



**Annual Registration Statement / Annual Report 2025**  
**Form 56-1 One Report**  
**(e-One Report)**

**KIANG HUAT SEA GULL TRADING FROZEN FOOD PUBLIC CO., LTD.**

Fiscal Year End 31 December 2025

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## **Part 1 Business Operations and Performance**



## 1. Organizational structure and operation of the group of companies

### 1.1 Policy and business overview

Kiang Huat Sea Gull Trading Frozen Food Public Company Limited (“CHOTI”) was established in 1978, has been operating for over 40 years, and was listed on the Stock Exchange of Thailand (SET) in 1992 with a registered capital of 75,000,000 Baht, divided into 7,500,000 shares with a par value of 10 Baht per ordinary share, with all shares fully paid.

The Group's core business involves the production and distribution of frozen food, primarily focusing on the production of frozen seafood, specifically shrimp and squid, for export. The company's key customer base is in international markets, particularly in Asia and Europe. The company emphasizes maintaining product quality and safety at every stage of the production process, from sourcing raw materials from reliable sources, processing, freezing, storage, and transportation. This is to ensure that products comply with food safety standards, legal requirements, and the demands of trading partners, which are crucial factors in building long-term trust with customers and business partners.

The company's head office and first factory are located at 4/2 Moo 3, Asia Highway No. 43 Road, Na Mom, Songkhla.

The second branch office is located at 55/83 Moo 6, Tha Sai, Mueang Samut Sakhon, Samut Sakhon.

The company holds shares in an associate company, Kiang Huat Seagull Trading Frozen Food Sdn. Bhd., located in Sabah, Malaysia, which operates a similar business of producing frozen seafood for export.

Furthermore, on June 23, 2023, the Board of Directors resolved to approve the establishment of a subsidiary, Food Futures Co., Ltd., to operate cold storage services for goods and produce ready-to-eat frozen processed vegetable and fruit products, with the aim of expanding and extending the business base in the future. The subsidiary was registered on July 5, 2023, and commenced full operations in April 2025.

The Group operates its business under a management policy that prioritizes food quality and safety, good corporate governance, social responsibility, and sustainable business practices. It aims to create added value for shareholders while caring for all stakeholder groups and enhancing the Group's competitiveness in the frozen food industry, both in frozen seafood and by expanding into other types of frozen processed food businesses.

#### 1.1.1 Overview of the vision, objectives, goals and business strategies

##### Message from the chairman

In 2025, the business sector will once again face challenges arising from global economic volatility, changes in the structure of international supply chains, as well as increasingly stringent food safety standards and trade regulations. Concurrently, global consumer behavior has shifted towards a greater emphasis on quality, safety, convenience, and sustainability. Amidst this context, the Board of Directors has worked closely with the management team to define the direction and business strategies to strengthen the organization in the long term. This includes focusing on developing efficient and sustainable supply chains, enhancing product and production process innovation, as well as expanding both domestic and international markets to capitalize on growth opportunities in the global frozen food industry.

Throughout the past period, the Company has been committed to manufacturing and exporting quality frozen seafood products under international food safety standards to build confidence among customers and consumers in various countries. Currently, the Company has expanded its business to include the production of frozen vegetables and fruits, utilizing quality agricultural raw materials from domestic sources for processing to add value and export to international markets. This not only enhances the Company's competitiveness but also supports the country's agricultural sector and increases the potential of Thai agricultural products in the global market. Concurrently, the Company has prioritized the development of logistics and cold chain infrastructure, which is crucial for the frozen food industry. The Company operates cold storage services for goods, incorporating an Automated Storage and Retrieval

System (AS/RS) to enhance the efficiency of inventory management and distribution, ensuring accuracy, speed, and real-time traceability. The adoption of such technology and automation not only improves operational efficiency but also reduces errors in work processes and effectively supports future business growth.

Under the vision of “Simplify Your Life,” the Company aims to develop frozen food products that cater to the modern consumer’s lifestyle, demanding convenience, speed, and preserved nutritional value. This includes ready-to-eat or ready-to-cook products that reduce food preparation steps and enable consumers to plan their consumption efficiently. Furthermore, frozen foods play a crucial role in reducing food waste and extending food shelf life while retaining nutritional value, aligning with global trends in food security and efficient resource utilization.

The Company recognizes that sustainable business operations are not solely focused on economic growth, but also encompass responsibility towards society, the environment, and all stakeholders. Therefore, the Board of Directors prioritizes good corporate governance, prudent risk management, and conducting business in accordance with sustainable development principles (Environmental, Social, and Governance: ESG) to create long-term value for shareholders, customers, employees, and society as a whole.

On behalf of the Board of Directors of Kiang Huat Sea Gull Trading Frozen Food Public Company Limited, we extend our gratitude to our shareholders, customers, business partners, public and private sector agencies, and all stakeholders for their continuous support, trust, and confidence in the Company. We also thank all executives and employees for their dedication and for driving the organization to overcome various challenges and achieve continuous growth. The Company will continue to develop its business potential, elevate production and service standards, and continuously innovate in products and technology. This is to enhance its competitiveness in the global market and foster stable and sustainable long-term growth, under the vision of “Simplify Your Life” to truly simplify the lives of consumers, business partners, and all stakeholders.

## **Vision**

Simplify Your Life

## **Objectives**

### **Mission**

1. Enhance operational efficiency and service to meet customer needs, leveraging innovation and professional management systems.
2. Establish strategic partnerships in raw materials, production, and supply chain to expand the scope of products and services, thereby satisfying the needs of customers and partners across the entire value chain.
3. Adapt to meet market demands and various changes.

## **Organizational Values**

Develop knowledge and skills, uphold integrity, work systematically, achieve success through teamwork.

## **Goals**

For the 3-year period (2024-2026), the Company aims to "achieve a sales growth target of 4,500 million Baht and focus on product and service diversification," with the following details:

Goals	Key Performance Indicators	Note
1. Financial Aspect	1. Increase operating income	The Company has established key performance indicators (KPIs) categorized by work processes and departmental functions within the Company to support its main KPIs, and has assigned relevant executives to be responsible for each main KPI, which also constitutes cross-functional management.
2. Internal Process Aspect	2. Obtain international standard system certification	
3. Learning and Growth Aspect	3. Develop organizational knowledge through training	
4. Customer Aspect	4. Enhance customer satisfaction	

## Business strategies

### 1. Right-time stock management (Right time stocking)

Accurate forecasting and data from partner networks will enable the company to manage product stock at the appropriate time, significantly reducing costs and increasing profits. This also allows the company to produce and distribute products promptly and respond to customer needs. Furthermore, it helps mitigate risks from raw material price fluctuations due to sudden climate change and reduces risks from exchange rate volatility that may arise from external factors related to economics, politics, or financial markets.

### 2. Diversification

By increasing the diversity of products and services, as well as diversifying sales markets, this serves to increase revenue streams and mitigate the risk of over-reliance on any single market. This positively impacts the opportunity to offer variety to the company's existing customers, enabling business expansion and mutual support across various dimensions. Furthermore, it creates differentiation for the company's competitive advantage.

### 3. Strategic alliances

The company establishes business partner networks with both upstream and downstream partners, exchanging and sharing knowledge and techniques for application in the organization's core processes. This leads to continuous development in management and operations, while also strengthening the businesses involved in the alliance and increasing their competitive potential, with a continued focus on environmental and community impacts. Furthermore, forming trade alliances creates value through collaboration among partners, enhancing the ability to gather efficient personnel within the network. This will not only lead to faster achievement of the company's goals and shared overall objectives with partners but will also result in stable long-term growth together.

#### 1.1.2 Material changes and developments

#### Details regarding material changes and developments

years	Material changes and developments
2025	Commenced full-scale operations of the subsidiary, namely Food Futures Company Limited which operates a cold storage service for goods and produces ready-to-eat frozen processed fruit and vegetable products.
2024	Commenced production and export of ready-to-eat frozen processed fruit products, namely frozen durian.
2023	Established a subsidiary, Food Futures Company Limited to enhance business, product, and service diversification.
2022	Commence the import of machinery and equipment systems to transition into automation.
2021	Dissolution of a subsidiary, namely Teppitak Seafoods Company Limited and the closure of the branch office in Ranong Province.
2020	Establish Mahachai branch office
2019	Invest in Enterprise Resource Planning (ERP) system
1992	to become a listed company on the Stock Exchange of Thailand
1978	Commence operations

#### 1.1.3 Spending of the raised fund to serve the objectives declared in the registration statement for securities offering

Is there an issuance of equity securities or debt securities? : No

#### 1.1.4 The obligations to which the company has committed in the registration statement, including the compliance with such obligations or conditions in the following years

Are there any issued securities with obligations or : No  
conditions?

#### 1.1.5 Company information

Company name : Kiang Huat Sea Gull Trading Frozen Food Public  
Company Limited

Symbol : CHOTI

Address : 4/2 Moo 3, Asia 43 Road, Na Mom Sub-district, Na  
Mom District

Province : Songkhla

Postcode : 90310

Business : Manufacturer and Exporter of Frozen Seafood

Registration number : 0107537002231

Telephone : 0-7422-2333

Facsimile number : 0-7422-2300-1

Website : [www.kst-hatyai.com](http://www.kst-hatyai.com)

Email : [ir@kst-hatyai.com](mailto:ir@kst-hatyai.com)

Total shares sold

Common stock : 7,500,000

Preferred stock : 0

Diagram of organization's logo



## 1.2 Nature of business

### 1.2.1 Revenue structure

#### Revenue structure by product line or business group

	2023	2024	2025
<b>Total revenue from operations (thousand baht)</b>	2,497,871.00	2,543,479.00	2,429,137.00
Frozen Seafood (thousand baht)	2,480,608.00	2,456,524.00	2,154,920.00
Frozen fruit (thousand baht)	0.00	85,948.00	250,503.00
Contract manufacturing of frozen shrimp (thousand baht)	1,237.00	761.00	2,125.00
Contract Manufacturing of Frozen Fish (thousand baht)	0.00	246.00	0.00
Cold storage business (thousand baht)	0.00	0.00	21,589.00
Other (thousand baht)	16,026.00	0.00	0.00
<b>Total revenue from operations (%)</b>	100.00%	100.00%	100.00%
Frozen Seafood (%)	99.31%	96.58%	88.71%
Frozen fruit (%)	0.00%	3.38%	10.31%
Contract manufacturing of frozen shrimp (%)	0.05%	0.03%	0.09%
Contract Manufacturing of Frozen Fish (%)	0.00%	0.01%	0.00%
Cold storage business (%)	0.00%	0.00%	0.89%
Other (%)	0.64%	0.00%	0.00%

By geographical area or market

	2023	2024	2025
Total revenue from operations (thousand baht)	2,497,871.00	2,543,479.00	2,429,137.00
Domestic (thousand baht)	177,343.00	214,944.00	301,524.00
International (thousand baht)	2,320,528.00	2,328,535.00	2,127,613.00
Total revenue from operations (%)	100.00%	100.00%	100.00%
Domestic (%)	7.10%	8.45%	12.41%
International (%)	92.90%	91.55%	87.59%

Other income as specified in the financial statements

	2023	2024	2025
Total other income (thousand baht)	155,159.00	5,166.00	6,588.00
Other income from operations (thousand baht)	3,469.00	5,146.00	6,588.00
Other income not from operations (thousand baht)	151,690.00	20.00	0.00
Profit from asset disposal (thousand baht)	0.00	20.00	0.00
Claims Income (thousand baht)	151,690.00	0.00	0.00

Share of profit of joint ventures and associates accounted for using equity method

	2023	2024	2025
Share of profit (thousand baht)	-6,409.00	-558.00	4,421.00










## 1.2.2 Information on products and services

### 1.2.2.1 Product/service information and business innovation development

#### Frozen Ready-to-Cook Seafood Products

Products in this group include fresh shrimp and fresh frozen squid products in various forms, such as whole fresh shrimp, peeled and deveined shrimp, whole cooked shrimp, whole squid, and peeled squid. The company produces and exports these under its own brands, as well as undertaking contract manufacturing and export for customers.

Product Group	Products	Product Characteristics	Grade	Main Brands
Ready-to-cook products - Frozen ready-to-cook seafood products	Frozen shrimp	Raw white shrimp, peeled and deveined	Premium	SEA KING 
			Standard	SEA FLOWER 
				SEA CHAMPION 
	Frozen squid	Peeled squid	Premium	MERMAID 
			Standard	EAGLE 
		Squid tentacles	Premium	MERMAID 
		Cuttlefish	Premium	MERMAID 

## Diagram of Frozen Ready-to-Cook Seafood Products



## Ready-to-Eat Frozen Seafood Products

Including frozen cooked peeled shrimp and frozen whole cooked shrimp, which the company produces and exports under its own brand, as well as contract manufacturing and export for customers.




Product Group	Products	Product Characteristics	Grade	Main Brand
Ready-to-Eat Products - Frozen Ready-to-Eat Seafood Products	Frozen Shrimp	Frozen cooked peeled white shrimp	Premium	SEA KING 

Diagram of Ready-to-Eat Frozen Seafood Products



Snack products

Comprising seasoned crispy fried shrimp snacks, which the company produces and exports under its own brands.


Product Categories	Products	Product Characteristics	Grade	Main Brands
Ready-to-eat products - Snack products	Fried Shrimp	Seasoned crispy fried shrimp snacks	Premium	Shrimp Jung 

Diagram ofSnack products







### Cold storage service for goods

Kiang Huat Sea Gull Trading Frozen Food Public Company Limited has established a subsidiary, Food Futures Company Limited, which operates a cold storage service for goods, capable of storing chilled, frozen, and deep-frozen products.

### Diagram of Cold storage service for goods



### Frozen Ready-to-Eat Processed Fruit and Vegetable Products

Kiang Huat Sea Gull Trading Frozen Food Public Company Limited has established a subsidiary, Food Futures Company Limited, which operates a business of ready-to-eat frozen processed fruit and vegetable products, such as frozen durian and freeze-dried durian.

Product Group	Products	Product Characteristics	Grade	Main Brand
Ready-to-eat products - Ready-to-eat frozen fruit products	Frozen peeled durian	Durian flesh with seeds / Frozen deseeded durian flesh	Premium	N/A

Diagram of Frozen Ready-to-Eat Processed Fruit and Vegetable Products



#### Original Equipment Manufacturer (OEM) Products

For the year 2025, the company has the following OEM export volume:

Product Group	Product	Country	Volume (tons)
Ready-to-cook products - Frozen ready-to-cook seafood products	Frozen whole raw shrimp	Taiwan	200
		Singapore	50
Ready-to-eat products - Frozen ready-to-eat products	Frozen whole cooked shrimp	China	1,400
		Taiwan	1,000
		Singapore	350
		Korea	250
		Australia	100
Total			3,350

Research and development policy in various areas, and details regarding innovation development in processes, products and/or services, or business models.

Research and development (R&D) policy : No

### R&D expenses in the past 3 years

	2023	2024	2025
Research and development (R&D) expenses over the past 3 years (Million Baht)	0.00	0.09	0.11

### 1.2.2.2 Marketing policies of the major products or services during the preceding year

1. The company's policy focuses on producing high-quality products that meet international standards at reasonable prices, coupled with after-sales service to efficiently satisfy customer needs.
2. The company focuses on long-term business operations, thus prioritizing the retention of existing customers while expanding its new customer base through existing products, new products, and new markets.
3. The company is committed to conducting business with honesty, transparency, good governance, and responsibility towards all stakeholders.

### The domestic/export sales ratio

Countries	Ratio (%)
China	27.00
Italy	22.00
Japan	21.00
Taiwan	12.00
Thailand	9.00
South Korea	5.00
Singapore	2.00
Australia	1.00
Hong Kong	1.00

### The industry competition during the preceding year

#### Market Conditions and Competition

The year 2025 presents another year of challenges for Thailand's frozen seafood business, including challenges in managing limited raw materials, managing production costs to maintain competitiveness in the global seafood market, and developing new products to expand business opportunities. The company has operated with increased caution due to several factors, such as intense competition from rival countries, economic conditions in key trading partners like China and Japan affecting purchasing power significantly, and the global financial situation influencing the appreciation of the Thai Baht. All these factors impact the company's operations. In the Japanese market, a primary market, the focus has been on ordering quantities sufficient for immediate use rather than stocking, resulting in relatively stable

monthly export values. Despite the weak Yen, the selling prices for PD white shrimp products increased by approximately 3-5%. However, the overall export value to Japan for the entire year, compared to 2024, decreased by 20% due to the impact of floods late in the year, which is a critical period for ordering and delivering main products.

For frozen cooked shrimp products, another key product group for the company, the main trading partner is China, with export value growing by 8% compared to 2024, attributed to continuous market expansion over the past year. In 2026, the company aims to further expand the market for frozen boiled shrimp products to support its risk diversification strategy by reducing over-reliance on any single market. Therefore, it targets increasing production and export volume by over 60%, and emphasizes building partnerships for sourcing shrimp raw materials that primarily meet customer needs.

Another key factor posing a challenge to operators in Thailand's frozen shrimp export industry in 2025 is significant international competitors such as Ecuador, India, Vietnam, and Indonesia, which supply large quantities of shrimp to the global market. This has led to intense price competition, affecting sales price stability. Consequently, the company has adjusted its strategy by improving production, focusing on cost management efficiency, inventory management, while maintaining quality and service for partners. This also includes launching new products to meet market demands for appropriate quality and price, aiming to expand its customer base in both high and medium purchasing power segments. The company focuses on leveraging its advantageous location near high-quality raw material sources as a selling point for developing and extending whole boiled shrimp products for the Chinese market in 2025.

Regarding frozen squid products in the European market, despite the overall seafood consumption not improving and intense price competition, the company has focused on cost and inventory management, adjusting production capacity to an appropriate proportion, and implementing more efficient internal management. In 2025, the company gained new customers in the European market to replace old ones, aiming to maintain sales at a level appropriate to current production capacity.

In addition to operating in the frozen shrimp and squid export product groups, the company has diversified its business risks by expanding into the frozen fruit sector. It has commenced production and export of frozen durian products to China and Taiwan, totaling over 900 tons. Although this is an initial phase of the business, considered a development period in all aspects, the company has received positive feedback from partners, who are ready to increase their orders in 2026. This marks the opening of a new food product market, leveraging existing resources and specialized expertise to maximum benefit.

For the snack food product group, the company has distributed fried shrimp products under the brand Shim Jung (Shrimp Jung) through convenience stores. Additionally, the company plans to expand online sales channels in early 2026, as well as expand into international markets including China, Taiwan, and South Korea by 2026.

Furthermore, there is a global emphasis on sustainable business practices, focusing on addressing climate change and achieving Net Zero Emissions. This necessitates export businesses to rapidly adapt to sustainable development guidelines, as global consumer behavior increasingly prioritizes the impact of the food industry on climate change. Concurrently, export businesses must prepare to respond to new trade regulations gradually being introduced by importing countries, which focus on reducing greenhouse gas emissions. Failure of export businesses to adapt promptly to these situations could pose obstacles to exports.

### **1.2.2.3 Procurement of products or services**

#### **Production Process and Production Technology**

The company places great importance on the quality of raw materials, requiring every batch of raw materials to undergo stringent quality inspections to meet specified standards, including physical characteristics, cleanliness, and safety from residues. All products are sorted and weighed using modern technology to ensure accuracy and consistency before entering the production and packaging process at -40 degrees Celsius to maintain the freshness and nutritional value of the products. All steps are conducted under Food Safety standards and a Traceability System, which allows for tracking information of raw materials and products. Given that the business is primarily a labor-intensive industry, the



company prioritizes enhancing production efficiency alongside human resource development. Machinery and automated systems are integrated into the production process to reduce redundant steps, increase accuracy, minimize losses, and elevate product quality. Concurrently, the company provides continuous training and skill development for employees to empower personnel with the knowledge and capability to operate modern technology, work safely and efficiently, and create long-term added value for the organization. Furthermore, the company has expanded its business capabilities by developing an Automated Storage/Retrieval System (AS/RS) for frozen goods. This technology enhances accuracy, speed, and flexibility in the storage and retrieval process. The system reduces transfer time, minimizes human error, and maximizes storage space management efficiency. It also helps reduce energy consumption in the storage process, aligning with the company's business approach that prioritizes environmental care and sustainability.

#### **The company's production capacity**

	Production capacity	Total utilization (Percent)
Chotiwat Hat Yai Cold Storage Public Company Limited, Head Office (Ton)	17,400.00	30.32
Chotiwat Hat Yai Cold Storage Public Company Limited, Mahachai Branch (Ton)	10,500.00	19.20
Food Futures Company Limited (Fruit) (Ton)	4,500.00	36.00
Food Futures Company Limited (Services) (Ton)	6,146.00	81.06

The company is committed to operating production efficiently, safely, and sustainably, by controlling the quality of raw materials and production processes to meet standards, utilizing technology and automation to enhance precision and minimize waste. It also develops personnel skills to work effectively with modern technology, while driving production with environmentally friendly innovations, in order to deliver high-quality products and foster sustainable growth for the organization.

#### **Acquisition of raw materials or provision of service**

##### **Raw Material Management**

Raw material management is central to selecting high-quality and safe raw materials, which is crucial for the efficient operation of the company's business. The company's primary raw materials for production include farmed raw materials such as Pacific white shrimp, black tiger shrimp, and giant freshwater prawns, as well as natural raw materials such as sea shrimp, squid, octopus, and cuttlefish, and fruit raw materials such as durian.

##### **Raw Material Procurement**

For the procurement of farmed raw materials, natural marine raw materials, and fruit raw materials, purchases are made from suppliers who have passed rigorous evaluations, meet specified standards, and are free from residues and contamination as per the regulations of the Department of Fisheries and other relevant agencies. The company's raw materials are traceable, which is a cornerstone of efficient operations. Furthermore, the company is committed to conducting business responsibly towards society and the environment, adhering to relevant regulations to prevent,

deter, and eliminate Illegal, Unreported, and Unregulated Fishing (IUU Fishing). The company's policy is not to purchase raw materials obtained through illegal activities or uncontrolled fishing, thereby assuring consumers, regulatory bodies, and other stakeholders that the company's products are of international quality and safety standards.

The company manages raw materials in response to seasonal price changes and production-affecting situations. To address these situations:

1. During periods when raw material yields are low and prices are high, the company plans to procure raw materials in advance and diversify sourcing channels to ensure sufficient supply for production and mitigate the risk of supply chain disruptions.
2. During periods when conditions, seasons, and weather are favorable, resulting in high yields or lower prices, the company can store reserve raw materials for production during periods of scarcity at appropriate and competitive costs.
3. Import shrimp raw materials from certified foreign production sources under the regulations of the Department of Fisheries of Thailand to manage competitive costs, ensure raw material continuity, and reduce the risk of over-reliance on domestic production sources.

### **Supplier Management**

The company procures raw materials domestically from the Central, Eastern, Southern Gulf of Thailand, and Southern Andaman regions, as well as internationally. Each source has over 150 suppliers, which reduces the company's over-reliance on any single supplier. Currently, no single supplier provides more than 30% of the company's total raw material procurement value. The company maintains strong relationships with its suppliers and collaborates with them on continuous efficiency improvements to meet business operational standards and quality requirements. This long-standing partnership development has been mutually beneficial. The company recognizes the importance of quality, endeavors to resolve existing issues, and addresses emerging challenges in the face of changing climate or dynamic business environments through effective collaboration. Therefore, maintaining robust network relationships and building trust are crucial for developing operational guidelines for various raw material suppliers who conduct business together, from farming, catching, transportation, and fishing, to fruit cultivation, all the way to finished products. This also helps us assure consumers, regulatory bodies, and other relevant parties. Such cooperation enhances raw material quality from the source and fosters transparency throughout the supply chain.

### **Other raw materials besides shrimp and squid, such as flour and food ingredients.**

The company procures directly from manufacturers who have obtained food safety certifications and maintain quality control systems in accordance with the same requirements as the primary raw materials.

### **Competitive Landscape for Raw Material Procurement**

The distribution of farmed shrimp fry (Fry Movement Document: FMD) from January to December 2025 amounted to 32,505 million fry, compared to 33,228 million fry during the same period in 2024. The production of farmed shrimp from January to December 2025 was 250,324 tons, compared to 250,325 tons in the same period of 2024, indicating a 1.4% increase in production despite a 2.2% reduction in fry usage compared to 2024. Due to rising farming costs, fry prices, feed prices, electricity costs, and some losses from premature mortality, shrimp farmers must improve and scale up their farming methods to reduce production costs and remain competitive in 2025. Farmers' confidence, coupled with relatively stable raw material prices, has led to continuous farming, resulting in sufficient production to meet demand, an increase from the previous year, reflecting improved farming efficiency. Regarding natural marine products, erratic weather conditions due to the La Nina phenomenon have significantly altered ocean currents and atmospheric patterns, affecting oceans, marine ecosystems, and the migration of aquatic animals, with both positive and negative impacts. These changes affect the economy and food security reliant on marine resources. Furthermore, they directly impact the growth, reproduction, and distribution of aquatic animals, causing the production of key raw materials for the company, such as squid, not only to decrease in quantity but also to deviate from its expected season, leading to

price fluctuations based on supply. Therefore, the situation is closely monitored to mitigate the impact on production costs in the seafood industry.

Regarding durian, the "King of Fruits," Thailand is currently the world's largest producer and exporter, enjoying widespread popularity in China, Hong Kong, and Taiwan. The increasing international demand has led Thai farmers in all regions to focus more on durian cultivation, resulting in a continuous increase in production volume each year. Durians renowned for their exceptional quality and taste primarily originate from the Eastern region of Thailand, such as Chanthaburi, Rayong, and Trat provinces. Durians from the Central, Southern, and Northern regions are also equally popular. Thai durians are more sought after in the market than those from other countries.

Thailand's durian production season is distributed across various regions, allowing for continuous raw material management. Production begins in the Eastern region from late March, followed by the Central and Northern regions, with continuous yields until approximately September, which marks the late-season production from the Southern region. Currently, some farmers cultivate off-season durians, making durians available in the domestic market almost year-round. Regarding prices, they tend to fluctuate at the beginning of the season and decrease towards the end. Therefore, the company plans its procurement and storage of raw materials appropriately.

From the aforementioned information, the competitive landscape for raw material procurement can be summarized as follows:

1. Currently, the cost of shrimp farming continues to rise. Farmers must adapt by increasing farming efficiency to achieve higher density and larger sizes, thereby keeping the average farming cost per cycle from becoming excessively high. Shrimp farmers in the southern region still prioritize selling live shrimp to vendors, which commands a relatively high price. Considering the average selling price, farmers remain interested in continuing their operations.
2. Marine products such as sea shrimp and squid have been harvested later than the normal season, with moderate quantities available. Raw material prices fluctuate due to climatic factors. The company closely monitors and assesses the raw material procurement situation to quickly adapt to changes over time and gradually secure sufficient raw materials to meet demand at competitive prices.
3. The demand for raw materials in the frozen seafood business remains competitive, driven by price mechanisms. This is influenced by the operations of major cold storage businesses, which collectively procure over 50% of the market's output. During certain off-peak seasons, prices tend to rise with demand when raw material supply is low. Conversely, during peak seasons with increased raw material volumes, the company can plan to store reserve raw materials for production during periods of scarcity at appropriate and competitive costs.
4. As a renowned and experienced manufacturer and exporter, the company has earned the trust of raw material suppliers for selling durian produce. In the current year, which marks the second year of the company's durian procurement operations, it has received positive responses from over 90 raw material suppliers, both large and small, enabling the company to gather a substantial volume of durian raw materials within a short period.

### Proportion of domestic and overseas procurement

Countries	Name of raw material	Value (Baht)
Thailand	Shrimp	1,130,315,104.00
Thailand	Squid	446,518,974.81
Thailand	Durian	296,118,443.31
Thailand	Fish	982,413.00
Thailand	Others (Ingredients of Sweet Fish Sauce Product)	9,625,440.19

### Major raw material distributors

Number of major raw material distributors (persons) : 10

1. Tem Seafood Co., Ltd. more than 17% delivery period more than 4 years
2. Panthaweesin Aquatic Co., Ltd. more than 7% delivery period more than 7 years
3. Pae Pornprasert more than 6% delivery period more than 3 years
4. Pae Goden more than 5% delivery period more than 7 years
5. Long Prasert more than 5% delivery period more than 1 year
6. Siam P. Frozen Foods Co., Ltd. more than 5% delivery period more than 1 year
7. Pae Mukdawann more than 4% delivery period more than 9 years
8. Pae San-Tao more than 4% delivery period more than 2 years
9. Pae Chanwit more than 4% delivery period more than 3 years
10. Pae Pirom more than 3% delivery period more than 9 years

### 1.2.2.4 Assets used in business undertaking

#### Core permanent assets

The main fixed assets used in business operations include land and land improvements, buildings and building improvements, machinery and equipment, other assets, intangible assets, and right-of-use assets.

#### The appraisal price of core permanent assets

List of assets	Book value / Appraised value	Ownership	Obligations	Additional details
Land and Land Improvements	35,450,000.00	Company	None	-
Buildings and building improvements, machinery and equipment, other assets	836,260,000.00	Company	None	-
Buildings and Building Improvements	5,820,000.00	Lessor	Pursuant to the lease agreement	-

### Core intangible assets

Intangible assets used in business operations include copyrights and right-of-use assets.

#### The appraisal price of core intangible assets

List of assets	Types	Book value / Appraised value	Additional details
Intangible Assets	Software	2,210,000.00	-
Right-of-use assets	Others : Factory Buildings, Machinery, and Equipment	68,180,000.00	-

#### Investment policy in the subsidiaries and associated companies

Investment policy in the subsidiaries and associated : No  
companies

#### 1.2.2.5 Under-construction projects

Under-construction projects : No

#### Details of under-construction projects

Total projects : N/A

Values of total ongoing projects : N/A

Realized value : N/A

Unrealized value of remaining projects : N/A

Additional details : -

## 1.3 Shareholding structure

### 1.3.1 Shareholding structure of the group of companies

#### Policy on operational organization within the group of companies

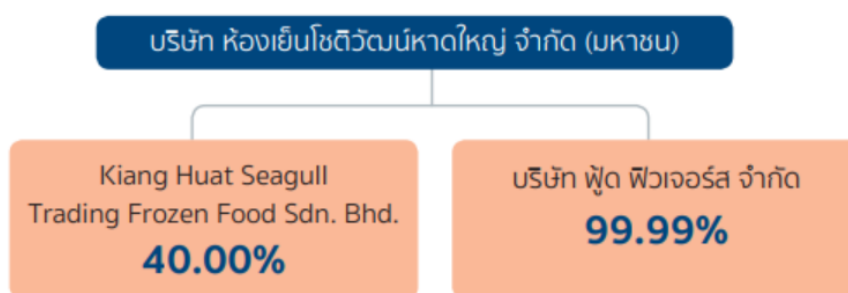
Kiang Huat Sea Gull Trading Frozen Food Public Company Limited, its associated companies, and subsidiaries maintain independence in their management. The boards of directors of the group companies separately establish their operational policies. Each company delegates its management and operational departments to execute the defined operational policies and plans. The company has clearly established policies and criteria for inter-related party transactions reporting to serve as guidelines for conducting business collaboratively.

#### Shareholding diagram of the group of companies

Does your company have any shareholdings in other : Yes

companies?

#### Shareholding diagram



#### Subsidiaries

Company name	Juristic person who holds shares of the company	Shareholding proportion (%)	Voting right proportion (%)
Food Futures Company Limited	KIANG HUAT SEA GULL TRADING FROZEN FOOD PUBLIC CO., LTD.	99.99%	99.99%

#### Associated companies

Company name	Juristic person who holds shares of the company	Shareholding proportion (%)	Voting right proportion (%)
Kiang Huat Seagull Trading Frozen Food Sdn. Bhd.	KIANG HUAT SEA GULL TRADING FROZEN FOOD PUBLIC CO., LTD.	40.00%	40.00%

#### Company that holds 10% or more of the total shares sold

Name and the location of the head office	Type of business	Type of shares	The number of shares	The number of shares sold
Food Futures Company Limited No. 4/2, Moo 3, Asia Road 43, Na Mom Sub-district, Na Mom District Songkhla 90310 Telephone : 0-7422-2333 Facsimile number : -	Cold storage services for goods and production of frozen ready-to-eat processed fruit and vegetable products.	Common shares	15,000,000	15,000,000
Kiang Huat Seagull Trading Frozen Food Sdn. Bhd. KM4, Jln Tombovo, Kg. Meruntum-Lembising, Putatan, Sabah, Malaysia Foreign country 88100 Telephone : 6 088 761 200 Facsimile number : -	Seafood Manufacturer & Aquaculture	Common shares	8,550,000	8,550,000

#### 1.3.2 Shareholding by a person with a potential conflict of interest holding exceeding 10 percent of the voting shares in a subsidiary or associated company

Does the company have a person with potential conflicts : No  
of interest holding shares in a subsidiary or associated  
company?

#### 1.3.3 Relationship with major shareholders' business

Does the company have a relationship with a business : No  
group of a major shareholder?

#### 1.3.4 Shareholders

## List of major shareholders

Group/List of major shareholders	Number of shares (shares)	% of shares
1. Chotiwat Holdings Company Limited	1,950,000	26.00
2. H'NG KIM CHANG & SONS SDN. BHD.	997,920	13.31
3. Mrs. Yuwadee Laoteppitak	664,592	8.86
4. Mr. Charoen Laoteppitak	584,400	7.79
5. Mr. HNG CHEOW TEIK	456,580	6.09
6. Mrs. Piriyaorn Sae-hng	298,700	3.98
7. Mr. Watshira Tayanaraporn	261,100	3.48
8. Miss Suteera Laotheppitak	239,488	3.19
9. Mr. Pitak Ratchakitprakarn	233,800	3.12
10. Mr. Apiwan Kulnirandorn	213,600	2.85
11. Mr. Waranon Boonchananuntakool	207,000	2.76
12. Mr. Somkiat Peetakanont	60,000	0.80
13. Mr. Kiangkrai Siravanichkan	60,000	0.80
14. Mr. Surachai Chaipacharaporn	58,600	0.78
15. Mr. Parit Chandrasardula	56,100	0.75
16. Miss Charoenkuan Chotiwatanapan	50,000	0.67
17. Miss Jenjira Sombatcharoenwong	44,700	0.60
18. MISS Valichaya Sae-hng	42,960	0.57
19. Mr. Jirayu Pattanasuttinon	41,200	0.55
20. Mr. Somkiat Limsong	41,000	0.55

## Major shareholders' agreement

Does the company have major shareholders' agreements? : No



## 1.4 Amounts of registered capital and paid-up capital

### 1.4.1 Registered capital and paid-up capital

#### Registered capital and paid-up capital

Registered capital (Million Baht) : 75.00

Paid-up capital (Million Baht) : 75.00

Common shares (number of shares) : 7,500,000

Value of common shares (per share) (baht) : 10.00

Preferred shares (number of shares) : 0

Value of preferred share (per share) : 0.00

#### Has the company listed in other stock exchange?

Has the company listed in other stock exchange? : No

### 1.4.2 Other types of share whose rights or terms differ from those of ordinary share

Other types of share whose rights or terms differ from : No  
those of ordinary share

### 1.4.3 Shareholding by Thai NVDR Company Limited (NVDR)

Are shares held by Thai NVDR Company Limited (NVDR)? : No

## 1.5 Issuance of other securities

### 1.5.1 Convertible securities

Convertible securities : No

### 1.5.2 Debt securities

Debt securities : No

## 1.6 Dividend policy

### The dividend policy of the company

The Company has a policy to pay dividends at a rate of 60% of the net profit of the consolidated financial statements, after legal reserves have been set aside. However, the dividend payout rate is subject to the Company's performance each year and the resolution of the Annual General Meeting of Shareholders for the approval of the dividend payment.

### Historical dividend payment information

	2021	2022	2023	2024	2025
Net profit per share (baht : share)	-19.6900	5.3000	14.2700	13.7300	-17.4200
Dividend per share (baht : share)	0.0000	3.1800	8.5000	0.0000	0.0000
Ratio of stock dividend payment (existing share : stock dividend)	0.0000 : 0.0000	0.0000 : 0.0000	0.0000 : 0.0000	0.0000 : 0.0000	0.0000 : 0.0000
Value of stock dividend per share (baht : share)	0.0000	0.0000	0.0000	0.0000	0.0000
Total dividend payment (baht : share)	0.0000	23,850,000.0000	63,750,000.0000	0.0000	0.0000
Dividend payout ratio compared to net profit (%)	0.00	60.00	60.00	0.00	0.00

### 2.1 Risk management policy and plan

#### Risk management policy and plan

The Company acknowledges the significance of effective risk management as an integral component of good corporate governance. This serves as a fundamental basis for the Company to achieve its objectives, success, and sustainable organizational growth. Through appropriate identification and management of risks, the Company can enhance its decision-making effectiveness, foster confidence in achieving its goals amidst evolving business environments, and mitigate potential losses arising from various uncertainties. Consequently, the Company has established the following corporate risk management policy and guidelines:

1. Mandate that risk management is the responsibility of employees at all organizational levels, who must be aware of the risks inherent in their respective units and the organization. Emphasis is placed on ensuring that various risks are systematically managed under internal controls and maintained at an adequate and appropriate level.
2. Establish corporate risk management processes that adhere to good standards and international best practices, to ensure efficient management of risks that may impact the Company's operations, foster development, and promote consistent risk management practices across the entire organization. The risk management system shall be integrated into the Company's decision-making, strategic planning, operational plans, and overall operations, with a focus on achieving established objectives, goals, vision, mission, and strategies, thereby fostering operational excellence and building stakeholder confidence.
3. Define guidelines for preventing and mitigating operational risks to avoid potential damage or losses, including regular monitoring of risk management outcomes.
4. Promote and develop the adoption of modern information technology systems in the Company's risk management processes, supporting personnel at all levels to access comprehensive risk management information and ensuring efficient reporting of risk management activities to the Risk Management Committee.

In 2025, the Risk Management Committee performed its duties as assigned by the Board of Directors and convened meetings to consider and oversee the organization's risk management on key issues, summarized as follows:

1. Reviewed the organizational risk management framework, including the risk management plan, to ensure its suitability and alignment with the Company's strategic direction and business operational plans amidst changing business environments, with a focus on sustainability risks that may impact the business in the long term.
2. Provided consultation and recommendations to management and relevant departments on risk management operations, covering critical business processes from raw material procurement, production, and quality control to supply chain operations, to ensure operational efficiency and appropriate risk management.
3. Considered and approved the preparation of the Corporate Risk Register for 2025, ensuring that the identified risks align with the Company's business direction, strategic plans, and organizational goals.
4. Promoted continuous development of risk management knowledge and understanding among directors, executives, and employees to foster an organizational culture of risk management and support personnel at all levels in recognizing the importance of risk management in their operations.
5. Considered trends in sustainability issues that may impact the Company's business and supply chain in the short, medium, and long term. Management from relevant departments collaboratively assessed and prioritized risks, and established corporate-level risk response strategies to ensure that the Company's significant risks are appropriately managed and are under adequate internal control systems.
6. Continuously monitored and reviewed the organization's risk status to assess whether new risks have emerged or existing risks have changed, and provided additional recommendations to management for improving risk management measures, and reported risk management results to the Board of Directors.

From the aforementioned operations, the Risk Management Committee has considered and concluded that the Company possesses a systematically implemented risk management system, consistent with good corporate governance principles, and has internal control systems appropriate for its business nature. Risks are closely monitored, particularly sustainability issues that may impact the business, such as raw material fluctuations, climate change, food safety standards, and supply chain risks. Furthermore, the Company has established measures to address unforeseen events through an Emergency Plan and a Business Continuity Plan, enabling the Company to operate continuously and mitigate potential impacts from uncertain events. This risk management system supports the Company in achieving its business objectives as outlined in its business plan and in creating sustainable value for its shareholders and stakeholders.

## 2.2 Risk factors

### 2.2.1 Risk that might affect the company's business, including environmental, social and corporate governance issues

#### Risk 1 Risks of economic slowdown

Related risk topics : Strategic Risk

- Economic risk

##### Risk characteristics

Domestic and international economic conditions impact consumer purchasing power and demand for food products, particularly processed food products and agricultural products for export, such as frozen seafood and frozen durian, which are significant products the company sells to international markets. Should the global economy or the economies of trading partner countries experience a slowdown, it could result in reduced consumer purchasing power. Additionally, retailers or importers may delay product orders or decrease order volumes. Furthermore, inflation, escalating energy costs, or global economic and financial uncertainties may influence consumption patterns and international trade, potentially affecting the company's business operations.

##### Risk-related consequences

A slowing economic condition may lead to reduced demand for products, resulting in a decrease or fluctuation in order volumes from international customers, which would impact the company's revenue and operational performance. Additionally, it could intensify price competition in the market, potentially affecting the company's profit margins.

##### Risk management measures

The company closely monitors economic situations and market trends both domestically and internationally, while consistently analyzing consumer demands in each market to adapt its product distribution strategies to suit market conditions. Furthermore, the company diversifies its product distribution markets to various countries to reduce over-reliance on any single market. This includes developing new products and increasing product variety to align with the needs of customers in each segment, as well as efficiently managing production and operational costs to enhance the company's competitiveness in volatile economic conditions.

#### Risk 2 Risk from changing consumer behavior

Related risk topics : Strategic Risk

- Behavior or needs of customers / consumers

##### Risk characteristics

Consumer behavior and demands tend to change continuously in response to economic conditions, society, technology, and health and environmental trends. Consumers in many countries increasingly prioritize food products that are highly nutritious, safe for health, environmentally friendly, and whose raw material sources can be traced. Furthermore, food consumption patterns are also evolving, such as the demand for ready-to-eat food products or processed foods that offer convenience. Such changes may impact the demand for the company's frozen seafood and frozen durian products if the company's offerings fail to adapt appropriately to evolving consumer preferences.

