factors are also taken into consideration such as quality of goods, services, on-time delivery, and honesty. The company's main strengths are high-quality goods, impressive services, useful advice to customers, on-time delivery, and honesty. Several competitors are unidentified because there are many outerwear factories in many countries.

##### (3) Procurement of products

###### A. Characteristics

The company imported 89.13% of raw materials from foreign suppliers and the rest 10.87% are purchased from local suppliers. Foreign materials sources are from China, Korea, Taiwan, Vietnam, Hong Kong, and the United States which are mostly synthetic and natural fibers. Accessories items consist of zips, buttons, threads, etc. Materials are delivered to the factories of the company which are listed follow.

1. Castle Peak Holdings Public Company Limited: The Factory is located at 697 Petchkasem Road, Bangkai Sub-district, Bangkai District, Bangkok. Production capacity of 1,200,000 pieces per year.

2. C.P.G. Garment Co., Ltd.: The Factory is located at 2 Soi Petchkasem 50/2 Petchkasem Road, Bang Wa Sub-district, Phasicharoen District, Bangkok. Production capacity of 900,000 pieces per year.

###### B. Environmental impact

Sewing machines in the garment factory are small and quiet. Also, there are no chemicals in the production which cause water and air pollution.



### (4) Assets used in business operation

Garment business has assets used in the operation of the business as fixed assets which consist of land, buildings, machinery and equipment. (Details about assets used in the business are in attachment 4)

### (5) Work not yet delivered: – None –

#### **Real Estate Business:**

### (1) Type of products

Townhouses, townhomes, semi-detached houses, and commercial buildings located in Nakhon Pathom and Nonthaburi Provinces

- Siwarat 10 is located at Bang Len-Lat Lum Kaeo Road, Bang Pa-si Sub-district, Bang Len District, Nakhon Pathome. The total project value of 529 million Baht which comprises 443 units of townhouses and commercial buildings, 435 units have been transferred to the buyer as of December 31, 2023. The remaining units are constructed houses for sales

- Siwarat 11 is located at Sai Noi-Bang Bua Thong Road, Khlong Khwang Sub-district, Sai Noi District, Nonthaburi. The total project value of 295 million Baht which comprises 120 units of 2-storey townhouses and 26 units of 3-storey townhomes, 136 units have been transferred to the buyer as of December 31, 2023, and the remaining units constructed houses for sales

### (2) Marketing and competition

- The demand for houses in low and middle-income housing markets is limited, which make intense competition. The demand for houses decreases and most buyers are unqualified from bank loans.

- There are many new competitors in nearby locations increasing choices for buyers. Most new buyers do comparisons such as the quality of the house, the location, and the price before making a decision. However, the company has high experienced sales and marketing team to attract new customers.

### (3) Procurement of products

#### A. Nature of procurement of products

The company has developed and selected new house designs to meet the needs of customers. The construction company in the group constructs houses, and utilities to ensure high standards, together with using good construction materials. Also, materials and equipment for use are good and high quality.

#### B. Impact on the environment

The company focuses on environmental impacts by providing hygienic utilities in every project. Moreover, in projects under construction, safety equipment is installed to prevent air pollution, and areas of resident houses and under-construction houses are obviously separated.



(4) Assets used in business operation

Real estate business has assets used in the operation of business as fixed assets, which consist of land and buildings for sale and investment property. (Details about assets used in the business are in attachment 4)

(5) Work not yet delivered: – None –

### 1.3 Shareholding Structure

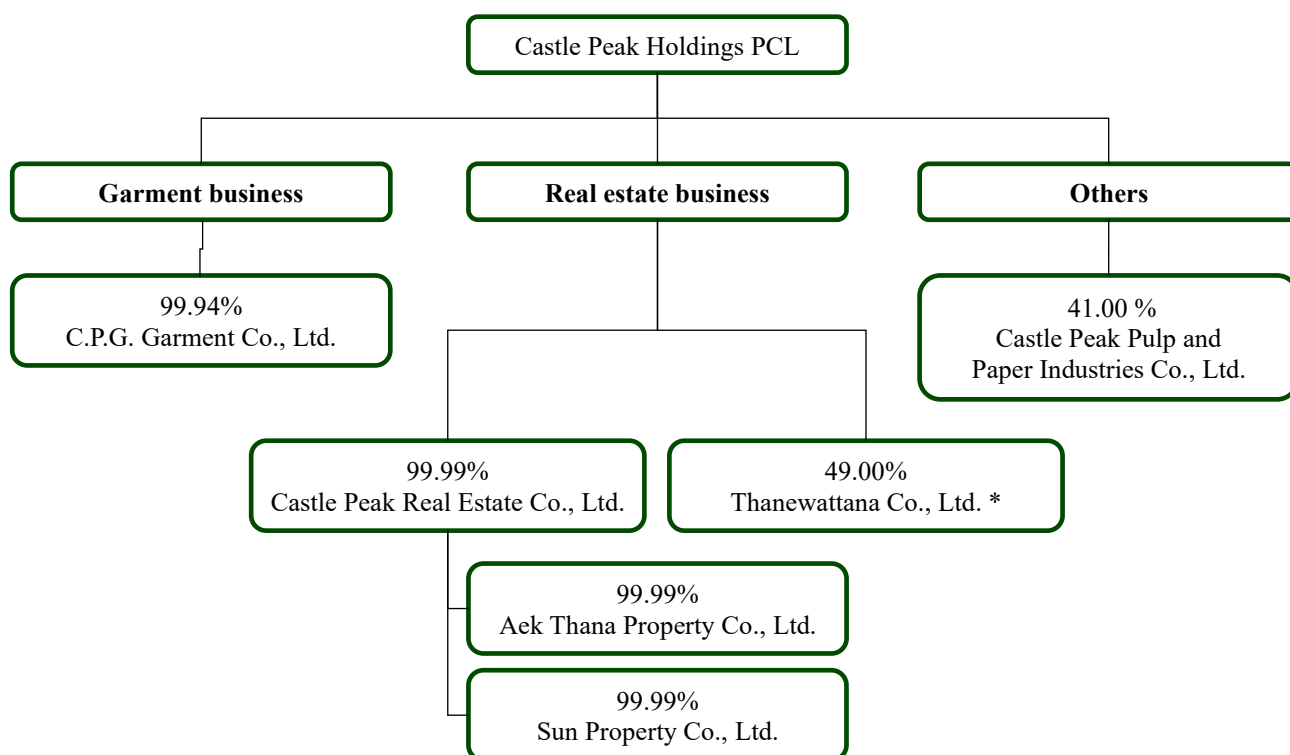
#### 1.3.1 Shareholding structure

There are two core businesses under Castle Peak Holding Group.

**1. Garment business** is operated by Castle Peak Holdings Public Company Limited and C.P.G. Garment Co., Ltd.

**2. Real Estate business** is operated by Castle Peak Holdings Public Company Limited, Castle Peak Real Estate Co., Ltd., Aek Thana Property Co., Ltd., and Sun Property Co., Ltd.

**Diagram of the shareholding structure of the group of companies**



\* In the process of liquidation



Castle Peak Holdings PCL., invested in companies at 10 percent or more of the issued shares as follows.

1. C.P.G. Garment Co., Ltd.

Registered office	CPH Tower 899 Petchkasem Road, Bangkae Sub-district, Bangkae district, Bangkok, 10160 TEL. 02-4550300 FAX. 02-4550358-9
Type of Business	Garment Manufacturing
Issued Shares	9,240 ordinary shares at a par value of 5,000 Baht per share. Registered and paid-up capital of 46,200,000 Baht

Castle Peak Holdings Public Company Limited holds 99.94% of the registered capital.

2. Castle Peak Real Estate Co., Ltd.

Registered office	CPH Tower 4 Floor, 899 Petchkasem Road, Bangkae Sub-district, Bangkae district, Bangkok, 10160 TEL. 02-4550300 FAX. 02-4550358-9
Type of Business	Real Estate Development
Issued Shares	20,000,000 common shares with a par value of 10 Baht per share Registered and paid-up capital of 200,000,000 Baht

Castle Peak Holdings Public Company Limited holds 99.99% of the registered capital.

3. Castle Peak Pulp & Paper Industries Co., Ltd.

Registered office	CPH Tower 899 Petchkasem Road, Bangkae Sub-district, Bangkae District, Bangkok, 10160 TEL. 02-4550289 FAX. 02-4550296
Type of Business	Pulp and Paper
Issued Shares	10,000,000 ordinary shares with a par value of 10 Baht per share Registered and paid-up capital of 100,000,000 Baht

Castle Peak Holdings Public Company Limited holds 41.00% of the registered capital.

4. Thaneewatana Co., Ltd. (In the process of liquidation)

Registered office	1174/4 Phahon Yothin Rd., Chom Phon Sub-district, Chatuchak District, Bangkok TEL. 02-5114005 FAX. 02-9303835
Type of Business	Real Estate Development
Issued Shares	150,000 ordinary shares with a par value of 6.25 Baht per share Registered and paid-up capital 937,500 Baht

Castle Peak Holdings Public Company Limited holds 49.00% of the registered capital.





1.3.2 Persons who may have conflicts hold more than 10 percent of the shares in subsidiaries or associated companies

– None –

1.3.3 Relationship with the business group of major shareholders

– None –

1.3.4 Shareholders

(1) Major shareholders

A. The first 10 major shareholders of Castle Peak Holdings Public Co., Ltd., as of December 28, 2023.

	No of shares	%
Thailand Securities Depository Co., Ltd.	13,721,879	34.305
Mr. Boonchoo Pongchaloem	11,880,048	29.700
Mr. Pongchai Pongchaloem	1,750,000	4.375
Ms. Vinida Kulsompob	1,650,000	4.125
Ms. Kankorn Jirayucharoensook	1,500,000	3.750
Ms. Waraporn Hattayavarut	1,453,400	3.634
Ms. Maruyee Pongchaloem	1,423,860	3.560
Mr. Phoowet Pongchaloem	1,416,666	3.540
Ms. Benjaporn Limcharoenngern	1,400,000	3.500
Mr. Puthep Pongchaloem	1,100,066	2.750

Mr. Boonchoo Pongchaloem and his family hold a total of 19,711,670 shares or 49.28% of the total issued shares (Record date the of the year 2023)

B. A group of major shareholders who, by their behaviour, have significant influence on policy formulation, management, or operation of the company.

– None –

#### 1.4 Amount of Registered Capital and Paid-up Capital

14.1 The company has a registered capital of 400 million Baht, paid up to 400 million Baht, divided into 40,000,000 common shares, par value of 10 Baht per share, listed on the Stock Exchange of Thailand.

14.2 Other types of shares with rights or conditions different from ordinary shares: – None –

14.3 Other types of securities (shares or convertible securities): – None –

#### 1.5 Issuance of other Securities (Convertible Securities, Debt Instruments)

– None –



### 1.6 Dividend Payment Policy

The company's dividend payment policy is 30% of net profit. However, the final decision would be based on the sufficiency of operating cash flow, investment plan, and other laws.

## 2 Risk Management

### 2.1 Policy and Risk Management Plan

The board of directors held the meeting to analyze the company's risks. The topic includes the impact of risks from internal and external factors, the chance of an incident, measures, and action plans to manage risks. The internal audit is responsible for monitoring and evaluating the results.

### 2.2 Risk factors affected the business operation of the company

#### 2.2.1 Business risks

##### Garment business:

##### (1) Increase in Labor Costs

**Risk:** The Thai government announces an increase in the minimum wage. This will increase the minimum wage that the company has to pay to daily workers, causing labour costs to increase.

**Risk management:** The company trains workers and uses modern machinery to increase production efficiency.

##### (2) Exchange Rate Fluctuations between USD and Thai Baht

**Risk:** Fluctuations in the exchange rate between the US dollar and Thai baht may impact the company's export earnings.

**Risk management:** The company should monitor economic and political developments both domestically and internationally to anticipate exchange rate fluctuations and mitigate risks.

##### (3) Increase in Financial Costs

**Risk:** Continual increases in loan interest rates for both Thai baht and US dollars from commercial banks increased. This causes the company's financial costs to increase.

**Risk management:** The finance department should negotiate with banks for lower loan interest rates. Additionally, financial analysts predict that both the Federal Reserve and the Bank of Thailand may announce adjustments to interest rates in the year 2024.



(4) The quality of products does not meet the standard requirements.

**Risk:** The quality of products might not meet those requirements because of many reasons such as low standard raw materials or sewer mistakes. This will have a negative effect on the company

**Risk management:** The warehouse department has to check the accuracy of both the quantity and quality of raw materials after receiving the materials. Also, the Quality Assurance (QA) and the Quality Control (QC) departments check the quality of products during the production lines until the finished goods. If any mistake occurs, it must be correctly immediately

### **Real estate business**

(1) The mortgage loan from banks.

**Risk:** Bank credit approvals are more stringent. Some customers are unable to obtain a loan and some customers receive insufficient loans for houses.

**Risk management:** Apply for home loans in a variety of banks and recommend finding a joint borrower to increase the chances of getting a loan from the bank.

(2) The decrease in demand for houses

**Risk:** Buyers are more careful in spending and tend to avoid long-term debt borrowing. These are due to the sluggish economy in Thailand and rising prices of consumer goods. As a result, the demand for houses decreases.

**Risk management:** the company continues to do the promotion and the development of new home designs at a reasonable price and good quality. Therefore, these could create incentives for customers

### 2.2.2 Investment risk of securities holders

– None –

### 2.2.3 Investment risk in foreign securities

– None –





### 3 Driving Business towards Sustainability

#### 3.1 Sustainable Management Policy and Goals

The company has operated ethically to maximize value and return for its shareholders and create long-term, sustainable benefits for society, community, and environment as well as its stakeholders.

#### 3.2 Managing Stakeholders in the Value Chain

##### 3.2.1 Business Value Chain

Primary activities	
1. Marketing and Sales	The sales department surveys customer needs and proposes products according to their needs by focusing on modern, high-quality, and prices.
2. Procurement of raw materials	The procurement department procures raw materials from both foreign and domestic that are good quality at fair prices and transports them to the factory as well as providing machinery that is conducive to work.
3. Production	The quality products are produced in the factory within the export deadline. The compliance department will ensure the safety and good health of employees during work.
4. After-sales service	In case of a problem, the sales department resolves the problem promptly and listens to suggestions from customers.
Support activities	
1. Accounting and finance department	Responsible for receiving and paying the money and preparing financial statements.
2. HR department	Responsible for recruiting, selecting, training, and developing employees.
3. Computer department	Responsible for hardware software networks, programs, and IT devices to support the company's operations.

##### 3.2.2 Stakeholder analysis in the value chain

Stakeholder	Expectation	Response
Internal stakeholders		
Shareholder	The company continues to grow and provide good returns with transparent corporate governance.	The company pays dividends by considering the cash flows and investments. Transparent information disclosure and fair supervision of activities.
Employee	Appropriate salaries and benefits with a livable working environment.	Employees receive appropriate and fair compensation and benefits by considering the economic and operating conditions and their safety, life, health, and property.



Stakeholder	Expectation	Response
External stakeholders		
Customer	Products are good quality and fair prices.	Produce quality products, use modern technology in production to differentiate products from competitors, and deliver products on time as specified by the customer.
Supplier	Follow the terms and conditions fairly.	Complies with the terms and conditions of trade. All parties have good relationships.
Creditor	Follow the terms and conditions of the contract.	Adhere to the contract and its terms such as on-time payment of loans, interest, and collateral. If any case cannot abide by the agreement, the company will inform in advance to find solutions.
Competitor	Compete in trade with fairness and transparency	Conducts its business within the rules of competition based on fairness, ethics, and conformity with legal and regulatory requirements.
Government agencies	Comply with relevant laws and regulations to cooperate with the government agencies.	Comply with all relevant laws and regulations, pay taxes on time, and disclose information transparently as required by law.
Community and Society	Good friendliness	Manage the environment in the community appropriately.

### 3.3 Sustainability Management in the Environmental Dimension

#### 3.3.1 Environmental policies and practices

**Policy:** The company manages the quality of wastewater to meet the standards according to the announcement of the Ministry of Industry, subject: determining standards for control of sewage from factories, B.E. 2560, which is audited by outside agencies.

**Regulations:** The company does not have wastewater from the production process. There will be only consumable water used by employees. The consumable water is sent to the sump and the pH is randomly tested before draining.

**Policy:** The company achieves an international environmental standard in Higg Facility Environmental Module (Higg FEM) modules. The assessment includes environmental management systems, energy use, water use, wastewater, waste management, and chemical management.

**Regulations:** The company conducts a self-assessment on each topic given to score and has an external audit department that has been certified to inspect and certify again.



### 3.3.2 Environmental performance

Overall performance: The company get certified for the quality of wastewater in accordance with the announcement of the Ministry of Industry and get certified in Higg Facility Environmental Module (Higg FEM) from the Sustainable apparel coalition (SAC)

## 3.4 Sustainability Management in the Social Dimension

### 3.4.1 Social policies and practices

Policy: The Company treats labor fairly and equitably. Moreover, accident at work statistics is 0.

Regulations: There are labour rules regarding employment and working conditions. Workers are treated equally, which makes good quality of life, safety, and good labour relations.

Policy: The company achieves the international standard in Higg Facility Social & Labor Module (Higg FSLM) modules which promotes safe and fair social and labour conditions for workers. The assessment includes recruitment and hiring, working hours, wages and benefits, employee treatment, employee involvement, health and safety, and termination.

Regulations: The company conducts a self-assessment on each topic given to score and has an external audit department that has been certified to inspect and certify again.

### 3.4.2 Social performance

Overall performance: The company strictly complies with Thai labour standards (TLS 8001-2563) and accidents at work happened in 2023 was 6 times in Castle Peak Holdings Public Co., Ltd. and once in C.P.G. Garment Co., Ltd. and got certified in Higg Facility Social & Labor Module (Higg FSLM) from Sustainable apparel coalition (SAC)

## 4 Management Discussion and Analysis (MD&A)

### 4.1 Operational and Financial Analysis, Major Changes, Factors that Affect the Financial Status and Operations

#### Overview of the business and significant changes

Total sales in the garment business in the year 2023 were 1,252,132,721.08 Baht, compared to 2,086,869,160.82 Baht in year 2022. It decreased by 834,736,439.74 Baht or 40%. The sales orders decreased due to high inventory levels of customers in the United States and the European Union. In contrast to the year 2022, sales orders increased due to the easing of the COVID-19 situation. Also, some goods prepared for export in late 2021 had their shipping schedules delayed to early 2022 due to a shortage of shipping containers. The cost of sales in the year 2023 was 989,576,909.64 Baht, representing 79.03% of total sales. While, the cost of sales in the year 2022 was 1,589,443,231.99 Baht, representing 76.16% of total sales. The increase in the cost-to-sales ratio is attributable to the impact of the announcement to raise the minimum wage from 331 to 353 Baht per day, effective October 1, 2022. This causes labour costs in January-September 2023 to be higher than labour costs in January-September 2022, and





there was increased asset depreciation from the renovation of warehouses and construction of a new canteen. The selling and administrative expenses year 2023 were 143,302,264.81 Baht compared to 148,533,719.99 Baht in the year 2022, which decreased 5,231,455.18 or 3.52% mainly due to lower commission fees. As a result, there was a net profit amount of 107,138,186.32 in the year 2023. Compared to the year 2022, there was a net profit amount of 296,404,333.41 Baht. The net profit decreased 189,266,147.09 Baht.