##### Risk-related consequences

If the company is unable to develop products or adjust marketing strategies to align with evolving consumer behavior, it may lead to a decline in demand for certain product categories. This would consequently impact the company's sales and market competitiveness. Furthermore, it could result in the company losing business opportunities to other operators who are more agile in responding to consumer demands.

### **Risk management measures**

The company continuously monitors consumer behavior trends and food market directions, both domestically and internationally, to analyze the data and utilize it for planning product development and marketing strategies that align with the needs of consumers in each market. Furthermore, the company places importance on the research and development of new products, including diversifying its product offerings to respond to evolving consumption trends, such as products emphasizing nutritional value, convenience of consumption, and food safety standards. The company also consistently communicates and builds consumer confidence regarding the quality and standards of its products.

### **Risk 3 Risk of higher product standard requirements**

Related risk topics : Strategic Risk

- Volatility in the industry in which the company operates

### **Risk characteristics**

The frozen seafood and frozen durian business is one that must strictly adhere to quality standards, food safety regulations, and the legal requirements of importing countries. Currently, many trading partner countries are increasingly imposing stricter product standards and food safety requirements, including environmental standards, sustainability, and the traceability of raw materials within the supply chain. Any changes or new requirements stipulated by regulatory bodies, or by international customers and retailers, may necessitate the company to enhance its production processes, quality control systems, or various management systems to ensure compliance with the specified standards.

### **Risk-related consequences**

If the company is unable to adjust its operational processes to comply with increasing standards or requirements in a timely manner, it may result in products being unable to be exported to certain countries, or imports being suspended, product recalls, or additional inspections from relevant authorities. This could impact the company's revenue, operating costs, and reputation. Furthermore, improving production and operational processes to align with higher standards may lead to increased operating costs for the company.

### **Risk management measures**

The company prioritizes quality control and food safety at every stage of the production process, operating in accordance with relevant international standards and continuously improving its quality control system to comply with the requirements of trading partners and customer needs. Furthermore, the company closely monitors changes in laws, product standards, and food safety regulations of trading partners. This includes developing a traceability system for raw materials and products, as well as strengthening cooperation with raw material suppliers in the supply chain, to ensure that the company's products are of high quality and meet specified standards.

### **Risk 4 Risk from the quantity and quality of key raw materials**

Related risk topics : Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources

#### **Risk characteristics**

The company's business operations require key raw materials, namely aquatic animals and durian products. The quantity and price of these raw materials may fluctuate due to several factors, such as seasonality, climate conditions, natural disasters, epidemics in aquatic animals or agricultural produce, as well as market supply and demand. Furthermore, competition in raw material procurement within the industry, along with the cultivation and production costs of raw material suppliers, may lead to fluctuations in raw material prices. Such uncertainties may result in the company facing risks in securing sufficient raw materials for production or potentially having to purchase raw materials at higher prices.

#### **Risk-related consequences**

If the company is unable to procure sufficient raw materials for production requirements, or if raw material prices increase significantly, this may lead to an increase in production costs, affecting the company's profit margins. Furthermore, it could prevent the company from producing goods according to the planned schedule or delivering products to customers within the stipulated timeframe.

#### **Risk management measures**

The company diversifies its raw material sources from multiple regions and suppliers to reduce over-reliance on any single raw material source, while also building long-term business relationships with quality raw material suppliers. Furthermore, the company closely monitors production situations and raw material price trends, and plans raw material procurement in advance to align with production plans and customer orders. It also manages inventory appropriately to effectively accommodate fluctuations in raw material volume and prices, and to mitigate potential impacts on the company's business operations.

### **Risk 5 Risk of impact from severe competition both domestically and internationally**

Related risk topics : Strategic Risk

- Competition risk

#### **Risk characteristics**

The frozen food industry, particularly frozen seafood and frozen fruits, comprises numerous domestic and international operators. Each operator continuously develops its capabilities in production, technology, product quality, and marketing to enhance its competitiveness in the global market. Furthermore, operators from key producing countries may possess advantages in production costs, raw material sources, or government support measures. Competition within this industry may manifest in terms of pricing, product quality, production standards, product variety, and the ability to meet customer demands in each specific market.

#### **Risk-related consequences**

Intense competitive conditions may result in the company facing price pressure and pressure on profit margins, and may also cause the company to lose market share if it cannot maintain product quality, production standards, or price competitiveness at an appropriate level. Furthermore, if competitors can develop new products or expand markets effectively, it may impact the company's ability to retain existing customers and acquire new ones.

#### **Risk management measures**



The company focuses on continuously developing product quality and production processes to ensure products meet standards and effectively satisfy customer needs in various markets. Concurrently, it develops new products and increases product diversity to create added value for its offerings. Furthermore, the company prioritizes efficient management of production costs, building strong business relationships with customers, and closely monitoring market trends and industry competition. This is done to adapt business strategies appropriately and maintain the company's long-term competitiveness.

## **Risk 6 Risk of changes in import and export regulations**

Related risk topics : Compliance Risk

- Change in laws and regulations

### **Risk characteristics**

The company's business operations primarily involve the sale of frozen seafood and frozen durian to international markets as a significant proportion. The export of food products to trading partner countries necessitates strict adherence to the laws, regulations, and requirements of each country's regulatory bodies. Such requirements may be subject to change based on trade policies, food safety measures, hygiene standards, environmental measures, or trade barrier measures. These regulatory changes may consequently require the company to adjust its production processes, product quality control, documentation, or compliance with relevant standards to ensure alignment with the importing countries' requirements.

### **Risk-related consequences**

If the company is unable to adapt or comply with changing regulations and requirements in a timely manner, it may result in products being unable to be exported to certain countries, or may lead to import suspension, rejection of imported goods, or increased scrutiny from relevant authorities. This could impact the company's revenue, operating costs, and reputation. Furthermore, adapting to new requirements or standards may result in increased operating expenses for the company.

### **Risk management measures**

The company closely monitors and studies changes in laws, regulations, and import/export requirements of trading partner countries, including coordination with government agencies and relevant authorities, to ensure timely adaptation and compliance with such requirements. Furthermore, the company prioritizes the development of quality control systems and production standards to align with relevant international standards, as well as continuously reviewing and improving operational processes, to ensure that the company's products comply with the requirements of trading partner countries and mitigate potential risks arising from future changes in trade regulations.

## **Risk 7 Risks from trade protectionism policies**

Related risk topics : Strategic Risk

- Policies or international agreements related to business operations

### **Risk characteristics**

The Company primarily sells frozen seafood and frozen durian to international markets. Consequently, it may be affected by trade policies, trade barriers, or tariff and non-tariff regulations imposed by trading partner countries. These measures may be established to protect domestic industries or to control standards related to food safety,

environmental concerns, and product sustainability. Such measures could include import tariffs, anti-dumping measures, countervailing duties, import quotas, as well as increasingly stringent product standards and inspection requirements, all of which could impact the Company's product exports.

### **Risk-related consequences**

The imposition of trade barriers by importing countries may result in increased export costs or a reduction in the price competitiveness of the company's products. Furthermore, if import quotas are imposed or stricter regulations are enacted, the company may be unable to export products to certain countries as usual, which could impact the company's revenue and operational performance.

### **Risk management measures**

The company closely monitors trade policy situations and trade barrier measures of trading partner countries, while also studying relevant rules and regulations to prepare for adaptation in accordance with such requirements. Furthermore, the company maintains a policy of diversifying export markets across multiple countries and regions to mitigate over-reliance on any single market. This strategy also encompasses the development of product quality and production standards to meet international benchmarks, thereby enhancing the company's competitiveness in international markets and reducing potential adverse effects from trade barrier measures.

## **Risk 8 The risk of information technology systems experiencing disruptions or being subjected to cyber threats.**

Related risk topics : Operational Risk

- Information security and cyber-attack

### **Risk characteristics**

The company utilizes information technology systems to support various aspects of its business operations, including data management, production planning, inventory management, product quality control, as well as communication and business transactions. Should these information technology systems experience disruptions due to technical issues, network outages, or unexpected events such as power failures, natural disasters, or cyberattacks, the company's critical operational systems may be unable to function normally. Moreover, cyber threats, including unauthorized data access, malware attacks, or denial-of-service attacks, could compromise the security of vital data belonging to the company and its partners.

### **Risk-related consequences**

Should the information technology system experience a malfunction or a cyberattack, this could lead to a disruption in the company's operations, delays in accessing critical data, or the exposure or loss of important company and partner data. Such incidents could impact operations, customer confidence, and the company's reputation, as well as potentially result in financial losses.

### **Risk management measures**

The company prioritizes the development of information technology systems to ensure their security and stability. This involves the installation of cybersecurity threat prevention systems, access control for data, and regular security audits of the systems. Furthermore, the company backs up critical information system data, develops a system backup plan (Backup System), and an IT business continuity plan to ensure system recovery and continuous operation in the event of unforeseen circumstances. Additionally, the company promotes employee awareness regarding cybersecurity and the appropriate use of information systems.

## **Risk 9 Climate and Environmental Change Risks**

Related risk topics : Operational Risk

- Climate change and disasters

#### **Risk characteristics**

Climate and environmental changes, such as global warming, weather variability, natural disasters, and environmental issues, may impact ecosystems and natural resources related to the company's main raw material production, namely aquatic animals and durian products. This could lead to a decrease in production volume or fluctuations in the quality and quantity of raw materials. Furthermore, climate change may affect the supply chain, transportation processes, as well as the company's energy and operational costs. It may also result in trading partners imposing stricter environmental measures or sustainability standards.

#### **Risk-related consequences**

If climate and environmental conditions undergo significant changes, it may result in a reduction in the quantity of raw materials utilized by the company for production, or an increase in the cost of raw material procurement. Furthermore, it could impact supply chain operations and goods transportation, potentially affecting the company's production, revenue, and overall operational performance.

#### **Risk management measures**

The Company prioritizes environmental and sustainability management. This involves continuously monitoring trends and impacts from climate change to utilize this information for planning the management of raw materials and the Company's operations. Furthermore, the Company diversifies its raw material sourcing from multiple areas to mitigate risks associated with reliance on a single source of raw materials. This also includes promoting operations within the supply chain to align with environmental and sustainability guidelines, as well as improving operational processes for efficient resource and energy utilization, thereby reducing environmental impact and supporting long-term sustainable business operations.

### **Risk 10 Product Quality and Safety Risks**

Related risk topics : Operational Risk

- Other : Product Quality and Safety Risks

#### **Risk characteristics**

Operating a frozen seafood and frozen durian business necessitates prioritizing product quality and safety at every stage, from raw material selection, production processes, and storage, to product transportation. This requires strict adherence to food safety standards and regulations of both domestic and international regulatory bodies. Should defects occur in the production process, quality control, or hygiene management, it may result in products failing to meet specified standards. Furthermore, contamination by chemicals, foreign objects, microorganisms, or improper temperature control during production and transportation could affect the quality and safety of the products.

#### **Risk-related consequences**

If products do not comply with food quality and safety standards, it may result in the company having to recall products, face import suspension, or be subjected to increased scrutiny from relevant authorities. Furthermore, it could impact customer confidence, the company's reputation, and its operational performance.

#### **Risk management measures**

The company prioritizes the control of product quality and safety at every stage of the production process, operating in accordance with internationally recognized food safety standards. Product quality inspections are regularly conducted

by both internal and external agencies. Furthermore, the company selects raw material suppliers who possess quality and reliable standards, and implements a traceability system for raw materials and products to effectively track their origin and control quality. Additionally, employees receive continuous training on hygiene and food safety standards to ensure that the company's products are of high quality and comply with established standards.

### **Risk 11 Risk of animal epidemic**

Related risk topics : Operational Risk

- Pandemic risk

#### **Risk characteristics**

A portion of the primary raw materials utilized by the company for the production of frozen seafood products originates from aquaculture and fishing. These sources may be susceptible to outbreaks of aquatic animal diseases, such as those affecting shrimp, fish, or other economically significant aquatic species. Furthermore, animal epidemics could undermine consumer confidence and influence the food safety control measures implemented by trading partner countries. Such outbreaks in aquatic animals may result in reduced production volumes, raw material quality failing to meet established standards, or prompt regulatory authorities in importing nations to enforce more stringent inspection protocols.

#### **Risk-related consequences**

Should there be a severe outbreak of aquatic animal diseases, it may result in a decrease in the quantity of raw materials the company can procure or an increase in their prices. This could impact production costs and the ability to produce goods sufficiently to meet customer demand. Furthermore, if trading partners impose control measures or restrict the import of goods from areas affected by the epidemic, it may affect the company's exports and revenue.

#### **Risk management measures**

The company selects and procures raw materials from production sources that meet established standards and possess appropriate quality control systems. Furthermore, it strictly inspects the quality of raw materials before they enter the production process. Additionally, the company diversifies its raw material sourcing from multiple regions to mitigate the risk of over-reliance on a single source. It also closely monitors the situation of aquatic animal disease outbreaks to enable appropriate planning for raw material procurement and production adjustments, thereby minimizing potential impacts on the company's business operations.

### **Risk 12 Organizational Image and Reputational Risk**

Related risk topics : Strategic Risk

- Damage to company image and reputation

#### **Risk characteristics**

The reputation and image of an organization are crucial factors influencing the confidence of customers, partners, investors, and stakeholders. This is particularly true for frozen seafood and frozen durian businesses, which depend on trust in product quality, food safety, production standards, and operating with social and environmental responsibility. Should any incident occur that could adversely affect the company's image, such as product quality issues, non-compliance with relevant laws or regulations, inaccurate information dissemination, or the spread of negative information through public and social media, it could impact the company's credibility and reputation.

#### **Risk-related consequences**

If the company's image or reputation is adversely affected, it may lead to customers and partners losing confidence in the company's products and business operations. This could result in a decrease in orders, loss of business opportunities, and may also impact the confidence of investors and stakeholders, as well as affecting the company's long-term performance.

### **Risk management measures**

The company prioritizes conducting business in accordance with good corporate governance principles, by establishing clear policies and practices for product quality control, compliance with relevant laws and regulations, and operating business with social and environmental responsibility. Furthermore, the company closely monitors and manages issues that may affect its organizational image, including transparent and appropriate communication of information with stakeholders. It also establishes guidelines for managing situations that may impact the company's reputation, to ensure appropriate responses to various events and mitigate potential impacts on the organization.

### **Risk 13 Risk from exchange rate volatility**

Related risk topics : Financial Risk

- Fluctuation in exchange rates, interest rates, or the inflation rate

### **Risk characteristics**

The company's significant proportion of sales of frozen seafood and frozen durian to international markets results in a portion of its revenue being denominated in foreign currencies, while some of its expenses are denominated in Thai Baht. Consequently, fluctuations in the exchange rate between the Thai Baht and the currencies of trading partner countries may impact the company's revenue value and operating performance. Furthermore, exchange rate volatility can stem from economic, financial, and monetary policies of various countries, which are beyond the company's control.

### **Risk-related consequences**

If the Thai Baht strengthens against the currencies of trading partner countries, it may result in a decrease in the company's export revenue when converted back into Thai Baht, which could impact the company's revenue and profit margins. Conversely, exchange rate fluctuations may also affect the ability to price products and competitiveness in international markets.

### **Risk management measures**

The company closely monitors exchange rate situations and considers utilizing appropriate financial instruments to manage exchange rate risks, such as forward foreign exchange contracts, to help mitigate the impact of exchange rate fluctuations. Furthermore, the company appropriately manages its revenue and expense structure in foreign currencies, has established financial risk management policies, and continuously monitors economic and financial conditions to effectively manage such risks.

### **Risk 14 Risk from interest rate volatility**

Related risk topics : Financial Risk

- Fluctuation in exchange rates, interest rates, or the inflation rate

### **Risk characteristics**

The company utilizes funding sources from financial institutions to support its business operations and investments, such as short-term and long-term loans for working capital, raw material procurement, investment in machinery, production equipment, and the development of the company's operational capabilities. The interest rates on some of these loans may be floating rates, which fluctuate according to financial market conditions and the country's monetary policy. Changes in market interest rates may consequently lead to changes in the company's financial costs.

#### **Risk-related consequences**

If market interest rates show a tendency to rise, this may lead to an increase in the company's financial costs, which could affect the company's profits and cash flow. Furthermore, interest rate fluctuations may impact the company's financial planning and investment decisions.

#### **Risk management measures**

The company appropriately manages its capital structure and debt obligations by considering the proportion between fixed-rate and floating-rate loans to diversify risks arising from interest rate fluctuations. Furthermore, the company closely monitors interest rate trends and financial market conditions, as well as carefully plans capital utilization and liquidity management to efficiently manage financial costs and mitigate potential impacts from interest rate fluctuations.

### **Risk 15 Risk of uncollected payments on schedule**

Related risk topics : Financial Risk

- Default on payment or exchange of goods

#### **Risk characteristics**

The company sells products to both domestic and international customers. A portion of these sales is conducted on trade credit terms, with payment periods set according to agreed-upon conditions with customers. Should customers experience financial difficulties, reduced liquidity, or delays in financial transactions, the company may be unable to collect payment for goods within the stipulated timeframe. Furthermore, selling products to international markets may entail additional risks stemming from the volatility of economic conditions in partner countries, as well as risks associated with international money transfers, which could impact customers' ability to make payments.

#### **Risk-related consequences**

If the company is unable to collect payments from customers as scheduled, this may result in a decrease in the company's cash flow or lead to overdue and bad debts, which could impact the company's financial liquidity and may also incur additional expenses for the company in tracking and managing accounts receivable.

#### **Risk management measures**

The company has established appropriate policies for trade receivable management, which include assessing the financial credibility of customers before extending trade credit, as well as setting suitable credit limits and payment terms. Furthermore, the company regularly monitors customers' payment status and implements systematic measures for following up on overdue debts. It may also consider utilizing appropriate financial instruments or payment conditions, such as advance payments or bank guarantees from financial institutions in certain cases, to mitigate the risk of uncollected payments as scheduled.

### **Risk 16 Risk of fraud and corruption arising from purchasing, selling, and interactions with government agencies.**

Related risk topics : Operational Risk

- Corruption

### **Risk characteristics**

The company's business operations involve coordination with business partners, raw material suppliers, service providers, as well as government agencies in certain processes, such as obtaining various permits, customs procedures, product standard inspections, and compliance with relevant laws. Should the company's personnel or related individuals engage in inappropriate behavior, such as soliciting benefits, offering bribes, or actions constituting corruption, it could expose the company to legal and corporate governance risks. Furthermore, such risks may also stem from procurement processes, partner selection, or business transactions, particularly in the absence of appropriate control and oversight systems.

### **Risk-related consequences**

Should instances of fraud or corruption occur, this could result in the company incurring damages in terms of legal aspects, financial standing, and organizational reputation. Furthermore, the company might face legal proceedings, be subject to penalties imposed by regulatory bodies, or lose the trust of customers, investors, and stakeholders. Such events could adversely affect the company's long-term business operations.

### **Risk management measures**

The company prioritizes conducting business with transparency and fairness, by establishing anti-corruption policies and clear guidelines for directors, executives, and employees to comply with laws and business ethics. Furthermore, the company has established appropriate internal control processes for procurement and business transactions, with segregation of duties to prevent corruption. Channels are also provided for reporting tips or complaints regarding inappropriate conduct, and the company promotes continuous training and awareness-building for its personnel regarding the prevention of fraud and corruption.

## **Risk 17 Risks related to environmental, occupational health, and safety impacts on surrounding communities.**

Related risk topics : Strategic Risk

- ESG risk

Operational Risk

- Impact on the environment

### **Risk characteristics**

The company's business operations, which involve the production and processing of frozen seafood and frozen durian, may, in some instances, lead to environmental impacts and affect surrounding communities. Such impacts could include wastewater generation from the production process, odors emanating from raw materials or processing activities, challenges in managing production waste, and the consumption of energy and various resources during operations. Furthermore, industrial plant operations must prioritize the occupational health and safety of employees and ensure the safety of nearby communities. Inefficient management of environmental, hygiene, and safety aspects could potentially result in adverse impacts on the environment, communities, or relevant stakeholders.

### **Risk-related consequences**

If the company's operations impact the environment or surrounding communities, the company may face legal proceedings or regulatory requirements from supervisory bodies, and may also incur expenses for rectifying or restoring the resulting impacts. Moreover, this could affect the company's image and the trust of the community, customers, and stakeholders.

### **Risk management measures**

The company prioritizes business operations in conjunction with environmental protection and the safety of its stakeholders. This is achieved by establishing appropriate environmental, occupational health, and safety management systems, while strictly complying with relevant laws and regulations. Furthermore, the company continuously monitors, inspects, and improves its operational processes to mitigate environmental impacts, including the proper management of wastewater and waste from production processes, control of odors and pollution from operations, and promotion of efficient resource and energy utilization. The company also places importance on fostering positive relationships with surrounding communities and welcomes suggestions or complaints from the community to continuously enhance its operations.

## 2.2.2 Risk to securities holders

Are there any risk factors affecting securities holders? : Yes

Risk 1 Risk from changes in major shareholder resolutions

Related risk topics : Risk to Securities Holder

- Return from investment of securities holder
- Risk of the company having a majority

shareholder holding > 25% of shares

### Risk characteristics

The company's major shareholders include the Chotiwatanaphan family group, holding 26.67% of shares, the Laotheppitak family group, holding 19.77% of shares, and the H'NG family group, holding 23.95% of shares. These three groups collectively hold 70.39% of all issued shares. Should the aforementioned shareholder groups jointly exercise their voting rights in the same direction to control voting rights or jointly control the business, this may prevent minority shareholders attending the meeting and possessing voting rights from accumulating sufficient votes to oppose or counterbalance the resolutions of the major shareholder groups.

### Risk-related consequences

Changes resulting from resolutions by major shareholders may lead to a shift in the company's business direction from its original course, which could impact the continuity of the company's policies, operations, and strategic plans, and may also affect the confidence of minority shareholders, investors, and stakeholders.

### Risk management measures

The Company operates its business under the principles of good corporate governance. The Board of Directors performs its duties independently and prioritizes the best interests of the Company and its shareholders as a whole. It also maintains an appropriate board structure, which includes a sufficient proportion of independent directors to assist in carefully scrutinizing and considering important matters. Furthermore, the Company discloses accurate, complete, and transparent information to shareholders and stakeholders, and promotes shareholder participation in shareholders' meetings to ensure that decisions on important matters are transparent, fair, and appropriately consider the interests of all shareholder groups.

Risk 2 Risk of reliance on key senior executives

Related risk topics : Risk to Securities Holder

- Other : Risk of reliance on key senior executives

### Risk characteristics



The company's business operations rely on the knowledge, capabilities, experience, and expertise of its senior executives in various areas, such as raw material procurement, production management, product quality control, export market management, and organizational strategy formulation. These are considered crucial factors for the company's success. Should the company become overly reliant on any single executive or a group of key senior executives, and changes occur, such as resignation, retirement, or inability to perform duties, this could impact the continuity of the company's management and business operations.

#### **Risk-related consequences**

The loss of key senior executives without proper preparation may result in delays or a lack of continuity in the company's strategic decisions and operations. This could also affect business relationships with partners, customers, and stakeholders, as well as impacting the company's efficiency and operational performance in both the short and long term.

#### **Risk management measures**

The company prioritizes systematic personnel development and human resource management, including the implementation of a Succession Plan for senior management positions to prepare high-potential personnel to continuously assume these roles. Furthermore, the company continuously transfers knowledge and work experience within the organization, as well as promoting the development of skills and potential among executives and employees at all levels, to build a capable team and reduce over-reliance on any single individual. Additionally, clear management structures are established to ensure the company's business operations are continuous and efficient.

### **2.2.3 Risk to securities holders from investing in foreign securities (applicable to only foreign companies)**

Are there any risk factors affecting securities holders from :   No  
investing in foreign securities?

### 3. Business sustainability development

#### 3.1 Policy and goals of sustainable management

##### Sustainability Policy

Sustainability Policy : Yes

The Company is committed to conducting business in accordance with sustainable development guidelines under good corporate governance principles. Therefore, key policies have been established to support the Company's operations in achieving its business objectives and goals, and to be an organization that can grow sustainably in key dimensions related to business operations, as follows:

##### Environmental Dimension (Environment)

The Company proactively implements environmentally friendly production systems that comply with legal requirements and the internationally recognized ISO14001 standard for managing its production processes. Furthermore, it promotes awareness among employees and stakeholders in the production process regarding environmental impacts through education, training, and the adoption of best practices. Environmental controls are in place for water, air, odor, and waste. Additionally, solar energy is utilized to generate electricity to reduce greenhouse gas emissions.

##### Social Dimension (Social)

The Company is committed to treating employees fairly, caring for all employees equally, prioritizing employee health and safety, respecting human rights, and developing society and various public benefits.

##### Governance Dimension (Governance)

The Company adheres to principles of integrity and transparency in its business operations. This involves operating under policies, regulations, and operational procedures established by the Company. Compliance with laws, regulations, and governance requirements related to the Company's business operations, as well as generally accepted international standards, is maintained. The Company communicates its corporate governance policies and business ethics to ensure they are known and implemented, so that employees at all levels are aware of the corporate governance and business ethics upheld by management, which fosters employee commitment to the organization.

##### Sustainability management goals

Does the company set sustainability management goals : Yes

##### Environmental Dimension

1. Develop an energy management system suitable for the company's business and operate in compliance with laws and other regulations related to energy conservation.
2. Control energy consumption and waste management, as well as prevent pollution from production into the environment.
3. Promote energy conservation
4. Committed to reducing greenhouse gas emissions
5. Utilize water resources efficiently
6. Control pollution emissions to be below legally mandated standards
7. Manage waste according to academic principles and reduce waste by reducing consumption, increasing reuse, and recycling.

##### Social Dimension

1. Aim to develop a good safety, occupational health, and working environment management system, and oversee compliance with laws, regulations, and generally accepted international standards.

2. Prioritize the development of knowledge, capabilities, and essential skills for employees at all levels through systematic knowledge management, and support employee career advancement, as well as establishing appropriate and fair policies and strategies for compensation, welfare, and employee benefits under labor laws.

3. Allocate budgets for social and community development, focusing on developing underprivileged youth and people with disabilities.

### **Governance Dimension**

1. Prioritize the production of high-quality and safe products under a manufacturing process based on food safety management principles, utilizing modern and standardized machinery and technology, and including a quality inspection system at every step, ensuring the company's products are certified with quality and food safety standard systems.

1.1 Zero import rejections due to unsafe products

1.2 Comply with GMP, HACCP, HALAL, AEO standard requirements

2. Adhere to corporate governance principles in accordance with the good practices of the Stock Exchange of Thailand across 5 categories, namely

2.1 Shareholder rights

2.2 Equitable treatment of shareholders

2.3 Role of stakeholders

2.4 Information disclosure and transparency

2.5 Roles, duties, and responsibilities of the Board of Directors

3. Implement measures to prevent involvement in corruption, having been certified as a member of the Private Sector Collective Action Coalition Against Corruption (CAC).

3.1 Communicate to directors, executives, and employees, ensuring all operational processes strictly adhere to legal frameworks.

3.2 Provide a secure reporting channel for company employees and the general public if violations or acts of corruption are observed, and implement protective measures for reporters.

4. Appoint internal auditors to continuously review internal control systems, corporate governance, and provide recommendations, conducting audits according to the annual audit plan approved by the Audit Committee, and reporting significant audit results and recommendations to the Audit Committee.

5. Enhance sales competitiveness and expand market share, alongside increasing production and marketing partnerships, as well as appropriately applying innovation and technology management standard systems and risk management to support efficiency in reducing production costs, improving product and service quality, expanding distribution channels, and developing and adding value to the company's products and services.

United Nations SDGs that align with the organization's :      Goal 1 No Poverty, Goal 2 Zero Hunger, Goal 3 Good  
sustainability management goals      Health and Well-being, Goal 4 Quality Education, Goal  
5 Gender Equality, Goal 6 Clean Water and Sanitation,  
Goal 7 Affordable and Clean Energy, Goal 8 Decent  
Work and Economic Growth, Goal 9 Industry,  
Innovation and Infrastructure, Goal 10 Reduce  
Inequalities, Goal 11 Sustainable Cities and  
Communities, Goal 12 Responsible Consumption and  
Production, Goal 13 Climate Action, Goal 15 Life on  
Land, Goal 16 Peace, Justice and Strong Institutions,  
Goal 17 Partnerships for the Goals

**Review of policy and/or goals of sustainable management over the past year**

Has the company reviewed the policy and/or goals of :      Yes  
sustainable management over the past year

Has the company changed and developed the policy and/ :      No  
or goals of sustainable management over the past year

## **3.2 Management of impacts on stakeholders in the business value chain**

### **3.2.1 Business value chain**

The company's primary activities are continuously linked activities within the overall context of the company's business operations, and supporting activities are those that are related to and facilitate the primary activities in achieving their goals within the company's business value chain, as follows:

#### **1. Primary Activities**

##### **1.1 Raw Material Sourcing and Management**

The company prioritizes the raw material sourcing and management process, selecting and procuring high-quality, safe, and traceable raw materials. The company sources and purchases raw materials from multiple suppliers, including shrimp collectors, squid collectors, shrimp farms, as well as importing shrimp raw materials from abroad, and manufacturers and suppliers of other non-shrimp and non-squid production components. This strategy aims to reduce the risk of reliance on a single supplier and to enhance competitiveness in terms of quality and cost. A raw material quality testing process is in place from supplier selection to raw material reception to ensure that the raw materials used in production meet quality standards. Furthermore, the company emphasizes transparent, fair, and equitable procurement, selecting partners who conduct business responsibly towards the environment and society and possess the capability to efficiently manage raw material delivery. The company also conducts supplier evaluations to foster sustainable business development between parties.

##### **1.2 Production and Quality Control**

The company utilizes resources in the production process efficiently and to their maximum benefit, both in terms of raw material usage and the development of more efficient production processes through investment in modern technology and automated machinery, while minimizing impact on communities and the environment. The company pays attention to every production process and emphasizes product quality control, implementing quality control and inspection to ensure that its products meet specified quality and safety standards. The company has received production standard certifications from various relevant agencies. Furthermore, the company prioritizes the safety and working environment of its employees by providing essential basic safety training for operations, preparing necessary equipment for working under different circumstances, and establishing adequate standards for accident prevention within the workplace.

##### **1.3 Sales and Marketing**

The company has established sales and marketing policies that align with its vision, goals, and business strategies, while adhering to good corporate governance principles. The company sells products under its own brand and also provides contract manufacturing services under clients' brands, managing distribution channels both domestically and internationally. Concurrently, the company prioritizes building and maintaining strong customer relationships, focusing on offering products of international quality standards, ensuring timely delivery, setting appropriate and fair prices, treating all customers equally, and disclosing complete, accurate, and sufficient product information to customers.

##### **1.4 Distribution of Products and Services**

The company has an efficient warehousing and logistics system, managing both land and sea freight carriers to ensure timely delivery of products to customers, while operating under safety measures for operations.

##### **1.5 After-Sales Service**

The company has a traceability system from the raw material source to the customer, ensuring customer confidence in the quality standards of the company's products. The company also emphasizes customer relationship management, conducting customer satisfaction surveys and providing channels for complaints to develop and improve the company's products and services, and managing information to efficiently respond to inquiries and questions from contacts.

#### **2. Supporting Activities**

##### **2.1 Human Resource Management**

The company treats all employees equally in accordance with its Code of Business Conduct, prioritizing employees at all levels from the start of employment and establishing fair employment conditions in compliance with the law. Compensation and benefits are set appropriately and competitively within the industry market to attract skilled personnel to the company. There is a clear, transparent, and systematic performance evaluation system that measures work efficiency based on indicators. Management and employees are regularly encouraged to participate in training, seminars, and knowledge and skill development programs. Furthermore, the company provides additional support for various work-related welfare benefits, including health insurance, accident insurance, and a provident fund, to ensure employees' well-being at work, fostering commitment and dedication to the organization's development.

## 2.2 Infrastructure

The company continuously monitors, develops, and improves key operational systems to ensure they remain technologically current. This includes implementing an Enterprise Resource Planning (ERP) system to connect operations between internal departments, enabling the organization to collaborate accurately and systematically, and to plan data management more accurately, precisely, timely, and efficiently.

### 3.2.2 Analysis of stakeholders in the business value chain

Details of stakeholder analysis in the business value chain

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
Internal stakeholders			

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>Employees</li> </ul>	1. Good compensation and benefits 2. Job security and career advancement opportunities 3. Good safety and working environment 4. Listens to employee feedback 5. Talent development programs, training, and seminars 6. Fair labor practices	1. Appropriate compensation, welfare, and benefits are established, which are fairly comparable to the market and the same industry. 2. A clear and transparent performance evaluation system is in place. 3. Safety measures are established in the workplace, and inspections and improvements of the workplace are conducted according to legal requirements. 4. Channels for employees to submit feedback and complaints. 5. Training plans are established to develop employees' knowledge and skills. 6. All employees are treated equally, fairly, and with respect for human rights.	<ul style="list-style-type: none"> <li>Internal Meeting</li> </ul>
External stakeholders			

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>Shareholders</li> </ul>	1. Achieve good operational performance and appropriate returns on investment. 2. Sustainable business growth. 3. Transparency in business operations. 4. Accurate, complete, and timely disclosure of information. 5. Fair and equitable treatment of shareholders. 6. Good corporate governance.	1. Plan strategies to generate returns and sustainable business growth. 2. Disclosure of operating results, holding annual general meetings of shareholders, and disclosure of annual reports. 3. Communication or complaints through various channels regarding corporate governance issues. 4. Conduct business with good corporate governance, transparency, and efficiency, under policies related to good corporate governance and business ethics principles.	<ul style="list-style-type: none"> <li>Online Communication</li> <li>Annual General Meeting (AGM)</li> </ul>
<b>External stakeholders</b>			



Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>Customers</li> </ul>	1. Products that meet requirements, are of high quality, and are safe. 2. Ability to develop new products according to customer needs. 3. Ability to deliver products on schedule. 4. Product prices are appropriate and offer good value. 5. Protection of customer personal data.	1. Obtained quality system certification according to international standards. 2. Established criteria for verifying the accuracy of product type, quality, and quantity before delivering goods to customers. 3. Provided training for the research and development team to continuously enhance their capabilities and ensured adequate resources. 4. Improved production process efficiency by increasing the use of automated machinery, reducing reliance on human labor, and lowering production costs. 5. Surveyed and analyzed competition and product prices in the same market and industry to determine appropriate competitive strategies and product pricing for customers. 6. Implemented systematic measures to prevent data leakage.	<ul style="list-style-type: none"> <li>Visit</li> <li>Online Communication</li> <li>Complaint Reception</li> <li>Satisfaction Survey</li> </ul>
<b>External stakeholders</b>			

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
• Suppliers	1. Transparent, fair, and equitable procurement 2. Timely payment of remuneration 3. Expectations for consistency and business growth	1. Procurement from partners adhering to the Code of Conduct 2. Implementation of anti-corruption policies 3. Conducting satisfaction surveys and gathering feedback to define joint business approaches 4. Responsible supply chain management 5. Timely payments	• Visit • Complaint Reception • Satisfaction Survey
<b>External stakeholders</b>			
• Creditor	1. Maintain financial stability 2. Comply with the terms and conditions of loan agreements and debentures	1. Strictly comply with the regulations of financial institutions issued by government agencies. 2. Respond to inquiries from credit analysts accurately and promptly when questions arise.	• Online Communication • Others • Periodic Operational Report
<b>External stakeholders</b>			
• Competitors	1. Provide marketing information without impacting competitors. 2. Collaborate to solve problems and develop the industry together. 3. Conduct business with transparency under fair trade and competition.	1. Conduct business transparently under the framework of fair competition rules and in accordance with the law. 2. Cooperate in providing opinions and taking action to develop and resolve industry-related issues. 3. No complaints from competitors regarding unfair trade practices.	• Online Communication • Training / Seminar
<b>External stakeholders</b>			

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>Government agencies and Regulators</li> </ul>	1. Compliance with laws, regulations, and rules. 2. Cooperation with government agencies, providing accurate information for improvement and development in the correct direction. 3. Participation in expressing opinions and responding to government policies. 4. Participation in government agency projects.	1. There have been no instances of legal violations, as safety officers continuously monitor, evaluate, and control the company's various activities to ensure compliance with laws, regulations, and rules. 2. Human Resources personnel provide training and knowledge to employees regarding new laws and relevant practices to ensure correct compliance with legal provisions and various requirements. 3. Cooperate with government agencies during factory visits and provide accurate and truthful information. 4. Appoint representatives to participate in various government activities.	<ul style="list-style-type: none"> <li>Visit</li> <li>Online Communication</li> <li>External Meeting</li> <li>Training / Seminar</li> </ul>
<b>External stakeholders</b>			

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>• Community</li> <li>• Society</li> </ul>	<p>1. Support activities for community development, both in terms of budget and by disseminating organizational knowledge to the community. 2. Promote income generation and provide career opportunities for the community, such as local employment. 3. Prioritize the community's environment. 4. Address feedback and complaints.</p>	<p>1. Allocate budget and personnel to provide assistance or develop the community. 2. Have safety officers to monitor, evaluate, and control the company's various activities to prevent adverse impacts on the environment and the community's surroundings. 3. Provide channels for receiving feedback from community members, such as mail, telephone, and the company's website.</p>	<ul style="list-style-type: none"> <li>• Visit</li> <li>• Social Event</li> <li>• Complaint Reception</li> </ul>

### 3.3 Management of environmental sustainability

#### 3.3.1 Environmental policy and guidelines

##### Environmental policy and guidelines

Environmental policy and guidelines : Yes

Environmental guidelines : Electricity management,  
Fuel management,  
Renewable/clean energy management,  
Water resources and water quality management,  
Waste management,  
Greenhouse gas and climate change management,  
Air quality management,  
Noise pollution management,

The Company has established a sustainability management policy with guidelines aligned with various requirements across economic, social, and environmental dimensions, including sustainable development goals, and to align with the Company's vision, "Simplify Your Life." The Company has established an environmental policy as a written guideline, which is announced to all employees and stakeholders for their awareness and adherence. The Company evaluates and reviews business processes at every stage of operations and consistently considers risks that may impact the environment to ensure efficient business operations. The Company has set various policies to provide consistent guidelines under key policies and has clearly disclosed all policies on its website to elevate management excellence standards in line with sustainable business development alongside society and the environment. The Company is committed to continuously developing its organizational capacity in environmental management, undergoing assessments and verifications of environmental standard systems both domestically and internationally, as well as adhering to customer standards and requirements that prioritize the environment. Regarding operational guidelines, the following practices are in place for sustainability management:

1. The Company strictly complies with all relevant laws, regulations, standards, and other requirements concerning environment, safety, and occupational health.
2. The Company is committed to improving and developing its operational systems and various business activities to reduce environmental impacts and ensure the safety of its personnel, in line with the nature of occupational safety and health risks and significant environmental issues identified from the Company's operational risk assessments. Performance is monitored monthly to achieve set goals.
3. The Company has established an environmental management system in accordance with ISO 14001:2015, by announcing its environmental management policy, setting annual environmental, safety, and occupational health objectives and targets, and defining key performance indicators for activities supporting environmental management, which include environmental pollution control, energy consumption reduction, and environmental awareness-raising activities.
4. The Company communicates its safety, occupational health, and operational environment policies to stakeholders, including employees, contractors, visitors, or those working within the organization and the community, to ensure their awareness and understanding of the Company's environmental initiatives.
5. The Company identifies risks and manages to reduce or eliminate potential hazards and environmental impacts in operational activities.
6. The Company conducts an annual review of its environmental, safety, and occupational health policies to ensure their continued suitability for business operations.

7. The Company arranges for annual environmental quality measurements, including air quality, dust, smoke, light, noise, vibration, heat, and chemical substances, as well as wastewater quality in the workplace, to improve the overall working environment.

#### **Review of environmental policies, guidelines, and/or goals over the past year**

Review of environmental policies, guidelines, and/or goals : Yes  
over the past year

### **3.3.2 Environmental operating results**

In 2025, the company aims to operate its business under the concept of sustainable growth, prioritizing environmental management alongside enhancing production efficiency in the manufacturing industry. This industry heavily utilizes water resources, energy, and cold chain systems. The company has established clear environmental policies and targets, encompassing greenhouse gas emission reduction, efficient energy utilization, water and wastewater management, and waste reduction from production processes. Throughout the past year, the company has continuously implemented projects to enhance energy efficiency in its factories, such as upgrading machinery in cooling systems and installing solar power generation systems in certain areas of the factories. This has resulted in a significant reduction in electricity consumption per unit of production and contributed to lowering the organization's overall greenhouse gas emissions. Regarding water management, the company emphasizes the judicious use of water, partially reusing recycled water and developing more efficient wastewater treatment systems to ensure that effluent quality complies with legal requirements and international standards. Furthermore, water-related risks in operational areas are monitored and assessed to mitigate the impacts of climate change. The company has also systematically established a system for tracking energy consumption data across various aspects. This data is used for analysis and to define guidelines for improving energy efficiency, reducing losses, and promoting cost-effective energy use, thereby helping to minimize environmental impact and support production cost reduction. Stemming from this commitment, the company has achieved its environmental objectives and continues to develop new approaches to elevate business operational standards in line with international trends and create sustainable value for all stakeholders in the long term.