The property development business in the year 2023 had a limited number of houses for sale because a new project was under construction. Therefore, total sales were 8,987,400.00 Baht, compared to 106,125,000.00 Baht of sales in the year 2022. It decreased 97,137,600.00 Baht or 91.53%. The cost of sales in the year 2023 was 6,333,723.37 Baht, representing 70.47% of total sales. While, the cost of sales in the year 2022 was 68,591,494.06 Baht, representing 64.63% of total sales. The selling and administrative expenses year 2023 were 30,269,197.64 Baht compared to 37,945,594.25 Baht for the year 2022. It decreased by 7,676,396.61 or 20.23 % from decreased specific business tax and infrastructure repair costs. As a result, in the year 2023, there was a net loss amount of 28,806,631.97 Baht. Compared to the year 2022, there was a net loss amount 1,424,537.47 Baht. The net loss increased to 27,382,094.50 Baht.

### 4.2 Forward Looking

In 2024, management expects sales in the garment business to increase sales in 2023 from increased orders from customers in the United States and the European Union due to the economic recovery. These result in an increase in purchasing power. In terms of production costs, labour costs increase from the increase in the national minimum wage from 353 Baht per day to 363 Baht per day, effective January 1, 2024. Also, the cost of transporting raw materials from Europe to the problems of war in the Middle East. This caused the shipping line to adjust its sailing plans from the Red Sea to the Cape of Good Hope. This has an impact on the cost and time of transporting goods. This year, the management team focuses on investing in green energy and reducing greenhouse gas emissions, along with building strength and developing the company by emphasizing training in labour skills and using modern machinery to increase production efficiency and obtain more orders from new customers.

In the real estate sector, management estimates the sales of houses in 2024 are more than sales in 2023 due to an increase in the number of houses for sale from new projects. This project is a semi-detached house, which has been designed and developed to increase the surrounding area to be natural and good atmosphere. The selling price is competitive in the market. The project is located in a good location in the area of Sai Noi - Bang Bua Thong Road, Nonthaburi Province. However, several factors have direct impacts on the business. For example, buyers lack liquidity due to the tough economic conditions, higher home loan interest rates, and strict loan approvals from financial institutions. However, in 2024, the management will focus on both digital and traditional marketing to attract new buyers and the company's existing buyers. In addition, the government renewed the real estate stimulus measures. Reduce ownership transfer fees from 2 percent to 1 percent and mortgage payments from 1 percent to 0.01 percent for another year, which are important positive factors in helping to accelerate the decision to buy a home.



### 4.3 Information from Financial Statements and Financial Ratios

#### (1) Summary of consolidated and separate financial statements

Unit : Baht

	Consolidated financial statement			Separated financial statement		
	2023	2022	2021	2023	2022	2021
Current Assets	986,232,925.48	959,364,002.69	1,072,122,806.22	657,479,090.35	550,806,806.90	600,553,923.56
Total Assets	1,623,206,927.89	1,581,849,607.37	1,677,038,237.19	1,300,177,014.95	1,171,009,577.50	1,220,874,854.63
Current Liabilities	356,256,323.80	445,702,618.75	856,020,339.70	340,624,956.48	382,820,147.05	676,320,662.19
Total Liabilities	530,569,542.79	614,896,003.00	1,008,551,492.13	443,489,791.44	472,777,207.08	761,018,545.72
Equity	1,092,637,385.10	966,953,604.37	668,486,745.06	856,687,223.51	698,232,370.42	459,856,308.91
Book Value	27.32	24.17	16.71	21.42	17.46	11.50
Sales	1,261,120,121.08	2,192,994,160.82	1,542,356,475.07	859,973,675.63	1,412,260,798.89	886,214,040.32
Total Revenues	1,288,553,310.14	2,212,801,397.53	1,556,865,776.09	902,577,002.30	1,426,564,748.80	895,732,638.52
Gross Profit	265,209,488.07	534,959,434.77	218,822,626.31	218,359,064.94	382,669,575.84	112,303,981.31
Operating Profit (loss)	119,071,214.68	368,287,357.24	52,520,256.40	164,878,605.66	294,101,247.23	24,538,515.17
Net Profit (loss)	78,331,554.35	294,979,795.94	17,678,741.30	121,578,932.40	236,583,351.13	(1,645,076.49)
Earnings per Share	1.96	7.37	0.44	3.04	5.91	(0.04)



## (2) Financial Ratios

Unit : Baht

		Consolidated			Separated		
		2023	2022	2021	2023	2022	2021
<b>Liquidity ratio</b>							
- Current Ratio	(Times)	2.77	2.15	1.25	1.93	1.44	0.89
- Quick Ratio	(Times)	0.67	0.52	0.39	0.45	0.21	0.24
- Cash Flow from Operation Ratio	(Times)	0.25	0.81	(0.21)	0.20	0.69	(0.15)
- Account receivable Turnover Ratio	(Times)	14.20	11.76	7.32	16.32	13.20	6.79
- Average collection period	(Days)	25.35	30.60	49.15	22.06	27.26	53.02
- Inventory turnover ratio	(Times)	22.76	30.64	20.37	26.68	50.09	29.65
- Average sales period	(Days)	15.82	11.75	17.67	13.49	7.19	12.14
- Accounts payable turnover ratio	(Times)	18.68	25.59	26.07	20.44	26.64	24.68
- Payment period	(Days)	19.27	14.07	13.81	17.61	13.52	14.58
- Cash Cycle	(Days)	21.90	28.28	53.01	17.95	32.19	50.58
<b>Profitability Ratio</b>							
- Gross Profit Ratio	%	21.03	24.39	14.19	25.39	27.10	12.67
- Operating Profit Ratio	%	9.44	16.79	3.41	19.17	20.82	2.77
- Other Profit Ratio	%	2.13	0.90	0.93	4.72	1.00	1.06
- Cash to profitability Ratio	%	84.23	142.59	(296.37)	43.57	123.94	(382.13)
- Net Profit Ratio	%	6.08	13.33	1.14	13.47	16.58	(0.18)
- Return on Equity	%	7.61	36.07	2.68	15.64	40.86	(0.36)
<b>Efficiency Ratio</b>							
- Return on Assets	%	4.89	18.10	1.14	9.84	19.78	(0.14)
- Return on Fixed Assets	%	19.18	62.87	7.28	40.13	76.23	3.15
- Assets turnover	(Times)	0.80	1.36	1.00	0.73	1.19	0.77
<b>Financial Ratio</b>							
- Debt to Equity Ratio	(Times)	0.49	0.64	1.51	0.52	0.68	1.65
- Interest Coverage Ratio	(Times)	9.60	22.37	(4.45)	7.06	16.82	(2.83)
- Coverage ratio	(Times)	1.24	6.77	(3.19)	1.00	6.97	(2.92)





### Results of the operations

The gross profit ratio of the consolidated financial statements in 2023 was 21.03%, in 2022 was 24.39% and the separate financial statement in 2023 was 25.39%, 2022 was 27.10%. The operating profit ratio of the consolidated financial statements in 2023 was 9.44%, in 2022 was 16.79%, and the separate financial statements in 2023 was 19.17%, in 2022 was 20.82%. The net profit ratio of the consolidated financial statements in 2023 was 6.08% in 2022 was 13.33%, and the separate financial statement in 2023 was 13.47%, in 2022 was 16.58% from the decreasing sales. The Return on Equity (ROE) of the consolidated financial statements in 2023 was 7.61%, in 2022 was 36.07%, and the separate financial statements for 2023 were 15.64% in 2022 was 40.86% because the company can generate less profit in this year.

### Assets Management

The return on assets (ROA) from the consolidated financial statements in 2023 was 4.89%, in 2022 was 18.10% and the separate financial statements in 2023 were 9.84%, in 2022 was 19.78%. It indicates the company can utilize its assets less efficiently than last year. The total asset turnover rate from the consolidated financial statements in 2023 was 0.80 times, in 2022 was 1.36 times and the separate financial statements in 2023 was 0.73 times, in 2022 was 1.19 times. Account receivables turnover from the consolidated financial statements in 2023 was 14.20 times, in 2022 was 11.76 times and the separate financial statements in 2023 was 16.32 times, in 2022 was 13.20 times. So, the average collection period from the consolidated financial statements in 2023 was 25.35 days, in 2022 was 30.60 days and separate financial statements in year 2022 were 22.06 days, in 2022 was 27.26 days which shows that the payments were received quicker.

The consolidated financial statements as of 31 December 2023 display the total assets of 1,623,206,927.89 Baht, compared to the total assets of 1,581,849,607.37 Baht in 2022. An increase of 41,357,320.52 Baht or 2.61 percent. The significant details are as follows:

- Trade accounts receivable and other current receivables in the consolidated financial statements as of 31 December 2023 and 31 December 2022 amounted to 79,060,306.58 Baht and 125,292,075.23 Baht, respectively, a decrease of 46,231,768.65 Baht or 36.90 percent. This is because there was a decrease in exports at the end of the year. Therefore, there is a decrease in debtors.
- Inventories in the garment business in the consolidated financial statements as of December 31, 2023, and December 31, 2022, amounted to 513,550,044.62 Baht and 555,498,567.20 Baht, respectively, a decrease of 41,948,522.58 Baht or 7.55 percent from decreased in work in process and raw materials in transit.
- Inventories in the real estate development business in the consolidated financial statements as of December 31, 2023, and December 31, 2022, amounted to 211,531,037.88 Baht and 162,057,107.11 Baht, respectively, an increase of 49,473,930.77 Baht or 30.53 percent from increased construction work.



- Property, plant, and equipment in the consolidated financial statements as of December 31, 2023, and December 31, 2022, amounted to 500,298,756.06 Baht and 454,860,684.95 Baht, respectively, an increase of 45,438,071.11 Baht or 9.99%. This increase is due to increased property valuations.
- Rights-of-use assets in the consolidated financial statements as of December 31, 2023, and December 31, 2022, amounted to 39,292,374.32 Baht and 55,160,283.86 Baht, respectively, a decrease of 15,867,909.54 Baht or 28.77%. This decrease is due to depreciation adjustments.

The ageing of accounts receivable is in note no.7 in the financial statement.

### Liquidity Ratios

#### Sources and uses of funds

There was no significant change in the sources and uses of funds in operations. The company has strong relationships with customers, suppliers, and financial institutions.

The company's liabilities are less than the equity. The debt-to-equity ratio (Debt-equity ratio) of the consolidated financial statements in 2023 was 0.49 times, in 2022 was 0.64 times, and in the separate financial statements in 2023 was 0.52 times, in 2022 was 0.68 times, showing the company's total liabilities in 2023 decreased, while shareholders' equity increased.

The current ratio of the consolidated financial statements in 2023 was 2.77 times, in 2022 was 2.15 times, and in the separate financial statements in 2023 was 1.93 times, in 2022 was 1.44 times. It shows that the company has more liquidity in 2023.

#### Real estate business

Name of projects	Total sales	Total amount due		Received payment		Overdue payment		Payment not due	
	Baht	Baht	% of total sales	Baht	% of the total amount due	Baht	% of the total amount due	Baht	% of total sales
Siwarat 10	517,935,501.00	517,935,501.00	100.00	517,935,501.00	100.00	0.00	0.00	0.00	0.00
Siwarat 11	268,937,040.00	268,937,040.00	100.00	268,937,040.00	100.00	0.00	0.00	0.00	0.00
Total	786,872,541.00	786,872,541.00		786,872,541.00		0.00		0.00	

As of 31 December 2023, there are no outstanding balances in the real estate business

### Contractual Obligations

The disclosure of contractual obligations is in Note 13: Leases, Note 14: overdrafts and short-term loans from financial institutions, No.15: Trade accounts payable and other payables, and Note 16: Long-term loans from financial institutions in financial statements.



## 5 General Information and Other Important Information

### 5.1 General Information

Name	Castle Peak Holdings Public Co., Ltd.
Head Office location	CPH Tower, 899 Petchkasam Road, Bangkae Sub-District, Bangkae District, Bangkok 10160 Telephone: 02-4550300 Fax: 02-4550358-9
Factory location	697, Petchkasam Road, Bangkae Sub-District, Bangkae District, Bangkok
Registrar	Thailand Securities Depository Co., Ltd. 93 Ratchadaphisek Road, Dindaeng Sub-District, Dindaeng District, Bangkok 10400 Tel: 02-009-9000 Fax: 02-009-9991
Auditor	Mr. Jaesada Hunsapruet from Karin Audit Co., Ltd. 72 CAT Telecom Tower, Floor 24, Charoen Krung Road, Bangrak Sub-District, Bangrak District, Bangkok 10500 Tel: 02-105-4661 Fax: 02-0263760
Consultant of law	Mr. Atiskit Jedsadayanmeta Atiskit Lawyer

### 5.2 Other Important Information

The company does not have other information that may materially affect the decisions of investors.

### 5.3 Legal Disputes

The company does not have any legal disputes that do not arise from normal business operations.

### 5.4 Secondary Market

The company is not listed on the stock exchange of other countries.

### 5.5 Contacted Financial Institution (only If the Company Issues Debt Instruments)

The company does not issue debt instruments.



## Corporate Governance

### 6 Corporate Governance Policy

#### 6.1 Overview of Policies and Practices of Corporate Governance

##### 6.1.1 Policies and guidelines related to the Board of Directors

In AGM 2023, the shareholders approved remuneration for the Board of Directors in the shareholders' meeting as follows. Approval of remuneration from May 2023 - April 2024 was a monthly allowance of 10,000 per person to only audit committees and the meeting allowance for the chairman of the Audit Committee is 10,000 and other audit committees are 5,000 Baht for each meeting.

The Board of Directors laid down the policy requiring the company director and management members to report to the company each time a possible conflict of interests arose by either themselves or connected. The information about any conflict of interest by the company director or management member is public, via the news system of the Stock Exchange of Thailand.

The company does not have a Nomination Committee, instead, the board of directors is responsible for nomination. In addition, the company encourages the training to develop knowledge in various fields to increase the knowledge in performing their duties.

##### 6.1.2 Policies and practices related to shareholders and stakeholders

###### Shareholder rights

The Annual Ordinary Shareholders was held once on 28th April 2023. The company prepares a notice to call the shareholders' meeting complete with an agenda with each item complemented by an opinion of the Board of Directors. The notice and agenda are distributed together with form 56-1 one report (QR CODE) and a proxy form with relevant details, at least 14 days in advance of the meeting. The company publicizes the notice to call shareholders' meetings in Thai daily newspapers for three consecutive days prior to the meeting.

Annual General Meeting 2023 was attended by 29 shareholders and proxies holding 27,056,462 shares or 67.64%. The Board of Directors, audit committee, members of the executive committee, and lawyer attended the meeting. The board of directors reported the previous performance and satisfactorily answered all inquiries from shareholders and considered the shareholder's suggestions and comments. Before commencing the meeting, the corporate secretary explained the method of vote. The resolution of the meeting was recorded in the minutes.





### **Equitable Treatment of Shareholders**

The Board of Directors takes into account the rights of shareholders under the law, as well as, promoting the exercise of rights and not infringing or depriving shareholders' rights. Before the shareholders' meeting, each shareholder will receive complete and sufficient information at least 14 days in advance of the meeting date. The company provided the names and relevant personal records of directors to be retired by rotation and who will be appointed for the next term. Also, the Company publicizes the notice to call shareholders' meeting in Thai daily newspapers for 3 consecutive days prior to the meeting. So that shareholders and institutional investors have enough time to study and understand the information before the meeting

The Board of Directors and members of the executive recognise the importance of conflicts of interest, connected transactions, or related party transactions and have proceeded following the principle of good corporate governance. The related transactions are conducted at fair market prices and under market prices and in the normal course of business (Fair and at arms' length) must be considered and approved by the board. If the company has to scrutinize matters where there exists or potentially exists conflicts of interest, connected transactions, or related party transactions, directors who are related persons must not participate in the scrutiny and approval of such transactions.

### **Disclosure and Transparency**

The Board of Directors reports on operating results and discloses financial information accurately, completely, and thoroughly on time to provide investors and related parties with equal information in the annual report through the media of the SET and SEC. The report is shown with the independent auditor's report

The Board of Directors is responsible for the accuracy of the information. The Board of Directors' responsibility for the financial reports and the Audit Committee's report has been prepared and disclosed in the annual report.

### **Intellectual property**

The company has a policy of operating on non-infringement of intellectual property or copyright, especially, when the company manufactures brand-name products. This rule is strictly inhibiting to gain the trust of customers.

## **6.2 Code of Business Conduct**

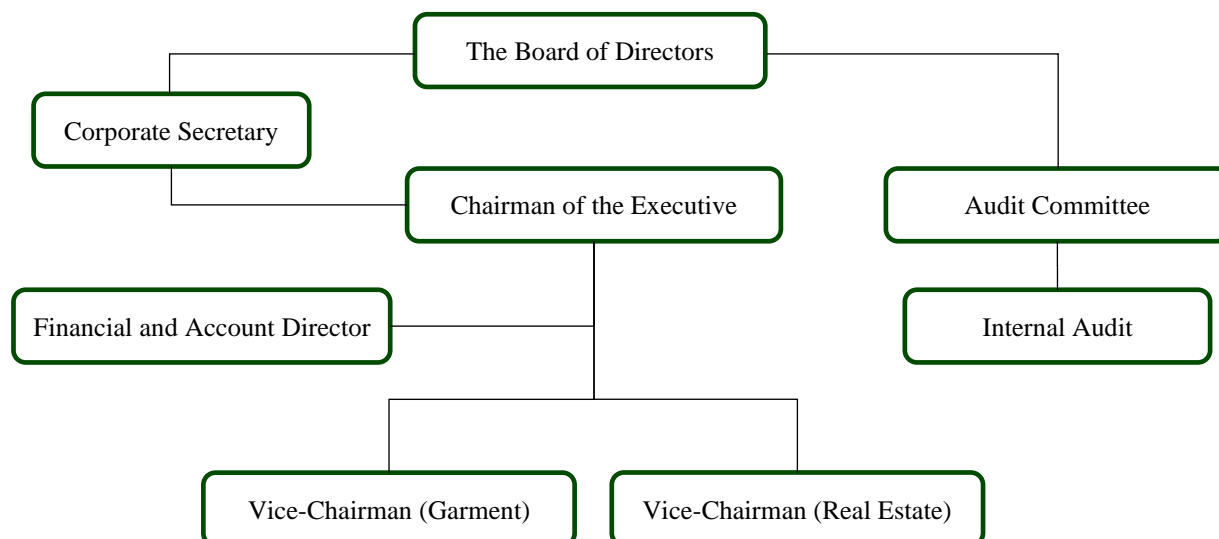
The company has a Code of Conduct and communicates the requirements and penalties to all executives and employees by posting announcements on the Company's board and website ([www.castlepeak.co.th](http://www.castlepeak.co.th))

## **6.3 Major Changes and Developments of Policy, Practice, and Corporate Governance System in the Past Year**

The company focuses on environmental and social areas to achieve international standards by being certified in Higg Facility Environmental Module (Higg FEM) modules and Higg Facility Social & Labor Module (Higg FSLM) modules from the Sustainable apparel coalition (SAC)

## 7 Corporate Governance Structure and Important Information about the Subcommittee Executives, Employees, and Others

### 7.1 Corporate Governance Structure



### 7.2 Board of Directors

#### 7.2.1 Composition of the Board of Directors

In the year 2023, the Board of Directors consists of 7 persons. The proportion of independent directors to all directors is 3:7 and the proportion of non-executive directors to total directors is 3:7

#### 7.2.2 Information of the Board of Directors

Name	Position
Mr. Boonchoo Pongchaloem	Chairman
Mr. Punit Pongchaloem	Vice-Chairman
Mr. Liu Chor Ting	Vice-Chairman
Ms. Pilin Janyaniwat	Director
Ms. Napaporn Tanawatanyoung	Independent Director
Ms. Kanyapat Peerawatsakoonpong	Independent Director
Mr. Somchai Ongwararak	Independent Director

### 7.2.3 Roles and Responsibilities of the Board of Directors

- Performance of its duties according to law, the objectives and regulations of the company, and resolutions of shareholders' meetings.
- Compliance with the directives and rules of supervisory and controlling bodies.
- Protection of the interests of shareholders. Every shareholder is to be treated equally in receiving accurate information and news about the Company.
- Determining policies and operational plans, and supervising and controlling all managers to ensure their efficient implementation of the said policies and plans.
- Approval of transactions to buy or sell an asset, to incur a debt, or to undertake an obligation valued at 50 million Baht or more.

## 7.3 Information on Sub-Committees

### 7.3.1 The roles and duties of sub-committees

- The Audit Committee
  - Ensuring that the Company's financial reports are accurate, complete, and credible.
  - Ensuring that the company implements an appropriate and efficient internal monitoring system.
  - Considering and proposing an independent auditor for the Company.
  - Ensuring the Company's compliance with all relevant laws and regulations.
  - Ensuring that conflicts of interest do not occur.
  - Producing a management report from the Audit Committee, to be published in the Company's annual report.
  - Performance of any other duties assigned to it by the Board of Directors.
- The Executive Committee
  - Acceptance of the policies and operational plans of the Board of Directors.
  - Ensuring that the Company's operations are implemented efficiently to achieve corporate objectives.
  - Submitting reports, plans, and operational results to the Board of Directors.
  - Approval of transactions to buy or sell an asset, to incur a debt, or to undertake an obligation valued at no more than 50 million Baht. Transactions are authorized by the CEO and management team.
  - Performance of any other duties assigned by the Board of Directors.

### 7.3.2 Names of the Audit Committee

#### Audit Committee

- |                                    |                                 |
|------------------------------------|---------------------------------|
| 1. Ms. Napaporn Tanawatanyong      | Chairman of the Audit Committee |
| 2. Mr. Somchai Ongwararak          | Auditing Director               |
| 3. Ms. Kanyapat Peerawatsakoonpong | Auditing Director               |

Ms. Napaporn Tanawatanyong has adequate expertise and experience to audit the creditability of financial reports.



## 7.4 Names of Executive Committee

7.4.1 The Executive Committee of Castle Peak Holding Public Co., Ltd. has 6 people in the year 2023, by name:

- |                             |  |
|-----------------------------|--|
| 1. Mr. Boonchoo Pongchaloem | Chairman of the Executive Committee      |
| 2. Mr. Pumit Pongchaloem    | Vice-Chairman of the Executive Committee |
| 3. Mr. Liu Chor Ting        | Vice-Chairman of the Executive Committee |
| 4. Ms. Vinida Kulsompub     | Financial and Accounting Director        |
| 5. Ms. Pilin Janyaniwat     | Production Director                      |
| 6. Mr. Puthep Pongchaloem   | Administrative Director                  |

### 7.4.2 Policy on remuneration for Executive Directors and Executives

Remuneration is considered by knowledge and capability.

### 7.4.3 Total remuneration of Executive Directors and Executives

#### (1) Remuneration in money

Remuneration received by company directors in 2023

	Monthly allowance	Meeting allowance	Total (Baht)
Ms. Napaporn Tanawatanyong	120,000.00	40,000.00	160,000.00
Ms. Kanyapat Peerawatsakoonpong	120,000.00	20,000.00	140,000.00
Mr. Somchai Ongwararak	120,000.00	20,000.00	140,000.00
Total	360,000.00	80,000.00	440,000.00

Remuneration for directors of subsidiaries: – None –

Remuneration for executives in 2023:

- The 4 persons in the Garments Business received, as salaries and bonuses 7,772,266.74 Baht.
- The 4 persons in the Real Estate Development Business received, as salaries and bonuses 4,302,033.13 Baht.

#### (2) Other forms of remuneration:

– None –

**7.5 Employees Information****Employees**

Number of Employees	Year 2023	Year 2022	Year 2021
Garment Business	1,787	2,511	2,580
Real Estate Business	46	62	61
Total	1,833	2,573	2,641

**Remunerations and types of remunerations to employees in 2023**

- Garment business 372,681,021.00 Baht
- Real Estate Development business 11,330,025.11 Baht
- Types of remunerations to employees are salary, wages, and other benefits.
- Provident fund: – None –

**Employee development policy**

The garment industry is a labour-intensive industry. As a result, the company provides regular pieces of training to employees to be more efficient. In 2023, 859 employees were being trained in the skill training course at Castle Peak Holdings Public Company Limited and 399 employees in C.P.G. Garment Company Limited, and the CFO was trained to develop accounting knowledge (Refresh) according to the criteria set by the SEC. The course details are as follows

Course name	Training institute	Date	Hour
CFO Refresher Course 2023	Stock Exchange of Thailand	30 November 2023	6.40 hours





## 7.6 Other Important Information

### 7.6.1 List of Company Secretary, Accounting Manager, and Internal Audit Manager

Name	Position
Ms. Onticha Pongchaloem	Company secretary
Ms. Natpaphat Chuthepthip	Accounting Manager
Ms. Pavadee Chansuan	Head of Internal Audit

### 7.6.2 Supervisors of the Investor Relations and contact information

– None –

### 7.6.3 Auditor's Remuneration

The company's auditor is Mr. Jadesada Hungsapruet from Karin Audit. Audit fees for the quarter and the year 2023 total 2,476,000.00 Baht. Details are below:

Company	Audit fees for Q1, Q2, Q3	Audit fees for The year	Total
Castle Peak Holdings Public Co., Ltd. (Consolidated)	240,000.00	255,000.00	495,000.00
Castle Peak Holdings Public Co., Ltd.	270,000.00	650,000.00	920,000.00
C.P.G. Garment Co., Ltd.	201,000.00	340,000.00	541,000.00
Castle Peak Real Estate Co., Ltd.	60,000.00	100,000.00	160,000.00
Aek Thana Property Co., Ltd.	45,000.00	70,000.00	115,000.00
Sun Property Co., Ltd.	45,000.00	200,000.00	245,000.00
Total audit fee			2,476,000.00

Other services - Other related expenses are paid no more than 15,000 Baht for the quarterly audit and 40,000 Baht for the yearly audit.



## 8 Report on Important Performance Results in Corporate Governance

### 8.1 Summary of the Board's Performance in the Past Year

#### 8.1.1 Nomination, Development, and Evaluation of the Board's Performance

##### (1) Selection of Independent Directors

Principles in the selection of independent directors which are proposed by the Board of Directors, and should be:

- Knowledgeable, competent, and experienced.
- Capable of devoting time to the Company, attending meetings of the Board of Directors or Audit Committee, performing the duties assigned to him/her, and offering advice.
- Free of court-ordered liens, bankruptcy proceedings, or any real or apparent incapacity.
- Not subject to government prosecution, sentencing, or any criminal proceedings related to fraud or malfeasance.
- Clear of all attributes, as set down by the Securities Exchange Commission and the Stock Exchange of Thailand that would disqualify him/her from being an independent director.

All 3 independent directors are members of the Audit Committee of the Company. They are qualified person according to the requirements of the SET and SEC who are independent in voting at the meeting and give advice to the Executive Committee

##### (2) Method of Selecting Directors

Directors are selected according to the Public Company Act, except for article 70. Corporate regulations provide for the appointment of directors in a meeting of shareholders. Each shareholder has as many votes as he/she has shares. One shareholder must use all his/her votes for one or more nominees, and may not divide his/her votes in any way.

The number of directors from major shareholders in each group: – not specified –



### 8.1.2 Meeting attendance and remuneration for committees

Name	Position	No. of attendance/ No. of total director's meeting	No. of attendance/ No. of total shareholder's meeting
1. Mr. Boonchoo Pongchaloem	Chairman	8/12	0/1
2. Mr. Punit Pongchaloem	Vice-Chairman	12/12	1/1
3. Mr. Liu Chor Ting	Vice-Chairman	12/12	1/1
4. Ms. Pilin Janyaniwat	Director	12/12	1/1
5. Ms. Napaporn Tanawatanyong	Independent Director	12/12	1/1
6. Ms. Kanyapat Peerawatsakoonpong	Independent Director	12/12	1/1
7. Mr. Somchai Ongwararak	Independent Director	12/12	1/1

### 8.1.3 Supervision of operations of subsidiaries and associates

- Representatives are assigned to be directors and executives in subsidiaries and associates in accordance.
- Defining the scope and authority of directors and executives to participate in important business decisions.
- The financial statements, performance, and related personnel are fully open.

### 8.1.4 Monitoring to ensure the implementation of the corporate governance policy and practice

#### (1) Prevention of Conflicts of Interest

The company has set the issue of trading of the Company's securities. In business ethics Company Directors, Executive Officers, and Employees of the Internal Information Division are prohibited from buying or selling the Company's securities during the 1 month prior to the public disclosure of the financial statements.

The company has assigned company directors and executives to report the initial holding of securities and report any changes in the holding of the Company's securities. To the Office of the Securities and Exchange Commission under Section 59 of the Securities and Exchange Act B.E. 2535. Has included the agenda to report the holding of the Company's securities Of Company Directors and Executives, as well as their spouses, are regularly scheduled in the Board of Directors' meetings.

#### (2) Monitoring the use of internal information

The Board of Directors, audit committees, and management team, together with directors of the company and its subsidiary companies, must acknowledge and abide by the right of equal access principle to be informed about the company's news and information. They must strictly adhere to the regulations of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission and must not disclose the company's internal information for personal interest or gain, whether directly or indirectly.

Penalties include both those prescribed by the Office of the Securities and Exchange Commission and those stipulated by the Company's Board of Directors.



### (3) Anti-Corruption

The company has an anti-corruption policy which has been approved by the Board of Directors as follows: “The company does not accept any form of corruption. The company prohibits all forms of bribery, both public and private. The company will regularly review the operating procedures. To comply with the changes in the law, all directors, executives, and employees must comply with this policy.”

### (4) Whistle Blowing Policy

The Board of Directors laid down a Whistle Blowing Policy to justly protect the whistle-blower including the protection from persecution when filing a report, in which the company will receive and carry out the complaints with fairness, transparency, and justification following a systematic and unbiased protection measures.

The company provided the channel for all the stakeholders to file the report or complaint on those matters likely to cause damage to the company, whether they concerned the accuracy of financial statements, internal control system deficiency, or any act likely to violate the laws and business ethics, or the matters that the stakeholders’ right is violated or the corruption. They could directly communicate through the channel as follows:

1. Audit Committee      E-Mail: [audit@castlepeak.co.th](mailto:audit@castlepeak.co.th)
2. Company Secretary      E-Mail: [seretary@castlepeak.co.th](mailto:seretary@castlepeak.co.th)
3. Send a registered mail to the audit committee team or company secretary at:  
899 CPH Tower, Petchkasam Road,  
Bangkae Sub-District, Bangkae District, Bangkok 10160.

The company would carefully examine the complaints by the rules, using mechanisms that do not cause an impact on the whistle-blower. The results obtained through the investigation would then be reported directly to the Board of Directors, whereby the information of the claimant would be kept secret by the company unless it is required to be disclosed by law.

Apart from the above complaint channels, the company has established a process to manage employees’ complaints about matters that may be misconduct or considered corruption, by allowing them to file a complaint directly to the supervisor. If employees are unable to file a complaint through the supervisor directly, they may submit suggestion boxes located inside the company.

Summary of whistleblowing and handling of complaints: – None –

## 8.2 Report on the Performance of Duties of the Audit Committee for the Past Year

8.2.1 The number of meetings and attendance of individual audit committee members shall be shown

Name	Position	No. Audit Committee	No of attend.
Ms. Napaporn Tanawatyanong	Head of Audit Committee	4	4
Ms. Kanyapat Peerawatsakoonpong	Audit Committee	4	4
Mr. Somchai Ongwararak	Audit Committee	4	4

### 8.2.2 Performance of the Audit Committee

In the Audit committee's report in attachment 6.

## 8.3 Summary of Performance of Duties of Other Committees

– None –

## 9 Internal Control and Related Transactions

### 9.1 Internal Control

#### 9.1.1 Summary of the Board of Directors' opinions toward the company's internal control system.

The Board of Directors held the meeting on December 7, 2023. The committees assess five components of internal control by using the Committee of Sponsoring Organizations of the Treadway Commission (COSO) framework. It includes an internal control system, risk assessment, operational control system, information systems, and evaluation system. In conclusion, the committees all agree that the company has a good internal control.

#### 9.1.2 Mistake related to the internal control system

– None –

#### 9.1.3 The opinion of the Audit Committee differs from the opinion of the Board of Directors

– None –

#### 9.1.4 The opinion of the Audit Committee on whether the Head of Internal Audit is suitable

– Suitable –

#### 9.1.5 Appointment, removal, and transfer of Head of Internal Audit

Must be approved by the Audit Committee

### 9.2 Connected Transactions

Related transactions are in the notes to the statement no.5





## **INDEPENDENT AUDITOR'S REPORT**

To the Shareholders of Castle Peak Holdings Public Company Limited

### **Opinion**

I have audited the financial statements of Castle Peak Holdings Public Company Limited and its subsidiaries, which comprise the consolidated and separate statements of financial position as at December 31, 2023, and the related consolidated and separate statements of comprehensive income, changes in equity, and cash flows for the year then ended, and notes to the consolidated and separate financial statements, including a summary of significant accounting policies.

In my opinion, the consolidated and separate financial statements referred to above present fairly, in all material respects, the financial position of Castle Peak Holdings Public Company Limited and its subsidiaries and of Castle Peak Holdings Public Company Limited as at December 31, 2023, 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 Company in accordance with the Code of Ethics for Professional Accountants including Independence Standards issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

### **Key Audit Matters**

Key audit matters are those matters that, in my professional judgment, 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.



Key audit matters and how audit procedures respond to the matter are described below.

### **Revenue Recognition**

Revenue from sales of goods is significant to the financial statements and directly affects the Group's operating results.

I have examined the revenue from sales recognition by

- Assessing and testing the Group's internal controls with respect to the revenue cycle by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls.
- Examining supporting documents on a sampling basis for actual sale transactions occurring during the year, audit near the end of the reporting period and testing sale transactions with respect to the accuracy and timing of revenue recognition.
- Examining credit notes issued by the Group after the period end.
- Performing analytical procedures on disaggregated data and significant ratios relating to revenue recognition including comparison with historical data, in order to detect possible irregularities in sale transactions throughout the period, particularly accounting entries made through journal vouchers.

### **Other Matter**

The consolidated and separate financial statements of Castle Peak Holdings Public Company Limited and its subsidiaries, which comprise the consolidated and separate statements of financial position as at December 31, 2022, and the related consolidated and separate statements of comprehensive income, changes in equity and cash flows for the year then ended, which are included as comparative information, were audited by another auditor in my firm who expressed an unqualified opinion, thereon in her report dated February 24, 2023.

### **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 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 judgment and maintain professional skepticism throughout the audit. I also:

- 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.
- 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's 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.
- 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the 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.

The engagement partner on the audit resulting in this independent auditor's report is Mr. Jadesada Hungsapruerk.