## **Information on energy management**

### **Energy management plan**

The company's energy management plan : Yes

The company has established an energy management plan based on the principles of efficient resource utilization, coupled with reducing environmental impact and enhancing the long-term competitiveness of the business. This plan prioritizes the specific characteristics of the frozen food industry, which heavily relies on energy for refrigeration systems and the cold chain. The operational plan therefore encompasses policy-level management, improving production process efficiency, adopting appropriate technologies, and fostering energy awareness within the organization. The company has continuously set targets for reducing energy consumption per unit of production. Energy consumption data for each process is systematically collected and analyzed to identify areas with potential for efficiency improvement, including refrigeration systems, main production line machinery, and various utility systems. Concurrently, an energy management system has been implemented to regularly monitor results and evaluate performance, thereby enabling effective control and reduction of energy loss. Regarding technological improvements, the company focuses on upgrading equipment and machinery for higher efficiency. The company also emphasizes increasing the proportion of renewable energy use, having expanded the installation of solar power generation systems at its factory premises, and is studying the feasibility of further expanding installation areas. Furthermore, the company promotes employee participation in energy conservation through communication, training, and internal campaigns to foster a culture of

valuable and continuous energy use. Therefore, the company's energy management plan is a crucial mechanism supporting sustainable growth, linked to long-term environmental goals and greenhouse gas emission reduction, while also aligning with relevant international guidelines and standards to build stakeholder confidence and enhance the organization's competitive potential.

#### Setting goals for managing electricity and/or oil and fuel

Does the company set goals for electricity and/or fuel : Yes  
management

#### Details of setting goals for electricity and/or fuel management

Target(s)	Base year(s)	Target year(s)
Increase of electricity and fuel consumption from renewable energy sources	2024 : electricity and fuel consumption from renewable sources 1,179,131.00 Kilowatt-hour	2025 : Increased by 25%

#### Performance and outcomes of energy management

Performance and outcomes of energy management : Yes

The company has set a target to increase the proportion of electricity consumption from renewable energy sources to 25% by 2025. Operational results indicate that this goal has been successfully achieved. The company utilized 2,097,713.66 kilowatt-hours of electricity from solar energy, representing an increase of 77.90%. This increase resulted from the expansion of Solar Roof system installations covering both the company and its subsidiaries, leading to a reduction in reliance on external energy sources and contributing to lowering the organization's overall greenhouse gas emissions. Furthermore, the use of renewable energy helps enhance long-term energy cost stability amidst global energy price fluctuations. In addition, the company has continuously raised awareness regarding energy conservation within the organization, leading to employees participating in changing their energy consumption behaviors and significantly reducing energy usage in various supporting activities.

During 2023 – 2025, the company's energy consumption trend has changed in line with the increasing production volume, particularly for energy used in production processes such as fuel oil and steam energy, which are primary energy sources in the company's production and cooling systems. The volume of fuel oil consumption tends to increase with production levels. Over the past year, the increase in fuel consumption has been correlated with the expansion of production capacity, especially in the production lines for boiled shrimp products and domestic distribution goods. However, the company has implemented effective fuel consumption control measures through upgrading machinery and combustion systems for higher efficiency, as well as executing preventive maintenance plans to reduce energy loss in the production process. As for steam energy, which is a crucial energy source in the production process, its consumption tends to increase with production volume, similar to the use of fuel oil as fuel for boilers. The company has prioritized managing the steam generation system for maximum efficiency by controlling boiler operations, inspecting steam pipe system leaks, and improving thermal insulation to reduce energy loss within the system. Overall, even though energy consumption has increased with business growth, the company has effectively controlled and managed energy usage, reflecting its commitment to conducting business while simultaneously reducing environmental impact and utilizing resources sustainably in the long term.

### Energy management: Fuel consumption

	2023	2024	2025
Diesel (Litres)	96,950.00	108,348.10	116,466.60
Fuel oil (Litres)	99,177.00	113,038.00	125,839.94
Steam (Metric tonnes)	1,273.46	1,451.44	1,712.54

### Energy management: Electricity consumption

	2023	2024	2025
<b>Total electricity consumption within the organization (Kilowatt-Hours)</b>	7,734,606.00	9,142,511.00	15,150,671.09
Electricity purchased for consumption from non-renewable energy sources (Kilowatt-Hours)	6,548,895.00	7,963,380.00	13,052,957.43
Electricity purchased or generated for consumption from renewable energy sources (Kilowatt-Hours)	1,185,711.00	1,179,131.00	2,097,713.66

## Information on water management

### Water management plan

The Company's water management plan : Yes

The company has established a water management plan focused on efficient water resource management, coupled with reducing environmental impact and ensuring sustainable business operations. As production processes involve water usage at various stages, such as raw material washing, processing, and cleaning, the company prioritizes water quality control, cost-effective water usage, wastewater treatment, and appropriate water recycling throughout its operations. The company emphasizes systematic water resource management by defining operational guidelines that cover water quality control, monitoring water consumption for each organizational activity, and analyzing data to continuously enhance water use efficiency. Furthermore, all departments are encouraged to participate in reducing water consumption and utilizing water resources responsibly.

The company mandates regular quality checks of water used in production processes, controlling key parameters such as pH levels and chlorine content to ensure that the water used is of appropriate quality and meets specified standards. Furthermore, inspections and verifications are conducted by relevant agencies to build confidence in the organization's water quality control system.

The company promotes efficient water usage in all activities by improving production processes and equipment to appropriately reduce water consumption. This also includes establishing water management guidelines at the departmental level to ensure valuable resource utilization. Concurrently, awareness is raised among employees



regarding water conservation and responsible water use. Furthermore, there are initiatives to promote the use of treated water for suitable activities, such as watering plants and cleaning areas, which helps reduce water consumption from natural sources and enhances the efficiency of water resource utilization within the organization.

Regarding wastewater management, the company controls and treats wastewater from production processes to meet legally mandated standards before discharge into the environment. This includes the installation of an online water quality monitoring system (BOD Online) with dedicated personnel closely overseeing the system. Additionally, data on water usage and wastewater volume are tracked and analyzed annually to improve water use efficiency, reduce wastewater volume, and continuously increase the proportion of recycled water.

This water management plan reflects the company's commitment to responsible water resource management, alongside environmental and community care, while supporting sustainable business growth in the long term. It emphasizes continuous development and the participation of employees at all levels within the organization in utilizing water resources efficiently and for the maximum benefit of the organization and society as a whole.

### **Setting goals for water management**

Does the company set goals for water management : No

### **Performance and outcomes of water management**

Performance and outcomes of water management : Yes

In 2025, the company continued its water management efforts under a sustainable water utilization framework, considering the nature of its business operations which involve water usage at various stages of the production process. Due to the expansion of production volume to meet increasing market demand, the company's total water consumption increased in line with its operational level. The company has developed and enhanced the efficiency of its water treatment systems, as well as expanded the scope of reusing treated water in appropriate activities, such as area cleaning, vehicle washing, and plant watering. This has helped reduce the consumption of raw water from natural sources to a certain extent, even though overall water consumption has increased with business growth. Furthermore, the company has continuously improved water usage processes in its production lines and promoted employee awareness regarding valuable water usage, to support water reduction in auxiliary activities and foster participation in water conservation at the operational level.

For wastewater management, the company has developed and improved its wastewater treatment system to efficiently accommodate the increased volume of wastewater resulting from production expansion, while strictly maintaining the quality of discharged water within legal requirements and relevant standards. Regular monitoring of water quality is also conducted, and no instances of environmental regulation violations were found in the past year.

Data from 2023 - 2025 indicates that the volume of discharged water is consistent with the increased production volume, while the wastewater treatment system continues to efficiently accommodate and control the quality of discharged water. All discharged water is treated before being released into the environment, and no environmental complaints from the community have been received. In summary, the company effectively manages water, encompassing water quality control, efficient water utilization, and wastewater treatment in compliance with legal standards. This reflects its commitment to sustainable water resource management and long-term environmental responsibility.

**Water management: Water withdrawal by source**

	2023	2024	2025
<b>Total water withdrawal (Cubic meters)</b>	352,798.80	350,682.40	372,073.30
Water withdrawal by third-party water (cubic meters)	36,482.00	27,702.00	32,054.00
Water withdrawal by surface water (cubic meters)	316,316.80	322,980.40	340,019.30

**Water management: Water discharge by destinations**

	2023	2024	2025
Percentage of treated wastewater (%)	100.00	100.00	100.00
<b>Total wastewater discharge (cubic meters)</b>	269,883.76	283,849.89	249,660.27
Wastewater discharged to surface water (cubic meters)	269,883.76	283,849.89	249,660.27

**Water management: Water consumption**

	2023	2024	2025
<b>Total water consumption (Cubic meters)</b>	82,915.04	66,832.51	122,413.03

**Water management: Recycled water consumption**

	2023	2024	2025
<b>Total recycled water for consumption (Cubic meters)</b>	34,233.00	34,074.00	33,353.00

**Information on waste management****Waste management plan**

The company's waste management plan : Yes

The company prioritizes efficient waste management from production processes in accordance with the 3Rs principle (Reduce, Reuse, Recycle), coupled with proper waste disposal in compliance with legal requirements and environmental standards. The company's operational plan covers waste management throughout the entire operational chain, starting from analyzing the sources and types of waste in each production process. This leads to the establishment of appropriate waste reduction guidelines, such as enhancing the efficiency of raw material trimming, implementing quality control to minimize off-spec waste, and utilizing technology to reduce losses in the production

line. Concurrently, the plan promotes the optimal use of resources and reduces the volume of waste requiring final disposal. The company clearly categorizes waste from its operational activities into main types. Production waste, such as shrimp and squid raw material scraps, shrimp shells, shrimp heads, or substandard parts, is systematically separated at the source before being transferred to operators who can further utilize it, for instance, in animal feed production. This process adds value to resources and reduces the amount of waste requiring disposal. Regarding general waste, such as office waste, packaging, plastics, and paper, the company aims to reduce the use of unnecessary materials. This is coupled with establishing appropriate waste separation points within the organization and transferring recyclable waste to authorized operators to increase recycling rates and reduce the environmental burden. For hazardous waste, including used light bulbs, used lubricating oil, and chemicals from production processes, the company implements measures for storage in secure and technically sound controlled areas. Furthermore, it arranges for disposal by legally licensed waste disposal contractors to ensure that hazardous waste management is conducted correctly and does not adversely affect the environment and communities.

### **Setting goals for waste management**

Does the company set goals for waste management : No

### **Performance and outcomes of waste management**

Performance and outcomes of waste management : Yes

In 2025, due to the company's increased production volume in response to market demand, the total waste volume is projected to increase accordingly. This includes, in particular, waste from production processes such as shrimp and squid raw material scraps, shrimp shells, durian peels, and substandard components. The company has implemented a systematic waste management approach, classifying waste from its main operational activities into production waste, general waste, and hazardous waste. Appropriate management guidelines have been established for each category to ensure efficient resource utilization and minimize environmental impact.

Regarding production waste, the company implements segregation at the source and transfers it to operators capable of further utilization, such as processing into raw materials for food or animal feed. Consequently, most waste is not sent for final disposal, and value can be efficiently generated from residual resources. For general waste, the company has implemented measures to reduce the use of unnecessary materials, along with establishing appropriate waste segregation points within the organization to promote reuse and recycling. Recyclable materials such as plastics, paper, and packaging are transferred to legally authorized operators, which has led to a continuous increase in the waste reutilization rate. Concerning hazardous waste, the company ensures proper control and management in accordance with regulations. It is stored securely in controlled areas and disposed of by legally authorized waste disposal contractors. No incidents of non-compliance with regulations or environmental impact have been identified.

As a result of these operations, the company has been able to reduce the amount of waste requiring disposal, increase the proportion of waste reutilized, and effectively control environmental risks. This reflects its commitment to sustainable business operations and long-term environmental responsibility.

## Waste management: Waste Generation

	2023	2024	2025
Total waste generated (Kilograms)	921,260.40	821,688.50	4,404,777.80
Total non-hazardous waste (kilograms)	920,550.40	820,992.50	4,403,765.10
Non-hazardous waste - Landfilling (Kilograms)	920,550.40	820,992.50	4,403,765.10
Total hazardous waste (kilograms)	710.00	696.00	1,012.70
Hazardous waste - Landfilling (Kilograms)	710.00	696.00	1,012.70

## Information on greenhouse gas management

### Greenhouse gas management plan

The company's greenhouse gas management plan : Yes

The company has established a greenhouse gas management plan, integrating it with its business operations strategy and sustainable development goals. This plan aims to reduce greenhouse gas emissions throughout the value chain, including production processes, storage, and transportation of frozen goods, which involve high energy consumption in refrigeration systems and the cold chain. The plan encompasses policy management, energy efficiency improvements, the use of renewable energy, and the engagement of employees and partners to drive the organization towards becoming a low-carbon business in the long term. The company has systematically compiled its organizational greenhouse gas emissions data to serve as a database for setting targets and effectively monitoring emission reduction results. Continuous targets have been set for reducing greenhouse gas emission intensity per unit of production. The focus is on reducing greenhouse gas emissions through enhancing energy efficiency in production processes, particularly by improving refrigeration systems, utilizing high-efficiency machinery, and implementing automated control systems to minimize energy loss. Concurrently, the company promotes the use of renewable energy, such as installing solar power generation systems at its factory sites. Through these approaches, the company aims to continuously reduce greenhouse gas emissions, while also preparing for international environmental regulations and trends, and supporting a sustainable transition to a low-carbon economy in the long term.

### Compliance with principles and standards for greenhouse gas or climate change management

Principles and standards for greenhouse gas or climate : Thailand Greenhouse Gas Management Organization  
change management (TGO)

### Setting greenhouse gas emission goals

Does the company set greenhouse gas management goals : Yes

Company's existing targets : Setting carbon neutrality targets

### Setting carbon neutrality targets

## Details of setting carbon neutrality targets

Greenhouse gas emission scope	Base year(s)	Target year(s)	Certification
Scope 1	2025 : Greenhouse gas emissions 1,567.00 tCO <sub>2</sub> e	2045 : Reduced by 60%	None
Scope 2	2025 : Greenhouse gas emissions 4,413.00 tCO <sub>2</sub> e	2045 : Reduced by 60%	None

## Performance and outcomes of greenhouse gas management <sup>(1)</sup>

Performance and outcomes of greenhouse gas : Yes  
management

In 2025, the company was able to continuously implement its greenhouse gas management plan. The operational results reflect its ability to control greenhouse gas emissions alongside business expansion, even though total greenhouse gas emissions tend to increase with higher production volumes and energy consumption due to rising market demand. The company regularly compiles and reviews its organizational greenhouse gas emission data, covering both direct emissions from production processes and fuel consumption, as well as indirect emissions from electricity use. This enables more efficient monitoring, analysis, and management of greenhouse gas emission sources, and leads to the establishment of appropriate emission reduction measures for each process.

Additionally, the results from implementing projects to increase the proportion of renewable energy from solar power within the factory premises have significantly contributed to reducing indirect greenhouse gas emissions from electricity consumption. The company has systematically planned and implemented measures, such as enhancing energy efficiency in production processes, especially in the cooling systems, which are the organization's primary energy consumers; upgrading and replacing machinery with more efficient models; promoting the use of alternative energy, such as solar power, to reduce reliance on external electricity; and efficiently managing fuel consumption.

Furthermore, the company continuously monitors, verifies, and evaluates greenhouse gas emissions. It also promotes employee participation in energy reduction and greenhouse gas emission reduction activities to ensure that environmental operations are efficient and align with the organization's long-term sustainable development goals.

## Diagram of Performance and outcomes of greenhouse gas management



Remark : <sup>(1)</sup> The company organizes annual mangrove planting activities, planting 700 trees, to promote environmental conservation and reduce greenhouse gas emissions.

**Greenhouse gas management : Corporate greenhouse gas emission**

	2023	2024	2025
Total greenhouse gas emissions (Metric tonnes of carbon dioxide equivalent)	0.00	5,603.00	7,161.00
Total greenhouse gas emissions - Scope 1 (Metric tonnes of carbon dioxide equivalent)	N/A	833.00	1,567.00
Total greenhouse gas emissions - Scope 2 (Metric tonnes of carbon dioxide equivalent)	N/A	3,983.00	4,413.00
Total greenhouse gas emissions - Scope 3 (Metric tonnes of carbon dioxide equivalent)	N/A	787.00	1,181.00

**Greenhouse gas management: Verification of the company's greenhouse gas emissions over the past year**

Verification of the company's greenhouse gas emissions : No

**Information on incidents related to legal violations or negative environmental impacts**

**Number of cases and incidents of legal violations or negative environmental impacts**

	2023	2024	2025
Number of cases or incidents of legal violations or negative environmental impact ((cases))	0	0	0

### 3.4 Social sustainability management

#### 3.4.1 Social policy and guidelines

Social and human rights policy and guidelines : Yes

Social and human rights guidelines : Employee rights, Migrant/foreign labor, Child labor, Consumer/customer rights, Community and environmental rights, Safety and occupational health at work, Non-discrimination, Supplier rights

The company establishes social and human rights policies and practices based on the principles of respect for human dignity, equality, and fairness, covering the entire business value chain. This is in accordance with Thai labor standards and good human rights practices, to build confidence among all stakeholders and support the organization's sustainable growth. The company prioritizes the rights of employees at all levels, fully protecting fundamental labor rights, including fair compensation, appropriate working hours, and access to welfare benefits in accordance with laws and company policies. It also promotes freedom of expression and participation in organizational development, within a respectful working environment. Regarding migrant workers, the company conducts employment in strict compliance with relevant laws and regulations, respecting their labor rights equally with Thai employees. This includes providing fair employment contracts, clear communication of information, welfare care, and stringent prevention of forced labor or human trafficking. Furthermore, the company has a policy against child labor and implements strict measures to verify the age of employees prior to employment, to ensure that business operations are free from child rights violations and comply with labor laws and international standards. Concerning consumer and customer rights, the company is committed to producing high-quality, safe, and standardized products, with quality and food safety control systems at every stage of production. This includes providing accurate, transparent, and traceable product information to build maximum trust and satisfaction among customers. Additionally, the company emphasizes the rights of communities and the environment, conducting business with social responsibility, reducing operational impacts, and continuously communicating and building good relationships with surrounding communities. This also involves listening to feedback and complaints to improve operations. Regarding occupational safety and health, the company provides a safe and hygienic working environment, conducts risk assessments, provides personal protective equipment, training, and regular monitoring. This is to prevent accidents and work-related illnesses and to foster a safety culture within the organization. The company operates under the principle of non-discrimination, respecting the diversity and differences of employees, regardless of gender, age, race, religion, or any other status. It also promotes equal opportunities in employment, development, and career advancement. Through these approaches, the company aims to establish a management system that respects human rights in all dimensions and promotes shared value among the organization, stakeholders, and society as a whole, for long-term sustainability.

#### Compliance with human rights principles and standards

Human rights management principles and standards : Thai Labour Standard: Corporate Social Responsibility of Thai Businesses (TLS 8001-2010) by the Ministry of Labour

#### Review of social and human rights policies, guidelines, and/or goals over the past year

Review of social and human rights policies, guidelines, and/ : Yes  
or goals over the past year

#### Human Rights Due Diligence : HRDD

Does the company have an HRDD process : No

### 3.4.2 Social operating results

#### Information on employees and labor

##### Employees and labor management plan

The company's employee and labor management plan : Yes

Employee and labor management plan implemented by : Fair employee compensation, Employee training and development, Promoting employee relations and participation, Migrant/foreign labor, Child labor, Safety and occupational health at work

The company has established an employee and labor management plan aimed at creating an efficient human resource management system, coupled with respecting labor rights and continuously developing personnel capabilities to support business growth. This plan covers all dimensions of employee care, including economic, social, and well-being aspects, in compliance with labor laws and relevant standards. The company prioritizes fair and appropriate compensation for employees by establishing a wage and welfare structure that aligns with skills, experience, and job characteristics. Compensation is regularly reviewed to ensure competitiveness in the labor market, align with economic conditions, and cover the legal minimum wage, as well as basic and additional benefits that support employees' quality of life. The payment of wages, overtime, and various benefits is conducted accurately, transparently, and verifiably.

The company has a continuous personnel development plan at all levels, providing training in professional skills, specialized knowledge in the food industry (e.g., GMP, HACCP), workplace safety, and management skills to enhance employees' capabilities and support their career advancement. Furthermore, various forms of learning are promoted to enable employees to adapt to changes in business and technology, including incorporating modern technologies such as developing employee skills in AI and Cybersecurity to enhance their work capabilities, as well as promoting the concept of continuous improvement (Kaizen) to increase operational efficiency.

The company also aims to foster good relationships and employee engagement within the organization by providing opportunities for employees to offer opinions and suggestions through appropriate channels, as well as organizing internal activities to build strong engagement and corporate culture. Furthermore, there is a transparent and comprehensive internal communication system, with corporate policies communicated thoroughly. Internal activities and Corporate Social Responsibility (CSR) activities are also organized to strengthen good relationships between employees, the organization, and the involved communities.

The company legally employs migrant workers, adhering to human rights principles in their treatment and ensuring that they receive rights and welfare benefits equal to those of Thai employees. This includes fair employment contracts, clear communication of information, and welfare support to enable workers to perform their duties with dignity and safety. Living conditions, such as accommodation, are improved to be safe, hygienic, and suitable for living. Appropriate health and welfare care are also provided to enhance their quality of life and work efficiency.

The company has a clear policy against child labor, implementing strict age verification processes for job applicants before employment and conducting continuous monitoring to ensure that business operations comply with legal requirements and international labor standards. This prevents child rights violations and promotes socially responsible business practices.

The company prioritizes safety, occupational health, and the working environment. A systematic safety management plan has been established, which includes risk assessment at the workplace, provision of appropriate



personal protective equipment, and regular training and emergency drills. Safety control measures are defined for every step of operations, and regular safety training is provided, covering topics such as confined space work, work at height, and chemical management. Continuous monitoring and evaluation of safety performance are conducted to prevent accidents and work-related illnesses, and to create a safe working environment conducive to the well-being of employees. Through this employee and labor management plan, the company aims to build an organization with quality personnel who are engaged and can grow sustainably with the organization.

### Setting employee and labor management goals

Does the company set employee and labor management : Yes  
goals

### Details of setting goals for employee and labor management

Target(s)	Indicator(s)	Base year(s)	Target year(s)
• Fair employee compensation	Rate of wage payment, overtime pay, and statutory welfare benefits (%)	-	2025: Employees receive 100% legally compliant compensation and benefits.
• Employee training and development	Average training hours of employees (hours/person/year)	-	2025: An average of not less than 6 hours per person per year.
• Promoting employee relations and participation	Number of employee engagement and feedback activities (times/year)	-	2025: Organize activities to strengthen relationships and solicit employee feedback at least twice annually.
• Migrant/foreign labor	Rate of legally employed migrant workers	-	2025: 100% of migrant workers are legally employed.
• Child labor	Number of Child Laborers (Persons)	-	2025: No child labor is used in any work process.
• Safety and occupational health at work	Number of Lost-Time Accidents (incidents/year)	-	2025: Number of accidents resulting in absence from work exceeding 3 days is 0.
• Non-discrimination	Number of reported cases of workplace discrimination (Complaint cases)	-	2025: No complaints regarding discrimination in the workplace.

### Performance and outcomes for employee and labor management

Performance and outcomes for employee and labor : Yes  
management

In 2025, the company will be able to effectively manage its employees and workforce in accordance with human rights policies and established human resource management plans. The operational results reflect comprehensive employee care, covering aspects such as labor rights, potential development, workplace safety, and fostering organizational commitment.

The company has fully and correctly paid compensation and benefits to employees in accordance with labor laws, at a rate of 100%. Additionally, appropriate basic and supplementary benefits are provided, resulting in a good quality of life for employees and enabling them to perform their duties effectively. Furthermore, the company places importance on continuous personnel development. Employees are required to receive an average of at least 6 hours of training per person per year, covering professional skills, safety, and essential operational skills.

Regarding labor relations, the company has continuously promoted employee participation through internal communication and various activities. Two employee engagement and feedback sessions are held annually, which helps foster a positive work environment and enhances employee commitment to the organization.

For migrant workers, the company ensures 100% legal employment. It also provides care regarding rights, welfare, and working conditions equally to Thai employees. Appropriate communication and care systems are in place to ensure workers can perform their duties securely and with human dignity.

The company does not employ child labor in any work process. Strict inspection and control measures are in place from the recruitment stage, and continuous monitoring is conducted to ensure business operations comply with legal requirements and international standards.

In terms of safety and occupational health, the company has systematically managed work-related risks. Last year, there was one accident resulting in more than 3 days of lost work time. The company promptly investigated the cause and implemented preventive and corrective measures to avoid recurrence. Furthermore, safety measures, training, and risk control in work processes have been reviewed and enhanced with greater stringency.

Overall, the company has achieved its established goals for employee and workforce management. It has also built confidence among stakeholders and supported the sustainable growth of the organization through quality personnel who are committed to the organization and operate in a fair and safe environment in the long term.

## Employee and labor management: Employment

### Hiring employees

	2023	2024	2025
<b>Total employees</b> (persons)	1,028	971	1,174
Male employees (persons)	311	296	379
Female employees (persons)	717	675	795

#### Employment of workers with disabilities

	2023	2024	2025
<b>Total employment of workers with disabilities</b> (persons)	12	12	11
<b>Total number of employees with disabilities</b> (persons)	3	3	3
Total male employees with disabilities (persons)	1	1	1
Total female employees with disabilities (persons)	2	2	2
<b>Total number of workers who are not employees with disabilities</b> (persons)	9	9	8
<b>Contributions to empowerment for persons with disabilities fund</b>	No	No	No

#### Employee and labor management: Remuneration

##### Employee remuneration

	2023	2024	2025
<b>Total employee remuneration</b> (baht)	197,000,000.00	212,520,000.00	215,580,000.00
Total male employee remuneration (Baht)	68,380,000.00	73,300,000.00	72,510,000.00
Total female employee remuneration (Baht)	128,620,000.00	139,220,000.00	143,070,000.00

#### Employee and labor management: Employee training and development

	2023	2024	2025
Average employee training hours (hours / person / year)	16.00	5.33	6.70
Training and development expenses for employees (baht)	595,240.00	277,190.00	476,203.00

#### Employee and labor management: Safety, occupational health, and environment at work

## Safety, occupational health, and environment at work

	2023	2024	2025
Total number of lost time injury incidents by employees (cases)	0	0	1

## Employee and labor management: Employee engagement and internal employee groups

### Employee engagement

	2023	2024	2025
<b>Total number of employee turnover leaving the company voluntarily</b> (persons)	321	352	271
Total number of male employee turnover leaving the company voluntarily (persons)	117	140	87
Total number of female employee turnover leaving the company voluntarily (persons)	204	212	184
Proportion of voluntary resignations (%)	31.23	36.25	23.08
	2023	2024	2025
Evaluation result of employee engagement	No	No	No

### Employee internal groups

Employee internal groups : Yes

Types of employee internal groups : Welfare committee

## Information about customers

### Customer management plan

Company's customer management plan : Yes

Customer management plan implemented by the : Responsible production and services for customers, company over the past year Communication of product and service impacts to customers/consumers, Development of customer satisfaction and customer relationship, Consumer data privacy and protection

The Company has established a customer management plan aimed at building maximum trust and satisfaction for customers and consumers, alongside conducting business responsibly throughout the value chain. The Company places significant importance on quality, safety, and data transparency. This plan encompasses the development of production processes and services, comprehensive data communication, building long-term customer relationships, and personal data protection. The Company focuses on responsible production and service delivery to customers by establishing food quality and safety control standards at every stage of operations, from raw material selection, production, and storage to transportation under a cold chain system. This ensures that products are of consistent quality, safe for consumption, and comply with customer requirements and laws in destination countries. Furthermore, an efficient traceability system is in place to track the origin of products. Regarding data communication, the Company prioritizes accurate, transparent, and complete disclosure of information about products and services. Product labeling is prepared in accordance with relevant regulations, and information regarding the origin of raw materials, production standards, and potential impacts on consumers is provided to enable customers and consumers to make informed decisions. The Company has a continuous plan to enhance customer satisfaction and strengthen relationships by conducting periodic customer satisfaction surveys and analyzing the results to improve product and service quality in line with evolving market demands. Additionally, long-term relationships are built through proactive communication, fast and efficient service, and the development of new products that meet the needs of various customer segments. Furthermore, concerning the protection of customer personal data, the Company has established systematic data management guidelines, emphasizing security, accuracy, and the use of data for specified purposes. Access rights, data storage, and data transfer are controlled in accordance with relevant laws and standards, while also promoting knowledge and strict awareness among employees regarding personal data protection.

#### Setting customer management goals

Does the company set customer management goals : Yes

#### Details of setting customer management goals

Target(s)	Indicator(s)	Base year(s)	Target year(s)
• Responsible production and services for customers	Disclosure of product information in accordance with relevant laws	-	2025: 100% of the company's products display information in accordance with legal requirements.

#### Performance and outcomes of customer management

Performance and outcomes of customer management : Yes

By 2025, the company will ensure that all product types display complete and accurate information on their labels, in accordance with relevant legal requirements and standards, at a rate of 100%. The displayed information covers essential details, enabling customers and consumers to make purchasing decisions confidently and with sufficient supporting information. Furthermore, the company has continuously communicated information about its products and services through various channels, ensuring customers can access accurate, transparent, and verifiable information. It also efficiently handles customer complaints and suggestions, responding to them appropriately and promptly, which contributes to the continuous improvement of product and service quality. Additionally, the company conducts satisfaction surveys and monitors results, analyzing the data obtained to elevate operational standards in line with customer needs in each market. This enables the company to maintain good customer relationships and build

long-term trust. Moreover, the company has strictly implemented data protection measures, with no incidents of customer data breaches or leaks reported in the past year, reflecting the effectiveness of its data management systems and internal controls.

## Customer management: Customer satisfaction

### Customer satisfaction

	2023	2024	2025
Evaluation results of customer satisfaction	Yes	Yes	Yes

## Information on community and society

### Community and social management plan

Company's community and social management plan : Yes

Community and social management plan implemented by : Employment and professional skill development, the company over the past year Education, Religion and culture, Forests and natural resources, Sports and recreation, Occupational health, safety, health, and quality of life, Disadvantaged and vulnerable groups, Water and sanitation management, Reducing inequality

The company has established a community and social management plan aimed at creating shared value between the organization and communities around its operational areas, coupled with reducing social and environmental impacts from business operations. It emphasizes community participation, quality of life development, and long-term social strengthening. The plan covers economic, social, and environmental dimensions in a balanced manner.

The company continuously promotes local employment and vocational skill development. It provides support to local educational institutions through scholarships and learning equipment to promote educational opportunities and develop the potential of youth to become important forces in society in the future.

The company places importance on the conservation of local religion and culture. It continuously supports community traditions and cultural activities, including continuously supporting significant religious and traditional activities in the community in all aspects, such as merit-making during festivals, supporting activities of temples and local organizations, and encouraging employees to participate in volunteer activities. This is to help preserve cultural values, maintain local identity, and foster local pride, alongside building good relationships between the organization and the community.

The company supports sports and recreational activities in the community to promote good health, unity, and the quality of life for local residents. It also supports projects related to health promotion.

The company has established guidelines for participation in the conservation and restoration of natural resources by promoting tree planting activities and ecosystem restoration. It has a plan to continuously conduct environmental activities with the community every year, including the annual mangrove reforestation project in the community, activities to help clean and dredge public canals, and activities to support and promote natural resource conservation for employees and the community, to raise awareness of resource conservation among employees and the community, and to support long-term resource sustainability.

The company prioritizes supporting and enhancing the quality of life for underprivileged and vulnerable groups in society. This is achieved by collaborating with government agencies and public benefit organizations to provide educational and sports support as opportunities arise. It also co-organizes continuous sustainable development and assistance projects for impoverished groups in the community, and supports medical equipment and other social activities to create opportunities, reduce inequality, and sustainably strengthen the community.

#### Setting community and social management goals

Does the company set community and social : Yes  
management goals

#### Details of setting community and social management goals

Target(s)	Indicator(s)	Base year(s)	Target year(s)
• Religion and culture	Number of religious and cultural promotion activities (times/year)	-	2025: Support religious activities/local traditions at least twice a year.
• Forests and natural resources	Number of environmental projects (conservation reforestation projects) in collaboration with communities (times/year)	-	2025: Number of projects in collaboration with communities for tree planting and green area restoration, once per year.
• Sports and recreation	Number of sports/recreational activities supported in collaboration with the community (times/year)	-	2025: Number of sports/recreational support activities with the community: 1 per year
• Disadvantaged and vulnerable groups	Number of community poverty alleviation projects	-	2025: One approved community poverty alleviation project
• Water and sanitation management	Treated water measurement values (%)	-	2025: Measurement values for 100% treated water
• Reducing inequality	Employment rate of persons with disabilities not less than legally required.	-	2025: Employment rate of persons with disabilities not less than legally required.

#### Performance and outcomes of community and social management

Performance and outcomes of community and social : Yes  
management

In 2025, the company continuously implemented its community and social management plan, aiming to build strong relationships with surrounding communities while simultaneously improving quality of life and fostering

participation from all sectors. The company consistently supported religious and local traditional activities 3 times, which contributed to the preservation of local culture and strengthened the good relationship between the organization and the community. Furthermore, it undertook a collaborative project with the community to plant trees and restore green spaces once, to promote natural resource conservation and increase green areas in the community. This also included organizing sports and recreational activities with the community once, to promote good health and social harmony.

The company implemented one certified project to support underprivileged individuals and alleviate poverty, focusing on tangibly improving the quality of life for local residents. Concurrently, it provided continuous support for education, youth development, and public health through collaboration with government agencies, public benefit organizations, and local communities.

The company has promoted employee participation in various volunteer and social activities, including supporting assistance in emergency and disaster situations by providing essential items to affected individuals to alleviate community hardship. In late 2025, Hat Yai District, Songkhla Province, experienced a major flood, which widely affected the population. Recognizing the importance of social contribution during a crisis, the company promptly provided assistance. The company supported a large quantity of frozen seafood products, especially shrimp, to help alleviate food shortages for those affected. Additionally, it mobilized employee volunteers to participate in packing and preparing essential items to ensure aid reached affected individuals quickly and comprehensively. Furthermore, the company also contributed other essential items such as dried food, drinking water, and consumer goods to help affected individuals sustain themselves appropriately during the emergency.

The company successfully controlled the quality of treated wastewater to meet 100% of the specified standards. This reflects the efficiency of its wastewater treatment system and its responsibility towards the surrounding community and environment, while also building confidence among stakeholders regarding appropriate resource management.

The company successfully employed persons with disabilities in full compliance with the legally mandated proportion. This reflects its promotion of equality and creation of employment opportunities for vulnerable groups in society.

Based on the aforementioned operational results, the company successfully achieved its community and social management goals. This involved participation in community development across various dimensions, including social, environmental, and economic aspects, leading to the creation of shared value and sustainability between the organization and society. It also reflects the company's commitment to creating shared value with society and being a responsible organization towards all stakeholders. The company will continue to promote social activities to support community strength and long-term sustainable growth.

#### **Diagram of performance and outcomes in community and social management**









Information on incidents related to legal or social and human rights violations

Number of cases and incidents of significant legal or social and human rights violations

	2023	2024	2025
Total number of cases or incidents of significant legal or social and human rights violations cases	0	0	0
Total number of cases or incidents leading to significant labor disputes (cases)	0	0	0

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

### 4.1 Operation, financial condition and material changes

#### Operational overview

In 2025, the frozen food industry continues to face significant challenges from several factors. These include the shortage of key raw materials, particularly shrimp and squid, which are affected by environmental factors, rising cultivation costs, and fluctuating production volumes. Furthermore, the slowdown in the economies of trading partner countries has led some customers to delay product orders. Coupled with the appreciation of the Thai Baht, all of these factors impact the company's price competitiveness and overall export revenue.

Amidst these limitations and uncertainties, the company has continuously implemented adaptation strategies. This involves focusing on generating new revenue streams alongside its core business, such as developing value-added products, expanding its customer base to new domestic and international markets, operating cold storage businesses for goods, and investing in businesses or projects that diversify revenue sources. This aims to reduce reliance solely on revenue from existing products. Ultimately, these efforts are intended to strengthen income stability and enhance the company's long-term competitiveness.

However, the company recognizes the importance of operating in the frozen food industry and remains confident that this industry possesses long-term growth potential. This is despite challenging circumstances arising from raw material factors, economic conditions, and exchange rate fluctuations. The demand for frozen food consumption continues to show an upward trend, resulting from consumer behavior that prioritizes convenience, food safety, and quality production standards. Through flexible business approaches and appropriate adaptation, the company is able to maintain its competitiveness and prepare for future growth in a stable and sustainable manner.

#### Analysis on the operation and financial condition

##### Operating results and profitability

The company's revenue from sales and services for 2023-2025 amounted to 2,497.87 million Baht, 2,543.48 million Baht, and 2,429.14 million Baht, respectively. In 2025, this revenue decreased by 4.50% compared to the previous year. The primary reason was the appreciation of the Thai Baht, as the majority of the company's sales revenue is denominated in US dollars. This caused exchange rate fluctuations to impact export revenue, both in terms of value when converted to Thai Baht and price competitiveness.

Furthermore, in late 2025, the company was affected by flood situations in certain areas related to its operational processes. This impacted the storage and transportation of goods, as the environment and infrastructure were damaged. Consequently, the storage and transportation temperatures for some items did not meet customer requirements and standards. This resulted in the company being unable to deliver goods as planned in some cases, and having to delay or cancel deliveries, leading to a loss of some revenue during that period. It should be noted that these floods occurred in late 2025, which is typically the period when the company has its highest production volume, sales, and revenue for the year. This made the impact more severe than at other times. In addition to the revenue impact, the company also had to recognize additional expenses related to managing the situation, inspecting product quality, handling damaged goods, and restoring and improving operational processes. This significantly affected the company's overall performance in 2025. Nevertheless, the company promptly addressed the situation, prioritizing the quality and safety of its products. It also closely coordinated with partners and customers, and reviewed its risk management approaches and improved emergency response measures based on the incident, to enhance readiness for natural disaster risks and mitigate potential future impacts.

The company reported a gross profit of 149.51 million Baht and 60.45 million Baht in 2023 and 2024, respectively, representing gross profit margins of 5.99% and 2.38%. In contrast, in 2025, the company incurred a gross loss of 288.28

million Baht, equivalent to a gross loss margin of 11.87%, an increase of 598.74% from the previous year. This was primarily due to the provision for impairment of certain seafood and frozen fruit products damaged by floods, as well as expenses for the restoration of machinery and equipment, with an initial recognized damage value of approximately 370.60 million Baht. This resulted in a significant increase in the cost of sales. The company has insurance coverage for these damages and is currently in the process of assessing claims with the insurance company.

Regarding overall performance, the company reported a net profit of 102.96 million Baht in 2023, representing a net profit margin of 4.12%. In contrast, in 2024 and 2025, the company incurred net losses of 130.63 million Baht and 428.01 million Baht, respectively, representing net loss margins of 5.14% and 17.62%. The primary reasons for these were the aforementioned factors.

In 2025, the company incurred a share of loss from investments in an associate company in Sabah, Malaysia, amounting to 4.42 million Baht. This increased from 2024, when the share of loss was 0.56 million Baht. The primary reasons were the slowdown in the economy of trading partners, which affected customer purchasing power, as well as continuous fluctuations in exchange rates.

Nevertheless, the company has closely monitored, assessed the situation, and managed risks. It has also adjusted its operational plans to align with the circumstances, aiming to limit the impact on performance to an appropriate level. This strengthens its readiness to cope with future risks. Although the current food business faces challenges from raw material costs, economic conditions, and exchange rate fluctuations, the company still sees long-term growth opportunities. This stems from the continuous increase in demand for quality, safe, and convenient food, as well as consumer behavior that prioritizes production standards and the origin of raw materials. These factors support the continued potential for expansion of the food business both domestically and internationally.

### **Asset management capability**

As of December 31, 2025, the Company had total assets of Baht 2,125.54 million, primarily comprising cash and cash equivalents, trade accounts receivable, inventories, investments in associates, land, buildings, and equipment, as well as right-of-use assets. Total assets decreased by Baht 165.61 million, or 7.23%, from Baht 2,291.15 million at the end of 2024. This was primarily due to a decrease in current assets, particularly inventories, resulting from efficient inventory management, which led to an improved inventory turnover ratio, coupled with a write-down of inventory value due to the impact of the flood incident. However, non-current assets increased in 2025 due to investments in subsidiary assets.

As of December 31, 2025, the Company had total liabilities of Baht 1,708.15 million, primarily comprising short-term loans from financial institutions, trade accounts payable, lease liabilities, and provisions for employee benefits. This represented an increase of Baht 262.53 million, or 18.16%, from Baht 1,445.62 million at the end of 2024. The significant change was due to an increase in short-term loans for raw material procurement and operations, and long-term loans to support investments in subsidiary assets.

As of December 31, 2025, the Company had shareholders' equity of Baht 417.39 million. This was a decrease of Baht 428.14 million, or 13.07%, from Baht 845.53 million at the end of 2024. The primary reason for this was the Company's net loss of Baht 428.00 million in 2025, which was significantly impacted by the flood incident.

Overall, in 2025, the Company significantly restructured and enhanced its asset management efficiency. The decrease in current assets aligns with the reduction in trade accounts receivable and inventories, reflecting the Company's ability to accelerate cash collection and efficiently manage stock. Consequently, working capital is not tied up in slow-yielding assets. Concurrently, the increase in non-current assets, particularly land, buildings, and equipment, reflects the Company's strategic direction to invest in expanding production capacity and supporting future growth. Despite pressures from the flood incident, which caused damage to assets and additional expenses during the year, the Company shows a trend towards more efficient asset management, both in terms of turnover and asset utilization, coupled with investments to strengthen long-term business potential, even when facing challenges from unexpected events.

## Liquidity and capital adequacy

As of December 31, 2025, the Company's cash and cash equivalents decreased by Baht 11.21 million compared to the end of 2024, whereas as of December 31, 2024, the Company's cash and cash equivalents decreased by Baht 2.54 million compared to the end of 2023.