(Mr. Jadesada Hungsapruerk)

Certified Public Accountant

Registration No. 3759

Karin Audit Company Limited

Bangkok

February 26, 2024



**PART 3 Financial Statements**  
**STATEMENTS OF FINANCIAL POSITION**

## STATEMENTS OF FINANCIAL POSITION

CASTLE PEAK HOLDINGS PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
AS AT DECEMBER 31, 2023

Unit : Baht

	Note	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	6	182,091,536.40	116,516,253.15	108,280,997.48	22,998,970.25
Trade and other current receivables	7	79,060,306.58	125,292,075.23	60,091,536.60	62,914,201.07
Inventories					
- Garment business	8	513,550,044.62	555,498,567.20	312,117,714.75	342,107,945.05
- Real estate business	5, 9	211,531,037.88	162,057,107.11	176,988,841.52	122,785,690.53
Total current assets		<u>986,232,925.48</u>	<u>959,364,002.69</u>	<u>657,479,090.35</u>	<u>550,806,806.90</u>
<b>Non-current assets</b>					
Other non-current financial assets		989,980.00	1,171,060.00	810,250.00	965,700.00
Investments in subsidiaries and associates	10	459,375.00	463,137.64	246,629,255.00	246,629,255.00
Investment properties	11	36,440,323.60	37,384,210.12	31,525,798.60	32,469,685.12
Property, plant and equipment	12	500,298,756.06	454,860,684.95	321,464,927.75	282,832,598.07
Right-of-use assets	13	39,292,374.32	55,160,283.86	19,126,871.78	24,410,509.49
Deferred tax assets	18	2,748,733.88	2,570,371.28	-	-
Deposits with commitment	14	38,966,773.24	54,891,598.61	15,805,940.28	25,746,836.17
long-term deposits		11,964,293.00	11,940,307.00	5,068,078.00	5,026,477.00
Other non - current assets		5,813,393.31	4,043,951.22	2,266,803.19	2,121,709.75
Total non - current assets		<u>636,974,002.41</u>	<u>622,485,604.68</u>	<u>642,697,924.60</u>	<u>620,202,770.60</u>
<b>Total assets</b>		<u><b>1,623,206,927.89</b></u>	<u><b>1,581,849,607.37</b></u>	<u><b>1,300,177,014.95</b></u>	<u><b>1,171,009,577.50</b></u>



## PART 3 Financial Statements

### STATEMENTS OF FINANCIAL POSITION



Unit : Baht

		Consolidated financial statements		Separate financial statements	
	Note	2023	2022	2023	2022
<b>Liabilities and equity</b>					
<b>Current liabilities</b>					
Overdrafts and short - term loans from financial institutions	15	229,920,783.40	251,708,271.99	146,871,101.11	164,306,357.64
Trade and other current payables	16	97,354,334.41	140,895,805.88	59,467,794.95	79,488,556.97
Current portion of long-term loans form a financial institution		-	1,249,999.97	-	-
Current portion of lease liabilities	13	18,363,541.35	17,435,893.84	8,574,169.91	7,682,732.27
Short-term loans	5	-	-	115,197,000.00	101,197,000.00
Income tax payable		10,617,664.64	34,412,647.07	10,514,890.51	30,145,500.17
Total current liabilities		356,256,323.80	445,702,618.75	340,624,956.48	382,820,147.05
<b>Non-current liabilities</b>					
Long-term loans form a financial institution	17	11,172,000.00	-	11,172,000.00	-
Lease liabilities	13	19,511,314.89	35,692,489.86	10,335,973.69	16,727,777.22
Deferred tax liabilities	18	73,905,383.36	63,590,338.55	47,841,584.73	39,086,171.29
Non-current provisions for employee benefit	19	69,724,520.74	69,910,555.84	33,515,276.54	34,143,111.52
Total non-current liabilities		174,313,218.99	169,193,384.25	102,864,834.96	89,957,060.03
<b>Total liabilities</b>		<b>530,569,542.79</b>	<b>614,896,003.00</b>	<b>443,489,791.44</b>	<b>472,777,207.08</b>
<b>Equity</b>					
Share capital					
Authorized share capital					
40,000,000 common shares, Baht 10 par value		400,000,000.00	400,000,000.00	400,000,000.00	400,000,000.00
Issued and paid - up share capital					
40,000,000 common shares, Baht 10 par value		400,000,000.00	400,000,000.00	400,000,000.00	400,000,000.00
Premium on ordinary shares		164,000,000.00	164,000,000.00	164,000,000.00	164,000,000.00
Retained earnings					
Appropriated - legal reserve	20	40,000,000.00	31,839,616.42	40,000,000.00	31,839,616.42
Unappropriated		141,569,187.74	63,118,676.86	35,777,337.05	(82,693,148.26)
Other components of equity		347,037,957.36	307,965,071.09	216,909,886.46	185,085,902.26
Equity attributable to owners of the Company		1,092,607,145.10	966,923,364.37	856,687,223.51	698,232,370.42
Non-controlling interests		30,240.00	30,240.00	-	-
<b>Total equity</b>		<b>1,092,637,385.10</b>	<b>966,953,604.37</b>	<b>856,687,223.51</b>	<b>698,232,370.42</b>
<b>Total liabilities and equity</b>		<b>1,623,206,927.89</b>	<b>1,581,849,607.37</b>	<b>1,300,177,014.95</b>	<b>1,171,009,577.50</b>



## STATEMENTS OF COMPREHENSIVE INCOME

CASTLE PEAK HOLDINGS PUBLIC COMPANY LIMITED AND SUBSIDIARIES

FOR THE YEAR ENDED DECEMBER 31, 2023

Unit : Baht

	Note	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
Revenue from sales	5	1,261,120,121.08	2,192,994,160.82	859,973,675.63	1,412,260,798.89
Cost of sales	5	995,910,633.01	1,658,034,726.05	641,614,610.69	1,029,591,223.05
<b>Gross profit</b>		<b>265,209,488.07</b>	<b>534,959,434.77</b>	<b>218,359,064.94</b>	<b>382,669,575.84</b>
Dividend income	5	26,000.00	15,000.00	28,772,581.06	15,000.00
Interest income		383,005.85	97,350.83	154,766.11	55,811.23
Gain on exchange rate		22,028,493.83	17,208,162.80	11,549,369.98	12,737,881.37
Other income		4,995,689.38	2,486,723.08	2,126,609.52	1,495,257.31
<b>Profit before expenses</b>		<b>292,642,677.13</b>	<b>554,766,671.48</b>	<b>260,962,391.61</b>	<b>396,973,525.75</b>
Distribution costs		52,364,204.12	65,555,203.70	34,676,829.98	41,718,830.27
Administrative expenses	5	121,207,258.33	120,924,110.54	61,406,955.97	61,153,448.25
Financial costs	5	19,557,618.23	28,285,930.78	20,122,844.81	25,217,362.87
Total expenses		193,129,080.68	214,765,245.02	116,206,630.76	128,089,641.39
Share of profit (loss) of investment in an associate	10	1,040,818.42	(10,598.10)	-	-
<b>Profit (loss) before income tax expense</b>		<b>100,554,414.87</b>	<b>339,990,828.36</b>	<b>144,755,760.85</b>	<b>268,883,884.36</b>
Income tax expense (income)	22	22,222,860.52	45,011,032.42	23,176,828.45	32,300,533.23
<b>Profit (loss) for the year</b>		<b>78,331,554.35</b>	<b>294,979,795.94</b>	<b>121,578,932.40</b>	<b>236,583,351.13</b>
<b>Other comprehensive income</b>					
Item that will not be reclassified to profit or loss :					
Gain on revaluation of assets	12	59,597,678.12	-	45,717,302.74	-
Defined benefit plan actuarial gain (loss)	19	(427,535.08)	4,373,728.70	377,598.13	2,240,887.98
<b>Other comprehensive income (loss) before income tax expense</b>		<b>59,170,143.04</b>	<b>4,373,728.70</b>	<b>46,094,900.87</b>	<b>2,240,887.98</b>
Income tax expense (income)	22	11,817,916.66	886,665.33	9,218,980.18	448,177.60
<b>Other comprehensive income (loss) for the year, net of tax</b>		<b>47,352,226.38</b>	<b>3,487,063.37</b>	<b>36,875,920.69</b>	<b>1,792,710.38</b>
<b>Total comprehensive income for the year</b>		<b>125,683,780.73</b>	<b>298,466,859.31</b>	<b>158,454,853.09</b>	<b>238,376,061.51</b>

## PART 3 Financial Statements

### STATEMENTS OF COMPREHENSIVE INCOME



Unit : Baht

Note	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
<b>Profit (loss) attributable to :</b>				
Owners of the Company	78,331,554.35	294,979,795.94	121,578,932.40	236,583,351.13
Non-controlling interests	-	-	-	-
<b>Profit (loss) for the year</b>	<b>78,331,554.35</b>	<b>294,979,795.94</b>	<b>121,578,932.40</b>	<b>236,583,351.13</b>
<b>Total comprehensive income attributable to:</b>				
Owners of the Company	125,683,780.73	298,466,859.31	158,454,853.09	238,376,061.51
Non-controlling interests	-	-	-	-
<b>Total comprehensive income for the year</b>	<b>125,683,780.73</b>	<b>298,466,859.31</b>	<b>158,454,853.09</b>	<b>238,376,061.51</b>
<b>Basic earnings (loss) per share</b>	<b>1.96</b>	<b>7.37</b>	<b>3.04</b>	<b>5.91</b>
<b>Weighted average number of ordinary shares (shares)</b>	<b>40,000,000</b>	<b>40,000,000</b>	<b>40,000,000</b>	<b>40,000,000</b>



# STATEMENTS OF CHANGES IN EQUITY

## CASTLE PEAK HOLDINGS PUBLIC COMPANY LIMITED AND SUBSIDIARIES FOR THE YEAR ENDED DECEMBER 31, 2023

Consolidated financial statements										Unit : Baht
Note	Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		Other components of equity		Equity attributable to owners of the Company		Non-controlling interests	Total equity
			Legal reserve	Unappropriated	Revaluation increment in land and building	Total other components of equity	the Company			
<b>Balance as of January 1, 2022</b>	<b>400,000,000.00</b>	<b>164,000,000.00</b>	<b>31,839,616.42</b>	<b>(243,481,437.85)</b>	<b>316,098,326.49</b>	<b>316,098,326.49</b>	<b>668,456,505.06</b>	<b>30,240.00</b>	<b>668,486,745.06</b>	
Comprehensive income for the year :										
Profit (loss)	-	-	-	294,979,795.94	-	-	294,979,795.94	-	294,979,795.94	
Other comprehensive income	-	-	-	3,487,063.37	-	-	3,487,063.37	-	3,487,063.37	
Total comprehensive income for the year	-	-	-	298,466,859.31	-	-	298,466,859.31	-	298,466,859.31	
Transfer to retained earnings	-	-	-	8,133,255.40	(8,133,255.40)	(8,133,255.40)	-	-	-	
<b>Balance at December 31, 2022</b>	<b>400,000,000.00</b>	<b>164,000,000.00</b>	<b>31,839,616.42</b>	<b>63,118,676.86</b>	<b>307,965,071.09</b>	<b>307,965,071.09</b>	<b>966,923,364.37</b>	<b>30,240.00</b>	<b>966,953,604.37</b>	
Comprehensive income for the year :										
Profit or loss	-	-	-	78,331,554.35	-	-	78,331,554.35	-	78,331,554.35	
Other comprehensive income	-	-	-	(325,916.11)	47,678,142.49	47,678,142.49	47,352,226.38	-	47,352,226.38	
Total comprehensive income (loss) for the year	-	-	-	78,005,638.24	47,678,142.49	47,678,142.49	125,683,780.73	-	125,683,780.73	
Transfer to legal reserve	-	-	8,160,383.58	(8,160,383.58)	-	-	-	-	-	
Transfer to retained earnings	-	-	-	8,605,256.22	(8,605,256.22)	(8,605,256.22)	-	-	-	
<b>Balance at December 31, 2023</b>	<b>400,000,000.00</b>	<b>164,000,000.00</b>	<b>40,000,000.00</b>	<b>141,569,187.74</b>	<b>347,037,957.36</b>	<b>347,037,957.36</b>	<b>1,092,607,145.10</b>	<b>30,240.00</b>	<b>1,092,637,385.10</b>	

## PART 3 Financial Statements

### STATEMENTS OF CHANGES IN EQUITY



	Separate financial statements							Unit : Baht
	Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		Other components of equity		Total	
Note			Legal reserve	Unappropriated	Revaluation increment in land and building	other components of equity		
<b>Balance as of January 1, 2022</b>	<b>400,000,000.00</b>	<b>164,000,000.00</b>	<b>31,839,616.42</b>	<b>(325,393,505.39)</b>	<b>189,410,197.88</b>	<b>189,410,197.88</b>	<b>459,856,308.91</b>	
Comprehensive income for the year :								
Profit or loss	-	-	-	236,583,351.13	-	-	236,583,351.13	
Other comprehensive income	-	-	-	1,792,710.38	-	-	1,792,710.38	
Total comprehensive income (loss) for the year	-	-	-	238,376,061.51	-	-	238,376,061.51	
Transfer to retained earnings	-	-	-	4,324,295.62	(4,324,295.62)	(4,324,295.62)	-	
<b>Balance at December 31, 2022</b>	<b>400,000,000.00</b>	<b>164,000,000.00</b>	<b>31,839,616.42</b>	<b>(82,693,148.26)</b>	<b>185,085,902.26</b>	<b>185,085,902.26</b>	<b>698,232,370.42</b>	
Comprehensive income for the year :								
Profit or loss	-	-	-	121,578,932.40	-	-	121,578,932.40	
Other comprehensive income	-	-	-	302,078.50	36,573,842.19	36,573,842.19	36,875,920.69	
Total comprehensive income (loss) for the year	-	-	-	121,881,010.90	36,573,842.19	36,573,842.19	158,454,853.09	
Transfer to legal reserve	-	-	8,160,383.58	(8,160,383.58)	-	-	-	
Transfer to retained earnings	-	-	-	4,749,857.99	(4,749,857.99)	(4,749,857.99)	-	
<b>Balance at December 31, 2023</b>	<b>400,000,000.00</b>	<b>164,000,000.00</b>	<b>40,000,000.00</b>	<b>35,777,337.05</b>	<b>216,909,886.46</b>	<b>216,909,886.46</b>	<b>856,687,223.51</b>	





## PART 3 Financial Statements

### STATEMENTS OF CASH FLOWS

## STATEMENTS OF CASH FLOWS

CASTLE PEAK HOLDINGS PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
FOR THE YEAR ENDED DECEMBER 31, 2023

Unit : Baht

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>				
Profit (loss) before income tax	78,331,554.37	294,979,795.94	121,578,932.40	236,583,351.13
Adjustments to reconcile profit (loss) to cash provided by (used in) :				
Income tax expense (income)	22,222,860.52	45,011,032.42	23,176,828.45	32,300,533.23
Trade receivables (increase) decrease	54,469,768.22	130,246,655.97	14,121,065.85	88,430,397.35
Other current receivables (increase) decrease	(6,497,793.93)	14,887,703.87	(10,695,027.96)	12,224,246.94
Inventories (increase) decrease				
- Garment business	41,544,449.71	(1,595,889.98)	29,723,357.43	(11,690,594.80)
- Real estate business	(49,316,909.12)	27,105,004.83	(53,230,080.57)	(4,400,068.43)
Other non - current assets (increase) decrease	(645,507.24)	181,051.20	(191,143.63)	7,771.50
Trade payables increase (decrease)	(34,268,860.19)	11,462,316.16	(16,053,067.93)	1,645,987.40
Other current payables increase (decrease)	(9,700,318.44)	(19,194,080.61)	(4,198,524.03)	(11,312,561.28)
Non-current provisions for employee benefit	5,019,435.82	5,377,244.96	2,858,601.15	2,579,037.50
Depreciation and amortization	41,026,014.71	40,232,100.40	22,244,356.52	21,330,211.65
Loss on written-off of assets	1,068,552.20	717,991.49	833,490.36	717,991.49
Loss (gain) on disposal of property, plants and equipment	(167,502.44)	(234,995.25)	(63,945.69)	(156,437.26)
Unrealized loss (gain) on exchange rate	(4,086,420.32)	(9,864,711.85)	(2,321,153.43)	(7,665,007.61)
Share of loss (profit) of investment in an associate	(1,040,818.42)	10,598.10	-	-
Allowance for (reversal of) declining value of inventories - garment business	404,072.87	(8,082,192.45)	266,872.87	(5,514,482.15)
Loss (gain) on revaluation	(168,745.11)	131,943.17	(71,397.87)	40,218.69
Allowance for (reversal of) valuation adjustment of investment	181,080.00	25,120.00	155,450.00	26,000.00
Dividend income	(26,000.00)	(15,000.00)	(28,772,581.06)	(15,000.00)
Interest income	(383,005.85)	(97,350.83)	(154,766.11)	(55,811.23)
Interest expense	17,403,198.66	25,860,041.78	19,009,482.52	23,852,652.29
Cash from operating activities	155,369,106.02	557,144,379.32	118,216,749.27	378,928,436.40
Non-current employee benefit paid	(5,633,006.00)	(4,454,123.00)	(3,108,838.00)	(1,530,932.00)
Income tax return	905,789.69	138,667.02	-	-
Income tax paid	(50,349,824.69)	(27,681,828.56)	(43,271,004.85)	(12,879,028.90)
<b>Net cash provided by (used in) operating activities</b>	<b>100,292,065.02</b>	<b>525,147,094.78</b>	<b>71,836,906.42</b>	<b>364,518,475.50</b>

## PART 3 Financial Statements

### STATEMENTS OF CASH FLOWS



Unit : Baht

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>				
Cash paid for purchases of investment properties	-	(1,765,600.00)	-	(1,765,600.00)
Cash paid for purchases of property, plants and equipment	(5,248,673.62)	(16,913,741.38)	(4,483,442.93)	(11,695,608.51)
Proceeds from disposal of property, plants and equipment	167,579.44	331,092.33	64,018.69	252,449.34
Cash paid for purchases of intangible assets	(2,087,618.79)	(941,930.91)	(2,087,618.79)	(570,150.36)
Interest received	383,005.85	97,350.83	154,766.11	55,811.23
Dividend received	1,070,581.05	15,000.00	28,772,581.06	15,000.00
Decrease (increase) in deposits with commitment	15,924,825.37	(7,270,058.38)	9,940,895.89	(8,225,723.89)
<b>Net cash provided by (used in) investing activities</b>	<b>10,209,699.30</b>	<b>(26,447,887.51)</b>	<b>32,361,200.03</b>	<b>(21,933,822.19)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>				
Increase (decrease) in overdrafts and short - term loans from financial institutions	(19,388,150.69)	(414,002,689.65)	(15,817,357.22)	(317,360,280.20)
Repayment of borrowings from related parties	-	-	(23,500,000.00)	(81,500,000.00)
Proceeds from borrowings from related parties	-	-	37,500,000.00	97,500,000.00
Repayment of long-term loans from financial institutions	(1,249,999.97)	(3,750,000.03)	-	-
Proceeds from of long-term loans from financial institutions	11,172,000.00	-	11,172,000.00	-
Repayment of lease liabilities	(18,443,439.14)	(18,293,441.92)	(8,690,277.57)	(8,125,700.13)
Interest paid	(17,016,891.27)	(28,272,892.59)	(19,580,444.43)	(26,022,531.00)
<b>Net cash provided by (used in) financing activities</b>	<b>(44,926,481.07)</b>	<b>(464,319,024.19)</b>	<b>(18,916,079.22)</b>	<b>(335,508,511.33)</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>65,575,283.25</b>	<b>34,380,183.08</b>	<b>85,282,027.23</b>	<b>7,076,141.98</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>116,516,253.15</b>	<b>82,136,070.07</b>	<b>22,998,970.25</b>	<b>15,922,828.27</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>182,091,536.40</b>	<b>116,516,253.15</b>	<b>108,280,997.48</b>	<b>22,998,970.25</b>

#### Supplemental disclosures of cash flow information:

##### Non-cash transactions

###### Year 2023

- The company and a subsidiary have revalued their land and buildings which caused increase in value of land and buildings totaling Baht 59.60 million and Baht 45.72 million in the consolidated and separate financial statements, respectively.

###### Year 2022

- The company transferred investment properties of Baht 19.29 million and Baht 24.61 million to inventories-real estate business in the consolidated and separate financial statements, respectively.
- Right-of-use assets increased from lease liabilities of Baht 49.1 million and Baht 24.4 million in the consolidated and separate financial statements, respectively.



## **NOTES TO FINANCIAL STATEMENTS**

### **1 General Information**

Castle Peak Holdings Public Company Limited (“the Company”) was registered on April 1, 1994, with registration number 0107537001056. The registered office is located at 899 Petchkasam Road, Bangkae Sub-district, Bangkae District, Bangkok.

The principal business activities of the Company and subsidiaries (“the Group”) are garment manufacturing to export and property development.

### **2 Basis for Preparation of the Consolidated Financial Statements**

The consolidated financial statements comprise the financial statements of the Company and subsidiaries (“the Group”). Subsidiaries, whose financial and operating policies are substantially direct or indirect controlled by the Company as follows:

Subsidiaries	Nature of business	Incorporate and operate	Percentage of holding	
			2023	2022
Direct :				
C.P.G. Garment Co., Ltd.	Manufacturing and export garment	Thailand	99.94	99.94
Castle Peak Real Estate Co., Ltd.	Real estate	Thailand	99.99	99.99
Indirect :				
Sun Property Co., Ltd.	Construction/ Real estate	Thailand	99.98	99.98
Aek Thana Property Co., Ltd.	Real estate	Thailand	99.98	99.98

Investment in other companies in which the Company significant influence is shown as “Investments in associates” under equity method in the consolidated financial statements, and record under cost method for the separate financial statements.