Regarding cash generated from operating activities, the Company has managed and utilized it carefully and prudently to maximize benefits, considering investments in increasing production capacity, enhancing production efficiency, and aligning with the sustainable growth of the business, as well as debt repayment. The Company has a policy to manage cash and cash equivalents at an appropriate level according to business conditions.

The decrease in cash and cash equivalents in 2025 resulted from the following activities:

### 1. Cash flows from operating activities

For the year 2025, the Company had cash used in operating activities of Baht 23.36 million, with non-cash adjustments including depreciation and amortization of Baht 67.48 million, financial costs of Baht 40.34 million, and other adjustments of Baht 254.13 million. This resulted in cash flow from operating activities before changes in operating assets and liabilities of Baht (66.06) million. There was a decrease in operating assets of Baht 42.58 million, primarily due to an increase in inventories of Baht 12.12 million, but a decrease in trade and other receivables of Baht 54.70 million. Meanwhile, there was an increase in operating liabilities, specifically trade and other payables of Baht 3.10 million, and employee benefit payments of Baht 2.47 million.

### 2. Cash flows from investing activities

During 2025, the Company invested in the renovation of factory buildings and machinery and equipment of its subsidiary, Food Futures Co., Ltd. Investments in the construction of factory buildings and factory machinery and equipment commenced in 2023. Overall, for 2025, the Company and its subsidiary had cash payments for investments in buildings and equipment totaling Baht 202.79 million.

### 3. Cash flows from financing activities

During 2025, the Company managed its funding sources by obtaining long-term loans from financial institutions to support increased working capital. This included cash received from long-term loans from financial institutions amounting to Baht 137.20 million and cash received (paid for settlement) from short-term loans from financial institutions amounting to Baht 125.82 million. Furthermore, the increase in interest rates led to an increase in the Company's interest expenses to Baht 39.38 million.

## Issuance of debt securities with an obligation to maintain financial ratios

Is there an issuance of debt securities with an obligation :   No  
to maintain financial ratios?

## 4.2 Potential factors or incidents that may materially affect the financial condition or the operating results

### Significant factors or incidents that may materially affect the future financial condition or the operating results

The Company operates its business under economic and industrial environments characterized by multi-dimensional volatility and uncertainty, which could significantly impact the Company's financial position, operating results, and cash flow. Particularly, the global economy's uneven recovery in key markets results in cautious consumer purchasing power. Customers in many countries are implementing strict inventory management and delaying orders during certain periods, causing the Company's export revenues from frozen seafood and frozen durian to fluctuate accordingly. Concurrently, exchange rate fluctuations remain a critical factor affecting the Company's profitability, as the majority of the Company's revenues are denominated in foreign currencies. Therefore, the strengthening or weakening of the Thai Baht at different times may impact both revenue and exchange rate gains/losses.

Regarding industry-level factors, the demand for frozen food products continues to grow, driven by consumer behavior that prioritizes convenience and food safety. However, the market has become more stringent regarding food safety standards and environmental and sustainability requirements, including measures to reduce greenhouse gas emissions. Furthermore, the Company faces intense competition from other exporting countries such as Vietnam, India, and Indonesia, which have more competitive production costs. This necessitates the Company to focus on product development, value addition, and efficient cost management.

In the frozen seafood business, the Company faces fluctuations in raw material volume and prices, which depend on seasonal factors, climate conditions, and the abundance of marine resources. This may lead to a significant decrease in raw material volume and an increase in costs. Meanwhile, the frozen durian business continues to rely heavily on key export markets, particularly China. Changes in import policies, product quality inspection measures, and residue regulations in destination countries are therefore critical factors that could impact the Company's sales and competitiveness. Furthermore, the annual durian yield, which depends on weather conditions such as El Nino phenomena or unseasonal rainfall, significantly affects raw material prices and the Company's production planning. For the cold storage and warehouse services business, the Company faces risks from energy costs, especially electricity, which is a major operating expense. These costs tend to increase in line with global energy market conditions. Moreover, revenue from this business depends on the utilization rate of storage space, which fluctuates with seasons and trade conditions. While investing in additional warehouse expansion supports long-term growth, it also increases the Company's short-term financial burden.

The aforementioned factors and events have both direct and indirect impacts on the Company's business operations, including fluctuating revenues, rising costs, pressured profit margins, and the necessity for efficient cash flow and working capital management. Therefore, the Company focuses on comprehensive risk management, adapting strategies to suit circumstances, and continuously developing its competitive capabilities, to cope with uncertainties and foster sustainable long-term growth.

## 4.3 Information from financial statements and significant financial ratios

### Information from financial statements

#### Summary of financial position statements

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
<b>Assets</b>			
Cash And Cash Equivalents (ThousandTHB)	32,689.80	30,150.47	18,941.19
Trade And Other Receivables - Current - Net (ThousandTHB)	108,240.08	211,842.74	157,256.68
Other Parties (ThousandTHB)	108,240.08	211,842.74	157,256.68
Inventories - Net (ThousandTHB)	1,800,175.72	1,058,876.63	776,491.63
<b>Total Current Assets</b> (ThousandTHB)	1,941,105.61	1,300,869.84	952,689.51
Investment In Subsidiaries, Associates And Joint Ventures Using The Equity Method - Net (ThousandTHB)	120,806.68	123,101.47	121,098.11
Investment In Associates (ThousandTHB)	120,806.68	123,101.47	121,098.11
Investment Properties - Net (ThousandTHB)	17,390.36	17,390.36	17,390.36



	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Property, Plant And Equipment - Net (ThousandTHB)	390,720.61	744,504.49	877,538.18
Right-Of-Use Assets - Net (ThousandTHB)	65,536.65	76,860.37	68,180.26
Intangible Assets - Net (ThousandTHB)	3,289.84	2,740.61	2,210.43
Intangible Assets - Others (ThousandTHB)	3,289.84	2,740.61	2,210.43
Deferred Tax Assets (ThousandTHB)	17,797.12	24,287.98	84,511.66
Other Non-Current Assets (ThousandTHB)	1,386.70	1,395.70	1,916.70
Other Non-Current Assets - Others (ThousandTHB)	1,386.70	1,395.70	1,916.70
<b>Total Non-Current Assets</b> (ThousandTHB)	616,927.96	990,280.98	1,172,845.70
<b>Total Assets</b> (ThousandTHB)	2,558,033.57	2,291,150.82	2,125,535.21
<b>Liabilities</b>			
Bank Overdrafts And Short-Term Borrowings From Financial Institutions (ThousandTHB)	1,386,340.00	918,680.00	1,044,500.00

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Trade And Other Payables - Current (ThousandTHB)	90,383.35	103,463.05	98,817.81
Other Parties (ThousandTHB)	90,383.35	103,463.05	98,817.81
Current Portion Of Long- Term Debts (ThousandTHB)	-	-	52,708.85
Financial Institutions (ThousandTHB)	-	-	42,543.41
Current Portion Of Long- Term Debts - Others (ThousandTHB)	-	-	10,165.44
<b>Total Current Liabilities</b> (ThousandTHB)	1,484,208.20	1,031,032.69	1,196,026.65
Non-Current Portion Of Long- Term Debts (ThousandTHB)	-	300,910.15	395,668.02
Financial Institutions (ThousandTHB)	-	300,910.15	395,668.02
Non-Current Portion Of Lease Liabilities (ThousandTHB)	64,454.62	74,750.94	64,991.62
Provisions For Employee Benefit Obligations - Non- Current (ThousandTHB)	36,683.02	38,927.26	45,234.50

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Deferred Tax Liabilities (ThousandTHB)	-	-	6,228.45
<b>Total Non-Current Liabilities</b> (ThousandTHB)	101,137.64	414,588.35	512,122.59
<b>Total Liabilities</b> (ThousandTHB)	1,585,345.84	1,445,621.04	1,708,149.24
<b>Shareholders' equity</b>			
Authorised Share Capital (ThousandTHB)	75,000.00	75,000.00	75,000.00
Authorised Ordinary Shares (ThousandTHB)	75,000.00	75,000.00	75,000.00
Issued And Paid-Up Share Capital (ThousandTHB)	75,000.00	75,000.00	75,000.00
Paid-Up Ordinary Shares (ThousandTHB)	75,000.00	75,000.00	75,000.00
Premium (Discount) On Share Capital (ThousandTHB)	156,000.00	156,000.00	156,000.00
Premium (Discount) On Ordinary Shares (ThousandTHB)	156,000.00	156,000.00	156,000.00
Retained Earnings (Deficits) (ThousandTHB)	782,303.95	652,284.46	221,723.26

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Retained Earnings - Appropriated (ThousandTHB)	7,500.00	7,500.00	7,500.00
Legal And Statutory Reserves (ThousandTHB)	7,500.00	7,500.00	7,500.00
Retained Earnings (Deficits) - Unappropriated (ThousandTHB)	774,803.95	644,784.46	214,223.26
Other Components Of Equity (ThousandTHB)	(40,622.20)	(37,769.58)	(35,351.60)
Other Components Of Equity - Others (ThousandTHB)	(40,622.20)	(37,769.58)	(35,351.60)
<b>Equity Attributable To Owners Of The Parent</b> (ThousandTHB)	972,681.75	845,514.88	417,371.66
Non-Controlling Interests (ThousandTHB)	5.98	14.90	14.31
<b>Total Equity</b> (ThousandTHB)	972,687.73	845,529.78	417,385.97
<b>Total Liabilities And Equity</b> (ThousandTHB)	2,558,033.57	2,291,150.82	2,125,535.21

## Summary of income statement

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Statement of Comprehensive Income			
Revenue From Operations (ThousandTHB)	2,497,871.28	2,543,478.87	2,429,137.12
Revenue From Sales (ThousandTHB)	2,496,633.80	2,542,471.66	2,405,423.28
Revenue From Rendering Services (ThousandTHB)	1,237.48	1,007.21	23,713.84
Other Income (ThousandTHB)	155,159.36	5,165.71	6,587.90
<b>Total Revenue</b> (ThousandTHB)	2,653,030.63	2,548,644.58	2,435,725.02
Costs (ThousandTHB)	2,348,363.10	2,483,029.63	2,717,414.87
Cost Of Sales (ThousandTHB)	2,347,224.51	2,482,316.35	2,679,260.28
Cost Of Rendering Services (ThousandTHB)	1,138.59	713.27	38,154.59
Selling And Administrative Expenses (ThousandTHB)	145,093.30	154,556.22	161,713.73

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Selling Expenses (ThousandTHB)	50,573.58	71,875.93	70,113.11
Administrative Expenses (ThousandTHB)	94,519.73	82,680.29	91,600.62
<b>Total Cost And Expenses</b> (ThousandTHB)	2,493,456.41	2,637,585.85	2,879,128.59
Share Of Profit (Loss) From Investments Accounted For Using The Equity Method (ThousandTHB)	(6,408.88)	(557.84)	(4,421.34)
Other Gains (Losses) (ThousandTHB)	(3,619.39)	(5,024.31)	6,797.06
Gains (Losses) On Foreign Currency Exchange (ThousandTHB)	(3,619.39)	(5,024.31)	6,797.06
<b>Profit (Loss) Before Finance Costs And Income Tax Expense</b> (ThousandTHB)	149,545.95	(94,523.42)	(441,027.86)
Finance Costs (ThousandTHB)	41,006.19	42,742.27	40,335.73
Income Tax Expense (ThousandTHB)	5,575.50	(6,639.72)	(53,356.54)
<b>Profit (Loss) For The Period From Continuing Operations</b> (ThousandTHB)	102,964.26	(130,625.97)	(428,007.04)

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
<b>Net Profit (Loss) For The Period</b> (ThousandTHB)	102,964.26	(130,625.97)	(428,007.04)
Net Profit (Loss) For The Period / Profit (Loss) For The Period From Continuing Operations (ThousandTHB)	102,964.26	(130,625.97)	(428,007.04)
Currency Translation Adjustments (ThousandTHB)	(10,370.61)	2,852.62	2,417.98
Remeasurement Of Employee Benefit Obligations (ThousandTHB)	(91.66)	758.00	(3,193.44)
Income Taxes Relating To Items That Will Not Be Subsequently Reclassified To Profit Or Loss (ThousandTHB)	18.33	(151.60)	638.69
<b>Other Comprehensive Income (Expense) - Net Of Tax</b> (ThousandTHB)	(10,443.93)	3,459.02	(136.77)
<b>Total Comprehensive Income (Expense) For The Period</b> (ThousandTHB)	92,520.33	(127,166.95)	(428,143.81)

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Net Profit (Loss) Attributable To : Owners Of The Parent (ThousandTHB)	102,964.28	(130,625.88)	(428,006.45)
Net Profit (Loss) Attributable To : Non- Controlling Interests (ThousandTHB)	(0.02)	(0.08)	(0.60)
Total Comprehensive Income (Expense) Attributable To : Owners Of The Parent (ThousandTHB)	92,520.35	(127,166.87)	(428,143.22)
Total Comprehensive Income (Expense) Attributable To : Non- Controlling Interests (ThousandTHB)	(0.02)	(0.08)	(0.60)
<b>Basic Earnings (Loss) Per Share (Baht/Share)</b> (ThousandTHB)	13.73000	(17.42000)	(57.07000)
EBITDA (ThousandTHB)	197,232.74	(48,538.31)	(373,548.13)
Operating Profit (ThousandTHB)	4,414.87	(94,106.98)	(449,991.47)
Normalize Profit (ThousandTHB)	106,583.66	(125,601.65)	(434,804.11)



## Summary of cash flow statement

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Cash flow statement			
Net Profit (Loss) Attributable To Owners Of The Parent For The Period (ThousandTHB)	102,964.26	(130,625.97)	(428,007.04)
Depreciation And Amortisation (ThousandTHB)	47,686.78	45,985.11	67,479.73
Depreciation (ThousandTHB)	47,686.78	45,985.11	67,479.73
(Reversal Of) Loss From Diminution In Value Of Inventories (ThousandTHB)	(4,197.29)	30,905.16	294,502.94
(Gains) Losses On Foreign Currency Exchange (ThousandTHB)	314.93	1,428.58	(95.54)
(Gains) Losses On Disposal Of Investment In Subsidiaries, Associates And Joint Ventures (ThousandTHB)	-	557.84	4,421.34
(Gains) Losses On Disposal And Write-Off Of Fixed Assets (ThousandTHB)	245.42	(20.47)	3,081.40

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Loss On Write-Off Of Fixed Assets (ThousandTHB)	-	-	3,081.40
Finance Costs (ThousandTHB)	41,006.19	42,742.27	40,335.73
Income Tax Expense (ThousandTHB)	5,575.50	(6,639.72)	(53,356.54)
Employee Benefit Expenses (ThousandTHB)	5,764.47	4,971.58	5,579.31
<b>Cash Flows From (Used In) Operations Before Changes In Operating Assets And Liabilities</b> (ThousandTHB)	205,769.16	(10,695.63)	(66,058.68)
(Increase) Decrease In Trade And Other Receivables (ThousandTHB)	75,040.25	(104,790.48)	54,697.01
(Increase) Decrease In Inventories (ThousandTHB)	(146,942.68)	710,393.94	(12,117.95)
(Increase) Decrease In Other Operating Assets (ThousandTHB)	105.00	(9.00)	(521.00)
Increase (Decrease) In Trade And Other Payables (ThousandTHB)	(109,072.66)	3,242.25	3,101.79

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Increase (Decrease) In Provisions For Employee Benefit Obligations (ThousandTHB)	(4,527.54)	(1,969.34)	(2,465.52)
<b>Cash Generated From (Used In) Operations</b> (ThousandTHB)	20,371.53	596,171.74	(23,364.34)
<b>Net Cash From (Used In) Operating Activities</b> (ThousandTHB)	14,630.90	596,169.00	(23,364.34)
Proceeds From Disposal Of Fixed Assets (ThousandTHB)	1,117.29	604.43	755.89
Property, Plant And Equipment (ThousandTHB)	1,117.29	604.43	755.89
Payment For Purchase Of Fixed Assets (ThousandTHB)	(92,616.15)	(381,480.59)	(202,863.99)
Property, Plant And Equipment (ThousandTHB)	(92,616.15)	(381,421.59)	(202,793.29)
Intangible Assets (ThousandTHB)	-	(59.00)	(70.70)
<b>Net Cash From (Used In) Investing Activities</b> (ThousandTHB)	(91,492.86)	(380,867.16)	(202,108.10)

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Proceeds From Borrowings (ThousandTHB)	6,035,909.55	300,910.15	5,227,640.31
Proceeds From Short-Term Borrowings (ThousandTHB)	6,035,909.55	-	5,090,440.00
Proceeds From Short-Term Borrowings - Financial Institutions (ThousandTHB)	6,035,909.55	-	5,090,440.00
Proceeds From Long-Term Borrowings (ThousandTHB)	-	300,910.15	137,200.31
Proceeds From Long-Term Borrowings - Financial Institutions (ThousandTHB)	-	300,910.15	137,200.31
Repayments On Borrowings (ThousandTHB)	(5,822,336.32)	-	(4,964,620.00)
Repayments On Short-Term Borrowings (ThousandTHB)	(5,822,336.32)	-	(4,964,620.00)
Repayments On Short-Term Borrowings - Financial Institutions (ThousandTHB)	(5,822,336.32)	-	(4,964,620.00)
Repayments On Lease Liabilities (ThousandTHB)	(7,574.47)	(7,977.96)	(9,372.84)

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Consolidate	Consolidate	Consolidate
	AUDITED	AUDITED	AUDITED
Interest Paid (ThousandTHB)	(40,439.87)	(43,093.66)	(39,384.30)
<b>Net Cash From (Used In) Financing Activities</b> (ThousandTHB)	101,806.52	(217,841.16)	214,263.17
<b>Net Increase (Decrease) In Cash And Cash Equivalent</b> (ThousandTHB)	24,944.56	(2,539.33)	(11,209.28)
Cash And Cash Equivalents, Beginning Balance (ThousandTHB)	7,745.24	32,689.80	30,150.47
<b>Cash And Cash Equivalents, Ending Balance</b> (ThousandTHB)	32,689.80	30,150.47	18,941.19

#### Key financial ratios

	2023	2024	2025
<b>Liquidity ratio</b>			
<b>Current ratio</b> (times)	1.31	1.26	0.80
<b>Quick ratio</b> (times)	0.09	0.23	0.15
<b>Cash flow liquidity ratio</b> (times)	N/A	N/A	-0.02
<b>Average account recievable turnover</b> (times)	N/A	N/A	13.16

	2023	2024	2025
Average collection period (days)	21.00	23.00	28.00
Average finish goods turnover (times)	N/A	N/A	2.92
Average finish goods turnover period (days)	N/A	N/A	125.00
Average account payable turnover (times)	16.17	10.57	17.32
Average payment period (days)	23.00	34.00	21.00
Average cash cycle (days)	N/A	N/A	132.00
Profitability ratio			
Gross profit margin (%)	5.99	2.38	-11.87
Operating margin (%)	N/A	N/A	-17.97
Other income to total income (%)	N/A	N/A	0.55
Cash from operation to operating profit (%)	N/A	N/A	-5.35
Net profit margin (%)	4.12	-5.14	-17.62
Return on equity (ROE) (%)	10.74	-14.37	-67.78
Financial policy ratio			
Total debts to total equity (times)	1.65	1.59	2.71
Interest coverage ratio (times)	3.80	-2.20	-7.41

	2023	2024	2025
Interest bearing debt to EBITDA ratio (times)	N/A	N/A	-4.96
Debt service coverage ratio (times)	N/A	N/A	-0.28
Dividend payout ratio (%)	N/A	N/A	0.00
Efficiency ratio			
Return on asset (ROA) (%)	6.69	-5.39	-19.38
Return On Fixed Assets (%)	41.27	-14.91	-44.45
Asset turnover (times)	1.00	1.05	1.11

## 5. General information and other material facts

### 5.1 General information

#### General information

#### Securities registrar

**Name of securities registrar :** Thailand Securities Depository Co., Ltd.

Address/location : 93 Ratchadaphisek Road

Subdistrict : Din Daeng

District : Din Daeng

Province : Bangkok

Postcode : 10400

Telephone : 02-009-9000

Facsimile number : 02-009-9991

#### Auditing firm

**Name of auditing firm\* :** KPMG PHOOMCHAI AUDIT COMPANY LIMITED

Address/location : No. 1 Empire Tower Building, 50th Floor, Sathorn  
South Road.

Subdistrict : YAN NAWA

District : SATHON

Province : Bangkok

Postcode : 10120

Telephone : 0 2677 2000

Facsimile number : 0 2677 2222

**List of auditors :** Miss KAMONNATE ASSAWETSUWAN

License number : 11614

**List of auditors :** Mr WATCHARA PATTARAPITAK

License number : 6669

**List of auditors :** Miss THANYALUX KEADKAEW

License number : 8179

**List of auditors :** Miss NAWARAT NITIKEATIPONG

License number : 7789



## **5.2 Other material facts**

### **5.2.1 Other information that may significantly influence investors' decision making**

Other information that may influence investors' decision : No  
making

### **5.2.2 Restrictions of foreign shareholders**

Are there restrictions on foreign shareholders? : No

## 5.3 Legal disputes

### Legal disputes

Is there any legal dispute? : No

## 5.4 Secondary market

### Secondary market

Has the company's security been listed on a stock : No  
exchange in another country?

## 5.5 Financial institution with regular contact (in case of debt securities offeror)

### Financial institution with regular contact

Are there any debt securities offered? : No

## Part 2 Corporate Governance

## 6. Corporate governance policy

### 6.1 Overview of the policy and guidelines

#### Overview of the policy and guidelines

Corporate governance policy and guidelines : Yes

The company recognizes the importance of good corporate governance as a crucial mechanism for building trust among shareholders, investors, and all stakeholders, as well as a foundation for sustainable long-term growth. The company conducts its business under the principles of transparency, accountability, fairness, and consideration for economic, social, and environmental impacts. The company has adapted the corporate governance principles for listed companies from regulatory bodies to suit its organizational context and business nature, which includes strict requirements for quality, food safety, and international standards.

The company's corporate governance structure is designed to be suitable, transparent, and auditable. The Board of Directors comprises individuals with diverse knowledge, skills, and experience from various professional fields. The roles, duties, and responsibilities of the Board are clearly defined, including the separation of roles between the Chairman and the Chief Executive Officer to promote checks and balances and effective oversight. Additionally, the company has established sub-committees to assist in reviewing and overseeing key issues, namely the Audit Committee, the Nomination and Remuneration Committee, the Risk Management Committee, the Sustainable Development Committee, and the Executive Committee, all of which play crucial roles in supporting the company's operations in accordance with good corporate governance principles. The Board of Directors is responsible for setting the company's vision, strategy, and business policies, as well as overseeing management to ensure operations are conducted efficiently, in line with established plans, and in compliance with relevant laws and regulations. The Board also emphasizes the establishment of appropriate and adequate internal control and risk management systems, and promotes an organizational culture committed to ethics, integrity, and social responsibility.

The company has established a business code of conduct to guide the operations of directors, executives, and employees at all levels. This encompasses compliance with relevant domestic and international laws and regulations, combating all forms of fraud and corruption, setting guidelines for giving or receiving gifts and entertainment, and appropriately managing conflicts of interest. Furthermore, the company has provided channels for receiving complaints or reporting inappropriate conduct, with due regard for the protection of whistleblowers and confidentiality, to assure stakeholders that the company operates with transparency and accountability. In terms of risk management, the company has adopted an integrated risk management approach, covering strategic, operational, financial, and compliance risks, as well as industry-specific risks such as raw material supply risk, food quality and safety risk, exchange rate fluctuation risk, and environmental and climate change risks. The company regularly assesses and monitors risks, and establishes appropriate control and mitigation measures, reporting the results to the Board of Directors on an ongoing basis.

The company places importance on a balanced approach to caring for all stakeholder groups, including shareholders, customers, business partners, employees, communities, and society. It focuses on building good and sustainable relationships through responsible business practices, such as delivering quality and safe products in accordance with international standards, ensuring the welfare and safety of employees, and participating in community and social development in the areas where the company operates. In terms of information disclosure, the company is committed to disclosing material information completely, accurately, and in a timely manner through appropriate channels to ensure equal access to information for shareholders and investors. Furthermore, it has established policies to prevent the use of inside information for personal gain and ensures strict compliance by directors, executives, and employees.

The company has integrated sustainability concepts and ESG principles into its business operations, emphasizing the reduction of environmental impact, efficient resource utilization, proper waste management, and the development of environmentally friendly production processes, alongside promoting social responsibility and good corporate governance. Particularly within the supply chain, the company has implemented measures for raw material traceability, preventing illegal labor, and complying with the requirements of trading partners to ensure product quality and sustainability. Moreover, the company continuously develops the capabilities of its directors, executives, and employees by supporting their participation in training and knowledge development related to corporate governance, risk management, and industry trends. This also includes performance evaluations for the Board and the establishment of succession plans to support the organization's future growth.

The company regularly monitors and reviews its corporate governance policies and practices to align with changes in laws, regulations, and international best practices, as well as the evolving business context. The aim is to elevate corporate governance standards to an international level, which will lead to the creation of sustainable value for shareholders and all stakeholders in the long term.

### 6.1.1 Policy and guidelines related to the board of directors

Are there policy and guidelines related to the board of : Yes  
directors

Guidelines related to the board of directors : Nomination of directors, Determination of director remuneration, Independence of the board of directors from the management, Director development, Board performance evaluation, Corporate governance of subsidiaries and associated companies

#### Nomination of directors

The Company establishes policies and guidelines for the recruitment of directors, adhering to principles of transparency, fairness, and prioritizing the best interests of the Company and its shareholders. This process is conducted through a systematic and verifiable procedure, under the consideration of the Nomination and Remuneration Committee. The Committee selects individuals who possess appropriate qualifications, knowledge, capabilities, experience, and expertise that align with the Company's strategy and business nature. Furthermore, diversity in skills, gender, and experience is considered to enhance the effectiveness of corporate governance. The recruitment process adheres to applicable laws, the Company's Articles of Association, and principles of good corporate governance. Additionally, considerations include independence, disqualifying characteristics, and the absence of conflicts of interest, to ensure that the Board of Directors has an appropriate composition and can perform its duties effectively and independently on a long-term basis.

#### Determination of director remuneration

The Company establishes policies and guidelines for determining director remuneration based on principles of appropriateness, transparency, and alignment with the Company's responsibilities and performance, as well as being competitive within the industry, to attract and retain skilled personnel. The consideration process is conducted independently through the Nomination and Remuneration Committee. Various factors are considered, such as scope of duties, responsibilities, financial performance, business trends, and comparison with companies in the same industry. Furthermore, director remuneration must be approved by the shareholders' meeting in accordance with the law, and information is fully, transparently, and verifiably disclosed to ensure compliance with good corporate governance principles and to create sustainable value for the Company in the long term.

## **Independence of the board of directors from the management**

The company establishes policies and guidelines to maintain the independence of the Board of Directors from management, adhering to the principles of checks and balances and effective oversight. This is achieved through the establishment of an appropriate board structure, with independent directors in a proportion consistent with laws and good corporate governance principles, and by clearly separating the roles and responsibilities of the Chairman of the Board and the Chief Executive Officer to prevent the concentration of power. Furthermore, the company stipulates that directors can perform their duties independently, free from the influence of management or major shareholders. They have the right to access necessary information sufficiently and can seek advice from external consultants as appropriate. In addition, criteria regarding independence, disclosure of conflicts of interest, and regular performance evaluation of the Board of Directors are established to ensure that the Board of Directors can oversee the company's operations transparently, efficiently, and in the best interests of the company and its shareholders as a whole.

## **Director development**

The Company establishes policies and guidelines for continuous director development to enhance their knowledge, capabilities, and potential in corporate governance, aligning with changes in laws, international standards, and industry trends. This is achieved by encouraging directors to participate in training, seminars, and relevant knowledge development activities covering corporate governance, risk management, sustainability, and specific business issues. Furthermore, orientation is provided for new directors to ensure a comprehensive understanding of their roles and responsibilities, the business structure, and the Company's operations. The Company also regularly evaluates the performance of the Board of Directors, utilizing the results for continuous development and improvement of the Board's effectiveness, thereby supporting good corporate governance and the long-term sustainable growth of the Company.

## **Board performance evaluation**

The Company establishes policies and guidelines for regularly evaluating the performance of the Board of Directors to ensure that the Board can perform its duties effectively, in line with its defined roles and responsibilities. The evaluation covers the entire Board, sub-committees, and individual directors, through a transparent and systematic process under clear criteria, such as strategy setting, oversight of management, risk management, and promotion of good corporate governance. The evaluation results will be utilized for continuous development and improvement of the Board's operations, as well as supporting the development of each director's potential, to enhance oversight efficiency and create long-term value for the Company.

## **Corporate governance of subsidiaries and associated companies**

The Company establishes policies and guidelines for the supervision of its subsidiaries, adhering to principles of good corporate governance, transparency, and appropriate risk management. This is to ensure that operations align with the Company's policies, strategies, and standards. A clear governance structure is established through the appointment of Company representatives to serve as directors or executives in subsidiaries as deemed appropriate. Furthermore, a system for regularly reporting operational performance, financial status, and risks is mandated. In addition, the Company promotes the implementation of internal control systems, legal compliance, and business ethics at the same standard across its subsidiaries. This includes continuous monitoring, auditing, and evaluation of operational performance to ensure that businesses operate efficiently, transparently, and support the sustainable growth of the entire group.

### **6.1.2 Policy and guidelines related to shareholders and stakeholders**



Are there policy and guidelines and measures related to : Yes

shareholders and stakeholders

Guidelines and measures related to shareholders and : Shareholders, Employee, Customer, Business  
stakeholders competitors, Suppliers, Creditors, Government  
agencies, Community and society

### **Shareholders**

The company establishes policies and guidelines for shareholder care, adhering to principles of equality, transparency, and fair consideration of the fundamental rights of all shareholders. This is achieved by disclosing accurate, complete, and timely information to support effective investment decisions. Furthermore, the company provides channels for communication and participation, such as shareholder meetings conducted in accordance with laws and good corporate governance principles, allowing shareholders to express opinions, ask questions, and fully exercise their voting rights. This also includes establishing measures to prevent the use of inside information and actions that may lead to conflicts of interest, as well as implementing internal governance and control systems to ensure that operations are conducted for the sustainable best interests of shareholders as a whole.

### **Employee**

The company establishes policies and guidelines for employee management and care based on principles of fairness, respect for human dignity, and strict adherence to labor laws. This includes promoting a safe and healthy working environment, coupled with continuous development of employee potential and skills, as well as providing appropriate and competitive compensation and benefits. Furthermore, the company sets clear codes of conduct and operational standards, along with measures to prevent discrimination, harassment, and violation of labor rights. It also provides fair and confidential channels for complaints, as well as a monitoring and evaluation system to ensure that employee treatment is transparent and consistent with good corporate governance principles and organizational sustainability.

### **Customer**

The Company establishes policies and guidelines for customer care, focusing on delivering products that are high-quality, safe, and meet international standards. This is coupled with conducting business with integrity and fairness, emphasizing strict adherence to food safety requirements and regulations of trading partner countries. Furthermore, the Company maintains a quality control system and traceability throughout the production chain to build confidence in its products and services. In addition, the Company ensures the confidentiality of customer information, provides appropriate channels for receiving complaints and suggestions, and continuously utilizes this feedback to improve its operations. Moreover, it establishes oversight and follow-up measures to ensure that customers are treated fairly and achieve maximum, sustainable satisfaction.

### **Business competitors**

The Company establishes policies and guidelines for conducting business with trade competitors based on the principles of free, fair, and transparent competition, within the framework of competition law and business ethics. The Company avoids any actions that may lead to monopolization or the unfair use of market power, including not seeking competitor information through inappropriate or illegal means. The Company focuses on competing through product quality, innovation, and operational efficiency, coupled with the establishment of internal control measures, employee training, and regular monitoring, to ensure that business operations adhere to good corporate governance principles and maintain fair competition standards in the industry sustainably.

### **Suppliers**

The company establishes policies and guidelines for managing relationships with business partners, adhering to principles of fairness, transparency, and sustainability throughout the supply chain. This involves selecting and evaluating partners based on clear criteria, encompassing product quality, food safety standards, legal compliance, human rights, and environmental responsibility. The company also promotes partners' adherence to its business ethics and the avoidance of actions that could lead to conflicts of interest or corruption. Furthermore, the company sets fair trade terms, ensures payment according to agreements, and provides a monitoring and evaluation system, including channels for receiving complaints, to ensure that relationships with partners are transparent, auditable, and mutually support sustainable business operations.

### **Creditors**

The company establishes policies and guidelines for managing relationships with creditors, adhering to principles of honesty, transparency, and strict compliance with contractual terms. This is aimed at maintaining financial discipline and creditworthiness through timely debt repayment, accurate and complete disclosure of financial information, and refraining from any actions that may adversely affect creditors' rights. Furthermore, the company has internal control measures for liquidity management, financial transaction approval, and systematic monitoring of obligations, as well as continuous and appropriate communication with creditors, to ensure that operations comply with agreements and support long-term, sustainable trust.

### **Government agencies**

The company establishes operational measures concerning government agencies and the public sector, adhering strictly to principles of accuracy, transparency, and legal compliance. It designates authorized personnel to formally conduct communication and coordination within the framework of its business ethics and anti-corruption policy. Furthermore, the company prohibits the giving or receiving of inappropriate benefits in all forms, including controlling the giving or receiving of gifts and hospitality to an appropriate and auditable level. To this end, the company has implemented clear internal control systems, encompassing documentation, approval, and data retention to facilitate audits. It also promotes knowledge and understanding of relevant laws and regulations among its employees and regularly monitors and reviews its practices to ensure continuous alignment with evolving standards and requirements.

### **Community and society**

The company establishes policies and guidelines for business operations, taking into account its responsibility towards the community and society, alongside sustainable growth. It aims to mitigate the impact of its operations on the environment and the quality of life of the community, while also promoting community engagement and development in its operating areas. The company strictly adheres to relevant laws and standards, implementing measures to control and monitor environmental impacts, waste management, and efficient resource utilization. Furthermore, it continuously supports social activities, job creation, and the enhancement of community quality of life. It also welcomes feedback and complaints from the community to refine its operations, ensuring mutual and sustainable benefits.

## 6.2 Business code of conduct

### Business code of conduct

Business code of conduct : Yes

The Company places importance on good corporate governance by establishing a business code of conduct as the primary guideline for conducting business responsibly, transparently, and fairly towards all stakeholders. The Board of Directors, executives, and employees at all levels must strictly adhere to and comply with this code of conduct to enhance the organization's credibility, sustainability, and good reputation. The Company is committed to ensuring that its operations comply with laws, regulations, and ethical principles, including preventing and avoiding actions that may lead to conflicts of interest, corruption, or illicit gain. To this end, the Company has established governance, communication, and monitoring mechanisms to ensure that adherence to the business code of conduct is an integral part of the organizational culture and operations at all levels.

The Company has established a Business Code of Conduct policy to serve as a guideline for the conduct of all directors, executives, and employees, aiming for business operations to be conducted with morality, ethics, and social responsibility. This policy reflects the organization's core values and serves as a crucial foundation for good corporate governance and sustainable growth.

The Company has established a business code of conduct, including various practices, in line with good corporate governance principles, to serve as a guideline for the Board of Directors, executives, employees, relevant parties, and stakeholders. This guideline is to be upheld and followed to achieve the objectives and goals of business operations, including developing the Company for continuous and sustainable growth and returns, while upholding virtues and ethics in business operations. The Company's business code of conduct covers key operational principles, namely: compliance with relevant laws and regulations, integrity, transparency, and respect for stakeholder rights.

The Company encourages employees to perform their duties responsibly, avoid actions that may lead to conflicts of interest, and maintain the confidentiality of the Company and its partners. Furthermore, the Company emphasizes anti-corruption and bribery, fair treatment of employees, workplace safety, and conducting business with social and environmental responsibility to create long-term value for shareholders and all stakeholders.

### Policy and guidelines related to business code of conduct

Guidelines related to business code of conduct : Prevention of conflicts of interest, Anti-corruption, Whistleblowing and Protection of Whistleblowers, Preventing the misuse of inside information, Money laundering prevention, Gift giving or receiving, entertainment, or business hospitality, Compliance with laws, regulations, and rules, Information and assets usage and protection, Anti-unfair competitiveness, Information and IT system security, Environmental management, Human rights, Safety and occupational health at work

### Prevention of conflicts of interest

The Company requires its Board of Directors, executives, and employees to perform their duties with paramount consideration for the Company's best interests and to avoid actions or situations that may give rise to conflicts of interest. Should a potential or actual conflict arise, the involved parties must fully disclose all relevant information and

abstain from participating in the deliberation or decision-making on such matters, thereby preserving the independence, transparency, and credibility of the governance process.

### **Anti-corruption**

The company maintains a zero-tolerance policy towards all forms of fraud and corruption, establishing clear guidelines that prohibit the giving, receiving, or soliciting of bribes or inappropriate benefits, whether directly or indirectly. The company fosters an organizational culture committed to integrity and encourages its Board of Directors, management, and employees to strictly adhere to this policy in all business processes.

### **Whistleblowing and Protection of Whistleblowers**

The company has established mechanisms and channels for reporting tips or complaints regarding corruption, legal violations, and breaches of business ethics, with the aim of strengthening an effective system of checks and balances. Complainants can submit information to the company through the designated complaint channels. The company ensures the protection of information and the anonymity of complainants, while also preventing retaliation or unfair treatment, thereby fostering confidence in the organization's corporate governance system.

### **Preventing the misuse of inside information**

The company has established strict measures to control the use of inside information, prohibiting directors, executives, and employees from utilizing non-public information for personal gain or for the benefit of others, including engaging in insider trading. Such practices contribute to fostering fairness, transparency, and the confidence of the company's investors and stakeholders.

### **Money laundering prevention**

The company conducts its business with a strong emphasis on preventing money laundering and supporting illegal activities. This is achieved through appropriate screening and due diligence of business partners and associates, as well as strict adherence to relevant laws and regulations in accordance with business ethics, thereby mitigating legal risks and preserving the organization's credibility.

### **Gift giving or receiving, entertainment, or business hospitality**

The company establishes clear guidelines for giving or receiving gifts and business entertainment, which must be within appropriate limits, transparent, and not influence decision-making or create conflicts of interest. This is to maintain fairness and ethical standards in business operations.

### **Compliance with laws, regulations, and rules**

The company is committed to conducting its business strictly within the framework of relevant laws and regulations, promoting compliance with the law by its board of directors, executives, and employees accurately and continuously, in order to support good corporate governance and sustainable growth.

### **Information and assets usage and protection**

The company requires its Board of Directors, executives, and employees to use the company's information and assets responsibly, efficiently, and solely for the benefit of the company, while also safeguarding them against loss, damage, or misuse.

### **Anti-unfair competitiveness**

The company strictly adheres to competition laws and does not support any actions that may lead to unfair competition, such as price collusion or inappropriate exchange of trade information, aiming to promote fair, transparent, and ethical competition.

### **Information and IT system security**

The company implements appropriate data and information system security measures to prevent unauthorized access, use, or disclosure of information, and regularly reviews and updates such measures in line with technological risks.

### **Environmental management**

The company conducts its business with consideration for efficient resource utilization and reducing environmental impact, while complying with environmental laws and standards, to support long-term sustainable development.

### **Human rights**

The company respects and promotes the protection of human rights, treating all employees and stakeholders with respect, equality, and non-discrimination, and does not tolerate human rights violations in any form.

### **Safety and occupational health at work**

The company prioritizes the safety and occupational health of its employees by providing a safe working environment and promoting accident prevention and healthcare to sustainably enhance quality of life and work efficiency.

### **Promotion of compliance with the business code of conduct <sup>(1)</sup>**

The Company places importance on promoting and instilling strict adherence to business ethics among its Board of Directors, executives, and employees at all levels, considering it an integral part of the organizational culture and good corporate governance. The Company has established various guidelines and measures to ensure understanding, practical implementation, and continuous follow-up, as follows:

#### **1. Communication and Dissemination of the Company's Business Ethics**

The Company communicates its business ethics policy to the Board of Directors, executives, and employees comprehensively through manuals, internal policies on the company's website, and internal communication channels, ensuring everyone clearly understands the Company's principles, practices, and expectations.

#### **2. Training and Awareness Building**

The Company provides appropriate and continuous training on business ethics, good corporate governance, and anti-corruption to its Board of Directors, executives, and employees to enhance their knowledge, understanding, and ethical awareness in their operations.

#### **3. Defining Roles and Responsibilities**

The Board of Directors and executives of the Company serve as good role models in adhering to business ethics and oversee employees' strict compliance with policies, making adherence to ethics a part of their job responsibilities.

#### **4. Integration of Ethics into Work Processes**

The Company integrates business ethics principles into its work processes, human resource management, and business operations, such as avoiding conflicts of interest, treating stakeholders fairly, and maintaining data confidentiality.

#### **5. Provision of Whistleblowing Channels and Whistleblower Protection**

The Company provides channels for reporting tips or complaints regarding non-compliance with business ethics, allowing whistleblowers to report information in good faith and receive protection according to established policies, thereby promoting correct and transparent practices.

#### **6. Monitoring, Verification, and Review**

The Company regularly monitors, verifies, and reviews compliance with business ethics, including considering adjustments to policies and practices to suit changing business contexts and regulations.

Promotion for the board of directors, executives, and : Yes

employees to comply with the business code of conduct

The company has established a systematic and continuous process to promote adherence to the business ethics, covering policy formulation, communication, implementation, monitoring, and review, to ensure that the Board of Directors, executives, and employees at all levels understand and consistently comply with the business ethics.

### **1. Policy Formulation and Oversight**

The Board of Directors is responsible for formulating and approving the business ethics, as well as related corporate-level policies such as the anti-corruption policy. Executives are tasked with communicating and enforcing these policies throughout the company, while also overseeing appropriate compliance.

### **2. Communication and Policy Access**

The company disseminates the business ethics and related guidelines through various channels to ensure that the Board of Directors, executives, and employees can easily access and refer to them, including notifications when policies are updated or reviewed.

### **3. Training and Understanding Building**

The company provides appropriate training and awareness-building activities on business ethics and anti-corruption for the Board of Directors, executives, and employees, according to their roles and responsibilities, to ensure they understand the principles, practices, and consequences of non-compliance.

### **4. Integration into Work Processes**

The company integrates business ethics principles into its management and operational processes, such as human resource management, procurement, risk management, and stakeholder engagement, to ensure that ethics are an integral part of daily work decisions.

### **5. Monitoring, Verification, and Reporting**

The company has established mechanisms for monitoring and verifying compliance with the business ethics, including receiving tips or complaints, with results reported to the Board of Directors or relevant committees for consideration and appropriate corrective action.

### **6. Continuous Review and Improvement**

The company regularly reviews the effectiveness of its policies and processes for promoting compliance with business ethics and updates them to align with laws, best practices, and changing business contexts, thereby strengthening good corporate governance and organizational sustainability.

### **Diagram of promotion of compliance with the business code of conduct**



Remark : <sup>(1)</sup> The company provides systematic and continuous training on business ethics, covering all levels of employees, from the Board of Directors, executives, managers, and all staff, to build knowledge, understanding, and awareness in strictly adhering to business ethics. Such training is part of the process of instilling an organizational culture of good governance, transparency, and responsibility towards stakeholders, and supports sustainable business operations.

### Participation in anti-corruption networks

The company has expressed its intention and joined the network of the Collective Action Coalition Against Corruption (CAC) by continuously applying for and receiving certification from CAC, starting from the first time in 2018 until the present. This reflects the company's commitment to conducting business with transparency, integrity, and zero tolerance for all forms of fraud and corruption. Participation in this network helps strengthen governance standards and build confidence among all stakeholders.

Participation or declaration of intent to join anti-corruption : Yes  
networks

Anti-corruption networks or projects the company has : Thai Private Sector Collective Action Against  
joined or declared intent to join Corruption (CAC)

CAC membership certification status : Certified

### Diagram of participation in anti-corruption networks



## 6.3 Material changes and developments in policy and corporate governance system

over the past year

### 6.3.1 Material changes and developments related to the review of policy and guidelines in corporate governance system or board of directors' charter

In the past year, did the company review the corporate : Yes

governance policy and guidelines, or board of directors'

charter

Material changes and developments in policy and : No

guidelines over the past year

### 6.3.2 Implementation of the CG Code for listed companies

Implementation of the CG Code as prescribed by the SEC : Mostly used in practice

The Company places importance on adhering to the Principles of Good Corporate Governance for Listed Companies (CG Code) issued by the Securities and Exchange Commission. It has adopted all 8 principles as a framework for continuous governance and organizational development, to ensure transparent and efficient business operations, and to create sustainable value for all shareholders and stakeholders.

1. The Company aims for the Board of Directors to recognize its role in creating sustainable value for the business by setting a vision, strategies, and goals that encompass economic, social, and environmental aspects. The Board also oversees management to ensure operations align with these directions and regularly monitors performance. The Company comprehensively considers business risks and opportunities, including sustainability issues relevant to the industry.

2. In setting the organization's objectives and key goals, the Company considers suitability with the business environment, competitiveness, and stakeholder expectations. Strategies and action plans are continuously reviewed to align with changes, and are linked to effective risk management and resource allocation.

3. The Board of Directors plays a role in enhancing the effectiveness of governance by establishing an appropriate structure with diverse and sufficient qualified directors to perform their duties. The roles of the Chairman of the Board and the Chief Executive Officer are clearly separated, and an appropriate proportion of independent directors is included to ensure transparency and a balance of power. Furthermore, sub-committees are established to support the consideration of important matters.

4. The Company prioritizes the recruitment and development of senior executives by establishing transparent and systematic selection processes, along with continuous succession planning and executive potential development, to support the organization's long-term growth and ensure efficient management.

5. Regarding the promotion of organizational culture, the Company establishes a clear business ethics code and anti-corruption policy. These are communicated and instilled in directors, executives, and employees as guidelines for their work. Whistleblowing channels and whistleblower protection measures are in place to support transparent and ethical business operations.

6. The Company establishes an effective risk management and internal control system. This system covers all aspects of risk, including industry-specific risks such as food safety, compliance with trading partner requirements, and fluctuations in economic factors. It is regularly monitored and evaluated, and reported to the Board of Directors to ensure appropriate risk management.

7. The Board of Directors prioritizes maintaining financial credibility and information disclosure. It oversees the preparation of accurate, reliable financial reports that comply with relevant accounting standards, and ensures



important information is disclosed completely and in a timely manner to enable shareholders and investors to make informed decisions.

8. The Company prioritizes shareholder engagement and communication by promoting shareholders' full and equal exercise of their fundamental rights through efficient shareholder meetings, opportunities for questions and comments, and the provision of diverse and easily accessible communication channels.

The Company continuously monitors and reviews its compliance with the CG Code, and continuously updates its policies and practices to align with laws and international best practices, in order to elevate corporate governance standards and support the organization's long-term sustainable growth.

## 7. Corporate governance structure and significant information related to the board of directors, subcommittees, executives, employees, and others

### 7.1 Corporate governance structure

#### Corporate governance structure diagram

Corporate governance structure as of date : 31 December 2025

Corporate governance structure diagram



## 7.2 Information on the board of directors

### 7.2.1 Composition of the board of directors

	Number (persons)	Percent (%)
<b>Total directors</b>	<b>9</b>	<b>100.00</b>
Male directors	7	77.78
Female directors	2	22.22
Executive directors	3	33.33
Non-executive directors	6	66.67
Independent directors	4	44.44
Non-executive directors who have no position in independent directors	2	22.22

### 7.2.2 The information on each director and controlling person

#### List of the board of directors

List of directors	Position	First appointment date of director	Skills and expertise
<p>1. Mr. Surapon Arrykul</p> <p>Gender: Male</p> <p>Age : 77 years</p> <p>Highest level of education : Doctoral degree</p> <p>Study field of the highest level of education : Science</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p>	<p>Chairman of the board of directors</p> <p>(Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	31 Dec 1993	Internal Control, Audit, Data Analysis, Governance/ Compliance, Sustainability

List of directors	Position	First appointment date of director	Skills and expertise
<p>2. Mr. Suwat Rochanakit</p> <p>Gender: Male</p> <p>Age : 76 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p>	<p>Vice-chairman of the board of directors (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	30 Apr 2010	<p>Audit, Internal Control, Governance/ Compliance, Finance, Banking</p>
<p>3. Mr. Chaiwat Laoteppitak</p> <p>Gender: Male</p> <p>Age : 40 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p>	<p>Director (Executive Directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Existing director</p>	26 Jan 2018	<p>Accounting, Leadership, Strategic Management, Business Administration, Negotiation</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>4. Ms. Chareonporn Chotiwananaphan</p> <p>Gender: Female</p> <p>Age : 63 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesn't Have</p> <p>DAP course : No</p> <p>DCP course : No</p>	<p>Director (Executive Directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Existing director</p>	13 May 2016	Data Analysis, Corporate Management, Risk Management, Finance, Banking
<p>5. Mr. CHIAU CHIN HNG</p> <p>Gender: Male</p> <p>Age : 50 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : No</p> <p>Residence in Thailand : No</p> <p>Family relationship between directors and executives : Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesn't Have</p> <p>DAP course : No</p> <p>DCP course : No</p>	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	15 Aug 2015	Marketing, Business Administration, Risk Management, Strategic Management, Leadership

List of directors	Position	First appointment date of director	Skills and expertise
<p>6. Associate Professor Dr. Pitsanu Bunnaul</p> <p>Gender: Male</p> <p>Age : 73 years</p> <p>Highest level of education : Doctoral degree</p> <p>Study field of the highest level of education : Engineering</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p>	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	28 Apr 2016	Audit, Internal Control, Engineering, Data Analysis, Mining
<p>7. Mr. Pichai Limroscharoen</p> <p>Gender: Male</p> <p>Age : 72 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Accounting</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p>	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	24 Jul 2020	Accounting, Finance, Data Analysis, Audit, Internal Control

List of directors	Position	First appointment date of director	Skills and expertise
<p>8. Mrs. Sudarat Laothepphithak Prawat</p> <p>Gender: Female</p> <p>Age : 54 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Political Science</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p>	<p>Director (Executive Directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Existing director</p>	29 Jan 2021	Corporate Social Responsibility, Sustainability, Procurement, Governance/ Compliance, Data Management
<p>9. Mr. MING YAN CHON</p> <p>Gender: Male</p> <p>Age : 31 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Economics</p> <p>Thai nationality : No</p> <p>Residence in Thailand : No</p> <p>Family relationship between directors and executives : Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesn't Have</p> <p>DAP course : No</p> <p>DCP course : No</p>	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Newly appointed director to replace the ex-director</p>	14 May 2025	Economics, Finance, Marketing, Data Analysis, Corporate Management

Additional explanation :

(\*) Any offense under the Securities and Exchange Act B.E. 2535 (1992) or the Derivatives Act B.E. 2546 (2003), only in the following cases:

(1) Dishonest act or gross negligence

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts.

(\*\*) Shareholdings by persons related to directors or executives as prescribed in Section 59 of the Securities and Exchange Act B.E. 2535 (1992), such as spouses or cohabiting couple (unmarried couples living together openly), minor children, etc.

List of board of directors who resigned / vacated their position during the year

List of directors	Position	Date of resignation / termination	Replacement director
<p>1. Mrs. CHEOW NAI HNG</p> <p>Gender: Female</p> <p>Age : 65 years</p> <p>Highest level of education : Below a bachelor's degree</p> <p>Study field of the highest level of education : Business Administration</p> <p>Thai nationality : No</p> <p>Residence in Thailand : No</p> <p>Family relationship between directors and executives : Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> :</p> <p>Doesn't Have</p> <p>DAP course : No</p> <p>DCP course : No</p>	<p>Director</p> <p>(Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration :</p> <p>No</p>	14 May 2025	<p>Mr. MING YAN CHON</p> <p>Appointment date of replacement director :</p> <p>14 May 2025</p>

Additional explanation :

(\*) Any offense under the Securities and Exchange Act B.E. 2535 (1992) or the Derivatives Act B.E. 2546 (2003), only in the following cases:

(1) Dishonest act or gross negligence

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts.

(\*\*) Shareholdings by persons related to directors or executives as prescribed in Section 59 of the Securities and Exchange Act B.E. 2535 (1992), such as spouses or cohabiting couple (unmarried couples living together openly), minor children, etc.



List of the board of directors by position

List of the board of directors	Position	Executive directors	Non-executive directors	Independent directors	Non-executive directors who have no position in independent directors	Authorized directors as per the company's certificate of registration
1. Mr. Surapon Arrykul	Chairman of the board of directors		✓	✓		
2. Mr. Suwat Rochanakit	Vice-chairman of the board of directors		✓	✓		
3. Mr. Chaiwat Laoteppitak	Director	✓				✓
4. Ms. Chareonporn Chotiwananaphan	Director	✓				✓
5. Mr. CHIAU CHIN HNG	Director		✓		✓	
6. Associate Professor Dr. Pitsanu Bunnaul	Director		✓	✓		
7. Mr. Pichai Limroscharoen	Director		✓	✓		
8. Mrs. Sudarat Laothepphithak Prawat	Director	✓				✓
9. Mr. MING YAN CHON	Director		✓		✓	
<b>Total (persons)</b>		<b>3</b>	<b>6</b>	<b>4</b>	<b>2</b>	<b>3</b>

## Overview of director skills and expertise

Skills and expertise	Number (persons)	Percent (%)
1. Economics	1	11.11
2. Banking	2	22.22
3. Mining	1	11.11
4. Marketing	2	22.22
5. Accounting	2	22.22
6. Finance	4	44.44
7. Corporate Social Responsibility	1	11.11
8. Sustainability	2	22.22
9. Procurement	1	11.11
10. Data Management	1	11.11
11. Data Analysis	5	55.56
12. Negotiation	1	11.11
13. Corporate Management	2	22.22
14. Engineering	1	11.11
15. Leadership	2	22.22
16. Strategic Management	2	22.22
17. Risk Management	2	22.22
18. Audit	4	44.44
19. Internal Control	4	44.44
20. Governance/ Compliance	3	33.33
21. Business Administration	2	22.22

## Information about the other directors

The chairman of the board and the highest-ranking : No  
executive are from the same person

The chairman of the board is an independent director : Yes

The chairman of the board and the highest-ranking : No  
executive are from the same family

Chairman is a member of the executive board or taskforce : No

The company appoints at least one independent director : Yes  
to determine the agenda of the board of directors'  
meeting

### **The measures for balancing the power between the board of directors and the Management**

The measures for balancing the power between the board : Yes  
of directors and the Management

Methods of balancing power between the board of : Appointing an independent director to jointly  
directors and Management consider the agenda of the board of directors'  
meeting

The Company prioritizes good corporate governance, recognizing the necessity of establishing measures to balance power between the Board of Directors and management. This ensures that operations are transparent, efficient, and auditable. To enhance independence in setting Board meeting agendas, a guideline has been established, assigning at least one independent director to collaborate with the Chairman and management in pre-determining the Board of Directors' meeting agenda. The involvement of independent directors ensures that the agenda comprehensively covers critical issues across various dimensions, including strategy, governance, risk, and oversight of management's operations. Independent directors can independently propose additional agenda items deemed important for good corporate governance or potentially impacting the company's stakeholders. Furthermore, this practice promotes careful and transparent consideration of matters, reduces the risk of agenda domination by management alone, and enables the Board to perform its duties more effectively, including policy formulation, performance monitoring, and providing strategic recommendations. The Company believes that these measures are a crucial mechanism for strengthening the balance of power and responsibilities between the Board of Directors and management, which will lead to high-quality, transparent decisions that consider the best interests of the Company and all stakeholders in the long term.

### **7.2.3 Information on the roles and duties of the board of directors**

Board charter : Yes

The Board of Directors has the following roles and responsibilities:

1. Manage the business for the best interests of shareholders and stakeholders, adhering to four key practices:
  - 1.1.1 Performance of duties with responsibility, care, and prudence (Duty of Care)
  - 1.1.2 Performance of duties with honesty and integrity (Duty of Loyalty)
  - 1.1.3 Compliance with laws, objectives, company regulations, resolutions of the Board of Directors, and resolutions of shareholder meetings (Duty of Obedience)
  - 1.1.4 Disclosure of accurate, complete, transparent, verifiable, and timely information to shareholders (Duty of Disclosure)
2. Define and review the Board structure, including the number of directors, the proportion of independent directors, and diverse qualifications, to suit the company's business operations.
3. Define the company's vision, strategies, policies, and business objectives, with annual review and approval.
4. Consider the master operational plan, budget, business objectives, and policies, as well as develop the company's capabilities to compete at an international level.
5. Monitor and oversee the implementation of the company's strategies and track performance measurement at both business group and company levels, requiring regular performance reporting. Also, provide policies for business development and operational improvement, considering safety and hygiene, social and environmental responsibility, as well as the development of the company's personnel.

6. Manage the company in accordance with laws, objectives, company regulations, resolutions of the Board of Directors, and resolutions of shareholder meetings, with responsibility, care, prudence, honesty, and integrity, for the company's utmost benefit and fairness to all stakeholders.
7. Oversee and support the creation of innovations that generate value for the company, alongside creating benefits for all stakeholders in accordance with the principles of social responsibility.
8. Oversee the management of information technology and security measures for information technology systems.
9. Establish a risk management policy and oversee effective risk management, including regular review and assessment of the risk management system, and when risk levels change.
10. Establish an anti-corruption policy in all forms, both direct and indirect, to serve as a guideline for adherence and implementation throughout the organization.
11. Oversee according to good corporate governance principles and develop the company's corporate governance to an international standard, serving as a guideline for business operations, monitoring compliance, and setting an example for adhering to good corporate governance principles and business ethics.
12. Promote ethical and moral awareness among employees at all levels, including directors, executives, and staff, and ensure adherence to corporate governance principles, codes of conduct, and the company's anti-corruption policy. Additionally, oversee the implementation of appropriate internal control and internal audit systems to mitigate risks of corruption and improper use of power, as well as prevent illegal acts.
13. Monitor financial liquidity and debt-paying ability, including plans or mechanisms for resolution if problems arise.
14. Oversee that the financial reporting system and the disclosure of important information are accurate, sufficient, timely, and in compliance with relevant rules and practices.
15. Ensure that shareholders participate in important company decisions, respect the rights of and treat all shareholders, both major and minor, and all stakeholders fairly and transparently. Oversee effective processes and channels for receiving and handling complaints from whistleblowers or all stakeholders, and provide opportunities for all stakeholders to contact/lodge complaints directly with the Board regarding potential issues.
16. Consider the development plan for the Chief Executive Officer and senior executives, the succession plan for the Chief Executive Officer and senior executives, and oversee the effective annual performance evaluation of the Chief Executive Officer and senior executives. Ensure a prudent, transparent, and performance-aligned compensation system for the Chief Executive Officer, consistent with responsibilities and operational results, to create both short-term and long-term incentives.
17. Annually evaluate the performance of the Board of Directors, conducting evaluations in three forms: overall Board performance evaluation, individual self-assessment, and evaluation of the Chairman's performance. This includes monitoring the evaluation results of the Board of Directors, sub-committees, and the Chief Executive Officer for joint consideration by the Board of Directors, and regularly reviewing the performance evaluation forms for directors and sub-committee members.
18. Oversee a transparent process for the nomination and election of individuals as company directors, and ensure appropriate compensation for company directors, sub-committee members, and the Chief Executive Officer.
19. Dedicate sufficient time to performing duties, attending Board of Directors meetings and shareholder meetings, except in cases of force majeure, where directors unable to attend must notify the Chairman or the Company Secretary in advance of the meeting.
20. Monitor, oversee, and manage potential conflicts of interest between the company and management, the Board of Directors, or shareholders. Ensure the prevention of improper use of company assets and transactions with related parties in an inappropriate manner.
21. Continuously develop knowledge and skills in performing duties, attending training or participating in courses related to directorial duties, or seminar activities that enhance operational knowledge on an ongoing basis.

22. The Board should allocate, manage, and oversee resource management to be efficient and effective, considering the impact and development of resources throughout the value chain to sustainably achieve primary objectives and goals.

23. Consider, define, review, and adjust the company's sustainable development policies, strategies, and goals, balancing environmental, social, and governance (ESG) aspects, in line with good practices according to national and international standards.

In performing its duties, the Board of Directors may seek advice from independent external consultants or professionals in other fields if deemed necessary and appropriate.

Reference link for the board charter : <https://www.kst-hatyai.com/document/>

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A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84  
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E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0  
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## 7.3 Information on subcommittees

### 7.3.1 Information on roles of subcommittees

#### Roles of subcommittees

##### Audit Committee

#### Role

- Audit of financial statements and internal controls

#### Scope of authorities, role, and duties

1. Review to ensure the company's financial reporting is accurate and complete (Accuracy and Completeness) and promote the company's development of financial reporting systems in accordance with international standards.
2. Review to ensure the company has an internal control system (Internal Control) in accordance with the COSO 2013 internal control framework (The Committee of Sponsoring Organizations of the Treadway Commission) and an appropriate and effective internal audit system (Internal Audit).
3. Review to ensure the company complies with securities and exchange laws, stock exchange regulations, laws, and standards related to the company's business.
4. Consider the independence of the internal audit unit, as well as approve the appointment, transfer, or dismissal of the head of the internal audit unit or any other unit responsible for internal audit.
5. Consider, select, propose the appointment, and dismiss independent individuals to serve as the company's auditors, propose their remuneration, and attend meetings with the auditors at least once a year without management present.
6. Consider connected transactions or transactions that may have conflicts of interest to ensure compliance with relevant laws, that such transactions are reasonable, and are for the maximum benefit of the company.
7. Review the accuracy of reference documents and self-assessment forms regarding the company's anti-corruption measures in accordance with the Thai Private Sector Collective Action Against Corruption (CAC) program.
8. Review the company's operations to ensure that the company has adequate internal control systems to prevent corruption risks and report the results of compliance to the Board of Directors, along with recommendations for improving such anti-corruption measures.
9. The company's Audit Committee oversees internal control, financial reporting, and other processes related to anti-corruption measures.
10. Prepare the Audit Committee's report to be disclosed in the company's annual report, which must be signed by the Chairman of the Audit Committee and must include at least the following information:
  - 10.1 Opinion on the accuracy, completeness, and reliability of the company's financial reports.
  - 10.2 Opinion on the adequacy of the company's internal control system.
  - 10.3 Opinion on compliance with securities and exchange laws, stock exchange regulations, laws, and standards related to the company's business.
  - 10.4 Opinion on the suitability of the auditors.
  - 10.5 Opinion on transactions that may have conflicts of interest.
  - 10.6 Opinion on the anti-corruption performance report.
  - 10.7 Number of Audit Committee meetings and attendance of each Audit Committee member.
  - 10.8 Overall opinions or observations received by the Audit Committee from performing its duties according to the Charter.
  - 10.9 Other matters that shareholders and general investors should be aware of, within the scope of duties and responsibilities assigned by the Board of Directors.
11. Perform any other tasks assigned by the Board of Directors with the approval of the Audit Committee.

## Reference link for the charter

<https://www.kst-hatyai.com/document/2569/02%20KST-%E0%B8%81%E0%B8%8E%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%95%E0%B8%A3%E0%B8%A7%E0%B8%88%E0%B8%AA%E0%B8%AD%E0%B8%9A-signed.pdf>

## Executive Committee

### Role

- Others
  - Set policies, control direction, and supervise the overall management of the organization.

### Scope of authorities, role, and duties

1. To establish the company's policies, goals, strategies, operational plans, annual budgets, and various management authorities for submission to the Board of Directors for approval.
2. To define an efficient organizational structure and management, covering the selection, training, employment, and termination of company employees who are executives or senior management, and may delegate authority to the Chief Executive Officer or senior management of the company to sign employment contracts on behalf of the company.
3. To consider and approve matters related to the company's normal business operations, or to propose to the Board of Directors for consideration and approval of matters that significantly affect the company.
4. To consider and approve expenditures for investment, financial transactions with financial institutions for opening accounts, borrowing, pledging, guaranteeing, and any other matters, including the purchase and sale of registered land titles, for the company's normal transactions within the defined authority limits.
5. To consider delegating authority to an individual to sign documents related to the disbursement of financial items for each transaction, including setting the approval limit for each disbursement according to the defined scope of authority.
6. To study the feasibility of new projects and to have the authority to consider and approve participation in various bidding processes, as well as to undertake various projects as deemed appropriate, including the execution of legal acts related to such matters until completion.
7. To supervise and approve matters related to the company's operations and may appoint or assign one or more individuals to act on behalf of the Executive Committee as deemed appropriate, and the Executive Committee may revoke, change, or amend such authorities.
8. To consider and screen all types of work proposed to other sub-committees of the company for their consideration and screening, for direct submission to the Board of Directors.
9. To perform any other duties as assigned by the Board of Directors. However, the delegation of duties and responsibilities of the Executive Committee shall not constitute a delegation of authority or sub-delegation that allows the Executive Committee or its delegates to approve transactions in which they, or any person who may have a conflict of interest, a vested interest, or any other conflict of interest with the company or its subsidiaries (as defined in the Notification of the Securities and Exchange Commission). Such approvals must be submitted to the meeting of the Board of Directors and the company's subsidiaries, or as required by relevant laws, except for approvals of transactions under normal business conditions with clearly defined scopes.

## Reference link for the charter

<https://www.kst-hatyai.com/document/2569/04%20KST-%E0%B8%81%E0%B8%8E%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%9A%E0%B8%A3%E0%B8%B4%E0%B8%AB%E0%B8%B2%E0%B8%A3-signed.pdf>

## Risk Management Committee

### Role

- Risk management

### Scope of authorities, role, and duties

1. Formulate a risk management policy and establish various risk management frameworks related to the company's business operations, appropriately and effectively, for submission to the Board of Directors for approval.
2. Define a risk management plan and enterprise-wide risk management processes to serve as guidelines for various departments according to their responsibilities.
3. Determine risk-based limits or types of business activities for submission to the Board of Directors for approval as operational criteria in situations corresponding to each type of risk.
4. Oversee to ensure that such measures are thoroughly communicated and employees comply with those measures.
5. Arrange for the systematic and continuous assessment and analysis of potential damages to ensure that risk identification covers all stages of business operations and aligns with good corporate governance principles.
6. Support and develop the continuous implementation of risk management throughout the organization.
7. Perform duties as assigned by the Board of Directors, which include any actions related to the company's significant types of risks.

### Reference link for the charter

<https://www.kst-hatyai.com/document/2568/%E0%B8%81%E0%B8%8E%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%9A%E0%B8%A3%E0%B8%B4%E0%B8%AB%E0%B8%B2%E0%B8%A3%E0%B8%84%E0%B8%A7%E0%B8%B2%E0%B8%A1%E0%B9%80%E0%B8%AA%E0%B8%B5%E0%B9%88%E0%B8%A2%E0%B8%87.pdf>

## Nomination and Remuneration Committee

### Role

- Director and executive nomination
- Remuneration

### Scope of authorities, role, and duties

#### 1. Recruitment

1.1 Establish criteria and policies for the recruitment of company directors, sub-committee members, managing directors, and executive directors, or persons with controlling power in subsidiaries, associated companies, and joint ventures, by considering the appropriateness of the number, structure, and composition of the board of directors suitable for the size, type, and complexity of the business. Define qualifications for directors to be proposed to the Board of Directors and/or submitted for approval at the Shareholders' Meeting, as the case may be.

1.2 Consider, select, and propose suitable individuals to hold positions as company directors, sub-committee members, managing directors, and executive directors, or persons with controlling power in subsidiaries and associated companies whose terms have expired, and/or whose positions have become vacant, and/or for additional appointments.

1.3 Perform any other recruitment-related tasks as assigned by the Board of Directors.

1.4 Review and summarize the preparation of a suitable succession plan and management continuity for the position of Managing Director annually and report to the Board of Directors for acknowledgment.



## 2. Remuneration Consideration

2.1 Establish criteria for determining remuneration for company directors, sub-committee members, and the Managing Director, to be proposed to the Board of Directors and/or submitted for approval at the Shareholders' Meeting, as the case may be.

2.2 Consider necessary and appropriate remuneration, both monetary and non-monetary, for company directors and sub-committee members on an individual basis. In determining the remuneration for company directors, sub-committee members, and the Managing Director, consider the appropriateness of duties, responsibilities, performance, comparison with companies in similar businesses, and the expected benefits from the directors, to be proposed to the Board of Directors for consideration and then presented to the Shareholders' Meeting for approval.

2.3 Be responsible to the Board of Directors and have the duty to provide explanations and answer questions regarding the remuneration of company directors at the Shareholders' Meeting.

2.4 Report the policy, principles/reasons for determining remuneration for company directors and sub-committee members in accordance with the regulations of the Stock Exchange of Thailand, by disclosing it in the company's Annual Information Form/Annual Report (Form 56-1 One Report).

2.5 Perform any other tasks related to remuneration consideration as assigned by the Board of Directors. The management and various departments must report or present relevant information and documents to the Nomination and Remuneration Committee to support the Nomination and Remuneration Committee in fulfilling its assigned duties.

### Reference link for the charter

<https://www.kst-hatyai.com/document/2568/%E0%B8%81%E0%B8%8E%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%AA%E0%B8%A3%E0%B8%A3%E0%B8%AB%E0%B8%B2%E0%B9%81%E0%B8%A5%E0%B8%B0%E0%B8%9E%E0%B8%B4%E0%B8%88%E0%B8%B2%E0%B8%A3%E0%B8%93%E0%B8%B2%E0%B8%84%E0%B9%88%E0%B8%B2%E0%B8%95%E0%B8%AD%E0%B8%9A%E0%B9%81%E0%B8%97%E0%B8%99.pdf>

### Environmental, Social and Governance Committee

#### Role

- Corporate governance
- Sustainability development

#### Scope of authorities, role, and duties

1. Consider establishing and reviewing the company's sustainable development policies, strategies, and goals, balanced across environmental, social, and governance (ESG) aspects, to align with the company's business operations and respond to changing global trends, business environments, laws, and international practices for the company's sustainable growth.
2. Provide guidance and promote the establishment of principles, guidelines, and operations for the company in line with sustainable development principles to achieve established goals, as well as support the Board of Directors, management, and employees in effectively adhering to the company's sustainable development guidelines.
3. Establish working groups as appropriate to carry out tasks related to sustainable development.
4. Report on performance and progress in sustainable development, covering key issues related to environmental, social, and governance aspects, to the Board of Directors for acknowledgment.
5. Oversee, monitor, evaluate, and disclose information on sustainable development initiatives to ensure balance and effectiveness, maximizing benefits for the company and its stakeholders.
6. Perform any other duties as assigned by the Board of Directors.

## Reference link for the charter

<https://www.kst-hatyai.com/document/2569/03%20KST-%E0%B8%81%E0%B8%8E%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B9%80%E0%B8%9E%E0%B8%B7%E0%B9%88%E0%B8%AD%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%9E%E0%B8%B1%E0%B8%92%E0%B8%99%E0%B8%B2%E0%B8%AD%E0%B8%A2%E0%B9%88%E0%B8%B2%E0%B8%87%E0%B8%A2%E0%B8%B1%E0%B9%88%E0%B8%87%E0%B8%A2%E0%B8%B7%E0%B8%99-signed.pdf>

## 7.3.2 Information on each subcommittee

### List of audit committee

List of directors	Position	Appointment date of audit committee member	Skills and expertise
<p>1. Mr. Surapon Arrykul</p> <p>Gender: Male</p> <p>Age : 77 years</p> <p>Highest level of education : Doctoral degree</p> <p>Study field of the highest level of education : Science</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Expertise in accounting information review : No</p>	<p>Chairman of the audit committee</p> <p>(Non-executive directors, Independent director)</p> <p>Director type : Existing director</p>	17 Dec 1999	Internal Control, Audit, Data Analysis, Governance/ Compliance, Sustainability
<p>2. Mr. Suwat Rochanakit</p> <p>Gender: Male</p> <p>Age : 76 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Expertise in accounting information review : No</p>	<p>Member of the audit committee</p> <p>(Non-executive directors, Independent director)</p> <p>Director type : Existing director</p>	30 Apr 2010	Audit, Internal Control, Governance/ Compliance, Finance, Banking

List of directors	Position	Appointment date of audit committee member	Skills and expertise
3. Associate Professor Dr. Pitsanu Bunnaul Gender: Male Age : 73 years Highest level of education : Doctoral degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : No	Member of the audit committee (Non-executive directors, Independent director)  Director type : Existing director	13 May 2016	Audit, Internal Control, Engineering, Data Analysis, Mining
4. Mr. Pichai Limroscharoen <sup>(*)</sup> Gender: Male Age : 72 years Highest level of education : Master's degree Study field of the highest level of education : Accounting Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes	Member of the audit committee (Non-executive directors, Independent director)  Director type : Existing director	15 Aug 2020	Accounting, Finance, Data Analysis, Audit, Internal Control

Additional explanation :

(\*) Directors with expertise in accounting information review

#### List of executive committee members

List of directors	Position	Appointment date of executive committee member
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List of directors	Position	Appointment date of executive committee member
<p>1. Ms. Charoenkuan Chotiwatanapan</p> <p>Gender: Female</p> <p>Age : 63 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Agro-Industry</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p>	The chairman of the executive committee	16 May 2023
<p>2. Mr. Chaiwat Laoteppitak</p> <p>Gender: Male</p> <p>Age : 40 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p>	Member of the executive committee	23 Feb 2019
<p>3. Mrs. Sudarat Laothepphithak Prawat</p> <p>Gender: Female</p> <p>Age : 54 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Political Science</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p>	Member of the executive committee	23 Feb 2019
<p>4. Ms. Chareonporn Chotiwananaphan</p> <p>Gender: Female</p> <p>Age : 63 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p>	Member of the executive committee	23 Feb 2019

List of directors	Position	Appointment date of executive committee member
5. Mrs. Rattana Khaosomboon Gender: Female Age : 47 years Highest level of education : Bachelor's degree Study field of the highest level of education : Science Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	16 Nov 2021
6. Mr. Natachart Laoteppitak Gender: Male Age : 42 years Highest level of education : Master's degree Study field of the highest level of education : Computer Science Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	23 Feb 2019
7. Mrs. Wandee Chatchamang Gender: Female Age : 57 years Highest level of education : Below a bachelor's degree Study field of the highest level of education : Management Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	16 Nov 2021

## Other Subcommittees

Subcommittee name	Name list	Position
Risk Management Committee	Mr. Chaiwat Laoteppitak	The chairman of the subcommittee
	Ms. Chareonporn Choti wattanaphan	Member of the subcommittee
	Mrs. Rattana Khaosomboon	Member of the subcommittee
	Mrs. Wandee Chatchamang	Member of the subcommittee
	Mr. Tantawat Wattanachan	Member of the subcommittee
Nomination and Remuneration Committee	Mr. Suwat Rochanakit	The chairman of the subcommittee (Independent director)
	Mr. Pichai Limroscharoen	Member of the subcommittee (Independent director)
	Mrs. Sudarat Laothepphithak Prawat	Member of the subcommittee
Environmental, Social and Governance Committee	Mr. Surapon Arrykul	The chairman of the subcommittee (Independent director)
	Mrs. Sudarat Laothepphithak Prawat	Member of the subcommittee
	Mr. Natachart Laoteppitak	Member of the subcommittee
	Mr. Prakrit Inuthai	Member of the subcommittee
	Mrs. Rattana Khaosomboon	Member of the subcommittee
	Mr. Rattchanont Pattarashon	Member of the subcommittee



## 7.4 Information on the executives

### 7.4.1 List and positions of the executive

List of the highest-ranking executive and the next four executives

List of executives	Position	First appointment date	Skills and expertise
<p>1. Ms. Charoenkuan Chotiwatanapan</p> <p>Gender: Female</p> <p>Age : 63 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Agro-Industry</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	Chief Executive Officer (The highest-ranking executive)	16 May 2023	Business Administration, Leadership, Change Management, Corporate Management, Data Management
<p>2. Mr. Chaiwat Laoteppitak</p> <p>Gender: Male</p> <p>Age : 40 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	Managing Director	16 Nov 2021	Accounting, Leadership, Strategic Management, Business Administration, Negotiation



List of executives	Position	First appointment date	Skills and expertise
<p>3. Ms. Chareonporn Choti wattanaphan<sup>(*)</sup></p> <p>Gender: Female</p> <p>Age : 63 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : Yes</p> <p>Accounting supervisor : No</p>	Deputy Managing Director, Finance and Accounting	16 Nov 2021	Data Analysis, Corporate Management, Risk Management, Finance, Banking
<p>4. Mrs. Sudarat Laothepphithak Prawat</p> <p>Gender: Female</p> <p>Age : 54 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Political Science</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	Deputy Managing Director, Office Operations	16 Nov 2021	Corporate Social Responsibility, Sustainability, Procurement, Governance/ Compliance, Data Management
<p>5. Mr. Natachart Laoteppitak</p> <p>Gender: Male</p> <p>Age : 42 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Computer Science</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	Deputy Managing Director, Information Technology	16 Nov 2021	IT Management, Leadership, Data Management, Engineering, Sustainability

List of executives	Position	First appointment date	Skills and expertise
6. Mrs. Rattana Khaosomboon Gender: Female Age : 47 years Highest level of education : Bachelor's degree Study field of the highest level of education : Science Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Deputy Managing Director, Production	16 Nov 2021	Data Analysis, Leadership, Budgeting, Project Management, Risk Management
7. Mrs. Wandee Chatchamang Gender: Female Age : 57 years Highest level of education : Below a bachelor's degree Study field of the highest level of education : Management Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Deputy Managing Director, Raw Material Procurement	16 Nov 2021	Agribusiness, Procurement, Data Analysis, Risk Management, Leadership

*Additional Explanation :*

*(\*) Highest responsibility in corporate accounting and finance*

*(\*\*) Accounting supervisor*

*(\*\*\*) Appointed after the fiscal year end of the reporting year*

#### 7.4.2 Remuneration policy for executive directors and executives

The Company establishes a remuneration policy for executive directors and senior management based on principles of appropriateness, fairness, and alignment with the Company's short-term and long-term performance, as well as linkage to business strategies and sustainable value creation for shareholders. Within a highly competitive and volatile industry environment influenced by external factors, this policy aims to incentivize executives to drive the organization towards achieving its set goals, while also retaining knowledgeable and capable personnel within the organization for the long term.

The remuneration structure for executive directors and management comprises key components, namely fixed remuneration in the form of salary, variable remuneration in the form of bonuses or performance-based incentives, and other appropriate benefits. These are determined based on job responsibilities, experience, specialized skills, and performance at both individual and organizational levels. The determination of variable remuneration will be referenced against Key Performance Indicators (KPIs), which cover both financial aspects such as revenue, profit, and return rates, and non-financial aspects such as operational efficiency, product quality and safety, supply chain

management, as well as sustainability goals (ESG). In determining remuneration, the Company considers its competitiveness within the labor market by benchmarking against companies in the same or similar industries, as well as evaluating the Company's financial status and operating results. This ensures that remuneration levels are appropriate, not unduly burdensome, and aligned with shareholder interests. Furthermore, the remuneration determination process is subject to the review of the Nomination and Remuneration Committee, which primarily consists of independent directors, to ensure transparency, fairness, and the absence of conflicts of interest.

Does the board of directors or the remuneration : Have  
committee have an opinion on the remuneration policy  
for executive directors and executives

The Board of Directors and the Nomination and Remuneration Committee have carefully considered the executive remuneration structure and levels. They are of the opinion that such remuneration is reasonable, appropriate, and consistent with the company's performance, as well as the highly competitive and volatile business environment of the industry influenced by external factors. In their consideration, the committees took into account both fixed and variable components of remuneration, emphasizing the linkage of variable remuneration to the company's short-term and long-term performance through key performance indicators (KPIs) covering both financial and non-financial aspects, such as revenue growth, profitability, operational efficiency, product quality and safety, as well as sustainability goals. This ensures that remuneration reflects actual performance and incentivizes executives to achieve the organization's strategic objectives. Furthermore, the committees also compared remuneration levels with companies in the same or similar industries, and considered the scope of responsibilities, experience, and specific capabilities of each executive, as well as the company's financial status and ability to pay. This is to ensure that remuneration is competitive in the labor market while not burdening the company or adversely affecting shareholders' interests. The remuneration review process is conducted transparently, fairly, and free from conflicts of interest, with executives who have a vested interest not participating in the consideration of their own remuneration. The committees are of the opinion that such remuneration determination is appropriate, consistent with good corporate governance principles, and contributes to the company's ability to attract, retain, and motivate high-potential executives to drive sustainable organizational growth and create long-term value for shareholders and all stakeholders.

### 7.4.3 Remuneration of executive directors and executives

#### Monetary remuneration of executive directors and executives

	2023	2024	2025
<b>Total remuneration of executive directors and executives (baht)</b>	34,216,000.00	22,438,000.00	22,438,000.00
Total remuneration of executives (baht)	34,216,000.00	22,438,000.00	22,438,000.00

**Other remunerations of executive directors and executives**

	2023	2024	2025
Company's contribution to provident fund for executive directors and executives (Baht)	1,183,555.00	1,241,822.00	1,328,909.00
Employee Stock Ownership Plan (ESOP)	No	No	No
Employee Joint Investment Program (EJIP)	No	No	No

**Outstanding remuneration or benefits of executive directors and executives**

Outstanding remuneration or benefits of executive : 0.00

directors and executives in the past year

Estimated remuneration of executive directors and : 0.00

executives in the current year

## 7.5 Information on employees

### Information on the company's employees

#### Employees

	2023	2024	2025
<b>Total employees</b> (persons)	1,028	971	1,174
Male employees (persons)	311	296	379
Female employees (persons)	717	675	795

#### Number of employees by position and department

##### Number of male employees by position

	2023	2024	2025
Total number of male employees in operational level (Persons)	296	282	365
Total number of male employees in management level (Persons)	12	12	12
Total number of male employees in executive level (Persons)	3	2	2

##### Number of female employees by position

	2023	2024	2025
Total number of female employees in operational level (Persons)	703	659	780
Total number of female employees in management level (Persons)	9	11	10
Total number of female employees in executive level (Persons)	5	5	5

#### Significant changes in the number of employees

Significant changes in number of employees over the past : No

3 Years

## Information on employee remuneration

### Employee remuneration

	2023	2024	2025
<b>Total employee remuneration</b> (baht)	197,000,000.00	212,520,000.00	215,580,000.00
Total male employee remuneration (Baht)	68,380,000.00	73,300,000.00	72,510,000.00
Total female employee remuneration (Baht)	128,620,000.00	139,220,000.00	143,070,000.00

## Information on provident fund management

### Provident fund management policy

Provident fund management policy : Yes

The Company recognizes the importance of creating financial security to support employees' long-term livelihood after retirement. Therefore, it has established a Provident Fund to promote savings and enhance the long-term quality of life for employees. This fund is a welfare benefit resulting from the cooperation between the Company and employees in accumulating monthly savings, under the legal framework and supervision of the Securities and Exchange Commission.

The Company establishes provident fund management policies in accordance with relevant laws, including the regulations of the Securities and Exchange Commission and the Provident Fund Act. Employees can voluntarily apply to join the fund and contribute money to the fund at a specified rate, while the Company will contribute an equivalent amount to the fund according to the fund's conditions.

Furthermore, the Company regularly communicates and provides information about the provident fund to employees to promote knowledge and understanding of savings and financial planning, which will lead to long-term security for employees and their families.