### **3 Basis of Preparation of the Financial Statements**

#### **3.1 Statement of compliance**

The financial statements are prepared in accordance with Thai Financial Reporting Standards (“TFRS”) including related interpretations and guidelines promulgated by the Federation of Accounting Professions (FAP); applicable rules and regulations of the Thai Securities and Exchange Commission.

Financial reporting standards that became effective in the current year



During the year, the Group Company has adopted the revised financial reporting standards which are effective for fiscal years beginning on or after January 1, 2023. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The adoption of these financial reporting standards does not have any significant impact on the Group Company's financial statements.

Financial reporting standards that will become effective for fiscal years beginning on or after January 1, 2024

The Federation of Accounting Professions issued a number of revised financial reporting standards, which are effective for fiscal years beginning on or after January 1, 2024. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The management of the Group Company believes that adoption of these amendments will not have any significant impact on the Group Company's financial statements.

### **3.2 Functional and presentation currency**

The financial statements are presented in Thai Baht, which is the Group's functional currency.

### **3.3 Use of judgements and estimates**

The preparation of financial statements in conformity with TFRS requires management to make judgements, estimates and assumptions that affect the application of the Group's accounting policies. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Significant judgments and estimates are as follow:

Revenue recognition	<ul style="list-style-type: none"><li>- Whether revenue from sales of made-to-order products is recognised over time or at a point in time</li><li>- Estimate of expected returns</li></ul>
Real estate development costs estimation	<ul style="list-style-type: none"><li>- The management estimates all project development costs based on its business experience and revisits the estimations on a periodical basis or when the actual costs incurred significantly vary from the estimated costs.</li></ul>
Leases	<ul style="list-style-type: none"><li>- In determining whether an arrangement contains a lease, the management considers whether the Group is reasonably certain to exercise extension options or exercise termination options.</li><li>- Determining incremental rate to measure lease liabilities</li></ul>
Trade receivables	<ul style="list-style-type: none"><li>- Determining expected credit losses of each trade receivable.</li></ul>



Deferred tax assets	- Recognition of deferred tax asset; availability of future taxable profit against which deductible temporary differences and tax losses carried forward can be utilised
Employee benefit obligations	- Measurement of defined benefit obligations: key actuarial assumptions

## **4 Significant Accounting Policies**

### **4.1 Income**

#### **4.1.1 Sale of goods and services**

Revenue is recognised when a customer obtains control of the goods or services in an amount that reflects the consideration to which the Group expects to be entitled, excluding those amounts collected on behalf of third parties, value added tax and is after deduction of any trade discounts and volume rebates.

Revenue from sales of goods is recognised when a customer obtains control of the goods, generally on delivery of the goods to the customers. For contracts that permit the customers to return the goods, revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. Therefore, the amount of revenue recognised is adjusted for estimated returns, which are estimated based on the historical data.

Revenue for rendering of services is recognised over time based on stage as the services are provided. The stage of completion is assessed based on cost-to-cost method. The related costs are recognized in profit or loss when they are incurred.

#### **4.1.2 Revenues from sale of real estate development project**

Revenues from the sales of real estate development projects are recognized when the construction works are completed and the ownerships have been transferred to buyers.

#### **4.1.3 Dividend income is recognised when obtain the right to receive the dividend.**

### **4.2 Interest**

#### **Effective Interest Rate (EIR)**

Interest income or expense is recognised using the effective interest method. The EIR is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.



### **4.3 Income Tax**

Income tax expense for the year comprises current and deferred tax. Current and deferred tax are recognised in profit or loss except to the extent that they relate to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and differences relating to investments in subsidiaries and jointly-controlled entities to the extent that it is probable that they will not reverse in the foreseeable future.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

### **4.4 Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand, call deposits and highly liquid short-term investments.

Deposits restricted in use are shown as other non-current assets.

### **4.5 Inventories**

#### **Garment business**

The Group values its inventories at the lower of cost or net realizable value. Inventories are valued as follows:

- Finished goods and work in process at specific batch costing
- Raw materials and supplies at moving average.





### **Real estate business**

Real estate development projects are presented at lower of cost or net realizable value. Cost comprises expenditure that is directly attributable to the acquisition of land, land improvement, construction cost, utilities, project management cost, borrowing costs and other direct relevance costs to the project.

### **4.6 Investments in subsidiaries and associates**

Investments in subsidiary companies and associates are recorded at cost method less impairment losses in the separate financial statements and investments in associated companies are recorded at equity method in the consolidated financial statements.

### **4.7 Property, plant and equipment**

Equipment is presented at cost less accumulated depreciation and impairment losses.

Land and buildings are stated at their revalued amounts. The revalued amount is the fair value determined on the basis of the property's existing use at the date of revaluation less any subsequent accumulated depreciation and impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located, and capitalised borrowing. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net within other income in profit or loss. When revalued assets are sold, the amounts included in the revaluation reserve are transferred to retained earnings.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each component of an item as follows:

Land improvement	42	years
Buildings and revaluation surplus	42	years
Machinery and equipment	5 - 10	years
Furniture, fixture and office equipment	5 - 10	years
Other constructions	20	years
Vehicles	5 - 10	years

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

**4.8 Investment properties**

Investment properties are properties which are held to earn rental income, for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investment properties are stated at cost less accumulated depreciation and impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, and other costs directly attributable to bringing the investment property to a working condition for its intended use and capitalised borrowing costs.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each component of an item as follows:

Building and other constructions	20 years
----------------------------------	----------

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

**4.9 Impairment of non-financial assets**

The carrying amounts of the Group's assets are reviewed at each report date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimate. Impairment with cost, if assets exceed its recoverable amount, the Group will recognize an impairment loss in profit or loss.

**Calculation of recoverable amount**

The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

**Reversal of impairment**

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized. All reversals of impairment losses are recognized in profit or loss.



#### **4.10 Employee benefit obligations**

The Group's employee benefit obligation in respect of post-employment benefits under defined benefit plans recognized in the financial statements based on calculations by the independent actuary using the projected unit credit method estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value.

The Group recognises all actuarial gains and losses arising from defined benefit plans in other comprehensive income and all expenses related to defined benefit plans in profit or loss.

##### **Short-term employee benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

#### **4.11 Provisions**

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

#### **4.12 Foreign currency risk**

Transactions in foreign currencies are translated to Thai Baht at the foreign exchange rates ruling at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to Thai Baht at the foreign exchange rates ruling at that date. Foreign exchange differences arising on translation are recognised in profit or loss.

Non-monetary assets and liabilities measured at cost in foreign currencies are translated to Thai Baht using the foreign exchange rates ruling at the dates of the transactions.

The revenues and expenses of foreign entities are translated to Thai Baht at rates approximating the foreign exchange rates ruling at the dates of the transactions.

Foreign exchange differences arising on translation are recognised in other comprehensive income and presented in the foreign currency translation reserve in equity until disposal of the investment.

**4.13 Financial instruments**

Financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset and financial liability (unless it is a trade receivable without a significant financing component or measured at FVTPL) is initially measured at fair value plus transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price. A financial asset and a financial liability measured at FVTPL are initially recognised at fair value.

**Classification and measurement of financial assets**

Financial assets are classified, at initial recognition, as to be subsequently measured at amortised cost, fair value through other comprehensive income (“FVOCI”), or fair value through profit or loss (“FVTPL”). The classification of financial assets at initial recognition is driven by the Group’s business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

**Financial assets at amortised cost**

The Group measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate (“EIR”) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

**Financial assets at FVTPL**

Financial assets measured at FVTPL are carried in the statement of financial position at fair value with net changes in fair value recognised in profit or loss.

These financial assets include derivatives, security investments held for trading, equity investments which the Group has not irrevocably elected to classify at FVOCI and financial assets with cash flows that are not solely payments of principal and interest.

Dividends on equity investments are recognised as other income in profit or loss.

**Classification and measurement of financial liabilities**

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.



### **Derecognition of financial instruments**

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value. On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

### **Offsetting**

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

### **Derivatives**

Derivative are recognised at fair value. At the end of each reporting period the fair value is measured. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss.

### **Impairment of financial assets**

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. It is based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

## **4.14 Leases**

At inception of contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group assesses the lease term for the non-cancellable period as stipulated in lease contract or the remaining period of active leases together with any period covered by an option to extend the lease if it is reasonably certain to be exercised or any periods covered by an option to terminate the lease if it is reasonably certain not to be exercise by considering the effect of changes in technology and/or the other circumstance relating to the extension of the lease term.



As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date, except for leases of low-value assets and short-term leases which is recognised as an expense on a straight-line basis over the lease term.

Right-of-use asset is measured at cost, less any accumulated depreciation and impairment loss, and adjusted for any remeasurements of lease liability. The cost of right-of-use asset includes the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of restoration costs, less any lease incentives received. Depreciation is charged to profit or loss on a straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. The lease payments included fixed payments less any lease incentive receivable, and amounts expected to be payable under a residual value guarantee. The lease payments also include amount under purchase, extension or termination option if the Group is reasonably certain to exercise option. Variable lease payments that do not depend on index or a rate are recognised as expenses in the accounting period in which they are incurred.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in lease term, change in lease payments, change in the estimate of the amount expected to be payable under a residual value guarantee, or a change in the assessment of purchase, extension or termination options. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.





#### **4.15 Basic earnings (loss) per share**

Basic earnings (loss) per share are calculated by dividing profit (loss) for the year attributable to equity holders of the Company by weighted average number of ordinary shares outstanding during the year. The company does not have any other equivalent ordinary share for diluted earnings per share calculation.

#### **4.16 Segment reporting**

Segment results that are reported to the Group's executive committee (the chief operating decision maker) include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

#### **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 market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When one is available, the Group measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as 'active' if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then the Group uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

If an asset or a liability measured at fair value has a bid price and an ask price, then the Group measures assets and long positions at a bid price and liabilities and short positions at an ask price.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price – i.e. the fair value of the consideration given or received. If the Group determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique for which any unobservable inputs are judged to be insignificant in relation to the measurement, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently, that difference is recognised in profit or loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.



When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: inputs for the asset or liability that are based on unobservable input.

If the inputs used to measure the fair value of an asset or liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

## 5 Related Party Transactions

### 5.1 The related parties and relationship

Parties	Relationship
C.P.G. Garment Co., Ltd.	Subsidiary
Castle Peak Real Estate Co., Ltd.	Subsidiary
Aek Thana Property Co., Ltd.	Subsidiary (indirect owned throughout Castle Peak Real Estate Co., Ltd.)
Sun Property Co., Ltd.	Subsidiary (indirect owned throughout Castle Peak Real Estate Co., Ltd.)
Castle Peak Pulp & Paper Industries Co., Ltd.	Associate
Yueyang Fengli Pulp & Paper Industry Co., Ltd.	Associate (indirect owned throughout Castle Peak Pulp & Paper Co., Ltd.)



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

5.2 Significant transactions for the years 2023 and 2022 with related parties, were as follows:

	Pricing policy	Unit : Baht			
		Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
<b>Sales - raw materials and wages</b>	(1)				
C.P.G. Garment Co., Ltd.		-	-	23,457,267.94	28,129,826.49
<b>Dividend income</b>	(3)				
C.P.G. Garment Co., Ltd.		-	-	27,702,000.00	-
<b>Purchases - raw materials and wages</b>	(1)				
C.P.G. Garment Co., Ltd.		-	-	13,417,884.90	17,807,329.12
<b>Construction costs</b>	(1)				
Sun Property Co., Ltd.		-	-	48,720,798.80	7,217,260.00
<b>Service expenses</b>	(1)				
Sun Property Co., Ltd.		-	-	1,185,682.32	2,060,970.00
<b>Interest expense</b>	(2)				
Castle Peak Real Estate Co., Ltd.		-	-	8,123,041.47	4,767,531.67
C.P.G. Garment Co., Ltd.		-	-	-	1,238,989.45
<b>Total</b>		<u>-</u>	<u>-</u>	<u>8,123,041.47</u>	<u>6,006,521.12</u>
<b>Management remuneration</b>		12,074,299.87	12,072,218.77	8,654,266.74	8,651,352.09

Pricing policies are as follows:

- (1) Cost plus margin
- (2) Interest rate at MLR/ MLR+0.25 of a local bank or actual incurred rate
- (3) Upon declaration

## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS



5.3 Significant assets and liabilities at December 31, 2023 and 2022 with related parties, were as follows:

Unit : Baht

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
<b>Trade account receivable</b>				
<b>Subsidiary</b>				
C.P.G. Garment Co., Ltd.	-	-	1,137,539.75	1,944,444.36
<b>Other current receivables</b>				
<b>Interest receivable</b>				
<b>Associate</b>				
Castle Peak Pulp & Paper Industries Co., Ltd.	56,872,353.40	56,872,353.40	56,872,353.40	56,872,353.40
<u>Less</u> allowance for expected credit loss	(56,872,353.40)	(56,872,353.40)	(56,872,353.40)	(56,872,353.40)
Net	-	-	-	-
<b>Other receivable</b>				
<b>Associate</b>				
Castle Peak Pulp & Paper Industries Co., Ltd.	10,981,655.49	10,981,655.49	10,981,655.49	10,981,655.49
<u>Less</u> allowance for expected credit loss	(10,981,655.49)	(10,981,655.49)	(10,981,655.49)	(10,981,655.49)
Net	-	-	-	-
Total	-	-	-	-
<b>Current portion of long-term loans to</b>				
Castle Peak Pulp & Paper Industries Co., Ltd.	32,500,000.00	32,500,000.00	32,500,000.00	32,500,000.00
<u>Less</u> allowance for expected credit loss	(32,500,000.00)	(32,500,000.00)	(32,500,000.00)	(32,500,000.00)
Net	-	-	-	-
<b>Short-term loans</b>				
<b>Associates</b>				
Yueyang Fengli Pulp & Paper Industry Co., Ltd.	24,415,418.00	24,415,418.00	24,415,418.00	24,415,418.00
Castle Peak Pulp & Paper Industries Co., Ltd.	176,415,000.00	176,415,000.00	176,415,000.00	176,415,000.00
<u>Less</u> allowance for expected credit loss	(200,830,418.00)	(200,830,418.00)	(200,830,418.00)	(200,830,418.00)
Total	-	-	-	-
<b>Trade accounts payable</b>				
<b>Subsidiaries</b>				
C.P.G. Garment Co., Ltd.	-	-	127,295.82	14,594.46
Sun Property Co., Ltd.	-	-	1,581,450.00	-
	-	-	1,708,745.82	14,594.46



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

Unit : Baht

	Consolidated financial statements		Separate financial statements	
	2023	2002	2023	2002
<b>Other current payable - interest payable</b>				
<b>Subsidiary</b>				
Castle Peak Real Estate Co., Ltd.	-	-	716,050.95	489,382.28
<b>Short-term loans from</b>				
<b>Subsidiary</b>				
Castle Peak Real Estate Co., Ltd.	-	-	115,197,000.00	101,197,000.00

Commitment as at December 31, 2023 and December 31, 2022 with related party were as follows:

Unit : Baht

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
<b>Commitments on the agreements construction of real estate projects</b>				
Sun Property Co., Ltd.	-	-	38,318,026.00	12,262,370.00

5.4 Movement of short-term loans from related parties during the year 2023 were as follows:

	Unit : Baht				Interest rate
	Separate financial statements			December 31, 2023	
	December 31, 2022	Increase	(Decrease)		
Subsidiary					(%)
Castle Peak Real Estate Co., Ltd.	101,197,000.00	37,500,000.00	(23,500,000.00)	115,197,000.00	5.85 – 7.10

Except loans to Castle Peak Pulp & Paper Industries Co., Ltd. (“CPPP”) and Yueyang Fengli Pulp & Paper Industry Co., Ltd. (“Yueyang”), loans to and loans from related parties are in term of promissory notes, which are due on call, bear interest rate at MLR or MLR+0.25 p.a. of a local bank.

Loans to and loans from related parties have no collateral.



## 6 Cash and Cash Equivalents

Unit : Baht

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Cash	95,000.00	95,000.00	45,000.00	45,000.00
Current accounts	60,519,714.79	75,005,072.00	8,390,693.13	22,953,970.25
Saving deposits	121,476,821.61	41,416,181.15	99,845,304.35	-
Total	182,091,536.40	116,516,253.15	108,280,997.48	22,998,970.25

## 7 Trade and Other Current Receivables

Unit : Baht

Note	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Trade accounts receivable				
- Related party	5	-	1,137,539.75	1,944,444.36
- Other parties		58,295,887.09	42,772,003.37	59,561,051.45
<u>Less</u> allowance for expected credit loss		(4,140,355.06)	-	(4,140,355.06)
Trade accounts receivables, net		58,295,887.09	43,909,543.12	57,365,140.75
Other current receivables				
- Related party	5	67,854,008.89	67,854,008.89	67,854,008.89
- Other parties		20,764,419.49	16,181,993.48	5,615,778.21
<u>Less</u> allowance for expected credit loss	5	(67,854,008.89)	(67,854,008.89)	(67,920,726.78)
Other current receivables, net		20,764,419.49	16,181,993.48	5,549,060.32
Total		79,060,306.58	60,091,536.60	62,914,201.07





## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

Ageing analyses for trade accounts receivable were as follows:

	Unit : Baht			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Related party				
Within credit term	-	-	1,137,539.75	1,944,444.36
Total	-	-	1,137,539.75	1,944,444.36
Other parties				
Within credit term	58,295,887.09	102,398,716.26	42,772,003.37	42,639,280.05
Over due				
- Not over 3 months	-	12,781,416.34	-	12,781,416.34
- Over 12 months	-	4,140,355.06	-	4,140,355.06
<u>Less</u> allowance for expected credit loss	-	(4,140,355.06)	-	(4,140,355.06)
Total	58,295,887.09	115,180,132.60	42,772,003.37	55,420,696.39

## 8 Inventories - Garment Business

	Unit : Baht			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Finished goods	3,626,641.46	3,830,948.59	3,023,964.66	3,211,591.79
Work in process	310,130,823.61	343,860,156.45	160,602,096.38	198,884,851.33
Raw materials and supplies	187,618,426.06	175,216,727.83	139,075,918.70	126,212,437.59
Raw materials in transit	15,772,354.95	35,784,862.92	12,422,779.67	16,539,236.13
Total	517,148,246.08	558,692,695.79	315,124,759.41	344,848,116.84
<u>Less</u> allowance for declining in value of inventories	(3,598,201.46)	(3,194,128.59)	(3,007,044.66)	(2,740,171.79)
Net	513,550,044.62	555,498,567.20	312,117,714.75	342,107,945.05

The cost of inventories which is recognised as an expense and included in cost of sale of goods for the year ended December 31, 2023 amounted to Baht 989.58 million (2022 : Baht 1,589.44 million) in the consolidated statements of comprehensive income and Baht 640.14 million (2022 : Baht 1,001.67 million) in the separate statements of comprehensive income.