The Company has set appropriate contribution rates for employees and matching contribution rates for the Company, with the objective of creating long-term savings incentives, reducing employees' financial risks, and enhancing financial security in retirement. The benefits of the fund will consist of employee contributions, company contributions, and investment returns managed by the provident fund.

### Overview of methods for determining employee and employer contribution Rates

#### Participation in provident fund membership (PVD)

#### Details of provident fund participation (PVD)

#### Number of employees eligible to participate in PVD

	2023	2024	2025
Number of employees eligible to participate in PVD (persons)	285	281	314
Number of employees joining in PVD (persons)	119	123	133
Total amount of provident fund contributed by the company (%)	11.58	12.67	11.33
Number of PVD members / Total eligible employees (%)	41.75	43.77	42.36

#### Amount of provident fund

	2023	2024	2025
Total amount of provident fund contributed by employer (baht)	1,791,400.00	1,919,661.00	2,136,580.00

#### Summary of employee PVD participation over the past year

Company name	Employees participating in PVD (Yes/ No)	Total number of employees (persons)	Number of employees eligible to participate in PVD (persons)	Number of employees joining in PVD (persons)	Number of PVD members / Total employees (%)	Number of PVD members / Total eligible employees (%)
KIANG HUAT SEA GULL TRADING FROZEN FOOD PUBLIC CO., LTD.	Yes	1174	314	133	11.33%	42.36%

#### Policy and guidelines on promoting savings through the provident fund for non-participating employees

## 7.6 Other significant information

### 7.6.1 Assigned person

#### List of persons assigned for accounting oversight

General information	Email	Telephone number
1. Ms. Jindarat Sea-ung	Jindarat@kst-hatyai.com	074-222333 ต่อ 1702

#### List of the company secretary

General information	Email	Telephone number
1. Ms. Paweethida Namsuk	paweethida.na@kst-hatyai.com	074-222333 ต่อ 1603

#### List of the head of internal audit or outsourced internal auditor

General information	Email	Telephone number
1. Mr. Tanongsak Praditsathan	jptipaudit@gmail.com	02-125-7152

### 7.6.2 Head of investor relations

Does the Company have an appointed head of investor : Yes  
relations

#### List of the head of investor relations

General information	Email	Telephone number
1. Ms. Jindarat Sea-ung	Jindarat@kst-hatyai.com	074-222333 ต่อ 1702

### 7.6.3 Company's auditor

#### Details of the company's auditor

Audit firms	Audit fee (Baht)	Other service fees	Names and general information of auditors
KPMG PHOOMCHAI AUDIT COMPANY LIMITED No. 1 Empire Tower Building, 50th Floor, Sathorn South Road. YAN NAWA SATHON Bangkok 10120 Telephone 0 2677 2000	2,300,000.00	-	1. Ms. KAMONNATE ASSAWETSUWAN Email: - License number: 11614  2. Mr. WATCHARA PATTARAPITAK Email: - License number: 6669



Audit firms	Audit fee (Baht)	Other service fees	Names and general information of auditors
			<p>3. Ms. THANYALUX KEADKAEW Email: - License number: 8179</p> <p>4. Ms. NAWARAT NITIKEATIPONG Email: - License number: 7789</p>

#### Details of the auditors of the subsidiaries

Audit fee (Baht)	Other service fees
480,000.00	-

#### 7.6.4 Assigned personnel in case of a foreign company

Does the company have any individual assigned to be : No  
representatives in Thailand

List of designated individuals as representatives in Thailand

## 8. Report on key operating results on corporate governance

### 8.1 Summary of duty performance of the board of directors over the past year

#### Summary of duty performance of the board of directors over the past year

During the fiscal year 2025, the Board of Directors performed its duties with responsibility, prudence, and integrity, focusing on creating long-term value for the Company and all stakeholders. This was conducted within the framework of good corporate governance, laws, and regulations applicable to listed companies on the Stock Exchange of Thailand. The Board plays a crucial role in setting the organization's policy and strategic direction to align with the highly competitive and volatile industry context influenced by external factors, such as global economic conditions, exchange rate fluctuations, raw material costs, and international trade measures. The Board carefully considered and reviewed the Company's vision, mission, and strategic plans to support sustainable growth and enhance competitiveness in key export markets, alongside seeking new business opportunities, developing value-added products, and improving efficiency in production processes and the supply chain.

The Board has overseen the management to effectively implement the established strategies by regularly monitoring the Company's operational performance and financial status through performance reports and key indicators. It also provides strategic recommendations to adapt to rapidly changing situations. Furthermore, the Board emphasizes fostering a strong organizational culture and positive values, promoting business operations with transparency, ethics, and social and environmental responsibility. It also supports the development of personnel capabilities at all levels to accommodate long-term organizational changes and growth. In terms of governance, the Board prioritizes establishing appropriate and adequate internal control systems, covering operational, financial, and compliance aspects with relevant laws and regulations. The effectiveness of internal control and internal audit systems is regularly reviewed to ensure that potential risks can be effectively prevented and mitigated. This is coupled with systematic oversight of enterprise-level risk management, by considering significant risks in strategic, operational, financial, and compliance areas, such as risks from raw material price and exchange rate fluctuations, food safety risks, and risks from international trade regulations. Appropriate management guidelines are established, and their results are continuously monitored. Furthermore, the Board has overseen the Company's business operations in accordance with sustainable development guidelines, considering environmental, social, and governance (ESG) factors in a balanced manner, such as efficient resource utilization, waste reduction from production processes, fair labor practices, and community engagement. These are all crucial factors in building trust among customers, business partners, investors, and stakeholders in the long term.

Based on its performance over the past year, the Board of Directors is of the opinion that the Company's operations are consistent with the established policies and strategies, and it has been able to adapt appropriately to various challenges. It possesses adequate and effective corporate governance, internal control, and risk management systems. Furthermore, the organization has continuously developed its competitive capabilities, operational efficiency, and sustainable value creation, which will serve as crucial foundations to support the Company's future growth.

#### 8.1.1 Selection, development and evaluation of duty performance of the board of directors

##### Information about the selection of the board of directors

### List of newly appointed director to replace the ex-director

List of directors	Position	First appointment date of director	Skills and expertise
1. Mr. MING YAN CHON	Director (Non-executive directors)	14 May 2025	Economics, Finance, Marketing, Data Analysis, Corporate Management

### Selection of independent directors

#### Criteria for selecting independent directors

The Board of Directors is selected from qualified individuals who possess integrity, ethics, and suitability to be proposed for appointment as independent directors. The company has established the qualifications and definition of its independent directors as follows:

1. Holds shares not exceeding one percent of the total voting shares of the company, its subsidiaries, associated companies, major shareholders, or controlling persons of the company, including shares held by related persons of such independent director.
2. Is not or has not been an executive director, employee, staff member, salaried advisor, or controlling person of the company, its subsidiaries, associated companies, major shareholders, or controlling persons of the company, unless such characteristics have ceased for at least two years.
3. Is not a person related by blood or legal registration as a father, mother, spouse, sibling, or child, including the spouse of a child of other directors, executives, major shareholders, controlling persons, or individuals proposed to be directors, executives, or controlling persons of the company, its subsidiaries, and associated companies.
4. Is not a person with a business relationship with the company, its subsidiaries, associated companies, major shareholders, or controlling persons of the company in a manner that may impede their independent judgment, and is not or has not been a significant shareholder or controlling person of a party having a business relationship with the company, its subsidiaries, associated companies, major shareholders, or controlling persons of the company, unless such characteristics have ceased for at least two years.
5. Is not or has not been an auditor of the company, its subsidiaries, associated companies, major shareholders, or controlling persons of the company, and is not a significant shareholder, controlling person, or partner of an audit firm that has an auditor of the company, its subsidiaries, associated companies, major shareholders, or controlling persons, unless such characteristics have ceased for at least two years.
6. Is not or has not been a professional service provider, including legal or financial advisor, who has received service fees exceeding two million baht per year from the company, its subsidiaries, associated companies, major shareholders, or controlling persons of the company, and is not a significant shareholder, controlling person, or partner of such professional service provider, unless such characteristics have ceased for at least two years.
7. Is not a director appointed as a representative to safeguard the interests of the company's directors, major shareholders, or shareholders who are related to the company's major shareholders.
8. Does not engage in a business of the same nature that is significantly competitive with the business of the company or its subsidiaries, or is not a significant partner in a partnership, or an executive director, employee, staff member, salaried advisor, or holds shares exceeding one percent of the total voting shares of another company that engages in a business of the same nature and is significantly competitive with the business of the company or its subsidiaries.

9. Possesses no other characteristics that would prevent them from providing independent opinions on the company's operations. The qualifications and definition of independent directors of the company, as stipulated, are more stringent than the minimum requirements set by the Capital Market Supervisory Board, such as involvement in a legal entity that may have a conflict of interest, including having control or any other significant direct or indirect interest, as detailed in clauses 2, 4, 5, and 6.

The company has a policy to appoint independent directors comprising no less than one-third of the total number of directors. As of December 31, 2025, the Board of Directors consists of 9 directors, with 4 independent directors, which is no less than one-third of the total number of directors. All 4 independent directors meet the qualifications in accordance with relevant laws and regulations.

#### **Business or professional relationships of independent directors over the past year**

Business or professional relationships of independent : No  
directors over the past year

#### **Selection of directors and the highest-ranking executive**

##### **Method for selecting directors and the highest-ranking executive**

Method for selecting persons to be appointed as directors : Yes  
through the nomination committee

Method for selecting persons to be appointed as the : Yes  
highest-ranking executive through the nomination  
committee

#### **Rights of minority shareholders on director appointment**

The company considers the rights of minority shareholders in the appointment of directors. The company provides an opportunity for shareholders to nominate individuals with knowledge, ability, and suitable qualifications for consideration for appointment as company directors in advance of the Annual General Meeting of Shareholders via email center@kst-hatyai.com. The company has established criteria and procedures for nominating directors, as well as guidelines for the Board of Directors' consideration, on the company's website, and has disseminated a letter to shareholders through the stock exchange system at least 3 months before the end of the accounting period.

Method of director appointment : Method whereby each director requires approval  
votes more than half of the votes of attending  
shareholders and casting votes

#### **Information on the development of directors**

##### **Development of directors over the past year**

#### Details of the development of directors over the past year

List of directors	Participation in training in the past financial year	History of training participation
1. Mr. Surapon Arrykul (Chairman of the board of directors, Independent director)	Non-participating	-
2. Mr. Suwat Rochanakit (Vice-chairman of the board of directors, Independent director)	Non-participating	-
3. Mr. Chaiwat Laoteppitak (Director)	Non-participating	-
4. Ms. Chareonporn Chotiwananaphan (Director)	Non-participating	-
5. Mr. CHIAU CHIN HNG (Director)	Non-participating	-
6. Associate Professor Dr. Pitsanu Bunnaul (Director, Independent director)	Non-participating	-

List of directors	Participation in training in the past financial year	History of training participation
7. Mr. Pichai Limroscharoen (Director, Independent director)	Non-participating	-
8. Mrs. Sudarat Laothepphithak Prawat (Director)	Non-participating	-
9. Mr. MING YAN CHON (Director)	Non-participating	-

## Information on the evaluation of duty performance of directors

### Criteria for evaluating the duty performance of the board of directors

The Company establishes criteria for evaluating the performance of the Board of Directors, focusing on making it a crucial tool for enhancing the efficiency of corporate governance and supporting operations in alignment with the organization's long-term strategies and goals. The evaluation process encompasses the performance assessment of the entire Board, individual sub-committees, and individual directors, to reflect the effectiveness of their duties in all dimensions. The evaluation criteria focus on considering the primary roles and responsibilities of the Board as the organization's strategic setter and overseer. Key issues covered include: the ability to define vision, policies, and strategies appropriate to the industry context; monitoring and overseeing management's performance to ensure adherence to established plans; effectively considering and providing strategic recommendations; and making decisions based on complete, prudent, and independent information. Furthermore, the evaluation also covers the effectiveness of oversight in risk management and internal control systems; the suitability of the Board's structure and composition; the diversity of skills and experience; participation in meetings; preparedness and completeness of information for consideration; and the role in promoting good corporate governance, business ethics, and operations in line with sustainable development guidelines (ESG). For individual evaluations, considerations include knowledge and competence, understanding of the business, performance of duties according to roles and responsibilities, independence in expressing opinions, participation in discussions and providing recommendations, as well as appropriate dedication of time and attention to duties. Meanwhile, the evaluation of sub-committees focuses on assessing the efficiency of performing specific duties in accordance with their assigned scope of authority. The Company utilizes these evaluation results as data for continuously developing the Board's performance, including improving work processes, enhancing directors' knowledge and skills, and considering the suitability of the Board's future composition. The objective is to strengthen corporate governance, increase the efficiency of strategic decision-making, and support the Company's long-term sustainable growth.

### Evaluation of the duty performance of the board of directors over the past year

In 2025, the company conducted performance evaluations for the Board of Directors, sub-committees, and senior executives, utilizing comprehensive evaluation criteria at both the group and individual levels. This was done to reflect

the effectiveness of governance, strategy formulation, and overall organizational management. The evaluation results at the group level showed that the Board of Directors and the Audit Committee received "Excellent" ratings, reflecting strong corporate governance, internal control, and operational oversight. The Nomination and Remuneration Committee also received an "Excellent" rating, demonstrating efficiency in establishing appropriate and transparent human resource and compensation policies. Furthermore, the Sustainable Development Committee received an "Excellent" rating, reflecting progress in effectively integrating environmental, social, and corporate governance approaches into the company's business operations.

For the Executive Committee and the Risk Management Committee, the evaluation results were rated "Fair," reflecting opportunities for further development, particularly in driving strategies to achieve concrete results and proactively managing risks in line with the increasingly volatile situation in the frozen food industry and international trade. Nevertheless, the company is aware of these issues and is in the process of defining improvement guidelines to enhance the operational efficiency of both committees in the next phase.

For individual-level evaluations, the overall performance of the Board of Directors and all sub-committees received "Excellent" ratings, indicating positive developments in collaboration, policy formulation, and effective corporate governance. The Chairman of the Board received an "Excellent" rating, reflecting a leadership role in effectively overseeing and driving the work of the committees. The Chief Executive Officer also received an "Excellent" rating, demonstrating the ability to manage the organization and drive strategies effectively. However, the Managing Director received a "Fair" rating, and the company will utilize this evaluation result to further develop and enhance management potential.

In summary, the Board of Directors believes that the evaluation results for 2025 reflect the overall strength of the company's corporate governance system, as well as its ability to adapt and continuously develop. Issues requiring further development will be incorporated into concrete improvement plans to enhance the performance of committees and executives at all levels, thereby supporting sustainable growth and increasing the company's long-term competitiveness.

## Details of the evaluation of the duty performance of the board of directors

List of directors	Assessment form	Grade / Average score received	Grade / Full score
Board of Directors	Group assessment	92	100
	Self-assessment	88	100
	Cross-assessment (assessment of another director)	None	None
Executive Committee	Group assessment	73	100
	Self-assessment	88	100
	Cross-assessment (assessment of another director)	None	None
Risk Management Committee	Group assessment	79	100
	Self-assessment	88	100
	Cross-assessment (assessment of another director)	None	None
Nomination and Remuneration Committee	Group assessment	98	100
	Self-assessment	88	100
	Cross-assessment (assessment of another director)	None	None
Environmental, Social and Governance Committee	Group assessment	89	100
	Self-assessment	88	100
	Cross-assessment (assessment of another director)	None	None
Audit Committee	Group assessment	98	100
	Self-assessment	88	100
	Cross-assessment (assessment of another director)	None	None

### 8.1.2 Meeting attendance and remuneration payment to each board member



## Meeting attendance of the board of directors

### Meeting attendance of the board of directors

Number of the board of directors meeting over the past : 4

year (times)

Date of AGM meeting : 25 Apr 2025

EGM meeting : No

## Details of the board of directors' meeting attendance

List of directors	Number of Board Meeting			AGM meetings			EGM meetings		
	Meeting attendance (times)	/	Meeting attendance rights (times)	Meeting attendance (times)	/	Meeting attendance rights (times)	Meeting attendance (times)	/	Meeting attendance rights (times)
1. Mr. Surapon Arrykul (Chairman of the board of directors, Independent director)	4	/	4	1	/	1	N/A	/	N/A
2. Mr. Suwat Rochanakit (Vice-chairman of the board of directors, Independent director)	3	/	4	1	/	1	N/A	/	N/A
3. Mr. Chaiwat Laoteppitak (Director)	4	/	4	1	/	1	N/A	/	N/A
4. Ms. Chareonporn Chotiwananaphan (Director)	4	/	4	1	/	1	N/A	/	N/A
5. Mr. CHIAU CHIN HNG (Director)	3	/	4	1	/	1	N/A	/	N/A
6. Associate Professor Dr. Pitsanu Bunnaul (Director, Independent director)	4	/	4	1	/	1	N/A	/	N/A
7. Mr. Pichai Limroscharoen (Director, Independent director)	4	/	4	1	/	1	N/A	/	N/A
8. Mrs. Sudarat Laothepphithak Prawat (Director)	4	/	4	1	/	1	N/A	/	N/A
9. Mr. MING YAN CHON (Director)	3	/	3	0	/	0	N/A	/	N/A
10. Mrs. CHEOW NAI HNG (Director)	1	/	1	1	/	1	N/A	/	N/A

### Summary of the board of directors' meeting attendance rate

List of directors	Board of directors' meeting attendance rate	AGM meeting attendance rate	EGM meeting attendance rate
1. Mr. Surapon Arrykul (Chairman of the board of directors, Independent director)	4/4 (100.00%)	1/1 (100.00%)	N/A
2. Mr. Suwat Rochanakit (Vice-chairman of the board of directors, Independent director)	3/4 (75.00%)	1/1 (100.00%)	N/A
3. Mr. Chaiwat Laoteppitak (Director)	4/4 (100.00%)	1/1 (100.00%)	N/A
4. Ms. Chareonporn Chotiwananaphan (Director)	4/4 (100.00%)	1/1 (100.00%)	N/A
5. Mr. CHIAU CHIN HNG (Director)	3/4 (75.00%)	1/1 (100.00%)	N/A
6. Associate Professor Dr. Pitsanu Bunnaul (Director, Independent director)	4/4 (100.00%)	1/1 (100.00%)	N/A
7. Mr. Pichai Limroscharoen (Director, Independent director)	4/4 (100.00%)	1/1 (100.00%)	N/A
8. Mrs. Sudarat Laothepphithak Prawat (Director)	4/4 (100.00%)	1/1 (100.00%)	N/A
9. Mr. MING YAN CHON (Director)	3/3 (100.00%)	N/A	N/A
10. Mrs. CHEOW NAI HNG (Director)	1/1 (100.00%)	1/1 (100.00%)	N/A
<b>Average meeting attendance rate</b>	<b>(95.00%)</b>	<b>100.00%</b>	<b>N/A</b>

### Remuneration of the board of directors

#### Types of remuneration of the board of directors

The Company sets the compensation policy for its Board of Directors based on principles of appropriateness, transparency, and alignment with the roles, duties, and responsibilities of each committee, as well as in accordance with the practices of listed companies on the Stock Exchange of Thailand, and considering competitiveness within the

same industry. The compensation structure for the Board of Directors comprises compensation in the form of meeting allowances and other remuneration, which is determined to be appropriate for the duties and scope of responsibility of each committee.

### 1. Monetary compensation

In 2025, the Company paid compensation to each committee as follows: The Board of Directors received a total meeting allowance of 515,000 Baht and other monetary compensation of 840,000 Baht, totaling 1,355,000 Baht in compensation, which reflects their crucial role in policy-making and overall organizational oversight. Meanwhile, the Audit Committee received a meeting allowance of 375,000 Baht, with no other monetary compensation, consistent with its role in overseeing financial matters, internal control, and the Company's operations. For the Nomination and Remuneration Committee, the Company paid a meeting allowance of 50,000 Baht, with no other monetary compensation. And the Sustainable Development Committee received a meeting allowance of 24,000 Baht, with no other monetary compensation. The Executive Committee and the Risk Management Committee did not receive compensation in that year.

Overall, the compensation for the Board of Directors in 2025 reflects appropriate consideration of the roles, duties, responsibilities, and workload of each committee. The Company believes that the level of compensation is appropriate, capable of attracting and retaining knowledgeable and competent directors to perform their duties effectively, while not burdening the Company's operational performance, and aligning with long-term good corporate governance principles.

### 2. Other non-monetary compensation

None

### Remuneration of the board of directors

#### Details of the remuneration of each director over the past year

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non- monetary remuneration	
1. Mr. Surapon Arykul (Chairman of the board of directors, Independent director)			570,000.00		N/A
Board of Directors (Chairman of the board of directors)	80,000.00	360,000.00	440,000.00	No	
Audit Committee (Chairman of the audit committee)	120,000.00	0.00	120,000.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non- monetary remuneration	
Environmental, Social and Governance Committee (The chairman of the subcommittee)	10,000.00	0.00	10,000.00	No	
<b>2. Mr. Suwat Rochanakit (Vice-chairman of the board of directors, Independent director)</b>			<b>380,000.00</b>		<b>N/A</b>
Board of Directors (Vice- chairman of the board of directors)	45,000.00	240,000.00	285,000.00	No	
Audit Committee (Member of the audit committee)	75,000.00	0.00	75,000.00	No	
Nomination and Remuneration Committee (The chairman of the subcommittee)	20,000.00	0.00	20,000.00	No	
<b>3. Mr. Chaiwat Laoteppitak (Director)</b>			<b>60,000.00</b>		<b>N/A</b>
Board of Directors (Director)	60,000.00	0.00	60,000.00	No	
Executive Committee (Member of the executive committee)	0.00	0.00	0.00	No	
Risk Management Committee (The chairman of the subcommittee)	0.00	0.00	0.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non- monetary remuneration	
<b>4. Ms. Chareonporn Chotiwananaphan (Director)</b>			<b>60,000.00</b>		<b>N/A</b>
Board of Directors (Director)	60,000.00	0.00	60,000.00	No	
Executive Committee (Member of the executive committee)	0.00	0.00	0.00	No	
Risk Management Committee (Member of the subcommittee)	0.00	0.00	0.00	No	
<b>5. Mr. CHIAU CHIN HNG (Director)</b>			<b>45,000.00</b>		<b>N/A</b>
Board of Directors (Director)	45,000.00	0.00	45,000.00	No	
<b>6. Associate Professor Dr. Pitsanu Bunnaul (Director, Independent director)</b>			<b>270,000.00</b>		<b>N/A</b>
Board of Directors (Director)	60,000.00	120,000.00	180,000.00	No	
Audit Committee (Member of the audit committee)	90,000.00	0.00	90,000.00	No	
<b>7. Mr. Pichai Limroscharoen (Director, Independent director)</b>			<b>285,000.00</b>		<b>N/A</b>
Board of Directors (Director)	60,000.00	120,000.00	180,000.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non- monetary remuneration	
Audit Committee (Member of the audit committee)	90,000.00	0.00	90,000.00	No	
Nomination and Remuneration Committee (Member of the subcommittee)	15,000.00	0.00	15,000.00	No	
<b>8. Mrs. Sudarat Laothepphithak Prawat (Director)</b>			<b>79,000.00</b>		<b>N/A</b>
Board of Directors (Director)	60,000.00	0.00	60,000.00	No	
Executive Committee (Member of the executive committee)	0.00	0.00	0.00	No	
Environmental, Social and Governance Committee (Member of the subcommittee)	4,000.00	0.00	4,000.00	No	
Nomination and Remuneration Committee (Member of the subcommittee)	15,000.00	0.00	15,000.00	No	
<b>9. Mr. MING YAN CHON (Director)</b>			<b>30,000.00</b>		<b>N/A</b>
Board of Directors (Director)	30,000.00	0.00	30,000.00	No	
<b>10. Ms. Charoenkuan Chotiwatanapan (The chairman of the executive committee)</b>			<b>0.00</b>		<b>N/A</b>

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non- monetary remuneration	
Executive Committee (The chairman of the executive committee)	0.00	0.00	0.00	No	
<b>11. Mrs. Rattana Khaosomboon (Member of the executive committee)</b>			<b>2,000.00</b>		<b>N/A</b>
Executive Committee (Member of the executive committee)	0.00	0.00	0.00	No	
Risk Management Committee (Member of the subcommittee)	0.00	0.00	0.00	No	
Environmental, Social and Governance Committee (Member of the subcommittee)	2,000.00	0.00	2,000.00	No	
<b>12. Mr. Natachart Laoteppitak (Member of the executive committee)</b>			<b>2,000.00</b>		<b>N/A</b>
Executive Committee (Member of the executive committee)	0.00	0.00	0.00	No	
Environmental, Social and Governance Committee (Member of the subcommittee)	2,000.00	0.00	2,000.00	No	
<b>13. Mrs. Wandee Chatchamang (Member of the executive committee)</b>			<b>0.00</b>		<b>N/A</b>



Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non- monetary remuneration	
Executive Committee (Member of the executive committee)	0.00	0.00	0.00	No	
Risk Management Committee (Member of the subcommittee)	0.00	0.00	0.00	No	
<b>14. Mr. Prakit Inuthai (Member of the subcommittee)</b>			<b>4,000.00</b>		<b>N/A</b>
Environmental, Social and Governance Committee (Member of the subcommittee)	4,000.00	0.00	4,000.00	No	
<b>15. Mr. Tantawat Wattanachan (Member of the subcommittee)</b>			<b>0.00</b>		<b>N/A</b>
Risk Management Committee (Member of the subcommittee)	0.00	0.00	0.00	No	
<b>16. Mr. Rattchanont Pattarashon (Member of the subcommittee)</b>			<b>2,000.00</b>		<b>N/A</b>
Environmental, Social and Governance Committee (Member of the subcommittee)	2,000.00	0.00	2,000.00	No	
<b>17. Mrs. CHEOW NAI HNG (Director)</b>			<b>15,000.00</b>		<b>N/A</b>
Board of Directors (Director)	15,000.00	0.00	15,000.00	No	

### Summary of the remuneration of each committee over the past year

Names of board members	Meeting allowance	Other monetary remuneration	Total (Baht)
1. Board of Directors	515,000.00	840,000.00	1,355,000.00
2. Audit Committee	375,000.00	0.00	375,000.00
3. Executive Committee	0.00	0.00	0.00
4. Risk Management Committee	0.00	0.00	0.00
5. Nomination and Remuneration Committee	50,000.00	0.00	50,000.00
6. Environmental, Social and Governance Committee	24,000.00	0.00	24,000.00

### Remunerations or benefits pending payment to the board of directors

Remunerations or benefits pending payment to the board : 30,000.00

of directors over the past year

(Baht)

### 8.1.3 Supervision of subsidiaries and associated companies

Mechanism for overseeing subsidiaries and associated companies

Does the Company have subsidiaries and associated : Yes

companies

Mechanism for overseeing subsidiaries and associated : Yes

companies

Mechanism for overseeing management and taking : The appointment of representatives as directors,  
responsibility for operations in subsidiaries and associated executives, or controlling persons in proportion to  
companies approved by the board of directors shareholding, The determination of the scope of  
duties and responsibilities of directors and executives  
as company representatives in establishing important  
policies, Disclosure of financial condition and  
operating results, Transactions between the company  
and related parties, Acquisition or disposal of assets,  
Internal control system of the subsidiary operating  
the core business is appropriate and sufficient in the  
subsidiary operating the core business

Kiang Huat Sea Gull Trading Frozen Food Public Company Limited ("the Company") has established a systematic mechanism for overseeing the management and operational responsibilities of its subsidiary, Food Futures Company Limited ("the Subsidiary"). This is to ensure that operations are aligned with the Company's policies and strategies, adhere to good corporate governance principles, and consider the best interests of the entire group of companies. As a 99.99% shareholder in the Subsidiary, the Company has appointed its representatives to serve as directors, executives, and persons with controlling power in the Subsidiary in appropriate proportions. This enables close supervision and monitoring of operations. These individuals are responsible for performing their duties in accordance with the policies, directions, and strategies set by the Company, and must act with responsibility and prudence for the utmost benefit of the Subsidiary and the entire group of companies. The Company has clearly defined the scope of authority and responsibilities for directors and executives representing the Company in the Subsidiary. They play a crucial role in establishing and driving key policies of the Subsidiary. All corporate-level policies, such as good corporate governance principles, risk management, sustainable development, and business ethics, are mandated to follow the same guidelines as the Company to ensure consistency and efficiency in the management of the entire group of companies. Regarding information disclosure, the Subsidiary prepares its financial statements using the same auditor as the Company. Consolidated financial statements for the group of companies are prepared in accordance with relevant financial reporting standards. Financial position and operating results are disclosed accurately, completely, and timely, enabling shareholders and stakeholders to access information transparently. For transactions between the Company and related parties, including transactions between the Company and the Subsidiary, the Company has established stringent policies and review procedures. These procedures comply with the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission. Such transactions must also be considered and approved by the Company's Board of Directors or an assigned committee, and appropriate information must be disclosed to prevent conflicts of interest. In the case of the acquisition or disposal of assets by the Subsidiary, the Company requires significant transactions to be considered and approved by the Company's Board of Directors according to the specified approval authority levels. These transactions must strictly adhere to relevant regulations to ensure that decisions are prudent, transparent, and consider the best interests of the entire group of companies.

Furthermore, the Company oversees that the Subsidiary, which conducts core business operations, maintains appropriate and adequate internal control systems. These systems cover operational, financial, and compliance aspects with relevant laws and regulations. Internal audit systems and regular monitoring and evaluation are in place to ensure effective risk management and prevention of potential errors.

#### 8.1.4 The monitoring of compliance with corporate governance policy and guidelines

##### Prevention of conflicts of interest

##### Operations for conflict of interest prevention over the past year

Has the company operated in preventing conflicts of : Yes

interest over the past year

The Company recognizes the importance of transparent and fair consideration of various transactions, with paramount consideration for the Company's best interests. Therefore, emphasis is placed on preventing transactions that may constitute a conflict of interest for related party transactions. The guidelines for preventing conflicts of interest are as follows:

1. Directors and executives must inform the Company of any relationships or related party transactions in businesses that may create a conflict of interest that may change during the 2025 operating year.
2. Avoid engaging in related party transactions with directors, executives, or related persons that may create a conflict of interest with the Company. Should such a transaction be necessary, it must be presented to the Audit Committee for consideration and opinion before being submitted for approval to the Board of Directors and/or the Company's Shareholders' Meeting (as the case may be), in accordance with the related party transaction rules of the Capital Market Supervisory Board's notifications, the Securities and Exchange Commission, and good corporate governance principles.
3. Directors, executives, and employees must comply with the Company's regulations and business ethics. This is considered crucial and must be strictly adhered to, to ensure the Company is trustworthy and reliable to all stakeholders, and to disseminate information and understanding regarding compliance to employees throughout the Company and its subsidiaries.

##### Number of cases or issues related to conflict of interest

	2023	2024	2025
Total number of cases or issues related to conflict of interest (cases)	0	0	0

##### Prevention of the use of inside information to seek benefits

##### Operations for prevention of the use of inside information to seek benefits over the past year

Has the company operated in preventing the use of inside : Yes

information to seek benefits over the past year

The Company has policies and procedures to oversee directors and executives regarding the use of the Company's undisclosed inside information for personal gain, as follows:

1. To ensure that directors, executives, and employees are aware of the relevant announcements from the Securities and Exchange Commission (SEC) which stipulate that directors and executives have a duty to report changes

in securities holdings to the SEC in accordance with Section 59 of the Securities and Exchange Act B.E. 2535 (1992) within 3 days from the date of the change in securities holdings, and to inform the Company Secretary to record such changes and summarize the number of securities held by each director and executive for presentation to the Board of Directors at the next meeting for acknowledgment. Furthermore, penalties for non-compliance with these regulations have also been communicated.

2. To prohibit directors, executives, employees, or any department that has knowledge of financial statements or other material information affecting the Company's securities prices from disclosing inside information to external parties or individuals not involved in their duties, and to prohibit trading the Company's securities during the 1-month period prior to the public disclosure of financial statements or information affecting securities prices, and must not trade the Company's securities until 24 hours have passed since the full public disclosure of such information. Non-compliance with these regulations is considered a disciplinary offense by the Company. If any director, executive, or employee with knowledge of significant inside information commits a disciplinary offense, they will be subject to penalties ranging from warnings, salary deductions, suspension without pay, to termination of employment. These guidelines for managing the use of inside information have been approved by the Board of Directors.

#### Number of cases or issues related to the use of inside information to seek benefits

	2023	2024	2025
Total number of cases or issues related to the use of inside information to seek benefits (cases)	0	0	0

## Anti-corruption action

### Operations in anti-corruption in the past year

Has the company operated in anti-corruption over the : Yes  
past year

Form of operations in anti-corruption : Review of appropriateness in anti-corruption, The participation in anti-corruption projects, Assessment and identification of corruption risk, Communication and training for employees on anti-corruption policy and guidelines, The monitoring of the evaluation of compliance with the anti-corruption policy, Review of the completeness and adequacy of the process by the Audit Committee or auditor

The Company places great importance on conducting business with transparency and adhering to good corporate governance principles, by establishing anti-corruption policies and practices as an integral part of good corporate governance and continuously integrating them into the organization's operational processes to prevent risks and build confidence among all stakeholders.

In 2025, the Company regularly reviewed the suitability of its anti-corruption policy and related practices to ensure compliance with laws, regulatory requirements, and the evolving business environment. This includes establishing clear guidelines on giving or receiving gifts, hospitality, donations, political contributions, and preventing conflicts of interest, as well as establishing secure and confidential whistleblowing channels. The Company has clearly demonstrated its

commitment to anti-corruption by joining the Thai Private Sector Collective Action Against Corruption (CAC) and received its initial certification on February 26, 2015. The Company's current membership certification has been renewed for the period from March 2026 to March 2029, reflecting its continuous commitment to transparent and corruption-free business operations. The Company has systematically assessed and identified corruption risks, covering high-risk operational processes such as procurement, interactions with government agencies, financial transaction approvals, and transactions with business partners. Appropriate internal control measures have been established to mitigate such risks, including clear authorization limits, segregation of duties, and traceability.

The Company emphasizes communication and raising awareness among employees at all levels. Anti-corruption policies and practices are communicated through various organizational channels to ensure employees understand their roles and responsibilities and can perform their duties correctly in accordance with ethical principles and company regulations. Furthermore, the Company regularly monitors and evaluates compliance with its anti-corruption policies. The internal audit department is responsible for verifying the consistency of operations with established policies and practices and reports the findings to the Audit Committee and the Board of Directors to enable appropriate oversight and process improvement. Regarding oversight by the Audit Committee and auditors, the completeness and adequacy of internal control systems and processes related to anti-corruption have been regularly reviewed, and no significant issues that could affect the reliability of these systems were found.

#### Number of cases or issues related to corruption

	2023	2024	2025
Total number of cases or issues related to corruption (cases)	0	0	0

## Whistleblowing

#### Operations related to whistleblowing over the past year

Has the company implemented whistleblowing : Yes

procedures over the past year

To ensure equitable and fair treatment of all stakeholders in accordance with good corporate governance principles, the Company has established channels for reporting tips, complaints, comments, or any suggestions indicating that stakeholders have been affected or are at risk of being affected, potentially causing damage to stakeholders from the Company's business operations or from the actions of the Company's employees, regarding violations of laws or ethics, including behaviors that may indicate corruption, unequal treatment, or actions lacking caution and prudence. Whistleblowers may choose to remain anonymous and can submit complaints through the following channels:

1. Company Website : <https://www.kst-hatyai.com>
2. Letter : Chairman of the Audit Committee  
Kiang Huat Sea Gull Trading Frozen Food Public Company Limited, No. 4/2, Moo 3,  
Asia Highway No. 43, Namom, Songkhla 90310

In the past year 2025, the Company has not received any tips or complaints.

## Number of cases or issues related to whistleblowing

	2023	2024	2025
Total number of cases or issues received through whistleblowing channels (cases)	0	0	0

## 8.2 Report on the results of duty performance of the audit committee in the past year

### 8.2.1 Meeting attendance of audit committee

Meeting attendance of audit committee (times) : 4

List of Directors	Meeting attendance of audit committee			Average percentage meeting attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Mr. Surapon Arrykul (Chairman of the audit committee)	4	/	4	4/4 (100.00%)
2. Mr. Suwat Rochanakit (Member of the audit committee)	3	/	4	3/4 (75.00%)
3. Associate Professor Dr. Pitsanu Bunnaul (Member of the audit committee)	4	/	4	4/4 (100.00%)
4. Mr. Pichai Limroscharoen (Member of the audit committee)	4	/	4	4/4 (100.00%)
Average Attendance Rate				93.75%

### 8.2.2 The results of duty performance of the audit committee

During 2025, the Audit Committee performed its duties as assigned by the Board of Directors. The key activities can be summarized as follows:

1. Review the quarterly and annual financial statements of the company and its subsidiaries, as well as the disclosure of information in the financial statements and intercompany reports. The Audit Committee held meetings with the auditor and management every quarter.
2. Review the internal control system, by considering the audit reports where the internal auditor has reviewed and assessed the adequacy of internal controls and compliance with the company's established rules and guidelines, and has monitored whether management has fully rectified the deficiencies found during the review.
3. Consider the independence of the internal auditor and the annual audit plan, acknowledge the results of internal audits, as well as inquire and provide recommendations, and monitor the implementation of corrective actions for significant issues.
4. Review the adequacy and effectiveness of the company's risk management policies and strategies, by holding meetings with the management responsible for risk management to acknowledge both external and internal risk factors that may significantly impact business operations.
5. Review related party transactions or transactions that may have conflicts of interest in accordance with the regulations of the relevant regulatory authorities.



6. Consider the accounting firm and annual audit fees to propose to the Board of Directors for approval and presentation at the Annual General Meeting of Shareholders, for the appointment of KPMG Phoomchai Audit Ltd. as the auditor of the company and its subsidiaries.

### 8.3 Summary of the results of duty performance of subcommittees

#### 8.3.1 - 8.3.2 Meeting attendance and the results of duty performance of subcommittees

##### Meeting attendance Executive Committee

Meeting Executive Committee (times) : 6

List of Directors	Meeting attendance Executive Committee			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Ms. Charoenkuan Chotiwanapan (The chairman of the executive committee)	6	/	6	6 / 6 (100.00%)
2. Mr. Chaiwat Laoteppitak (Member of the executive committee)	6	/	6	6 / 6 (100.00%)
3. Mrs. Sudarat Laothepphithak Prawat (Member of the executive committee)	6	/	6	6 / 6 (100.00%)
4. Ms. Chareonporn Chotiwanapan (Member of the executive committee)	6	/	6	6 / 6 (100.00%)
5. Mrs. Rattana Khaosomboon (Member of the executive committee)	6	/	6	6 / 6 (100.00%)
6. Mr. Natachart Laoteppitak (Member of the executive committee)	6	/	6	6 / 6 (100.00%)
7. Mrs. Wandee Chatchamang (Member of the executive committee)	6	/	6	6 / 6 (100.00%)
Average Meeting Attendance Rate				100.00%

## The results of duty performance of Executive Committee

In 2025, the Executive Committee performed its duties with a crucial role in driving strategies into action and overseeing the company's daily operations to ensure efficiency, in line with the policies, goals, and directions set by the Board of Directors. Amidst a challenging business environment characterized by global economic volatility, raw material costs, and international trade regulations, the Executive Committee jointly established the annual operational plan and budget, focusing on enhancing the competitiveness of the manufacturing and export business. This was achieved through efficient cost management, improvement of production processes, development of value-added products, and expansion of export markets to new countries, while continuously retaining existing customer bases. The performance of various departments was closely monitored, compared against established plans and indicators, and factors affecting performance were analyzed, leading to timely corrective or adaptive measures in response to changing situations.

The Executive Committee has operated under the company's policy framework and good corporate governance principles, promoting transparent, ethical, and auditable operations. This includes supporting business operations in line with sustainable development guidelines (ESG) across environmental, social, and governance aspects. The Executive Committee has also prioritized human resource development by fostering the potential of employees at all levels and building an organizational culture focused on efficiency, accountability, and teamwork to support the company's long-term growth.

The Executive Committee is of the opinion that in 2025, despite the company facing numerous challenges from external factors, the company has been able to adapt and manage appropriately. Resources have been utilized efficiently, and there are adequate operational monitoring and control systems in place, which are crucial factors in supporting the company's continuous and sustainable growth in the future.

## Meeting attendance Risk Management Committee

Meeting Risk Management Committee (times) : 1

List of Directors	Meeting attendance Risk Management Committee			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Mr. Chaiwat Laoteppitak (The chairman of the subcommittee)	1	/	1	1 / 1 (100.00%)
2. Ms. Chareonporn Chotiwananaphan (Member of the subcommittee)	1	/	1	1 / 1 (100.00%)
3. Mrs. Rattana Khaosomboon (Member of the subcommittee)	1	/	1	1 / 1 (100.00%)
4. Mrs. Wandee Chatchamang (Member of the subcommittee)	1	/	1	1 / 1 (100.00%)
Average Meeting Attendance Rate				100.00%

List of Directors	Meeting attendance Risk Management Committee			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
5. Mr. Tantawat Wattanachan (Member of the subcommittee)	1	/	1	1 / 1 (100.00%)
Average Meeting Attendance Rate				100.00%

### The results of duty performance of Risk Management Committee

In 2025, the Risk Management Committee performed its duties with a crucial role in establishing the enterprise-wide risk management framework and overseeing systematic, comprehensive risk management that aligns with the company's strategies and objectives, within the context of an industry characterized by volatility from both internal and external factors.