In 2023, the Group recognised an allowance for decline in value of inventories adjusted to net realisable value of Baht 0.60 million and recognised a recovery of allowance for decline in value of inventories of Baht 0.20 million (2022 : recognised an allowance for decline in value of inventories of Baht 3.38 million and recognised a reversal of allowance for decline in value of inventories of Baht 11.46 million).



## 9 Inventories – Real Estate Business

Unit : Baht

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Land	181,857,794.42	199,259,866.00	123,169,472.00	145,896,448.00
Land development	32,042,491.50	35,698,681.50	26,620,356.50	30,276,546.50
Construction in progress	436,456,773.95	392,983,983.68	302,413,680.38	262,790,810.38
Infrastructure	79,430,680.04	69,346,145.89	62,432,884.00	52,348,349.85
Construction development costs	35,594,919.38	30,446,052.14	22,221,941.36	16,257,025.36
Total	765,382,659.29	727,734,729.21	536,858,334.24	507,569,180.09
<u>Less</u> cumulative costs transferred to cost of sales	(553,851,621.40)	(565,677,622.10)	(359,869,492.72)	(384,783,489.56)
Net	211,531,037.89	162,057,107.11	176,988,841.52	122,785,690.53

As at December 31, 2023, inventories- real estate business of the Company and subsidiaries totaling Baht 166.85 million (2022 : Baht 136.19 million) in consolidated financial statements and Baht 140.01 million (2022 : Baht 109.35 million) in separate financial statements, are mortgaged as collateral for long term loans (Note 17) and letters of guarantee for to Government agencies (Note 27).



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

#### 10 Investments in Subsidiaries and Associates

Name	Type of business	Paid-in capital (Thousand Baht)	Ownership interest (%)	Unit : Baht	
				Consolidated financial statements	
				Investment at equity method	
				2023	2022
<b>Investment in associates :-</b>					
Castle Peak Pulp & Paper Co., Ltd.	Pulp & paper	100,000	41.00	-	-
Thanee Watana Co., Ltd. (1)	Real estate	938	49.00	459,375.00	463,137.64
Total investment in associates				459,375.00	463,137.64

							Unit : Baht
Name	Type of business	Paid-in capital (Thousand Baht)	Ownership interest (%)	Separate financial statements			
				Investment at cost method		Dividend income	
				2023	2022	2023	2022
<b>Investments in subsidiaries :-</b>							
C.P.G. Garment Co., Ltd.	Manufacturing and export garment	46,200	99.94	46,170,000.00	46,170,000.00	-	-
Castle Peak Real Estate Co., Ltd.	Real estate	200,000	99.99	199,999,880.00	199,999,880.00	-	-
<b>Investment in Associates :-</b>							
Castle Peak Pulp & Paper Co., Ltd.	Holding	100,000	41.00	41,000,000.00	41,000,000.00	-	-
Thanee Watana Co., Ltd. <sup>(1)</sup>	Real estate	938	49.00	459,375.00	459,375.00	1,044,581.05	-
<u>Less</u> allowance for impairment							
Total				(41,000,000.00)	(41,000,000.00)	-	-
<b>Investments in subsidiaries :-</b>				246,629,255.00	246,629,255.00	1,044,581.05	-

<sup>(1)</sup> On liquidation process

All subsidiaries and direct associate were incorporated and operate in Thailand and indirect associate was incorporated and operates in China.

The share of comprehensive income (loss) of two associates in the consolidated statements of comprehensive income for the year ended December 31, 2023 amounted to Baht 0.00 million (2022 : Baht 0.00 million), were computed from the financial statements which have not been audited by auditors.



## 11 Investment Properties

Unit : Baht

	Consolidated financial statements			
	As at December 31, 2022	Increase	Decrease	As at December 31, 2023
Cost				
Land and land improvement	32,243,638.00	-	-	32,243,638.00
Buildings and other constructions	33,861,732.66	-	-	33,861,732.66
Total cost	66,105,370.66	-	-	66,105,370.66
Accumulated depreciation				
Land improvement	(80,552.01)	-	-	(80,552.01)
Buildings and other constructions	(28,640,608.53)	(943,886.52)	-	(29,584,495.05)
Total accumulated depreciation	(28,721,160.54)	(943,886.52)	-	(29,665,047.06)
Net	37,384,210.12			36,440,323.60

Unit : Baht

	Separate financial statements			
	As at December 31, 2022	Increase	Decrease	As at December 31, 2023
Cost				
Land and land improvement	27,329,113.00	-	-	27,329,113.00
Buildings	33,861,732.66	-	-	33,861,732.66
Total cost	61,190,845.66	-	-	61,190,845.66
Accumulated depreciation				
Land improvement	(80,552.01)	-	-	(80,552.01)
Buildings	(28,640,608.53)	(943,886.52)	-	(29,584,495.05)
Total accumulated depreciation	(28,721,160.54)	(943,886.52)	-	(29,665,047.06)
Net	32,469,685.12			31,525,798.60



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

Fair value of investment properties as at December 31, 2023 and 2022 were as follows:

	Unit : Baht			
	Consolidated financial statements			
	2023		2022	
	At cost	Fair value	At cost	Fair value
Land	4,914,525.00	20,554,600.00	4,914,525.00	18,031,400.00
Land and buildings	31,525,798.60	113,605,856.00	32,469,685.12	113,605,856.00
Total	36,440,323.60		37,384,210.12	

	Unit : Baht			
	Separate financial statements			
	2023		2022	
	At cost	Fair value	At cost	Fair value
Land and buildings	31,525,798.60	113,605,856.00	32,469,685.12	113,605,856.00

Fair values are appraised values, performed by independence appraisers, UK. Valuations and Agency Co., Ltd., Chartered Valuation and Consultant Co., Ltd. and Siam Appraisal and Service Co., Ltd., and announced by the Treasury Department, Land is valued by comparable sale price and buildings are valued by cost approach, level 2 of fair values hierarchy.

As at December 31, 2023, investment properties with net carrying value of Baht 22.23 million (2022: Baht 22.78 million) in the consolidated and separate financial statements, were mortgaged as collateral for credit facilities of the Group (Note 15).



## 12 Property, Plant and Equipment

Unit : Baht

	Consolidated financial statements				As at December 31, 2023
	As at December 31, 2022	Increase	Decrease	Transfer in (out)	
Cost plus revaluation surplus					
Land and improvement	46,304,335.50	-	-	-	46,304,335.50
Land - revaluation surplus	273,083,063.20	43,127,750.00	-	-	316,210,813.20
Buildings	117,767,269.25	-	-	11,051,449.87	128,818,719.12
Buildings - revaluation surplus	412,494,961.47	16,469,928.12	-	-	428,964,889.59
Cost					
Machinery and equipment	303,266,467.71	457,543.23	(5,221,263.80)	-	298,502,747.14
Furniture and office equipment	121,909,123.19	1,265,737.66	(167,311.22)	14,900.00	123,022,449.63
Leasehold building improvement	3,949,846.28	-	-	-	3,949,846.28
Vehicles	36,424,138.42	260,000.00	(1,390,000.00)	-	35,294,138.42
Assets in transit	7,800,957.14	3,265,392.73	-	(11,066,349.87)	-
Total cost	1,323,000,162.16	64,846,351.74	(6,778,575.02)	-	1,381,067,938.88
Accumulated depreciation					
Land improvement	(10,298,398.70)	-	-	-	(10,298,398.70)
Building	(111,672,872.53)	(865,157.21)	-	-	(112,538,029.74)
Building - revaluation surplus	(300,621,685.78)	(10,756,570.31)	-	-	(311,378,256.09)
Machinery and equipment	(287,664,218.62)	(6,101,166.78)	5,221,188.80	-	(288,544,196.60)
Furniture and office equipment	(117,605,791.71)	(1,585,239.75)	167,296.22	-	(119,023,735.24)
Leasehold building improvement	(3,939,338.51)	(5,076.00)	-	-	(3,944,414.51)
Vehicles	(36,337,171.36)	(94,978.58)	1,389,998.00	-	(35,042,151.94)
Total accumulated depreciation	(868,139,477.21)	(19,408,188.63)	6,778,483.02	-	(880,769,182.82)
Net	454,860,684.95				500,298,756.06



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

Unit : Baht

	Separate financial statements				As at December 31, 2023
	As at December 31, 2022	Increase	Decrease	Transfer in (out)	
Cost plus revaluation surplus					
Land and land improvement	40,104,335.50	-	-	-	40,104,335.50
Land - revaluation surplus	179,939,063.20	31,461,750.00	-	-	211,400,813.20
Buildings	91,630,030.12	-	-	11,051,449.87	102,681,479.99
Buildings - revaluation surplus	259,650,068.74	14,255,552.74	-	-	273,905,621.48
Cost					
Machinery and equipment	196,489,044.68	292,543.23	(4,803,263.80)	-	191,978,324.11
Furniture and office equipment	75,507,759.52	925,506.97	(13,000.00)	14,900.00	76,435,166.49
Vehicles	2,857,692.94	-	-	-	2,857,692.94
Asset on the way	7,800,957.14	3,265,392.73	-	(11,066,349.87)	-
Total cost	853,978,951.84	50,200,745.67	(4,816,263.80)	-	899,363,433.71
Accumulated depreciation					
Land improvement	(10,298,398.70)	-	-	-	(10,298,398.70)
Building	(89,705,841.19)	(536,762.47)	-	-	(90,242,603.66)
Building - revaluation surplus	(208,231,754.09)	(5,937,322.52)	-	-	(214,169,076.61)
Machinery and equipment	(186,985,160.94)	(4,098,877.83)	4,803,190.80	-	(186,280,847.97)
Furniture and office equipment	(73,067,515.91)	(995,380.17)	13,000.00	-	(74,049,896.08)
Vehicles	(2,857,682.94)	-	-	-	(2,857,682.94)
Total accumulated depreciation	(571,146,353.77)	(11,568,342.99)	4,816,190.80	-	(577,898,505.96)
Net	282,832,598.07				321,464,927.75

On September 1 and 7, 2023, the Company and a subsidiary reappraisal the value of land and constructions thereon (using cost approach), level 2 of the fair value hierarchy by an independence appraiser, Chartered Valuation and Consultant Co., Ltd. and Siam Appraisal and Service Co., Ltd. The revaluations caused in an increase in value of land and buildings of Baht 43.13 million and Baht 16.47 million, respectively, in the consolidated financial statements and Baht 31.46 million and Baht 14.26 million, respectively, in the separate financial statements. Which was recorded in the statement of comprehensive income for the year ended December 31, 2023.

As at December 31, 2023, substantial parcels of land and construction thereon of the Group, with net carrying value of Baht 494.17 million (2022 : Baht 424.73 million) in the consolidated financial statements, and Baht 321.46 million (2022 : Baht 260.76 million) in the separate financial statements, were mortgaged as collateral for credit facilities of the Group (Note 15) and letter of guarantee to Government agencies and other agencies (Note 27).

As at December 31, 2023, the Group had fully depreciated fixed assets which were still in active use at gross carrying value totaling Baht 428.09 million (2022 : Baht 415.65 million) in the consolidated financial statements and Baht 250.12 million (2022 : Baht 242.44 million) in the separate financial statements.





### 13 Leases

Movement of right-of-use assets for the year ended December 31, 2023 are summarised below:

	Unit : Baht		
	Consolidated financial statements		
	Buildings	Vehicles	Total
At January 1, 2023	49,066,363.18	6,093,920.68	55,160,283.86
Additions	-	3,189,911.68	3,189,911.68
Depreciation for the year	(16,355,454.36)	(2,702,366.86)	(19,057,821.22)
At December 31, 2023	32,710,908.82	6,581,465.50	39,292,374.32

	Unit : Baht		
	Separate financial statements		
	Buildings	Vehicles	Total
At January 1, 2023	24,410,509.49	-	24,410,509.49
Additions	-	3,189,911.68	3,189,911.68
Depreciation for the year	(8,136,836.52)	(336,712.87)	(8,473,549.39)
At December 31, 2023	16,273,672.97	2,853,198.81	19,126,871.78

Lease liabilities as at December 31, 2023 and 2022 were as follows:

	Unit : Baht			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Lease payments	40,176,001.00	57,632,677.00	20,156,760.00	26,595,000.00
Deferred interest expenses	(2,301,144.76)	(4,504,293.30)	(1,246,616.40)	(2,184,490.51)
Total	37,874,856.24	53,128,383.70	18,910,143.60	24,410,509.49
Less current portion	(18,363,541.35)	(17,435,893.84)	(8,574,169.91)	(7,682,732.27)
Lease liabilities, net of current portion	19,511,314.89	35,692,489.86	10,335,973.69	16,727,777.22



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

The following are the amounts recognised in profit or loss for the year 2023 and 2022 below:

	Unit : Baht			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Depreciation of right-of-use assets	19,057,821.22	17,768,234.37	8,473,549.39	7,662,781.85
Interest expense on lease liabilities	2,501,886.86	869,174.19	1,236,612.43	380,692.06
Leases of low - value assets	282,422.97	292,511.37	57,348.58	73,333.00
Total	21,842,131.05	18,929,919.93	9,767,510.40	8,116,806.91

#### 14 Deposits with Commitment

As at December 31, 2023 and 2022 all deposits with commitment are guaranteed for credit limit of the group (Note 15), and for bank's issuance of letter of guarantee to Government agencies of the Group (Note 27).

#### 15 Overdrafts and Short-Term Loans from Financial Institutions

	Unit : Baht			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Bank overdrafts	-	276,475.04	-	276,475.04
Short - term loans from banks				
- Packing credits	-	35,000,000.00	-	20,000,000.00
- Liability under trust receipts	229,920,783.40	216,431,796.95	146,871,101.11	144,029,882.60
Total	229,920,783.40	251,708,271.99	146,871,101.11	164,306,357.64

As at December 31, 2023, the Group has credit facilities with several banks totaling Baht 742.00 million (2022: Baht 882.00 million) in the consolidated financial statements and Baht 484.00 million (2022: Baht 584.00 million) in the separate financial statements. All loans are guaranteed by mortgaging investment properties (Note 11) and land and construction thereon (Note 12), and bank deposits (Note 14), and personally guaranteed by certain Company directors.



## 16 Trade and Other Current Payables

Unit : Baht

	Note	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
Trade accounts payable					
- Related parties	5	-	-	1,708,745.82	14,594.46
- Other parties		36,145,329.06	70,461,006.07	21,601,470.93	39,451,173.78
Total trade accounts		36,145,329.06	70,461,006.07	23,310,216.75	39,465,768.24
Other current payables					
- Related party	5	-	-	716,050.95	489,382.28
- Other parties		61,209,005.35	70,434,799.81	35,441,527.25	39,533,406.45
Total other current payables		61,209,005.35	70,434,799.81	36,157,578.20	40,022,788.73
Total		97,354,334.41	140,895,805.88	59,467,794.95	79,488,556.97

## 17 Long-Term Loan from Financial Institutions

Unit : Baht

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Long-term loans	11,172,000.00	-	11,172,000.00	-

In 2023, the Company entered into a long-term loan agreement for its real estate development project with a local bank totaling Baht 109.20 million. The loan carries an interest rate at MLR - 1.00% p.a. and is guaranteed by mortgaging inventories- real estate business (Note 9), and personally guaranteed by certain directors. The repayment amount and withdrawal of the collateral of each unit are identified in the agreement.



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

#### 18 Deferred Tax

Deferred tax assets and liabilities as at December 31, 2023 and 2022 were as follows:

Unit : Baht

	Consolidated financial statements			
	Assets		Liabilities	
	2023	2022	2023	2022
Deferred tax assets	3,804,787.88	4,166,739.27	-	-
Deferred tax liabilities	-	-	(95,285,718.34)	(88,169,060.89)
Total	3,804,787.88	4,166,739.27	(95,285,718.34)	(88,169,060.89)
Set off of tax	(1,056,054.00)	(1,596,367.99)	21,380,334.98	24,578,722.34
Net deferred tax assets (liabilities)	2,748,733.88	2,570,371.28	(73,905,383.36)	(63,590,338.55)

Unit : Baht

	Separate financial statements	
	2023	2022
Deferred tax assets	11,924,442.96	13,293,850.72
Deferred tax liabilities	(59,766,027.69)	(53,010,022.01)
Net deferred tax assets (liabilities)	(47,841,584.73)	(39,086,171.29)

## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS



Movements in deferred tax assets and liabilities for the year 2023 were as follows:

Unit : Baht

	Consolidated financial statements		
	(Charged) / Credited to:		As at December 31, 2023
	As at December 31, 2022	Profit or loss Other Comprehensive Income	
Deferred tax assets :			
Trade account receivable	841,414.59	(841,414.59)	-
Inventories	638,825.72	80,814.57	719,640.29
Lease liabilities	10,532,495.51	(3,021,378.52)	7,511,116.99
Non-current provisions for employee benefit	13,541,195.25	(152,359.67)	13,490,454.55
Tax losses	2,308,924.97	239,706.29	2,548,631.26
Others	882,605.57	32,674.20	915,279.77
Total deferred tax assets	28,745,461.61	(3,661,957.72)	25,185,122.86
Deferred tax liabilities :			
Investment in associate	(752.53)	752.53	-
Land and buildings	(77,304,383.36)	2,018,787.82	(87,205,131.17)
Right-of-use assets	(10,904,492.37)	3,108,138.32	(7,796,354.05)
Investment properties	(1,529,064.43)	188,777.31	(1,340,287.12)
Others	(26,736.19)	26,736.19	-
Total deferred tax liabilities	(89,765,428.88)	5,343,192.17	(96,341,772.34)
Total credited (charged)		1,681,234.45	(11,817,916.66)



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

Unit : Baht

	Consolidated financial statements		
	(Charged) / Credited to:		As at December 31, 2023
	As at December 31, 2022	Profit or loss Other Comprehensive Income	
Deferred tax assets :			
Trade account receivable	841,414.59	(841,414.59)	-
Inventories	548,034.36	53,374.57	601,408.93
Lease liabilities	4,882,101.90	(1,100,073.18)	3,782,028.72
Non-current provisions for employee benefit	6,828,622.30	(50,047.36)	(75,519.63)
Others	823,677.57	14,272.43	-
Total deferred tax assets	13,923,850.72	(1,923,888.13)	(75,519.63)
Deferred tax liabilities :			
Land and buildings	(46,598,855.68)	1,141,950.02	(9,143,460.55)
Investment properties	(1,529,064.43)	188,777.31	-
Right-of-use assets	(4,882,101.90)	1,056,727.54	-
	(53,010,022.01)	2,387,454.87	(9,143,460.55)
Total credited (charged)		463,566.74	(9,218,980.18)

As at December 31, 2023, deferred tax assets arising from temporary differences and unused tax losses of Baht 5.33 million (2022 : Baht 5.13 million) in the consolidated financial statements that have not been recognised because it is not probable that they will be able to utilise the tax benefit in the foreseeable future.