The Risk Management Committee collaborated with management to review and identify significant organizational risks, covering all dimensions including strategic, operational, financial, and compliance aspects. Examples include risks from raw material price fluctuations, exchange rate risks, food quality and safety risks, and risks from changing international trade regulations. The committee established appropriate risk management guidelines and oversaw various departments in developing and concretely implementing risk management plans. Performance was continuously monitored to ensure that risks were reduced to an acceptable level.

Additionally, the Risk Management Committee has prioritized the development of risk reporting systems and internal communication within the organization to enable executives and relevant departments to promptly recognize and respond to risks. This includes fostering a risk management culture within the organization by ensuring that employees at all levels are aware of their roles and responsibilities in risk management. The committee has consistently reported the results of risk management and significant risk issues to the Board of Directors, while also providing policy recommendations to improve and develop risk management processes in line with changing circumstances.

The Risk Management Committee is of the opinion that in 2025, the company was able to adequately manage uncertainties and emerging risk factors. Despite challenges from a volatile business environment, the company effectively managed its risks, which is a crucial factor in supporting the stable and sustainable long-term growth of the business. Nevertheless, the Risk Management Committee remains committed to continuously developing and enhancing risk management processes to align with new risk trends and future changes in the business environment.

### Meeting attendance Nomination and Remuneration Committee

Meeting Nomination and Remuneration Committee (times) : 1

List of Directors	Meeting attendance Nomination and Remuneration Committee			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Mr. Suwat Rochanakit (The chairman of the subcommittee, Independent director)	1	/	1	1 / 1 (100.00%)
2. Mr. Pichai Limroscharoen (Member of the subcommittee, Independent director)	1	/	1	1 / 1 (100.00%)
3. Mrs. Sudarat Laothepphithak Prawat (Member of the subcommittee)	1	/	1	1 / 1 (100.00%)
Average Meeting Attendance Rate				100.00%

#### The results of duty performance of Nomination and Remuneration Committee

In 2025, the Nomination and Remuneration Committee performed its duties with a significant role in overseeing the process of recruiting and selecting directors and senior executives with appropriate qualifications, as well as establishing remuneration policies and structures consistent with the Company's business strategy and performance, to support long-term sustainable growth.

The Nomination and Remuneration Committee reviewed the Company's board structure, considering the appropriateness of its size, composition, and diversity of skills, experience, and expertise in line with the Company's business direction. It reviewed and determined the remuneration of directors and executives, taking into account the suitability of their roles, responsibilities, and the Company's performance in both the short and long term, as well as competitiveness with the labor market. Variable remuneration was linked to key performance indicators, both financial and non-financial, to incentivize executives to drive the organization towards achieving strategic goals. The operational process of the Nomination and Remuneration Committee was transparent, fair, and free from conflicts of interest. Directors with a vested interest in any matter did not participate in its consideration. The Committee reported its operational results and recommendations to the Board of Directors.

The Nomination and Remuneration Committee is of the opinion that in 2025, the Company will have an appropriate board and management structure, a recruitment and remuneration system consistent with good corporate governance principles, and the ability to support business operations to grow efficiently and sustainably in the long term.

#### Meeting attendance Environmental, Social and Governance Committee

Meeting Environmental, Social and Governance : 2

Committee (times)

List of Directors	Meeting attendance Environmental, Social and Governance Committee			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Mr. Surapon Arrykul (The chairman of the subcommittee, Independent director)	2	/	2	2 / 2 (100.00%)
2. Mrs. Sudarat Laothepphithak Prawat (Member of the subcommittee)	2	/	2	2 / 2 (100.00%)
3. Mr. Natachart Laoteppitak (Member of the subcommittee)	1	/	2	1 / 2 (50.00%)
4. Mr. Prakit Inuthai (Member of the subcommittee)	2	/	2	2 / 2 (100.00%)
5. Mrs. Rattana Khaosomboon (Member of the subcommittee)	1	/	1	1 / 1 (100.00%)
6. Mr. Rattchanont Pattarashon (Member of the subcommittee)	1	/	1	1 / 1 (100.00%)
Average Meeting Attendance Rate				91.67%

### The results of duty performance of Environmental, Social and Governance Committee

In 2025, the ESG Committee performed its duties with a crucial role in setting the direction, policies, and operational framework for the company's sustainability, aligning them with business strategies and international standards. It also oversaw the concrete integration of Environmental, Social, and Governance (ESG) operations into the business processes.

The ESG Committee collaborated with management to review material sustainability issues (Materiality Assessment), considering both internal and external organizational factors, as well as stakeholder expectations, to establish appropriate sustainability guidelines and goals. In the environmental aspect, it oversaw the efficient utilization of resources, reduction of waste from production processes, effective water and energy management, and continuous implementation of measures to mitigate environmental impacts. In the social aspect, the company prioritized providing employees with a safe and suitable working environment, developing personnel capabilities, respecting human rights, and participating in the development of communities surrounding its establishments. In the governance aspect, the ESG Committee promoted transparent and verifiable business operations in accordance with good corporate governance principles, including supporting anti-corruption efforts and strict compliance with relevant laws and regulations.

The ESG Committee is of the opinion that in 2025, the company has made continuous progress in its sustainability operations. It has successfully integrated ESG concepts into its business operations appropriately, established a robust governance and monitoring system, and achieved a balance between business growth and environmental and social responsibility. This serves as a crucial foundation for enhancing the organization's long-term confidence and sustainability.

## 9. Internal control and related party transactions

### 9.1 Internal control

#### Summary of the opinion of the board of directors regarding the internal control of the company

The internal control system is one of the crucial factors for management's corporate governance, as it affects the confidence of customers and investors. Therefore, the company prioritizes establishing clear and measurable policies and business directions, as well as the effectiveness of internal control systems at both management and operational levels, to align with the organization's goals and policies and to serve as a guideline for the company's operations.

At the Board of Directors Meeting No. 1/2569 on February 27, 2569, with a total of 7 directors attending (including 4 audit committee members), the Board of Directors concurred with the Audit Committee that the company has an internal control system at an appropriate level sufficient for business operations and has sufficient personnel to effectively implement the internal control system, as well as being able to prevent damage to company assets that may arise from misuse or unauthorized use by executives.

#### 9.1.1 Adequacy and appropriateness of the company's internal control system

Company's internal control system : The Committee of Sponsoring Organizations of the Treadway Commission (COSO)

#### The Committee of Sponsoring Organizations of the Treadway Commission (COSO)

The Company has assessed the adequacy and effectiveness of its internal control system using the assessment form provided by the Securities and Exchange Commission, which adheres to the internal control framework of The Committee of Sponsoring Organizations of the Treadway Commission (COSO), covering the following five components:

##### 1. Control Environment

The Company operates with a policy that emphasizes ethical principles and transparency in business operations and adheres to the Company's corporate governance policy. The goal is to create a sound internal control environment, including an efficient, transparent, and auditable management system. Channels for receiving complaints and reporting corruption from external parties and Company employees have been established via mail or the Company's website. Additionally, the management structure includes independent directors to provide checks and balances and assist in scrutinizing the Company's business operations.

##### 2. Risk Assessment

The Company has appointed a Risk Management Committee responsible for formulating risk management policies and defining risk management plans to serve as operational guidelines. This also includes supporting and continuously developing risk management throughout the organization. The Board of Directors has analyzed and assessed the business risks, established preventive, control, and management measures for risks that could significantly impact the Company and its subsidiaries, and promoted awareness among executives and employees regarding risk management and compliance with laws, regulations, and organizational requirements.

##### 3. Control Activities

The Company has clearly defined in writing the organizational structure, duties, and operational authority of employees and management within the organization. It also has a policy for continuous development of knowledge and capabilities for employees at all levels to enable them to perform their duties efficiently and in line with the Company's business. Furthermore, the Company regularly monitors and evaluates internal performance to develop and improve operations and various work processes in compliance with laws and the Company's objectives.

##### 4. Information and Communication



The Company oversees the management of information technology systems and security measures for these systems at an international standard level for both external and internal customers. This includes establishing an information system security control policy to regulate access rights to business data and prevent intrusion into the Company's information systems. Furthermore, the Company emphasizes the disclosure of accurate, complete, and transparent information, disseminating news and information thoroughly to investors and stakeholders through the information dissemination channels of the Stock Exchange of Thailand and the Company's website.

## 5. Monitoring Activities

The Company continuously controls and monitors internal operations by establishing comprehensive internal control and internal audit systems across financial, operational, and regulatory aspects. This is to support the Company's internal control system in becoming more efficient and adequate for business operations. The Company has an Internal Audit Department responsible for auditing to ensure that the Company's key operations and significant financial activities are conducted according to established guidelines and are efficient, as well as verifying compliance with relevant laws and regulations. To ensure the independence of the internal audit function, allowing it to perform its duties, audit, and provide checks and balances fully, the Board of Directors has stipulated that the outsourced internal auditor reports audit results directly to the Audit Committee. JP Tip Audit Co., Ltd. has been contracted to perform the Company's internal audit duties since January 1, 2015, with Mr. Tanongsak Praditthan, Managing Director, as the primary person responsible for the Company's internal audit function.

### 9.1.2 Deficiencies related to the internal control system

	2023	2024	2025
Total number of deficiencies related to the internal control system (cases)	0	0	0

### 9.1.3 Opinions of the audit committee and auditor's observations on internal control

Does the audit committee have opinions on internal : No  
control different from the board of directors' opinions?

Does the auditor have any observations on the company's : No  
internal control?

### 9.1.4 Opinions of the audit committee on the position of the head of the internal audit unit

Head of the internal audit unit : Outsourced service

The Audit Committee has comprehensively considered the suitability of Mr. Tanongsak Praditthan and JP Tip Audit Co., Ltd. to hold the position of Head of Internal Audit for the company in 2025, covering qualifications, knowledge, capabilities, independence, and operational efficiency. The Audit Committee is of the opinion that the Head of Internal Audit possesses extensive knowledge and experience in internal audit, accounting, and internal control, demonstrates professional expertise in accordance with professional standards, and has a thorough understanding of the company's business processes. This enables them to appropriately apply their knowledge in planning and executing audits. The engagement of an external service provider for internal audit functions enhances operational independence and mitigates risks arising from conflicts of interest. Mr. Tanongsak Praditthan and JP Tip Audit Co., Ltd. are capable of performing their duties impartially, transparently, and in accordance with good corporate governance principles. They can comprehensively develop internal audit plans based on the organization's risk levels and efficiently conduct audits according to the established plans, while consistently reporting audit results, observations, and recommendations to

the Audit Committee. This contributes to the development of the company's internal control and risk management systems. Furthermore, they continuously monitor the rectification of deficiencies by relevant departments. Based on this review, the Audit Committee is of the opinion that the Head of Internal Audit is suitable for the position and can perform their duties effectively, supporting the company in maintaining adequate, appropriate, and effective internal control systems, which is crucial for building confidence among shareholders and stakeholders. The Audit Committee will continue to monitor and support the continuous development of the internal audit function's capabilities to align with evolving risks and future business environments.

#### **9.1.5 Appointment, discharge, and transfer of the head of the internal audit unit**

Does the appointment, discharge, and transfer of the head : Yes

of the internal audit unit require the audit committee

approval?

The Company has clearly established guidelines for the appointment, removal, and transfer of the Head of Internal Audit, in compliance with good corporate governance principles and to maintain the independence of the internal audit function. This process must be subject to the review and approval of the Audit Committee in all cases. For the appointment of the Head of Internal Audit, the Company will consider suitable qualifications, including knowledge, skills, and experience in internal audit, accounting, internal control, and risk management, as well as an understanding of the Company's business nature, independence, and the ability to perform duties in accordance with professional standards. Management shall propose a list of suitable candidates to the Audit Committee for consideration and must obtain approval from the Audit Committee prior to appointment. In the event of the removal or transfer of the Head of Internal Audit, the Company requires appropriate and clear reasons, such as performance issues, organizational restructuring, or business necessity. Management must submit detailed information and supporting reasons to the Audit Committee for thorough consideration. Furthermore, any removal or transfer must receive approval from the Audit Committee before implementation, to ensure that there is no interference with duties and to maintain the independence of the internal audit function.

## 9.2 Related party transactions

The Company places significant importance on related party transactions, having clearly established policies, measures, and procedures for their consideration and approval. This is to ensure that such transactions adhere to the principles of transparency, appropriateness, and fairness, as if they were conducted with independent third parties.

Furthermore, related party transactions must undergo review and receive an opinion from the Audit Committee and/or the Board of Directors, in accordance with the criteria stipulated by laws and regulatory bodies, with paramount consideration for the best interests of the company and all shareholders.

### Related party transactions

Does the company have any related party transactions? : Yes

### 9.2.1 - 9.2.2 Names of the group of persons who may have a conflict of interest, nature of relationship, and information on related party transactions

#### Persons/entities with potential conflicts

Name of person or entity/type of business	Nature of relationship	Information as of date
Chotiwat Manufacturing Public Company Limited Manufacture and distribute processed food, ready-to-eat seafood, frozen food, and pet food.	There are common shareholders	31 Dec 2025
Champaca Marketing Company Limited Retailing of canned food products and food products	There are shared shareholders and executives.	31 Dec 2025

Name of person or entity/type of business	Nature of relationship	Information as of date
R 89 Company Limited Operate cold storage and freezing facilities for freezing fresh products or processing food into frozen food.	Some shareholders and executives are shared.	31 Dec 2025
Food Futures Company Limited Production of ready-to-eat frozen vegetables and fruits, and cold storage warehousing services.	The Company is the majority shareholder, holding 99.99 percent of the shares.	31 Dec 2025

#### Details of related party transactions

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
Chotiwat Manufacturing Public Company Limited			
<b>Transaction 1</b>	0.00	0.00	20.56
<u>Nature of transaction</u>			

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
<p>The nature of the transaction is between Food Futures Co., Ltd. (a subsidiary of the Company) and Chotiwat Manufacturing Public Company Limited. The subsidiary earned revenue from providing services related to the following items:</p> <ul style="list-style-type: none"> <li>• Revenue from storage fees</li> <li>• Other revenue</li> </ul> <p><u>Details</u></p> <p>Revenue from storage fees and goods management and logistics services</p> <p><u>Necessity/reasonableness</u></p> <p>The income received by subsidiaries from intercompany services supports normal business operations. These services are essential for operations, contributing to efficient management and generating economic benefits for the company as a whole.</p> <p><u>Audit committee's opinion</u></p> <p>Such connected transactions are in accordance with the company's practices, and no opinion was sought from the Audit Committee. The company operates based on principles of fairness and transparency, including compliance with relevant laws and regulations, and discloses information in accordance with accounting standards and regulatory requirements.</p>			
<p><b>Transaction 2</b></p> <p><u>Nature of transaction</u></p>	0.00	0.00	3.37

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
<p>The nature of the transaction is between Chotiwat Hat Yai Cold Storage Public Company Limited, Mahachai Branch, and Chotiwat Manufacturing Public Company Limited. The Mahachai Branch of the company purchased machinery and equipment for producing sweet fish sauce products, including raw materials for production, to manufacture sweet fish sauce products for sale in Thailand, thereby expanding the company's revenue base.</p> <p><u>Details</u></p> <p>Purchase of machinery and equipment</p> <p><u>Necessity/reasonableness</u></p> <p>As the assets possess characteristics and qualities directly aligned with the company's usage and can be utilized in operations continuously and efficiently. Furthermore, this transaction helps reduce the time and cost associated with procuring assets from external sources and supports the overall business operations of the group of companies.</p> <p><u>Audit committee's opinion</u></p> <p>Such connected transactions are in accordance with the company's practices, and no opinion was sought from the Audit Committee. The company operates based on principles of fairness and transparency, including compliance with relevant laws and regulations, and discloses information in accordance with accounting standards and regulatory requirements.</p>			
Champaca Marketing Company Limited			
<b>Transaction 1</b>	0.00	0.46	17.18
<u>Nature of transaction</u>			

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
<p>The nature of the transaction is between Chotiwat Hat Yai Cold Storage Public Company Limited, Mahachai Branch, and Jumpaka Marketing Company Limited. The Mahachai branch's transactions are derived from the production and sale of sweet fish sauce products.</p> <p><u>Details</u></p> <p>Sell Products</p> <p><u>Necessity/reasonableness</u></p> <p>Revenue from the sale of sweet fish sauce products is a business that supports and enhances the company's income. This leverages the group's business capabilities and expertise, while also expanding the customer base to new consumer segments, increasing distribution channels, and reducing dependence on revenue from a single core business. Furthermore, this transaction is a normal business operation of the company, conducted under commercial terms identical to those with general third parties.</p> <p><u>Audit committee's opinion</u></p> <p>Such connected transactions are in accordance with the company's practices, and no opinion was sought from the Audit Committee. The company operates based on principles of fairness and transparency, including compliance with relevant laws and regulations, and discloses information in accordance with accounting standards and regulatory requirements.</p>			
R 89 Company Limited			
<b>Transaction 1</b>	0.00	5.91	3.73
<u>Nature of transaction</u>			

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
<p>The transaction is between Chotiwat Hat Yai Cold Storage Public Company Limited and R 89 Company Limited. Chotiwat Hat Yai Cold Storage Public Company Limited has engaged R 89 Company Limited to produce frozen shrimp raw materials for the company.</p> <p><u>Details</u></p> <p>Production Service Fee</p> <p><u>Necessity/reasonableness</u></p> <p>To support the company's continuous and efficient operations, as R 89 Company Limited is located near raw material sources in the Ranong province area, possessing expertise, readiness in procurement, and an appropriate raw material management system, which helps reduce the burden of purchasing, lowers costs, and increases overall business efficiency.</p> <p><u>Audit committee's opinion</u></p> <p>Such connected transactions are in accordance with the company's practices, and no opinion was sought from the Audit Committee. The company operates based on principles of fairness and transparency, including compliance with relevant laws and regulations, and discloses information in accordance with accounting standards and regulatory requirements.</p>			
Food Futures Company Limited			
<p><b>Transaction 1</b></p> <p>0.00                      26.92                      136.87</p> <p><u>Nature of transaction</u></p> <p>The nature of the transactions is between Chotiwat Hat Yai Cold Storage Public Company Limited and Food Future Company Limited, a subsidiary of the company. These transactions include the purchase and sale of goods and services, business management, and financial transactions.</p>			



Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
<p><u>Details</u></p> <p>1. In terms of revenue, the company generates revenue from its subsidiaries, including:</p> <ul style="list-style-type: none"> <li>• Sale of consumables</li> <li>• Revenue from labor services</li> <li>• Revenue from management services</li> <li>• Revenue from rental and services</li> <li>• Interest income</li> <li>• Sale of machinery and equipment</li> </ul> <p>2. In terms of expenses, the company incurs expenses with its subsidiaries, including:</p> <ul style="list-style-type: none"> <li>• Purchase of raw materials</li> <li>• Purchase of consumables</li> <li>• Production service fees</li> <li>• Storage fees</li> </ul> <p><u>Necessity/reasonableness</u></p> <p>To ensure the company's continuous and efficient operations, these business activities are designed to support the company's normal trade and operations, thereby enhancing its strength and competitiveness. The company places significant importance on the appropriate and transparent consideration and control of connected transactions, in accordance with established policies.</p> <p><u>Audit committee's opinion</u></p> <p>Such connected transactions are in accordance with the company's practices, and no opinion was sought from the Audit Committee. The company operates based on principles of fairness and transparency, including compliance with relevant laws and regulations, and discloses information in accordance with accounting standards and regulatory requirements.</p>			

### 9.2.3 Policy and future trends of related party transactions and the compliance with the obligations specified in the prospectus of the company

## **Future trends in related party transactions**

Regarding the trend of future related party transactions, the Company anticipates that transactions will be similar to those in the past, which are necessary for the normal course of business operations, and the Company will adhere to its related party transaction policy. The Company places significant importance on the execution of related party transactions, considering principles of good corporate governance, transparency, and the utmost benefit to the Company and its shareholders. Future related party transactions between the Company and its subsidiaries, associates, directors, or significant executives must be conducted in accordance with the measures and approval procedures for related party transactions as stipulated by the Company, to ensure that the decision to enter into such transactions does not create conflicts of interest and provides the maximum benefit to all shareholders. Should any related party transaction potentially involve a conflict of interest, the Company will assign the Audit Committee to provide an opinion on its necessity and appropriateness, by considering various conditions in line with normal commercial practices in the industry, and by comparing prices and conditions with third parties or market prices. In cases where the Audit Committee lacks expertise in considering potential related party transactions, the Company will engage an independent expert or the Company's auditor to provide an opinion on such related party transactions, for use in the decision-making process of the Audit Committee and/or the Board of Directors and/or shareholders, as the case may be. Furthermore, the Board of Directors will ensure that the Company complies with the Securities and Exchange Act, regulations, announcements, orders, or requirements of the Stock Exchange of Thailand, including compliance with requirements regarding the disclosure of related party transactions and the acquisition or disposal of significant assets of the Company, as well as adherence to relevant financial reporting standards and disclosure of transactions as required by law.

### **9.2.4 Information on appraised assets and appraisal price in conjunction with the execution of related party transactions**

Can be referred in attachment 4: assets for business undertaking and details of asset appraisal

## Part 3 Financial Statement

## Board of Directors' Responsibility Statement for the Financial Report

## **Board of Directors' Responsibility Statement for the Financial Report**

The Board of Directors recognizes the importance of the financial statements as the principal tool reflecting the Company's financial position, operating results, and cash flows. Such information is essential for shareholders, investors, and stakeholders in making economic decisions. The Board of Directors has the duty and direct responsibility to oversee that the preparation and disclosure of the Company's financial statements are accurate, complete, transparent, and reliable.

The Board of Directors has supervised the preparation of the quarterly and annual financial statements in accordance with accounting standards and financial reporting standards issued by the Federation of Accounting Professions under the Royal Patronage, which are in compliance with generally accepted accounting principles in Thailand, as well as the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand. The Company has consistently adopted appropriate accounting policies relevant to its business nature and has adequately disclosed significant accounting policies in the notes to the financial statements. In preparing the financial statements, management has exercised prudent and reasonable judgment in making significant accounting estimates, such as asset impairment, provisions, and revenue recognition, to ensure that the financial statements appropriately reflect the Company's financial position and operating results. In addition, all material information has been completely, adequately, and timely disclosed to enable users of the financial statements to understand the information accurately.

The Audit Committee, as a subcommittee of the Board of Directors, plays an important role in reviewing the quality of the financial statements. The Audit Committee has considered, together with management and the external auditor, the appropriateness of accounting policies, compliance with financial reporting standards, significant accounting issues requiring judgment, as well as the adequacy of disclosures in the financial statements. The Audit Committee has also monitored the implementation of the auditor's recommendations appropriately.

The Board of Directors has established appropriate and adequate internal control systems to support the accuracy and reliability of financial information, covering accounting records and authorization of transactions and report preparation, as well as the prevention and detection of errors or fraud that may affect the financial statements. In addition, the Board of Directors has appointed independent external auditors with appropriate qualifications and experience to audit the Company's financial statements in accordance with generally accepted auditing standards. The auditors have performed their duties independently and have expressed their opinions about the financial statements in accordance with professional standards. The Audit Committee has reviewed and concluded that the external auditors have performed their duties efficiently and in compliance with relevant standards.

Based on the overall supervision and review, the Board of Directors is of the opinion that the Company's financial statements for the year ended December 31, 2025, have been prepared fairly, in all material respects, in accordance with accounting standards and financial reporting standards issued by the Federation of Accounting Professions and in compliance with generally accepted accounting principles in Thailand. The financial statements have been prepared under appropriate accounting policies consistently applied, with adequate, transparent, and reliable disclosures, and supported by appropriate and adequate internal control systems for financial reporting. This enhances confidence among shareholders, investors, and all stakeholders.



(Dr. Surapon Arrykul)

Chairman of the Board of Directors

## Auditor's Report

**Kiang Huat Sea Gull Trading Frozen Food  
Public Company Limited and its Subsidiary**

Financial statements for the year ended  
31 December 2025  
and  
Independent Auditor's Report





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## Independent Auditor's Report

### To the Shareholders of Kiang Huat Sea Gull Trading Frozen Food Public Company Limited

#### *Opinion*

I have audited the consolidated and separate financial statements of Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its subsidiaries (the "Group") and of Kiang Huat Sea Gull Trading Frozen Food Public Company Limited (the "Company"), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2025, the consolidated and separate statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of material accounting policies and other explanatory information.

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2025 and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs).

#### *Basis for Opinion*

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

TS



### Key Audit Matters

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

Valuation of inventories	
Refer to Notes 7	
The key audit matter	How the matter was addressed in the audit
Inventory, which is a significant balance, is required to be carried at the lower of cost or net realisable value. The estimate of net realisable value of inventories involves management judgment and is subject to the fluctuation of the raw material price. Therefore, I considered this to be the key audit matter.	<p>My audit procedures included:</p> <ul style="list-style-type: none"> <li>• inquiring management and obtaining related documents to understand the inventory valuation process as well as the Company's policy in estimating the net realisable value of inventories;</li> <li>• obtaining an understanding of the internal controls relating to the inventory management and observing the physical inventory count and testing the conditions of inventories on a sampling basis;</li> <li>• testing the design and implementation of key controls</li> <li>• testing the estimate of net realisable value of inventories by testing the selling price less the estimated costs necessary to make the sale, on a sampling basis, with related documents as well as testing the calculation;</li> <li>• considering the adequacy of disclosures in accordance with the Thai Financial Reporting Standards.</li> </ul>

### Other Information

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

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

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

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

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

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





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

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

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

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

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the group financial statements. I am responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. I remain solely responsible for my audit opinion.



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

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

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

A handwritten signature in blue ink, appearing to be 'Bongkot Amsageam', with a small star-like mark to the right.

(Bongkot Amsageam)  
Certified Public Accountant  
Registration No. 3684

KPMG Phoomchai Audit Ltd.  
Bangkok  
27 February 2026

## Financial Statements

# Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary

## Statement of financial position

Assets	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 December		31 December	
		2025	2024	2025	2024
(in Baht)					
Current assets					
Cash and cash equivalents	5	18,941,192	30,150,470	12,225,993	26,549,935
Trade and other receivables	4, 6	157,256,684	211,842,742	113,612,405	179,779,142
Short-term loan to related party	4	-	-	20,000,000	-
Inventories	7	776,491,633	1,058,876,627	776,264,109	1,058,876,627
Total current assets		952,689,509	1,300,869,839	922,102,507	1,265,205,704
Non-current assets					
Investments in subsidiary	8	-	-	149,985,000	149,985,000
Investments in associate	9	121,098,105	123,101,465	42,176,566	42,176,566
Investment in non-marketable equity instrument	20	50,000	50,000	50,000	50,000
Investment properties	10	17,390,364	17,390,364	20,481,658	17,390,364
Property, plant and equipment	11	877,538,181	744,504,492	305,761,343	302,084,482
Right-of-use assets	12	68,180,263	76,860,371	67,601,500	76,860,371
Intangible assets		2,210,426	2,740,609	2,094,590	2,687,522
Deferred tax assets	18	84,511,661	24,287,980	83,974,040	23,767,182
Other non-current assets		1,866,700	1,345,700	1,366,700	1,345,700
Total non-current assets		1,172,845,700	990,280,981	673,491,397	616,347,187
Total assets		2,125,535,209	2,291,150,820	1,595,593,904	1,881,552,891

The accompanying notes are an integral part of these financial statements.

# Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary

## Statement of financial position

Liabilities and equity	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 December		31 December	
		2025	2024	2025	2024
(in Baht)					
Current liabilities					
Short-term loans from financial institutions	13	1,044,500,000	918,680,000	1,044,500,000	918,680,000
Trade and other payables	4, 16	98,817,805	103,463,049	84,748,779	72,635,857
Current portion of long-term loans					
from financial institution	13	42,543,407	-	-	-
Current portion of lease liabilities	13	10,165,442	8,889,639	9,677,839	8,889,639
Total current liabilities		1,196,026,654	1,031,032,688	1,138,926,618	1,000,205,496
Non-current liabilities					
Long-term loans from financial institution	13	395,668,020	300,910,153	-	-
Lease liabilities	13	64,991,621	74,750,936	64,885,316	74,750,936
Deferred tax liabilities	18	6,228,448	-	-	-
Non-current provisions for					
employee benefits	14	45,234,499	38,927,263	45,008,225	38,927,263
Total non-current liabilities		512,122,588	414,588,352	109,893,541	113,678,199
Total liabilities		1,708,149,242	1,445,621,040	1,248,820,159	1,113,883,695

The accompanying notes are an integral part of these financial statements.

# Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary

## Statement of financial position

Liabilities and equity	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 December		31 December	
		2025	2024	2025	2024
(in Baht)					
<b>Equity</b>					
Share capital:					
Authorised share capital					
(7,500,000 ordinary shares,					
par value at Baht 10 per share)		75,000,000	75,000,000	75,000,000	75,000,000
Issued and paid-up share capital					
(7,500,000 ordinary shares,					
par value at Baht 10 per share)		75,000,000	75,000,000	75,000,000	75,000,000
Share premium:					
Share premium on ordinary shares	15	156,000,000	156,000,000	156,000,000	156,000,000
Retained earnings					
Appropriated					
Legal reserve	15	7,500,000	7,500,000	7,500,000	7,500,000
Unappropriated		214,223,259	644,784,461	108,273,745	529,169,196
Other component of equity		(35,351,597)	(37,769,581)	-	-
<b>Equity attributable to owners of the parent</b>		<b>417,371,662</b>	<b>845,514,880</b>	<b>346,773,745</b>	<b>767,669,196</b>
Non-controlling interests		14,305	14,900	-	-
<b>Total equity</b>		<b>417,385,967</b>	<b>845,529,780</b>	<b>346,773,745</b>	<b>767,669,196</b>
<b>Total liabilities and equity</b>		<b>2,125,535,209</b>	<b>2,291,150,820</b>	<b>1,595,593,904</b>	<b>1,881,552,891</b>

The accompanying notes are an integral part of these financial statements.



# Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary

## Statement of comprehensive income

	Note	Consolidated		Separate	
		financial statements		financial statements	
		Year ended 31 December		Year ended 31 December	
		2025	2024	2025	2024
<i>(in Baht)</i>					
<b>Revenue</b>					
Revenue from sales of goods	4, 16	2,405,423,280	2,542,471,662	2,405,423,279	2,542,471,662
Revenue from rendering of services	16	23,713,841	1,007,207	7,777,160	1,007,207
		<b>2,429,137,121</b>	<b>2,543,478,869</b>	<b>2,413,200,439</b>	<b>2,543,478,869</b>
Costs of sales of goods	3, 7, 17	(2,679,260,279)	(2,482,316,352)	(2,718,129,702)	(2,482,316,352)
Costs of rendering of services	17	(38,154,586)	(713,273)	(7,334,750)	(713,273)
<b>Gross profit (loss)</b>		<b>(288,277,744)</b>	<b>60,449,244</b>	<b>(312,264,013)</b>	<b>60,449,244</b>
Other income	4	6,587,897	5,165,710	17,450,902	7,688,789
Distribution costs	17	(70,113,106)	(71,875,929)	(69,434,521)	(71,875,929)
Administrative expenses	17	(91,600,621)	(82,680,291)	(89,899,674)	(81,763,176)
Gain (loss) on foreign exchange		6,797,063	(5,024,313)	6,797,063	(5,024,313)
<b>Loss from operating activities</b>		<b>(436,606,511)</b>	<b>(93,965,579)</b>	<b>(447,350,243)</b>	<b>(90,525,385)</b>
Finance costs		(40,335,730)	(42,742,266)	(30,558,622)	(42,742,266)
Share of loss of associate	9	(4,421,344)	(557,837)	-	-
<b>Loss before tax expense</b>		<b>(481,363,585)</b>	<b>(137,265,682)</b>	<b>(477,908,865)</b>	<b>(133,267,651)</b>
Tax income	18	53,356,543	6,639,715	59,568,169	6,118,917
<b>Loss for the year</b>		<b>(428,007,042)</b>	<b>(130,625,967)</b>	<b>(418,340,696)</b>	<b>(127,148,734)</b>

The accompanying notes are an integral part of these financial statements.

# Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary

## Statement of comprehensive income

	Note	Consolidated		Separate	
		financial statements		financial statements	
		Year ended 31 December		Year ended 31 December	
		2025	2024	2025	2024
<i>(in Baht)</i>					
<b>Other comprehensive income (expense)</b>					
<i>Items that will be reclassified</i>					
<i>subsequently to profit or loss</i>					
Exchange differences on translating financial statements	9	2,417,984	2,852,621	-	-
<i>Items that will not be reclassified</i>					
<i>subsequently to profit or loss</i>					
Gain (loss) on remeasurements of defined benefit plans	14	(3,193,444)	757,996	(3,193,444)	757,996
Income tax relating to items that will not be reclassified subsequently to profit or loss	18	638,689	(151,599)	638,689	(151,599)
		<b>(2,554,755)</b>	<b>606,397</b>	<b>(2,554,755)</b>	<b>606,397</b>
<b>Other comprehensive income (expense) for the year, net of tax</b>		<b>(136,771)</b>	<b>3,459,018</b>	<b>(2,554,755)</b>	<b>606,397</b>
<b>Total comprehensive income (expense) for the year</b>		<b>(428,143,813)</b>	<b>(127,166,949)</b>	<b>(420,895,451)</b>	<b>(126,542,337)</b>
<b>Loss attributable to:</b>					
Owners of the parent		(428,006,447)	(130,625,883)	(418,340,696)	(127,148,734)
Non-controlling interests		(595)	(84)	-	-
		<b>(428,007,042)</b>	<b>(130,625,967)</b>	<b>(418,340,696)</b>	<b>(127,148,734)</b>
<b>Total comprehensive income (expense) attributable to:</b>					
Owners of the parent		(428,143,218)	(127,166,865)	(420,895,451)	(126,542,337)
Non-controlling interests		(595)	(84)	-	-
		<b>(428,143,813)</b>	<b>(127,166,949)</b>	<b>(420,895,451)</b>	<b>(126,542,337)</b>
<b>Basic loss per share (in Baht)</b>	19	<b>(57.07)</b>	<b>(17.42)</b>	<b>(55.78)</b>	<b>(16.95)</b>

The accompanying notes are an integral part of these financial statements.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**
**Statement of changes in equity**

	Consolidated financial statements							
					Other			
					component			
					of equity			
	Issued and	Share	Legal	Unappropriated	Translation	Equity	Non-	Total
	paid-up	premium	reserve		reserve	attributable to	controlling	equity
	share capital					owners of	interests	
						the parent		
	(in Baht)							
Year ended 31 December 2024								
Balance at 1 January 2024	75,000,000	156,000,000	7,500,000	774,803,947	(40,622,202)	972,681,745	5,984	972,687,729
Transactions with owners, recorded directly in equity								
<i>Changes in ownership interests in subsidiary</i>								
Acquisition of non-controlling interest without a change in control	-	-	-	-	-	-	9,000	9,000
Total transactions with owners, recorded directly in equity	75,000,000	156,000,000	7,500,000	774,803,947	(40,622,202)	972,681,745	14,984	972,696,729
Comprehensive income for the year								
Loss	-	-	-	(130,625,883)	-	(130,625,883)	(84)	(130,625,967)
Other comprehensive income	-	-	-	606,397	2,852,621	3,459,018	-	3,459,018
Total comprehensive income (expense) for the year	-	-	-	(130,019,486)	2,852,621	(127,166,865)	(84)	(127,166,949)
Balance at 31 December 2024	75,000,000	156,000,000	7,500,000	644,784,461	(37,769,581)	845,514,880	14,900	845,529,780

The accompanying notes are an integral part of these financial statements.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**
**Statement of changes in equity**

	Consolidated financial statements							
					Other			
					component			
					of equity			
	Issued and	Share	Legal			Equity		
	paid-up	premium	reserve	Unappropriated	Translation	attributable to	Non-	Total
	share capital				reserve	owners of	controlling	equity
						the parent	interests	
	(in Baht)							
Year ended 31 December 2025								
Balance at 1 January 2025	75,000,000	156,000,000	7,500,000	644,784,461	(37,769,581)	845,514,880	14,900	845,529,780
Comprehensive income for the year								
Loss	-	-	-	(428,006,447)	-	(428,006,447)	(595)	(428,007,042)
Other comprehensive income (expense)	-	-	-	(2,554,755)	2,417,984	(136,771)	-	(136,771)
Total comprehensive income (expense) for the year	-	-	-	(430,561,202)	2,417,984	(428,143,218)	(595)	(428,143,813)
Balance at 31 December 2025	75,000,000	156,000,000	7,500,000	214,223,259	(35,351,597)	417,371,662	14,305	417,385,967

The accompanying notes are an integral part of these financial statements.

# Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary

## Statement of changes in equity

	Separate financial statements				Total equity
	Issued and paid-up share capital	Share premium	Retained earnings		
			Legal reserve	Unappropriated	
			(in Baht)		
Year ended 31 December 2024					
Balance at 1 January 2024	75,000,000	156,000,000	7,500,000	655,711,533	894,211,533
Comprehensive income for the year					
Loss	-	-	-	(127,148,734)	(127,148,734)
Other comprehensive income	-	-	-	606,397	606,397
Total comprehensive income (expense) for the year	-	-	-	(126,542,337)	(126,542,337)
Balance at 31 December 2024	75,000,000	156,000,000	7,500,000	529,169,196	767,669,196

The accompanying notes are an integral part of these financial statements.

# Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary

## Statement of changes in equity

	Separate financial statements				Total equity
	Issued and paid-up share capital	Share premium	Retained earnings		
			Legal reserve	Unappropriated	
			(in Baht)		
Year ended 31 December 2025					
Balance at 1 January 2025	75,000,000	156,000,000	7,500,000	529,169,196	767,669,196
Comprehensive income for the year					
Loss	-	-	-	(418,340,696)	(418,340,696)
Other comprehensive income (expense)	-	-	-	(2,554,755)	(2,554,755)
Total comprehensive income (expense) for the year	-	-	-	(420,895,451)	(420,895,451)
Balance at 31 December 2025	75,000,000	156,000,000	7,500,000	108,273,745	346,773,745

The accompanying notes are an integral part of these financial statements.

# Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary

## Statement of cash flows

	Consolidated		Separate	
	financial statements		financial statements	
	Year ended 31 December		Year ended 31 December	
	2025	2024	2025	2024
	<i>(in Baht)</i>			
<b><i>Cash flows from operating activities</i></b>				
Loss for the year	(428,007,042)	(130,625,967)	(418,340,696)	(127,148,734)
<i>Adjustments to reconcile loss to cash receipts (payments)</i>				
Tax income	(53,356,543)	(6,639,715)	(59,568,169)	(6,118,917)
Finance costs	40,335,730	42,742,266	30,558,622	42,742,266
Depreciation and amortisation	67,479,725	45,985,107	47,139,491	45,977,053
Unrealised (gain) loss on foreign exchange	(95,539)	1,428,579	(95,539)	1,428,579
Share of loss of associate	4,421,344	557,837	-	-
Loss on inventories devaluation	294,502,940	30,905,159	294,502,940	30,905,159
Loss (gain) on disposals of property, plant and equipment	3,081,399	(20,473)	3,081,399	(20,473)
Interest income	-	-	(1,092,730)	(1,114,644)
Non-current provisions for employee benefits	5,579,310	4,971,576	5,353,036	4,971,576
	(66,058,676)	(10,695,631)	(98,461,646)	(8,378,135)
<i>Changes in operating assets and liabilities</i>				
Trade and other receivables	54,697,009	(104,790,478)	66,329,222	(76,554,225)
Inventories	(12,117,946)	710,393,938	(11,890,422)	710,393,938
Other non-current assets	(521,000)	(9,000)	(21,000)	(9,000)
Trade and other payables	3,101,789	3,242,251	11,057,494	(14,935,878)
Net cash generated from (used in) operating	(20,898,824)	598,141,080	(32,986,352)	610,516,700
Employee benefits paid	(2,465,518)	(1,969,340)	(2,465,518)	(1,969,340)
Taxes paid	-	(2,745)	-	(2,745)
<b>Net cash from (used in) operating activities</b>	<b>(23,364,342)</b>	<b>596,168,995</b>	<b>(35,451,870)</b>	<b>608,544,615</b>

The accompanying notes are an integral part of these financial statements.

# Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary

## Statement of cash flows

	Consolidated		Separate	
	financial statements		financial statements	
	Year ended 31 December		Year ended 31 December	
	2025	2024	2025	2024
	(in Baht)			
<b><i>Cash flows from investing activities</i></b>				
Acquisition of investment in subsidiary	-	-	-	(89,991,000)
Proceeds from sale of property, plant and equipment	755,886	604,425	766,086	24,904,425
Acquisition of property, plant and equipment	(202,793,290)	(381,421,589)	(46,742,706)	(29,532,005)
Acquisition of intangible assets	(70,700)	(59,000)	-	-
Increase in short-term loan to related party	-	-	(20,000,000)	-
Interest received	-	-	1,041,196	1,114,644
<b>Net cash used in investing activities</b>	<b>(202,108,104)</b>	<b>(380,876,164)</b>	<b>(64,935,424)</b>	<b>(93,503,936)</b>
<b><i>Cash flows from financing activities</i></b>				
Proceeds from call-up of share capital from subsidiary - non-controlling interests	-	9,000	-	-
Proceeds from short-term loans from financial institutions	5,090,440,000	5,299,730,000	5,019,840,000	5,299,730,000
Repayment of short-term loans from financial institutions	(4,964,620,000)	(5,767,390,000)	(4,894,020,000)	(5,767,390,000)
Proceeds from long-term loans from financial institution	137,200,307	300,910,153	-	-
Payment of lease liabilities	(9,372,844)	(7,977,960)	(9,002,146)	(7,977,960)
Interest paid	(39,384,295)	(43,093,663)	(30,754,502)	(43,093,663)
Dividends paid to owners of the Company	-	(19,692)	-	(19,692)
<b>Net cash from (used in) financing activities</b>	<b>214,263,168</b>	<b>(217,832,162)</b>	<b>86,063,352</b>	<b>(518,751,315)</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(11,209,278)</b>	<b>(2,539,331)</b>	<b>(14,323,942)</b>	<b>(3,710,636)</b>
Cash and cash equivalents at 1 January	30,150,470	32,689,801	26,549,935	30,260,571
<b>Cash and cash equivalents at 31 December</b>	<b>18,941,192</b>	<b>30,150,470</b>	<b>12,225,993</b>	<b>26,549,935</b>
<b><i>Non-cash transaction</i></b>				
Payable for purchase of property, plant and equipment	2,157,745	10,604,251	2,044,539	808,643
Increase (decrease) in right-of-use assets	889,331	863,845	(75,274)	863,845
Transfers of property, plant and equipment to investment properties	-	-	3,091,294	-

The accompanying notes are an integral part of these financial statements.