## 19 Non-current Provisions for Employee Benefit

Movements of the present value of the defined benefit obligations were as follows:

	Unit : Baht	
	Consolidated financial statements	Separate financial statements
Defined benefit obligations as at January 1, 2023	69,910,555.84	34,143,111.52
Recognised through profit or loss :		
Current service costs and interest	5,019,435.82	2,858,601.15
Benefit paid by projects	(5,633,006.00)	(3,108,838.00)
Recognised in other comprehensive income:		
Actuarial loss (gain)	427,535.08	(377,598.13)
Defined benefit obligations as at December 31, 2023	69,724,520.74	33,515,276.54

### Actuarial assumptions

The following were the principal actuarial assumptions as at December 31, 2023 and 2022

	Consolidated financial statements		Separate financial statements		%
	2023	2022	2023	2022	
Discount rate	2.65 – 3.33	2.52 – 3.65	2.71		2.75
Future salary growth	4.00	4.00 and 5.00	4.00		4.00

Assumptions regarding future mortality have been based on published statistics and mortality tables.





## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

#### Sensitivity analysis

Reasonably possible changes as at December 31, 2023 and 2022 to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligations by the amounts shown below:

	Unit : Baht			
	Consolidated financial statements			
	2023		2022	
	Increase	Decrease	Increase	Decrease
Discount rate (0.5% movement)	(2,101,760.10)	2,222,184.37	(2,453,419.29)	2,601,222.12
Future salary growth (1% movement)	4,467,631.89	(4,079,826.15)	6,706,400.40	(6,035,290.92)

	Unit : Baht			
	Separate financial statements			
	2023		2022	
	Increase	Decrease	Increase	Decrease
Discount rate (0.5% movement)	(1,067,757.15)	1,128,588.54	(1,317,122.52)	1,397,677.50
Future salary growth (1% movement)	2,269,189.02	(2,073,431.52)	3,549,144.55	(3,184,230.64)

## 20 Legal Reserve

Section 116 of the Public Companies Act B.E. 2535 requires that a public company shall allocate not less than 5% of its annual net profit, less any accumulated losses brought forward, to a reserve account (“legal reserve”), until this account reaches an amount not less than 10% of the registered authorized capital. The legal reserve is not available for dividend distribution. Presently, the legal reserve has fully been set aside.



## 21 Expenses by Nature

Significant expenses by nature for the years 2023 and 2022, were as follows:

	Unit : Baht			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Raw materials and supplies used	607,512,472.95	1,111,769,580.51	395,069,739.98	732,639,866.84
Changes in finished goods and work in process	33,933,639.97	(40,448,055.82)	38,470,382.08	(32,734,659.72)
Increase in real estate developing projects during the year	58,722,976.08	66,031,339.16	55,680,380.15	56,929,789.59
Changes in real estate developing Projects	(49,473,930.78)	7,813,418.83	(54,203,150.99)	(29,007,834.43)
Salary, wages and other employee benefits	400,931,261.80	567,953,110.11	229,198,082.15	323,952,480.50
Depreciation and amortization	41,026,014.71	40,279,595.58	22,244,356.52	21,330,211.65
Utility expenses	24,231,923.13	28,833,444.43	14,640,334.81	18,194,909.16
Commission and advertising Expenses	13,052,299.93	19,914,123.68	11,793,487.26	15,495,655.93
Repair and maintenance expenses	9,079,522.91	15,397,068.57	6,228,061.23	8,674,056.50
Rental and service expenses	7,501,430.56	6,756,570.29	3,326,404.50	2,760,717.99
Transportation expenses	4,314,213.63	7,899,320.42	2,592,187.08	4,738,674.37

## 22 Income Tax Expense (Income)

	Unit : Baht			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
<b>Income tax recognised in profit or loss</b>				
Current tax expense :				
Current year	23,904,094.97	57,931,727.54	23,640,395.19	43,024,529.07
Deferred tax expense :				
Movements in temporary differences	(1,441,528.16)	(11,119,265.99)	(463,566.74)	(10,723,995.84)
Benefit of tax losses recognised	(239,706.29)	(1,801,429.13)	-	-
	(1,681,234.45)	(12,920,695.12)	(463,566.74)	(10,723,995.84)
Net	22,222,860.52	45,011,032.42	23,176,828.45	32,300,533.23



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

Unit : Baht

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
<b>Income tax recognized in other comprehensive income</b>				
Land and buildings - revaluation surplus	11,919,535.63	-	9,143,460.55	-
Defined benefit plan actuarial gain (loss)	(101,618.97)	886,665.33	75,519.63	448,177.60
<b>Total</b>	<b>11,817,916.66</b>	<b>886,665.33</b>	<b>9,218,980.18</b>	<b>448,177.60</b>

#### Reconciliation of effective tax rate

Unit : Baht

	Consolidated financial statements			
	Applicable tax rate (%)	2023	Applicable tax rate (%)	2022
Accounting profit (loss) before income tax	20	100,554,414.87	20	339,990,828.36
Tax at the applicable tax rate		20,110,882.97		67,998,165.67
Tax effect of income and expenses that are not taxable income or not deductible in determining taxable profit, net		2,111,977.55		(11,103,852.26)
Benefit of tax losses recognised		-		(11,883,280.99)
<b>Net</b>		<b>22,222,860.52</b>		<b>45,011,032.42</b>

Unit : Baht

	Separate financial statements			
	Applicable tax rate (%)	2023	Applicable tax rate (%)	2022
Accounting profit (loss) before income tax	20	144,755,760.85	20	268,883,884.36
Tax at the applicable tax rate		28,951,152.17		53,776,776.87
Tax effect of income and expenses that are not taxable income or not deductible in determining taxable profit, net		(5,774,323.72)		(9,592,962.65)
Benefit of tax losses recognised		-		(11,883,280.99)
<b>Net</b>		<b>23,176,828.45</b>		<b>32,300,533.23</b>

**23 Segment Information**

The Group has two reportable segments, as described below, which are the Group's strategic divisions. The strategic divisions offer different manufacturing and products, and are managed separately because they require different technology and marketing strategies. For each of the strategic divisions, the chief operating decision maker (CODM) reviews internal management reports on at least a quarterly basis. The following summary describes the operations in each of the Group's reportable segments.

Segment 1	Garment manufacturing
Segment 2	Development of real estate for sale

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit before tax and finance costs, as included in the internal management reports that are reviewed by the Group's CODM. Segment profit before tax and finance costs is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

Information relating to business segments for the years ended 2023 and 2022 as follows:

	Consolidated financial statements										Unit : Million Baht
	2023					2022					
	Garment	Real estate	Total	Add (less) inter - transactions	Net	Garment	Real estate	Total	Add (less) inter - transactions	Net	
External revenue	1,252	9	1,261	-	1,261	2,087	106	2,193	-	2,193	
Inter-segment revenue	37	54	91	(91)	-	46	17	63	(63)	-	
Total revenue	1,289	63	1,352	(91)	1,261	2,133	123	2,256	(63)	2,193	
Segment results	174	(12)	162	(43)	119	369	(2)	367	1	368	
Share of profit (loss) from investment in associate					1					-	
Financial costs					(20)					(28)	
Income tax (expense) income					(22)					(45)	
Profit (loss) for the year					78					295	
Segment assets	1,589	496	2,085	(462)	1,623	1,576	437	2,013	(431)	1,582	



### Geographical segments

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers. However, the Group has no assets located in foreign countries.

#### Geographical information

	Unit : Million Baht	
	2023	2022
Foreign countries	1,250	2,084
Domestic	11	109
Total revenue	1,261	2,193

### Major customer

Revenues from three major customers of the Group's garment manufacturing segment represent approximately Baht 1,239 million for the year 2023 (2022: three major customers amounted to Baht 1,945 million) of the consolidated revenues.

## 24 Financial Instruments

### 24.1 Financial risk management policies

Risk management is integral to the whole business of the Group. The Group has a system of controls in place to create an acceptable balance between the cost of risks occurring and the cost of managing the risks.

#### a) Credit risk

Credit risk is the potential financial loss resulting from the failure of a customer or a counterparty to settle its financial and contractual obligations to the Group as and when they fall due.

The Group is exposed to credit risk primarily with respect to trade and other receivables, deposits with banks and other financial instruments. The maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position.

#### b) Liquidity risk

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

The following table are the remaining contractual maturities of financial liabilities as at December 31, 2023 and 2022. The amounts are gross and undiscounted and include contractual interest payments and exclude the impact of netting agreements.



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

Unit : Million Baht

Consolidated financial statements				
2023				
Contractual cash flows				
Carrying amount	1 year or less	More than 1 year but less than 2 years	More than 2 years but less than 5 years	Total
Overdrafts and short - term loans from financial institutions	229.92	229.92	-	229.92
Trade and other current payables	97.35	97.35	-	97.35
Lease liabilities	37.88	19.98	18.85	40.18
long-term loans	11.17	-	-	11.17
	376.32	347.25	18.85	378.62

Unit : Million Baht

Consolidated financial statements				
2022				
Contractual cash flows				
Carrying amount	1 year or less	More than 1 year but less than 2 years	More than 2 years but less than 5 years	Total
Overdrafts and short - term loans from financial institutions	251.71	251.71	-	251.71
Trade and other current payables	140.90	140.90	-	140.90
Lease liabilities	53.12	19.88	37.75	57.63
long-term loans	1.25	1.25	-	1.25
	446.98	413.74	37.75	451.49



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS



Unit : Million Baht

Separate financial statements				
2022				
Contractual cash flows				
Carrying amount	1 year or less	More than 1 year but less than 2 years	More than 2 years but less than 5 years	Total
Overdrafts and short - term loans				
from financial institutions	146.87	146.87	-	146.87
Trade and other current payables	59.47	59.47	-	59.47
Short-term loans	115.20	115.20	-	115.20
Lease liabilities	18.91	9.40	9.40	20.15
Long-term loans	11.17	-	-	11.17
	351.62	330.94	9.40	352.86

Unit : Million Baht

Separate financial statements				
2022				
Contractual cash flows				
Carrying amount	1 year or less	More than 1 year but less than 2 years	More than 2 years but less than 5 years	Total
Overdrafts and short - term loans				
from financial institutions	164.30	164.30	-	164.30
Trade and other current payables	79.49	79.49	-	79.49
Short-term loans	101.20	101.20	-	101.20
Lease liabilities	24.41	8.87	17.73	26.60
	369.40	353.86	17.73	371.59



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

#### c) Market risk

The Group is exposed to normal business risks from changes in market interest rates and currency exchange rates and from non-performance of contractual obligations by counterparties. The Group does not hold or issue derivatives for speculative or trading purposes.

##### c.1) Foreign currency risk

The Group is exposed to foreign currency risk relating to sales and purchases which are denominated in foreign currencies.

Exposure to foreign currency as at December 31, 2023 and 2022, were as follows:

Unit : Million Baht						
Consolidated financial statements						
2023			2022			
USD	HKD	Total	USD	HKD	Total	
Trade and other current receivables	59.38	3.70	63.08	116.24	2.00	118.24
Short - term loans from financial institutions	(124.81)	(40.46)	(165.27)	(69.13)	(31.98)	(101.11)
Trade and other current payables	(9.70)	(2.36)	(12.06)	(29.26)	(6.76)	(36.02)
Net exposure	(75.13)	(39.12)	(114.25)	17.85	(36.74)	(18.89)

Unit : Million Baht						
Separate financial statements						
2023			2022			
USD	HKD	Total	USD	HKD	Total	
Trade and other current receivables	43.79	1.85	45.64	56.43	0.57	57.00
Short - term loans from financial institutions	(77.96)	(25.82)	(103.78)	(49.49)	(19.61)	(69.10)
Trade and other current payables	(7.58)	(2.35)	(9.93)	(12.26)	(3.49)	(15.75)
Net exposure	(41.75)	(26.32)	(68.07)	(5.32)	(22.53)	(27.85)

#### Sensitivity analysis

A reasonably possible strengthening (weakening) of Baht against all other currencies as at December 31, 2023 and 2022 would have affected the measurement of financial instruments denominated in a foreign currency and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.



Unit : Million Baht

		Consolidated financial statements			
		Profit or loss before tax			
	Movement (%)	2023		2022	
		Strengthening	Weakening	Strengthening	Weakening
USD	10	7.51	(7.51)	(1.78)	1.78
HKD	10	3.91	(3.91)	3.67	(3.67)

Unit : Million Baht

		Separate financial statements			
		Profit or loss before tax			
	Movement (%)	2023		2022	
		Strengthening	Weakening	Strengthening	Weakening
USD	10	4.18	(4.18)	0.53	(0.53)
HKD	10	2.63	(2.63)	2.25	(2.25)

## c.2) Interest rate risk

Interest rate risk is the risk that future movements in market interest rates will affect the results of the Group's operations and its cash flows.

Exposure to interest rate risk as at December 31, 2023 and 2022, were as follows:

Unit : Million Baht

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Financial instruments with variable interest rates				
Financial assets	160.44	96.76	115.65	25.75
Financial liabilities	(229.92)	(251.43)	(262.07)	(265.23)
Net	(69.48)	(154.67)	(146.42)	(239.48)



## PART 3 Financial Statements

### NOTES TO FINANCIAL STATEMENTS

#### Sensitivity analysis

A reasonable possible change of 0.5% in interest rates at the reporting date would have increased (decreased) profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Unit : Million Baht				
	Consolidated financial statements		Separate financial statements	
	Profit or loss before tax		Profit or loss before tax	
	2023	2022	2023	2022
0.5 % increase	(0.35)	(0.77)	(0.73)	(1.20)
0.5 % decrease	0.35	0.94	0.74	1.24

#### 24.2 Fair values

Fair values of financial assets and financial liabilities measured at amortized cost if the carrying amount is a reasonable approximation of net book value. For derivatives- forward exchange contracts, the fair value has been determined by using quoted forward exchange rates, at the reporting date.

Financial assets measured at fair value as at December 31, 2023 and 2022, were as follows:

Unit : Million Baht								
	Consolidated financial statements							
	2023				2022			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Other non-current financial assets - investments in unit trust in marketable Securities	1.00	-	-	1.00	1.17	-	-	1.17

Unit : Million Baht								
	Separate financial statements							
	2023				2022			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Other non-current financial assets - investments in unit trust in marketable securities	0.81	-	-	0.81	0.97	-	-	0.97



## 25 Capital Management

The Board of Directors' policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board monitors the return on capital, which the Group defines as result from operating activities divided by total shareholders' equity, excluding non-controlling interests and also monitors the level of dividends to ordinary shareholders.

## 26 Commitments from Real Estate Developing Projects

	Unit : Million Baht			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Value of sales already contracted during the year	9.99	112.37	1.92	37.13
Cumulative value of sales already contracted	786.87	812.25	517.94	551.39
As percentage of total sales of projects on hand (%)	95.48	94.69	97.81	97.91
Number of projects:				
Number of projects on hand at beginning of the year	2	2	1	1
Number of new opened projects	-	1	-	1
Number of closed projects	-	(1)	-	(1)
Number of projects on hand at end of the year	2	2	1	1

## 27 Commitments and Contingent Liabilities

As at December 31, 2023

27.1 The Group had contingent liabilities from bank's issuance the letter of guarantee to Government agencies and other agencies totaling Baht 142.69 million.

27.2 The Group had commitments on the agreements of development and construction of real estate projects totaling Baht 6.43 million.

## 28 Financial Statements Approval

The Board of Directors of the Company approved these financial statements on February 26, 2024.

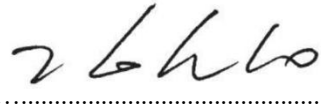



## Certification of the Correctness of Information

The company has carefully reviewed the information in this annual report. The company hereby certifies that such information is correct, complete, not false, not misleading others, or lack of information that should be disclosed in material matters. In addition, I hereby certify that

- (1) Financial statements and financial information summarized in the annual report have shown the information correctly. Must be complete in all material matters relating to the financial position, performance, and cash flow of the Company and its subsidiaries.
- (2) The company has set up a good disclosure system. To ensure that the company has disclosed material information. Both the company and the subsidiaries need to be correct and complete as well as supervise the implementation of the aforementioned systems
- (3) The company has set up a good internal control system and supervised the implementation of such a system. Moreover, the company has informed the internal control system assessment as of February 26, 2024, to the auditor and the audit committee of the company. This covers significant deficiencies and changes in the internal control system, including any actions that may affect the Company's financial reporting and subsidiaries

In this case, as proof that all documents are the same documents that the company has verified as correct. The company has assigned Mr. Boonchoo Pongchaloem and Mr. Pumit Pongchaloem to sign this document on every page. If any document does not have the signatures of Mr. Boonchoo Pongchaloem and Mr. Pumit Pongchaloem as directed, the company will consider that it is not the information that the company has certified the accuracy of the information as mentioned above.

Name	Position	Signature
1. Mr. Boonchoo Pongchaloem	Chairman of the Board of Directors Chairman of the Executive Committee	 .....
2. Mr. Pumit Pongchaloem	Vice Chairman of the Board of Directors Vice-Chairman of the Executive Committee	 .....



# **ATTACHMENTS**





## Attachment 1

### Details of Directors, Executives, Management, CFO, Accounting Supervisor and Corporate Secretary

Name-Surname Position	Age	Education/Training Programs	% of Shares in the Company	Relationship with Directors and Management	Range	Work experience in the past 5 years		Illegal Record in the past 5 years
						Position	Type of Business	
Mr.Boonchoo Pongchaloem - Director/the Company's authorized signatories	88	Bachelor's Degree - Mathematics Jinan University China	29.70		Present	Chairman /Chairman of the Executive Committee	Castle Peak Holdings Public Company Limited	Garment business & Real estate business
						Chairman /Chairman of the Executive Committee	C.P.G. Garment Co., Ltd	Garment business
						Chairman /Chairman of the Executive Committee	Castle Peak Real Estate Co., Ltd	Real estate business
						Chairman /Chairman of the Executive Committee	Aek Thana Property Co., Ltd	Real estate business
						Chairman of the Executive Committee	Sun Property Co., Ltd	Real estate business
						Director	Thanee Watana Co., Ltd	Real estate business
						Director	Castle Peak Pulp & Paper Co., Ltd.	Pulp and Paper business
						Vice-Chairman /Vice- Chairman of the Executive Committee	Castle Peak Holdings Public Company Limited	Garment business & Real estate business
Mr.Pumit Pongchaloem - Director/the Company's authorized signatories	48	Bachelor's Degree Bsc. Construction Management Leeds Metropolitan University Director Accreditation Program (DAP - IOD)	2.50	Son of Mr.Boonchoo Pongchaloem	Present	Director	C.P.G. Garment Co., Ltd	Garment business
						Vice-Chairman /Vice- Chairman of the Executive Committee	Castle Peak Real Estate Co., Ltd	Real estate business
						Vice-Chairman /Vice- Chairman of the Executive Committee	Aek Thana Property Co., Ltd	Real estate business
						Vice-Chairman of the Executive Committee	Sun Property Co., Ltd	Real estate business
						Director	Thanee Watana Co., Ltd	Real estate business
						Vice-Chairman /Vice- Chairman of the Executive Committee	Castle Peak Holdings Public Company Limited	Garment business & Real estate business
						Vice-Chairman of the Executive Committee	C.P.G. Garment Co., Ltd	Garment business
						Present Director /Production Director	Castle Peak Holdings Public Company Limited	Garment business & Real estate business
Mr.Liu Chor Ting - Director/the Company's authorized signatories	66	Bachelor's Degree - Social Science Chu Hoi College Hong Kong	-	-	Present	Vice-Chairman /Vice- Chairman of the Executive Committee	Thanee Watana Co., Ltd	Real estate business
						Vice-Chairman of the Executive Committee	Castle Peak Holdings Public Company Limited	Garment business & Real estate business
Ms.Pilin Janyaniwat	61	High school Director Accreditation Program (DAP - IOD)	0.00	-	Present	Vice-Chairman of the Executive Committee	C.P.G. Garment Co., Ltd	Garment business
						Present Director /Production Director	Castle Peak Holdings Public Company Limited	Garment business & Real estate business

Name-Surname Position	Age	Education/Training Programs	% of Shares in the Company	Relationship with Directors and Management	Work experience in the past 5 years			Illegal Record in the past 5 years
					Range	Position	Type of Business	
Ms.Vinida Kulsomphob - Highest responsibility in accounting and finance  CFO Refresher Course 2023, Stock Exchange of Thailand, 30 November 2023	48	Bachelor's Degree - Statistic Accounting Chulalongkorn University	4.15	-	Present	Financial and Accounting Director	Castle Peak Holdings Public Company Limited	Garment business & Real estate business
						Financial and Accounting Director	C.P.G. Garment Co., Ltd	Garment business
						Financial and Accounting Director	Castle Peak Real Estate Co., Ltd	Real estate business
						Financial and Accounting Director	Aek Thana Property Co., Ltd	Real estate business
						Financial and Accounting Director	Sun Property Co., Ltd	Real estate business
Ms.Napaporn Tanawatanyong	57	Master's degree - Marketing Leeds University , UK  Bachelor's Degree Accounting Bangkok University	-	-	Present	Independent Director/Chairman of the Audit Committee	Castle Peak Holdings Public Company Limited	Garment business & Real estate business
						Director	RSM (Thailand) Ltd.	Business Consulting and Management
Mr. Somchai Ongwararak	86	Bachelor's Degree - Mathematics Jinan University China	0.00	-	Present	Independent Director/Auditing Director	Castle Peak Holdings Public Company Limited	Garment business & Real estate business
Ms.Kanyapat Peerawatsakoonpong	35	Master's degree in Administrative management Bangkok Thonburi University  Bachelor's Degree Management- Marketing Rajamangala University of Technology Rattanakosin	-	-	Present	Independent Director/Auditing Director	Castle Peak Holdings Public Company Limited	Garment business & Real estate business
						Factory Manager Assistant	Aurareefood Product	Food
Mr.Putthep Pongchaloem	52	Bachelor's Degree Business Administrative Coventry University Director Accreditation Program (DAP - IOD)	2.75	Son of Mr Boonchoo Pongchaloem	Present	Administrative Director	Castle Peak Holdings Public Company Limited	Garment business & Real estate business
Ms.Onticha Pongchaloem	35	Master's degree Warwick University, England BBA - Assumption University Fundamental Practice for Corporate Secretary	-	Daughter of Mr Boonchoo Pongchaloem		Director/Administrative Director	C.P.G. Garment Co., Ltd	Garment business
						Director	Castle Peak Real Estate Co., Ltd	Real estate business
						Director	Aek Thana Property Co., Ltd	Real estate business
					Present	Corporate Secretary	Castle Peak Holdings Public Company Limited	Garment business & Real estate business



Name-Surname Position	Age	Education/Training Programs	% of Shares in the Company	Relationship with Directors and Management	Work experience in the past 5 years			Illegal Record in the past 5 years
					Range	Position	Company's name	Type of Business
Ms. Natpaphat Chutthephithip - Accounting Supervisor	59	Bachelor's Degree Accounting Prince of Songkla University	-	-	Present	Accounting Manager	Castle Peak Holdings Public Company Limited	Garment business & Real estate business
						Accounting Manager	C.P.G. Garment Co., Ltd	Garment business

#### Duties and responsibilities of the company secretary

1. Contact and communicate with shareholders to inform them of their rights and company news, as well as acting as an intermediary between shareholders, the Board of Directors, and executives;
2. Ensure disclosure and reporting of information to the relevant regulatory authorities according to the regulations and requirements of governing bodies;
3. Prepare meeting agendas and documents for shareholder meetings, and the Board of Directors meetings;
4. Conduct shareholder and the Board of Directors meetings in compliance with laws, company regulations, and best practices;
5. Record minutes of shareholder and the Board of Directors meetings, ensuring compliance with resolutions passed at shareholder and the Board of Directors meetings;
6. Prepare and maintain records such as director registers, annual reports, notices of shareholder meetings, notices of the Board of Directors meetings, shareholder meeting reports, and the Board of Directors' meeting reports;
7. Facilitate the directors and executives to file reports on their interests and related persons' interests, as required by laws;
8. Maintain the reports on interest as reported by the directors and executives and submit copies to the Chairman of the Board of Directors and the Chairman of the Audit Committee, as required by laws.



## Attachment 1

### Details of Management and Controlling Person of the Company, Subsidiary, Associated Company, Related Company

Name-Surname	Subsidiary										Associate			
	CPH		CPG		CPR		AEK		SUN		THA		CPPP	
Mr. Boonchoo Pongchaloem	X	//	X	//	X	//	X	//		//	/		/	
Mr. Pumit Pongchaloem	/	//	/		/	//	/	//		//	/			
Mr. Liu Chor Ting	/	//		//										
Ms. Pilin Janyaniwat	/	//		//										
Ms. Vinida Kulsomphob		//		//		//		//		//				
Mr. Puthep Pongchaloem		//	/	//	/		/							

<u>Remark 1</u>	Listed Company	Castle Peak Holdings Public Company Limited	CPH
	Subsidiary	C.P.G. Garment Co., Ltd.	CPG
		Castle Peak Real Estate Co., Ltd.	CPR
		Aek Thana Property Co., Ltd.	AEK
		Sun Property Co., Ltd.	SUN
	Associated Company	Thanee Watana Co., Ltd.	THA
		Castle Peak Pulp & Paper Co., Ltd.	CPPP

<u>Remark 2</u>	X = Chairman of the Board of Director
	/ = Director
	// = Member of the Executive Committee

**Attachment 2****Details of the Directors of the Subsidiaries**

Name	CPG	CPR	AEK	SUN
Mr. Boonchoo Pongchaloem	X	X	X	
Mr. Puthep Pongchaloem	/	/	/	
Mr. Punit Pongchaloem	/	/	/	
Mr. Pusak Pongchaloem				/
Ms. Wanee Tempitayakom				X

<u>Remark 1</u>	C.P.G. Garment Co., Ltd.		CPG
	Castle Peak Real Estate Co., Ltd.		CPR
	Aek Thana Property Co., Ltd.	(Indirect)	AEK
	Sun Property Co., Ltd.	(Indirect)	SUN

<u>Remark 2</u>	X = Chairman of the Board of Director
	/ = Director



### Attachment 3

#### Details of the Company's Head of Internal Audit

Name:	Ms. Pavadee Chansuan	
Title:	Head of Internal Audit	
Age	53 Year	
Education:	Bachelor's Degree in Accounting - Siam University	
Experience:	2004-2011	Accountant Castle Peak Holdings Public Company Limited
	2011-2021	Internal Audit Staff Castle Peak Holdings Public Company Limited
	2021- Present	Head of Internal Audit Castle Peak Holdings Public Company Limited
	2021	Compliance Audit, Association of Internal Auditors of Thailand
	2022	Cyber Security Auditing for None IT-Auditors Security auditing according to the Cyber Act 2019, Association of Internal Auditors of Thailand
	2023	Change management Change management, Association of Internal Auditors of Thailand Executive level work safety officer, Association for the Promotion of Safety and Health at Work (Thailand)
Training	2021	Compliance Audit, Association of Internal Auditors of Thailand
	2022	Cyber Security Auditing for None IT-Auditors Security auditing according to the Cyber Act 2019, Association of Internal Auditors of Thailand
	2023	Change management Change management, Association of Internal Auditors of Thailand Executive level work safety officer, Association for the Promotion of Safety and Health at Work (Thailand)

Holding 0 shares in the Company as of December 31, 2023, equivalent to 0.00%



## Attachment 4

### Assets Used in Business Operations and Details Appraisal Items

#### Castle Peak Holdings Public Company Limited

Location	Book Value (Baht) As of 31 Dec 2023	Ownership
Cost price plus appraised value		
<u>Land</u> area 9-2-32 rai		
697 Phetkasem Rd., Bang Khae Sub-District Bang Khae District, Bangkok	241,206,750.00*	Owner
<u>Building</u>		
697 Phetkasem Road, Bang Khae Sub-district Bang Khae District, Bangkok	72,175,421.20*	Owner
<u>Machinery and equipment</u>		

Machinery and equipment used in production are fabric cutters, normal and vacuum cutting tables, computers for designs, sewing machines such as single needle, double needle, buttonhole knitting machines, button-fixing machines, ironing machines, dryers, packers, and laser machines.

Book value (Baht) As of 31 Dec 2023	Ownership	Obligation
5,697,476.14	Owner	None

\* Evaluated by Charter Valuation Co., Ltd.

\* Land and buildings are mortgaged as collateral against Bangkok Bank Public Company Limited

#### C.P.G Garment Company Limited

Location	Book Value (Baht) As of 31 Dec 2023	Ownership
Cost price plus appraised value		
<u>Land</u> area 4-2-36 rai		
2 Soi Petchkasem 50/2, Bang Wa Sub-District, Phasicharoen District, Bangkok	111,010,000.00*	Owner
<u>Building</u>	61,691,901.68*	Owner
<u>Machine</u>	4,210,091.40	Owner

\* Evaluated by Siam Appraisal and Service Co., Ltd.

\* Land and buildings are mortgaged as collateral for debt. No. 1 to Siam Commercial Bank Public Company Limited, No. 2 to Bangkok Bank Public Company Limited.

**Assets used in business**

Land and buildings available for sale

- Siwarat 7, located at Salaya Rd., Klong Yong Sub-District, Phutthamonthon District, Nakhon Pathom
- Siwarat 10, located at Bang Len-Lat Lum Kaeo Rd., Bang Phat Sub-District, Bang Len District, Nakhon Pathom
- Siwarat 11, located at Sai Noi-Bang Bua Thong Rd., Klong Kwang Sub-District, Sai Noi District (Bang Bua Thong) Nonthaburi
- Siwarat 12, located at Sai Noi-Bang Bua Thong Rd., Sai Noi Sub-District, Sai Noi District, Nonthaburi
- Siwarat 14-18, located at Ban Sai Noi Road - Ban Klong Chao Nong Phet Chai Subdistrict, Sai Noi District, Nonthaburi Province, Klong Naraphirom Sub-district, Bang Len District, Nakhon Pathom

Project name	Book value (Baht)	Obligation
	As of 31 Dec 2023	
Siwarat 7	4,167,526.42	
Siwarat 8	0.00	Letter of guarantee Bangkok Bank 1,661,313 Baht
Siwarat 10	11,955,065.32	Letter of Guarantee Kiatnakin Phatra Bank 1,950,528 Baht
Siwarat 11	15,852,958.82	Letter of guarantee Bank of Ayudhya 5,536,865 Baht
Siwarat 12	117,021,735.07	Letter of guarantee Bangkok Bank 32,057,040 Baht
Siwarat 14-18	<u>62,533,752.26</u>	Letter of guarantee Bangkok Bank 80,297,570 Baht
	<u>211,531,037.89</u>	

From the consolidated financial statements, the Company and its subsidiaries have a list of investment properties of 36,440,323.60 Baht which consists of

**(A) 2 land and buildings**

- Location 1, located at 37/28-39 and 37/55-67 Soi Petchkasem 31/3 Petchkasem Road, Bang Wa Sub-District, Phasi Charoen District, Bangkok Net Book Value 23,437,469.53 Baht
- Location 2, located at 720/11, 720/24, and 720/36-39 Soi Khai Chinda, Prajadhipok Road, Hirat Ruchi, Thonburi, Bangkok, net book value 8,088,329.07 Baht

(B) Land of a subsidiary Located on Phutthamonthon Sai 5 Road, total net book value of 4,914,525 Baht

Intangible assets: – None –





## Attachment 5

### Code of Conduct

For business operations and management to follow good corporate governance principles, the company deems it appropriate to prepare business ethics manuals for executives and employees as a guideline to work strictly with honesty and transparency without violating the law, rules, and regulations relevant to the benefit and fairness to all stakeholders and society.

#### (1) Adhere to the rule of law

The company adheres to the rule of law in its business operations. Executives and employees are knowledgeable and abide by the laws related to business operations.

##### Guideline

- Executives and employees must study and understand the rules that govern government practices that are in effect and that will take effect in the near future.
- Executives and employees must not seek competitors' trade secrets or competitor specifications by unlawful means such as theft or espionage.

#### (2) Persist in justice and integrity.

The company is committed to fairness and morality does not discriminate against any person unfairly and provides equal opportunities regardless of race, nationality, religion, or gender.

##### Guideline

- Executives and employees must ensure fairness and not discriminate against stakeholders in business operations.
- Executives and employees must manage their work with discretion and prudence to enable shareholders to have confidence and acceptance in their decisions that conduct is fair and concerning the best interests of all shareholders.
- Executives and employees must be fair and not discriminate in the employment requirements. Including recruiting, consideration of compensation and benefits from employment, promotion, transfer, performance appraisal, training, complying with mandatory regulations, termination of employment, layoffs, and recruitment of employees as well as participation in social and recreational activities.

#### (3) Social responsibility

The company realizes its responsibility towards society and communities.

##### Guideline

- Executives rely on participating in or organizing activities for the public benefit of the development and social services.



### (4) Non-politics

The company respects and encourages stakeholders to exercise their rights and freedoms under the Constitution. The company will be politically neutral.

#### Guideline

- Executives and employees must not use the Company's position, time, property, or any other facility to benefit and support political activities or political organizations or members of political organizations.
- Executives and employees do not use their authority to induce, pressure, or coerce their colleagues, including subordinates, to support any political activity or political organization or member of a political organization.

### (5) be honest

Executives and employees must perform their duties honestly and prudently to protect the interests of the company.

#### Guideline

- Executives and employees are expected to perform their duties honestly without prejudice and not use their authority to seek personal gain for themselves or others.
- Executives and employees must not deliberately make false or false reports or records. They must not deliberately conceal or offer false or misleading information to the company. If inaccurate or incorrect reports or records are found, they must report to the supervisor immediately.

### (6) There is no conflict of interest

Executives and employees should not behave in a manner that may create a conflict of interest with the Company.

#### Guideline

- Executives and employees must not conduct business/activities that may conflict of interest with the company and cause damage to the company.

### (7) The specification is not used for wrongdoing.

Executives and employees do not misuse company specifications.

#### Guideline

- Executives and employees must not disclose company specifications to people who are not entitled to be aware of any regulatory or business agreement unless they have the written consent of the competent authority.
- Executives and employees do not use specifications for securities trading or transmit such information to others for securities trading. Committees and executives are prohibited from trading in the company's securities 1 month prior to the announcement of the company's performance for personal benefit.



(8) Anti-bribery and anti-corruption.

Executives and employees must not engage in corruption, giving/receiving bribes to/from public and private officials.

**Guideline**

- Executives and employees must not have charitable contributions and sponsorship which leads to the obtaining of personal benefits or unlawful organizations.
- Executives and employees must not offer facilitation fees to public and private officials as a means of bribery for their gain or to unlawful corporations.

**Penalties**

For employees who commit one or more of the disciplinary offences, the company will consider the punishment according to the nature of the offence as appropriate in the cases as follows:

- Verbal warning
- Written warning to suspend work or lay off employment as appropriate for the offence.
- Dismissal

If a director or an executive commits an offence against the Public Limited Companies Act B.E. 2535 or the Securities and Exchange Act B.E. 2535 by prescribing the penalties to be under Section 17 and Section 12 under the Securities Exchange Act.

## Attachment 6

### Audit Committee Report

The Audit Committee was appointed by the Board of Directors of Castle Peak Holdings Public Company Limited. The Audit Committee consists of 3 Independent Directors, namely Ms. Napaporn Tanawatanyong, Ms. Kanyapat Peerawatsakoonpong, and Mr. Somchai Ongwararak. Ms. Napaporn Tanawatanyong chaired the Head of the Audit Committee and Ms. Pavadee Chansuan, Head of the Internal Audit acted as the Committee's secretary. All members of the Audit Committee possess the complete qualifications of Independent Directors and Audit Committee members as they comply with the regulations of the Securities and Exchange Commission Thailand and the Stock Exchange of Thailand. During the year 2023, the Audit Committee performed its duties and responsibilities independently as assigned by the Board of Directors, and defined in the "Audit Committee Charter". The Audit Committee conducted 4 official meetings, which all three members attended every meeting, the Audit Committee meetings involved the management representatives of the Company and its subsidiaries, the external auditor, and the internal auditor to present information and exchange views on recommendations for performance improvement

The Audit Committee's main accomplishments in 2023 were as follows:

**1. Review of the financial report:** The Audit Committee reviewed significant information in the quarterly and annual financial statements for 2023 of Castle Peak Holdings Public Company Limited and its subsidiaries. The Audit Committee reviewed the accuracy, completeness, and reliability, including the sufficient disclosure of the financial statements by questioning and listening to the explanations of the management and recommendations from the external auditor. The Audit Committee has agreed to the external auditor's opinion that the Company's financial statements were prepared correctly following generally accepted accounting principles.

**2. Review of the internal control systems and internal audit report:** The Audit Committee has reviewed the overall internal control systems and the audit reports quarterly and considered that the Company has installed adequate and appropriate internal control systems for the Company's operations, and has not found any significant deficiency impacting the Company's financial statements. The Internal Audit Division has performed its duty independently and effectively.

**3. Review of the related transactions or the transactions that might cause conflicts of interest:** The Audit Committee has reviewed those transactions from management's quarterly reports and considered that all related transactions were normal business transactions, and were conducted properly in compliance with relevant rules and regulations. There was correct and adequate disclosure of such information.

**4. Review of the Company's compliance with the SEC law and other related laws and regulations:** The Audit Committee has not found any significant issue involving violation of laws and regulations.



**5. Consideration and selection of the auditors:** The Audit Committee has selected and proposed to the Board of Directors to seek approval from the Annual General Shareholders' Meeting to appoint

Mr. Jadesada Hungsapruet (CPA Registration No. 3759), and/or

Ms. Kannika Wipanurat (CPA Registration No. 7305), and/or

Mr. Jirote Sirirorote (CPA Registration No.5113), and/or

or other certified auditors assigned by Karin Audit Co., Ltd., as the company's auditors for 2024.

On behalf of the Audit Committee

A handwritten signature in blue ink, appearing to read 'Napaporn', with a stylized flourish at the end.

**Ms. Napaporn Tanawatanyong**  
**Chairman of the Audit Committee**



## **Head Office**

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**Public Company Registration**

**No.0107537001056**