## Notes to the Financial Statements

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

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# **Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**

## **Notes to the financial statements**

### **For the year ended 31 December 2025**

These notes form an integral part of the financial statements.

The financial statements issued for Thai statutory and regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language statutory financial statements, and were approved and authorised for issue by the Board of Directors on 27 February 2026.

## **1 General information**

Kiang Huat Sea Gull Trading Frozen Food Public Company Limited, the “Company”, is incorporated in Thailand and was listed on the Stock Exchange of Thailand. The Company’s registered offices at the following address:

- (a) Head office : 4/2 Moo 3, Asia 43 Road, Tambol Namom, Amphur Namom, Songkhla
- (b) Branch offices : 55/83 Floor 2, Village No. 6, Tambol Tha Sai, Amphur Mueang Samut Sakhon, Samut Sakhon

The parent company during the financial year was Chotiwat Holding Company Limited (26% shareholding), which was incorporated in Thailand, and H’NG KIM CHANG & SONS SDN. BHD (13% shareholding), which was incorporated in Malaysia.

The principal activities of the Company and its subsidiary, “the Group”, are frozen seafood and fruit manufacturing and frozen storage. Details of the Company’s subsidiary and associate as at 31 December 2025 and 2024 are given in notes 8 and 9.

## **2 Basis of preparation of the financial statements**

The financial statements are prepared in accordance with Thai Financial Reporting Standards (TFRS), guidelines promulgated by the Federation of Accounting Professions and applicable rules and regulations of the Thai Securities and Exchange Commission. The financial statements are presented in Thai Baht, which is the Company’s functional currency. The accounting policies are described in the notes, have been applied consistently to all periods presented in these financial statements.

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 that described in each note are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

## **3 Impact from flood in Thailand**

The Group’s operations in Songkhla have been affected by flood affecting regions of Thailand, causing the production plant was temporarily stopped on 21 November 2025 and was only recommenced in January 2026. The Group has recognised the following expenses resulting from such flood.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

<i>Year ended 31 December</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
Allowance for declining in value	298,897	-	298,897	-
Written-off of plant and equipment	2,259	-	2,259	-
Other flood related expenses	73,814	-	71,510	-
<b>Total flood related expenses</b>	<b>374,970</b>	<b>-</b>	<b>372,666</b>	<b>-</b>

<i>Year ended 31 December</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
<b>Flood related expenses:</b>				
Cost of sales of goods	370,595	-	368,292	-
Administrative expenses	4,375	-	4,374	-
<b>Total flood related expenses</b>	<b>374,970</b>	<b>-</b>	<b>372,666</b>	<b>-</b>

At 31 December 2025, management, the insurers and loss adjusters have had fully assessed the overall impact of the damage since December 2025 but have not yet finalised their assessments on the insurance reimbursements. The Group has not recognised the future insurance reimbursement from insurers in the statement of comprehensive income for the year ended 31 December 2025.

#### **4 Related parties**

A related party is a person or entity that has direct or indirect control or has significant influence over the financial and managerial decision-making of the Group; a person or entity that are under common control or under the same significant influence as the Group; or the Group has direct or indirect control or has significant influence over the financial and managerial decision-making of a person or entity.

Relationships with parent of the group, subsidiary and associate are described in notes 1, 8 and 9. Other related party that the Group had significant transactions with during the year was as follows:

<b>Name of entities</b>	<b>Country of incorporation</b>	<b>Nature of relationships</b>
Key management personnel	Thailand	Persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of the Company.
Chotiwat Manufacturing Public Company Limited	Thailand	Common shareholders
Champaca Marketing Company Limited	Thailand	Some common shareholders and directors
R 89 Limited	Thailand	Some common shareholders and directors

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

<b>Significant transactions with related parties</b> <b>Year ended 31 December</b>	<b>Consolidated</b> <b>financial statements</b>		<b>Separate</b> <b>financial statements</b>	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
<b>Subsidiary</b>				
Sales of supplies	-	-	2,205	-
Labour service income	-	-	5,652	-
Other income from management services	-	-	6,400	-
Other income from rental and rendering of services	-	-	1,230	1,509
Interest income	-	-	1,093	1,115
Sales of machinery and equipment	-	-	10	24,300
Purchases of raw materials	-	-	38,758	-
Purchases of supplies	-	-	494	-
Production service fees	-	-	68,159	-
Storage warehouse fee	-	-	12,867	-
<b>Key management personnel</b>				
Key management personnel compensation				
Short-term benefits of management <i>(including director's remuneration)</i>	22,143	21,833	22,143	21,833
Post-employment benefits	295	605	295	605
Total key management personnel compensation	<u>22,438</u>	<u>22,438</u>	<u>22,438</u>	<u>22,438</u>
<b>Other related parties</b>				
Sales of goods	17,179	457	17,179	457
Storage warehouse income	20,562	-	-	-
Other income	53	44	53	44
Purchases of raw materials	141,582	-	141,582	-
Purchases of supplies	437	-	437	-
Production service fees	3,734	5,915	3,734	5,915
Purchase of machinery and equipment	2,929	-	2,929	-
<b>Balances with related parties</b> <b>As at 31 December</b>				
	<b>Consolidated</b> <b>financial statements</b>		<b>Separate</b> <b>financial statements</b>	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
<b>Trade receivables</b>				
Subsidiary	-	-	857	-
Other related parties	3,481	-	14,811	-
<b>Total</b>	<u>3,481</u>	<u>-</u>	<u>15,668</u>	<u>-</u>
<b>Other receivables</b>				
Subsidiary	<u>-</u>	<u>-</u>	<u>1,052</u>	<u>836</u>
<b>Short-term loan to</b>				
Subsidiary	<u>-</u>	<u>-</u>	<u>20,000</u>	<u>-</u>
<b>Trade payables</b>				
Subsidiary	-	-	2,253	-
Other related parties	871	10	871	10
<b>Total</b>	<u>871</u>	<u>10</u>	<u>3,124</u>	<u>10</u>

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

***Significant agreement***

*Land lease and service agreement*

On 1 October 2023, the Company entered into a land lease and service agreement with a subsidiary to lease land for constructions of office building, factory, frozen storage, warehouse and provide management services for utility for a period of 30 years starting from 1 October 2023 to 30 September 2053 with rental rates and service fees as specified in the agreement.

*Hire of production work agreements*

The Company entered into a hire of production work agreement with a subsidiary whereby the Company agreed to hire subsidiary for manufacturing, quality control and storage for the Company's products. This agreement had a term for a period of 3 months and expired in June 2025. In July 2025, the Company subsequently renewed the hire of production work agreement. This agreement had a term for a period of 6 months and expired in December 2025.

The Company entered into a hire of production work agreement with a related party whereby the Company agreed to hire related party for manufacturing, quality control and storage for the Company's products. This agreement has a term for a period of 1 year and will expire in March 2026.

*Goods storage service agreement*

The Company entered into an agreement with a subsidiary whereby the Company agreed to obtain storage service of frozen goods from the subsidiary. This agreement is effective until either party terminates it by giving written notice 30 days in advance. The Company agreed to pay storage service fee as specified in the agreement.

The subsidiary entered into an agreement with a related party whereby the subsidiary agreed to obtain storage service of frozen goods from the related party. This agreement has a term for a period of 1 year and will expire in March 2026. The related party agreed to pay storage service fee as specified in the agreement.

*Labour service agreement*

In April 2025, the Company entered into an agreement with a subsidiary whereby the Company agreed to provide labour service to support the subsidiary's production process. This agreement has a term for a period of 3 years and will expire in March 2028, which either party can notify the termination of the agreement by giving written notice 30 days in advance. The subsidiary agreed to pay service fee as specified in the agreement. In August 2025, the Company subsequently entered into an addendum to the agreement with the subsidiary to change the term for a period from 3 years to 1 year and will expire in March 2026.

*Management service agreement*

In April 2025, the Company entered into an agreement with a subsidiary whereby the Company agreed to provide management services for personnel recruitment, raw material procurement, accounting and financing, computer system and other services as mutually agreed with such subsidiary. This agreement has a term for a period of 3 years and will expire in April 2028, which either party can notify the termination of the agreement by giving written notice 30 days in advance. The subsidiary agreed to pay service fee as specified in the agreement. In August 2025, the Company subsequently entered into an addendum to the agreement with the subsidiary to change the term for a period from 3 years to 1 year and will expire in April 2026.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

*Short-term loan agreements*

As at 31 December 2025, the Company had a short-term loan agreement to a subsidiary amounting to Baht 20 million with interest rate of 2.85% per annum and will be repaid within February 2026.

*Letters of guarantee*

As at 31 December 2025, the Company was contingently liable to a local financial institution for guarantee of credit lines of its subsidiary amounting to Baht 709 million (2024: Baht 620 million).

## 5 Cash and cash equivalents

*Accounting policy*

Cash and cash equivalents comprise cash balances and call deposits.

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
Cash on hand	96	92	71	92
Cash at banks	18,845	30,058	12,155	26,458
<b>Total</b>	<b>18,941</b>	<b>30,150</b>	<b>12,226</b>	<b>26,550</b>

## 6 Trade and other receivables

*Accounting policy*

Trade and other receivable are recognised when the Group has an unconditional right to receive consideration. Trade and other receivable are measured at transaction price less allowance for expected credit loss. Bad debts are written off when the Group has no reasonable expectations of recovering.

The Group estimates lifetime expected credit losses (ECLs), using a provision matrix to find ECLs rate. This method groups the debtors based on shared credit risk characteristics and past due status, taking into account historical credit loss data, adjusted for factors that are specific to the debtors and an assessment of both current economic conditions and forward-looking general economic conditions at the reporting date.

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
<i>At 31 December</i>	2025	2024	2024	2023
	<i>(in thousand Baht)</i>			
<b>Trade accounts receivable</b>				
Within credit terms	34,414	159,618	32,122	159,618
Overdue:				
1 - 30 days	36,919	5,322	35,941	5,322
31 - 60 days	19,696	2,500	19,696	2,500
61 - 90 days	380	-	380	-
Over 90 days	7,815	-	7,815	-
<b>Total</b>	<b>99,224</b>	<b>167,440</b>	<b>95,954</b>	<b>167,440</b>
Less allowance for expected credit loss	-	-	-	-
<b>Net</b>	<b>99,224</b>	<b>167,440</b>	<b>95,954</b>	<b>167,440</b>
<b>Other receivables</b>	<b>58,033</b>	<b>44,403</b>	<b>17,658</b>	<b>12,339</b>
<b>Total trade and other receivables</b>	<b>157,257</b>	<b>211,843</b>	<b>113,612</b>	<b>179,779</b>

Information of credit risk is disclosed in note 20 (b.1).

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

**7 Inventories**

*Accounting policy*

Inventories are measured at the lower of cost and net realisable value. Cost is calculated using the weight average cost principle. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of production overheads based on normal operating capacity. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs to complete and to make the sale.

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
Finished goods	896,028	865,773	896,028	865,773
Raw materials	233,531	249,545	233,531	249,545
Packaging materials and supplies	14,804	16,927	14,576	16,927
<b>Total</b>	<b>1,144,363</b>	<b>1,132,245</b>	<b>1,144,135</b>	<b>1,132,245</b>
Less allowance for declining in value	(367,871)	(73,368)	(367,871)	(73,368)
<b>Net</b>	<b>776,492</b>	<b>1,058,877</b>	<b>776,264</b>	<b>1,058,877</b>
Inventories recognised in ‘cost of sales of goods’:				
- Cost of sales of goods	2,384,757	2,451,411	2,423,627	2,451,411
- Loss of write-down	294,503	30,905	294,503	30,905
<b>Net</b>	<b>2,679,260</b>	<b>2,482,316</b>	<b>2,718,130</b>	<b>2,482,316</b>

**8 Investments in subsidiary**

*Accounting policy*

Investments in subsidiary in the separate financial statements is measured at cost less allowance for impairment losses. Dividend income is recognised in profit or loss on the date on which the Company’s right to receive payment is established. If the Company disposes of part of its investment, the deemed cost of the part sold is determined using the weighted average method. Gains and losses on disposal of the investments are recognised in profit or loss.

The consolidated financial statements relate to the Company and its subsidiary (together referred to as the “Group”) and the Group’s interests in associate. The financial statements of subsidiary are included in the consolidated financial statements from the date on which control commences until the date on which control ceases. Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated on consolidation. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

When the Group loses control over a subsidiary, it derecognises the assets and liabilities, any related non-controlling interests and other components of equity of the subsidiary. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.



**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

Investments in subsidiary as at 31 December 2025 and 2024 were as follows:

														Separate financial statements													
Subsidiary		Country of operation		Ownership Interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income for the year ended													
				2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024										
														(%)		(in thousand Baht)											
Food Futures Company Limited		(1)	Thai	99.99	99.99	150,000	150,000	149,985	149,985	-	-	149,985	149,985	-	-												

**Type of business**

(1) Frozen storage and fruit manufacturing.

None of The Group's subsidiary is publicly listed and consequently do not have published price quotation.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

**9 Investments in associate**

*Accounting policy*

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies.

Investments in associate in the separate financial statements is measured at cost less allowance for impairment losses. Dividend income is recognised in profit or loss on the date on which the Company's right to receive payment is established. If the Company disposes of part of its investment, the deemed cost of the part sold is determined using the weighted average method. Gains and losses on disposal of the investments are recognised in profit or loss.

The Group recognised investments in associates using the equity method in the consolidated financial statements, until the date on which significant influence ceases. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's dividend income and share of the profit or loss and other comprehensive income of equity-accounted investees.

*Foreign operations*

The assets and liabilities of foreign operations are translated to Thai Baht at the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated to Thai Baht at rates approximating the exchange rates at the dates of the transactions. Foreign exchange differences are recognised in other comprehensive income and accumulated in the translation reserve until disposal of the investment.

When a foreign operation is disposed of in its entirety or partially such that significant influence is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of an associate while retaining significant influence, the relevant proportion of the cumulative amount is reclassified to profit or loss.

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
At 1 January	123,101	120,807	42,177	42,177
Share of net loss	(4,421)	(558)	-	-
Foreign exchange differences	2,418	2,852	-	-
<b>At 31 December</b>	<b>121,098</b>	<b>123,101</b>	<b>42,177</b>	<b>42,177</b>

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

Investments in associate as at 31 December 2025 and 2024 were as follows:

Associate		Country of operation	Ownership interest		Paid-up capital		Consolidated financial statements		Separate financial statements		Dividend income for the year	
			2025	2024	2025	2024	At Equity method		Cost		2025	2024
							2025	2024	2025	2024		
			(%)		(in million MYR)				(in thousand Baht)			
Kiang Huat Seagull Trading Frozen Food Sdn. Bhd.	(1)	Malaysia	40.00	40.00	8.55	8.55	121,098	123,101	42,177	42,177	-	-

**Type of business**

(1) Frozen seafood manufacturing

None of The Group's associate is publicly listed and consequently do not have published price quotation.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

*Immaterial associate*

The following is summarised financial information for the Group's interest in immaterial associates based on the amounts reported in the Group's consolidated financial statements.

	<b>Kiang Huat Seagull Trading Frozen Food Sdn. Bhd.</b>	
	2025	2024
	<i>(in thousand Baht)</i>	
Carrying amount of interest in associate	121,098	123,101
Company's share in comprehensive income (expense)	(4,421)	(558)

## **10 Investment properties**

*Accounting policy*

Investment properties such as land are measured at cost, which includes capitalised borrowing costs, less impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the investment property.

Differences between the proceeds from disposal and the carrying amount of investment property are recognised in profit or loss.

The fair value of investment properties as at 31 December 2025 of Baht 52.32 million (2024: Baht 46.72 million) were determined by independent professional valuers, applied the Market Comparison Approach. The fair value of investment property has been categorised as a Level 3 fair value.

## **11 Property, plant and equipment**

*Accounting policy*

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost includes capitalised borrowing costs and the costs of dismantling and removing the items and restoring the site on which they are located. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

Differences between the proceeds from disposal and the carrying amount of property, plant and equipment are recognised in profit or loss.

*Reclassification to investment property*

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its book value.

*Subsequent costs*

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item when the future economic benefits embodied within the part will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

*Depreciation*

Depreciation is calculated on a straight-line basis over the estimated useful lives of each component of an asset and recognised in profit or loss. No depreciation is provided on freehold land and assets under construction and installation.

The estimated useful lives are as follows:

Buildings and improvement	5 - 30 years
Freezing buildings and equipment	5 - 30 years
Machinery and equipment	3 - 20 years
Furniture, fixtures and office equipment	5 , 10 years
Vehicles	5 , 10 years

*Impairment losses*

The carrying amounts of the Group assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated.

An impairment loss is recognised in profit or loss if the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is assessed from the estimated future cash flows 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.

An impairment loss of asset recognised in prior periods is reversed if there has been a change in the estimates used to determine the recoverable amount, but only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

	Consolidated financial statements							Total
	Land and land improvement	Building and improvement	Freezing buildings and equipment	Machinery and factory equipment (in thousand Baht)	Office furniture, fixtures and equipment	Vehicles	Assets under construction and installation	
<b>Cost</b>								
At 1 January 2024	35,450	323,660	-	399,836	33,653	35,917	111,449	939,965
Additions	-	-	-	2,899	1,442	932	386,115	391,388
Transfers	-	7,671	-	18,078	20	-	(25,769)	-
Disposals	-	(220)	-	(21,051)	(1,586)	(463)	-	(23,320)
<b>At 31 December 2024 and 1 January 2025</b>	<b>35,450</b>	<b>331,111</b>	<b>-</b>	<b>399,762</b>	<b>33,529</b>	<b>36,386</b>	<b>471,795</b>	<b>1,308,033</b>
Additions	-	-	6,565	8,708	1,431	1,314	176,173	194,191
Transfers	-	73,347	478,141	46,552	221	84	(598,345)	-
Disposals	-	(17,069)	-	(36,007)	(10,226)	(2,914)	-	(66,216)
<b>At 31 December 2025</b>	<b>35,450</b>	<b>387,389</b>	<b>484,706</b>	<b>419,015</b>	<b>24,955</b>	<b>34,870</b>	<b>49,623</b>	<b>1,436,008</b>
<b>Depreciation and impairment losses</b>								
At 1 January 2024	-	234,133	-	265,112	28,901	21,098	-	549,244
Depreciation charge for the year	-	9,893	-	24,562	1,990	576	-	37,021
Disposals	-	(206)	-	(20,531)	(1,536)	(463)	-	(22,736)
<b>At 31 December 2024 and 1 January 2025</b>	<b>-</b>	<b>243,820</b>	<b>-</b>	<b>269,143</b>	<b>29,355</b>	<b>21,211</b>	<b>-</b>	<b>563,529</b>
Depreciation charge for the year	-	11,657	16,870	26,376	1,598	808	-	57,309
Disposals	-	(16,718)	-	(33,404)	(10,132)	(2,114)	-	(62,368)
<b>At 31 December 2025</b>	<b>-</b>	<b>238,759</b>	<b>16,870</b>	<b>262,115</b>	<b>20,821</b>	<b>19,905</b>	<b>-</b>	<b>558,470</b>
<b>Net book value</b>								
<b>At 31 December 2024</b>								
Owned assets	<u>35,450</u>	<u>87,291</u>	<u>-</u>	<u>130,619</u>	<u>4,174</u>	<u>15,175</u>	<u>471,795</u>	<u>744,504</u>
<b>At 31 December 2025</b>								
Owned assets	<u>35,450</u>	<u>148,630</u>	<u>467,836</u>	<u>156,900</u>	<u>4,134</u>	<u>14,965</u>	<u>49,623</u>	<u>877,538</u>

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**For the year ended 31 December 2025**

	Separate financial statements					Assets under construction and installation	Total
	Land and land improvement	Building and improvement	Machinery and factory equipment	Office furniture, fixtures and equipment (in thousand Baht)	Vehicles		
<b>Cost</b>							
At 1 January 2024	35,450	323,660	399,836	33,653	35,917	54,664	883,180
Additions	-	-	2,899	1,413	932	507	5,751
Transfers	-	7,671	18,078	20	-	(25,769)	-
Disposals	-	(220)	(21,051)	(1,586)	(463)	-	(23,320)
<b>At 31 December 2024 and 1 January 2025</b>	<b>35,450</b>	<b>331,111</b>	<b>399,762</b>	<b>33,500</b>	<b>36,386</b>	<b>29,402</b>	<b>865,611</b>
Additions	-	-	3,029	1,134	1,314	42,502	47,979
Transfers to investment property	(3,091)	-	-	-	-	-	(3,091)
Transfers	-	9,464	30,233	60	84	(39,841)	-
Disposals	-	(17,069)	(36,007)	(10,226)	(2,914)	-	(66,216)
<b>At 31 December 2025</b>	<b>32,359</b>	<b>323,506</b>	<b>397,017</b>	<b>24,468</b>	<b>34,870</b>	<b>32,063</b>	<b>844,283</b>
<b>Depreciation and impairment losses</b>							
At 1 January 2024	-	234,133	265,112	28,901	21,098	-	549,244
Depreciation charge for the year	-	9,893	24,562	1,988	576	-	37,019
Disposals	-	(206)	(20,531)	(1,536)	(463)	-	(22,736)
<b>At 31 December 2024 and 1 January 2025</b>	<b>-</b>	<b>243,820</b>	<b>269,143</b>	<b>29,353</b>	<b>21,211</b>	<b>-</b>	<b>563,527</b>
Depreciation charge for the year	-	10,164	24,832	1,559	807	-	37,362
Disposals	-	(16,718)	(33,404)	(10,132)	(2,113)	-	(62,367)
<b>At 31 December 2025</b>	<b>-</b>	<b>237,266</b>	<b>260,571</b>	<b>20,780</b>	<b>19,905</b>	<b>-</b>	<b>538,522</b>
<b>Net book value</b>							
<b>At 31 December 2024</b>							
Owned assets	35,450	87,291	130,619	4,147	15,175	29,402	302,084
<b>At 31 December 2025</b>							
Owned assets	32,359	86,240	136,446	3,688	14,965	32,063	305,761

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
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**12 Leases**

***Accounting policy***

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

At commencement or on modification of a contract, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices of each component. For the leases of property, the Company has elected not to separate non-lease components and accounted for the lease and non-lease components wholly 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 prepaid lease payments, plus any initial direct costs incurred. Depreciation is charged to profit or loss on a straight-line method from the commencement date to the end of the lease term.

The lease liability is initially measured at the present value of all lease payments that shall be paid under the lease. The Group uses the Group's incremental borrowing rate to discount the lease payments to the present value. 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 lease modification or a change in the assessment of options specified in the lease. 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.

<b><i>Right-of-use assets</i></b> <b><i>At 31 December</i></b>	<b>Consolidated</b> <b>financial statements</b>		<b>Separate</b> <b>financial statements</b>	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
Plant and machineries	17,622	21,080	17,044	21,080
Equipment	50,558	55,780	50,558	55,780
<b>Total</b>	<b>68,180</b>	<b>76,860</b>	<b>67,602</b>	<b>76,860</b>

In 2025, the right-of-use assets of the Group and the Company increased of Baht 0.88 million and decreased of Baht 0.08 million, respectively (2024: the increase of Baht 16.68 million and the increase of Baht 16.68 million, respectively).

The Group and the Company lease plant and machineries for a period of 3 years, with extension options at the end of lease term. The rental is monthly payable at rate as specified in the contract.

The Group and the Company lease solar rooftop for a period of 20 years. The rental is monthly payable according to actual expenses or minimum rate as specified in the contract, whichever is higher.

The Group and the Company lease electric reach truck and equipment for a period of 4 - 5 years, with extension options at the end of lease term. The rental is monthly payable at rate as specified in the contract.



**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
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*Extension options*

The Group and the Company use extension options on property leases exercisable up to 30 days before the end of the contract period. The Group and the Company assesses at lease commencement date whether it is reasonably certain to exercise the extension options and will regularly reassess so.

	Consolidated financial statements		Separate financial statements	
<i>Year ended 31 December</i>	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
<i>Amounts recognised in profit or loss</i>				
Depreciation of right-of-use assets:				
- Plant and machineries	5,333	4,865	4,947	4,865
- Equipment	4,236	3,491	4,236	3,491
Interest on lease liabilities	3,567	3,393	3,545	3,393
Expenses relating to short-term leases	1,018	1,012	855	1,012

In 2025, total cash outflow for leases of the Group and the Company were Baht 13.80 million and Baht 13.40 million, respectively (2024 Baht 12.38 million and Baht 12.38 million, respectively).

### 13 Interest-bearing liabilities

*Accounting policy*

The Group recognises and measures financial liabilities as disclosed in note 20.

	<b>Consolidated financial statements</b>					
	2025			2024		
	Secured	Unsecured	Total	Secured	Unsecured	Total
	<i>(in thousand Baht)</i>					
Short-term loans from financial institutions	-	1,044,500	1,044,500	-	918,680	918,680
Current portion of long-term loans from financial institution	42,543	-	42,543	-	-	-
Long-term loans from financial institution	395,668	-	395,668	300,910	-	300,910
Lease liabilities	-	75,157	75,157	-	83,641	83,641
<b>Total interest-bearing liabilities</b>	<b>438,211</b>	<b>1,119,657</b>	<b>1,557,868</b>	<b>300,910</b>	<b>1,002,321</b>	<b>1,303,231</b>

	<b>Separate financial statements</b>					
	2025			2024		
	Secured	Unsecured	Total	Secured	Unsecured	Total
	<i>(in thousand Baht)</i>					
Short-term loans from financial institutions	-	1,044,500	1,044,500	-	918,680	918,680
Lease liabilities	-	74,563	74,563	-	83,641	83,641
<b>Total interest-bearing liabilities</b>	<b>-</b>	<b>1,119,063</b>	<b>1,119,063</b>	<b>-</b>	<b>1,002,321</b>	<b>1,002,321</b>

In July 2024, the subsidiary entered into a long-term loan agreement with a local financial institution with interest rate of Minimum Loan Rate (MLR) minus fixed rate per annum as specified in the agreement. The first instalment would be repaid after 18 months from the first drawdown date according to the details of instalment as specified in the agreement. The purpose of loans is for payment of construction of structures, system works, machinery and equipment for frozen storage construction project. As at 31 December 2025, the outstanding balance of loan amounted to Baht 420.20 million (2024: Baht 300.91 million).

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
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**For the year ended 31 December 2025**

In August 2025, the subsidiary entered into another long-term loan agreement with such local financial institution with interest rate of Minimum Loan Rate (MLR) minus fixed rate per annum as specified in the agreement. The first instalment would be repaid after 12 months from the first drawdown date according to the details of instalment as specified in the agreement. The purpose is for payment of installation for machinery and equipment. As at 31 December 2025, the outstanding balance of loan amounted to Baht 18.01 million (2024: Nil).

Under the loan agreement, the subsidiary must comply with certain conditions such as the maintenance of debt-to-equity ratio and debt service coverage ratio as specified in the agreement, effective from the annual financial statements of financial year 2025 onwards.

As at 31 December 2025, the subsidiary was unable comply with the conditions specified under the loan agreement, causing such local financial institution became entitled, under the terms of the agreement to recall the entire amount of loan totalling from the subsidiary. However, the subsidiary has received the waiver authorisation letter dated 18 November 2025 for waving the conditions without breach under the loan agreement from such local financial institution. Therefore, the subsidiary classified such loans as long-term loans from financial institution.

The subsidiary mortgaged building and pledged partial machinery with the financial institution as collateral with net book value of Baht 242.58 million as of 31 December 2025 (2024: Nil). In addition, the Company guarantee for the credit lines of its subsidiary.

As at 31 December 2025, the Group and the Company had unutilised credit facilities (excluding credit lines of forward exchange and guarantees contracts) totalling Baht 1,488 million and Baht 1,325 million, respectively (2024: Baht 1,662 million and Baht 1,450 million, respectively).

## **14 Provisions for employee benefits**

### *Accounting policy*

#### *Defined contribution plans*

Obligations for contributions to the Group's provident funds are expensed as the related service is provided.

#### *Defined benefit plans*

The Group's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods. The defined benefit obligations is discounted to the present value, which is performed annually by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, actuarial gain or loss are recognised immediately in OCI. The Group determines the interest expense on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

#### *Other long-term employee benefits*

The Group's net obligation in respect of long-term employee benefits is 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. Remeasurements are recognised in profit or loss in the period in which they arise.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
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**For the year ended 31 December 2025**

*Termination benefits plans*

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the end of the reporting period, then they are discounted.

*Short-term employee benefits*

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
<i>At 31 December</i>	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
Post-employment benefits	42,887	37,123	42,678	37,123
Other long-term employee benefits	2,347	1,804	2,330	1,804
<b>Total</b>	<b>45,234</b>	<b>38,927</b>	<b>45,008</b>	<b>38,927</b>

*Defined benefit plan*

The Group and the Company operates a defined benefit plan based on the requirement of Thai Labour Protection Act B.E 2541 (1998) to provide retirement benefits to employees based on pensionable remuneration and length of service. The defined benefit plans expose the Group to actuarial risks, such as longevity risk, currency risk, interest rate risk and market (investment) risk.

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
<i>Present value of the defined benefit obligations</i>	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
At 1 January	38,927	36,683	38,927	36,683
<b>Recognised in profit or loss:</b>				
Current service cost	4,388	3,898	4,162	3,898
Interest on obligation	902	1,000	902	1,000
Actuarial loss - other long-term benefits	290	73	290	73
<b>Recognised in other comprehensive income:</b>				
Actuarial loss (gain) - post-employment benefits				
- Financial assumptions	1,551	1,035	1,551	1,035
- Experience adjustment	1,642	(1,793)	1,642	(1,793)
Benefit paid	(2,466)	(1,969)	(2,466)	(1,969)
<b>At 31 December</b>	<b>45,234</b>	<b>38,927</b>	<b>45,008</b>	<b>38,927</b>

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
<i>Principal actuarial assumptions</i>	2025	2024	2025	2024
	<i>(%)</i>			
Discount rate	1.51 - 2.41	2.28 - 2.32	1.51 - 1.77	2.28 - 2.32
Future salary growth	4	4	4	4
Employee turnover	1.91 - 34.38	2.87 - 34.38	2.87 - 34.38	2.87 - 34.38

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

At 31 December 2025, the weighted-average duration of the defined benefit obligation of the Group was 8 - 19 years (2024: 8 - 11 years).

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

*Sensitivity analysis*

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant.

<b>Consolidated</b>				
<b>Effect to the defined benefit obligation At 31 December</b>	1% increase in assumption		1% decrease in assumption	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
Discount rate	(2,900)	(2,499)	3,287	2,817
Future salary growth	3,063	2,646	(2,758)	(2,395)
	20% increase in assumption		20% decrease in assumption	
Employee turnover	(3,198)	(2,705)	3,906	3,263
Future mortality	(199)	(172)	200	173
<b>Separate financial statements</b>				
<b>Effect to the defined benefit obligation At 31 December</b>	1% increase in assumption		1% decrease in assumption	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
Discount rate	(2,877)	(2,499)	3,259	2,817
Future salary growth	3,038	2,646	(2,737)	(2,395)
	20% increase in assumption		20% decrease in assumption	
Employee turnover	(3,172)	(2,705)	3,871	3,263
Future mortality	(197)	(172)	198	173

## **15 Share premium and legal reserve**

*Share premium*

Section 51 of the Public Companies Act B.E. 2535 requires companies to set aside share subscription monies received in excess of the par value of the shares issued to a reserve account (“share premium”). Share premium is not available for dividend distribution.

*Legal reserve*

Section 116 of the Public Companies Act B.E. 2535 Section 116 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 authorised capital. The legal reserve is not available for dividend distribution.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
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**For the year ended 31 December 2025**

**16 Segment information and disaggregation of revenue**

*Accounting policy*

*(1) Segment information*

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

*(2) Revenue recognition*

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 or other sales taxes and is after deduction of any trade discounts and volume rebates. Revenue in foreign currency are translated into functional currency at exchange rates at the dates of transactions.

Revenue from sales of goods is recognised on the date on which the goods are delivered to the customers.

Revenue for rendering of services is recognised over time as the services are provided. The related costs are recognised in profit or loss when they are incurred.

*(3) Contract balances*

Contract liabilities are the obligation to transfer goods or services to the customer. The contract liabilities are recognised when the Company receives or has an unconditional right to receive non-refundable consideration from the customer before the Group recognises the related revenue which presented in trade and other payables in the statements of financial position.

*(a) Segment information*

Management determined that the Group has two reportable segments which are the Group's strategic divisions for different products and services, and are managed separately because they require different technology and marketing strategies. The following summary describes the operations in each of the Group's reportable segments.

- Segment 1 Frozen seafood and fruit manufacturing.
- Segment 2 Frozen storage.

Each segment's performance is measured based on revenue and profit margin as included in the internal management reports that are reviewed by the Group's chief operating decision maker (CODM). Revenue and profit margin are 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. Inter-segment pricing is determined on an arm's length basis.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
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**For the year ended 31 December 2025**

*Information about reportable segments*

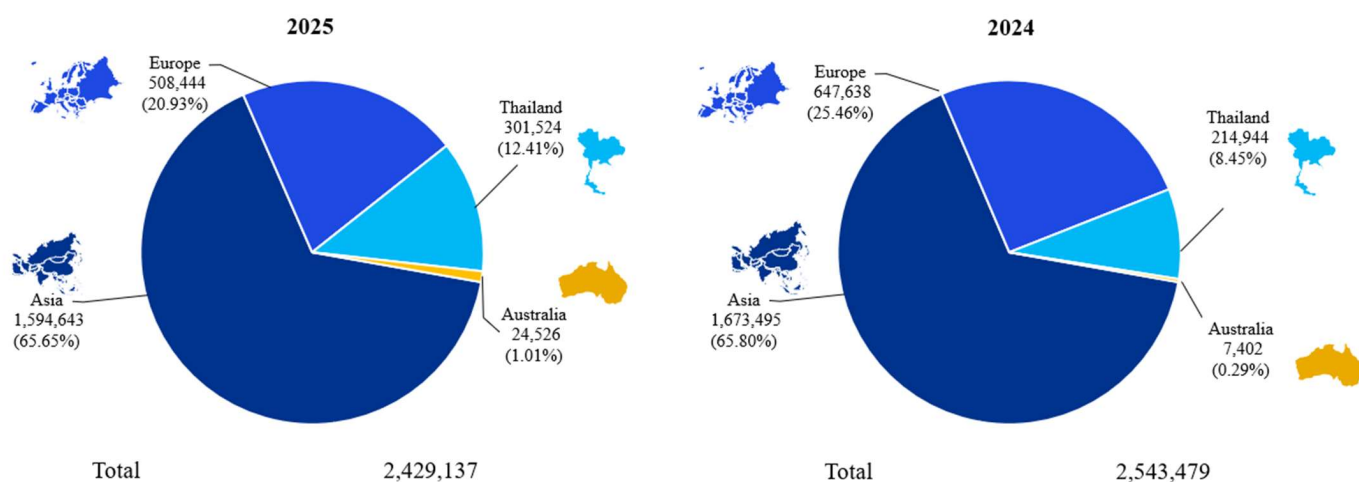
<i>Year ended 31 December</i>	<b>Consolidated financial statements</b>									
	Frozen seafood and fruit manufacturing		Frozen storage		Total Reportable segments		Eliminations		Total	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
	<i>(in thousand Baht)</i>									
External revenue	2,407,548	2,543,479	21,589	-	2,429,137	2,543,479	-	-	2,429,137	2,543,479
Inter-segment revenue	112,569	-	11,977	-	124,546	-	(124,546)	-	-	-
<b>Total revenue</b>	<b>2,520,117</b>	<b>2,543,479</b>	<b>33,566</b>	<b>-</b>	<b>2,553,683</b>	<b>2,543,479</b>	<b>(124,546)</b>	<b>-</b>	<b>2,429,137</b>	<b>2,543,479</b>
Gross profit (loss)	(273,470)	60,449	(14,808)	-	(288,278)	60,449	-	-	(288,278)	60,449
Unallocated distribution and administrative expense, loss on foreign exchange and finance costs									(202,050)	(202,323)
Other income and gain on foreign exchange									13,385	5,166
Share of loss of associate									(4,421)	(558)
<b>Loss before tax</b>									<b>(481,364)</b>	<b>(137,266)</b>
Segment assets									2,125,535	2,291,151
Segment liabilities									1,708,149	1,445,621

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
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Operating segments with respect to the Group's geographic segments, major products and service lines and timing of revenue recognition are presented based on the Group's management and internal reporting structure.

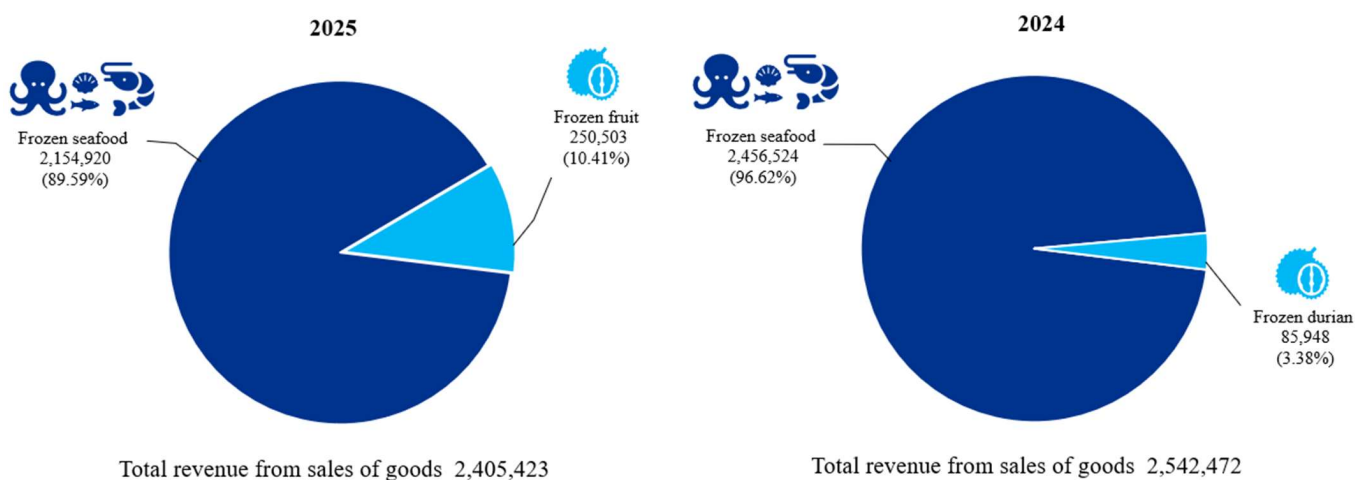
***Disaggregation of revenue by primary geographical markets for the year ended 31 December***

Unit: in thousand Baht



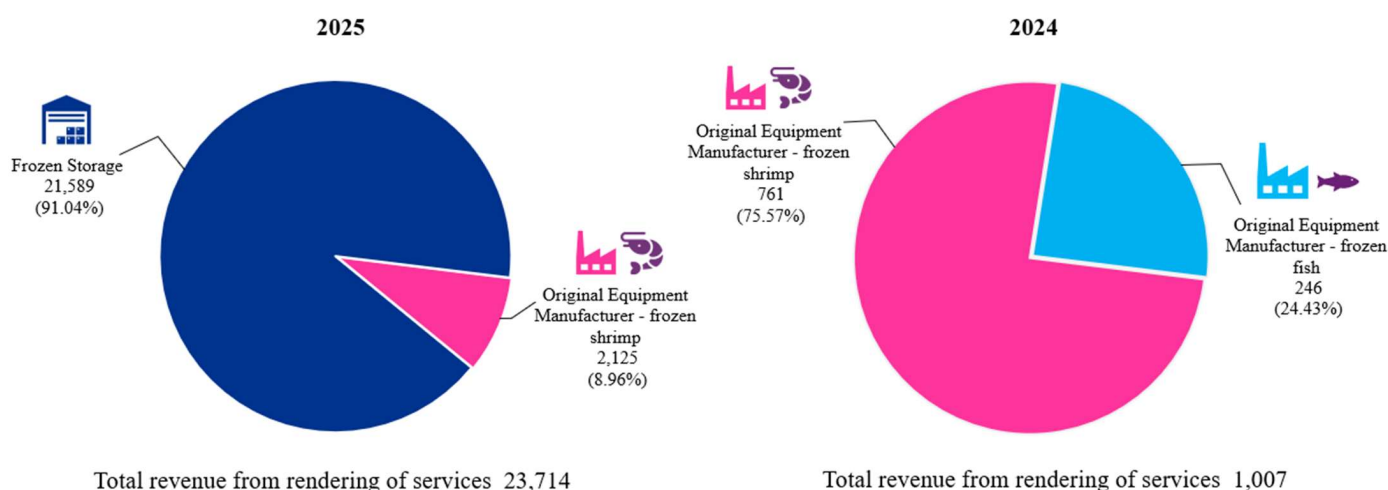
***Disaggregation of revenue by major products and services lines for the year ended 31 December***

Unit: in thousand Baht

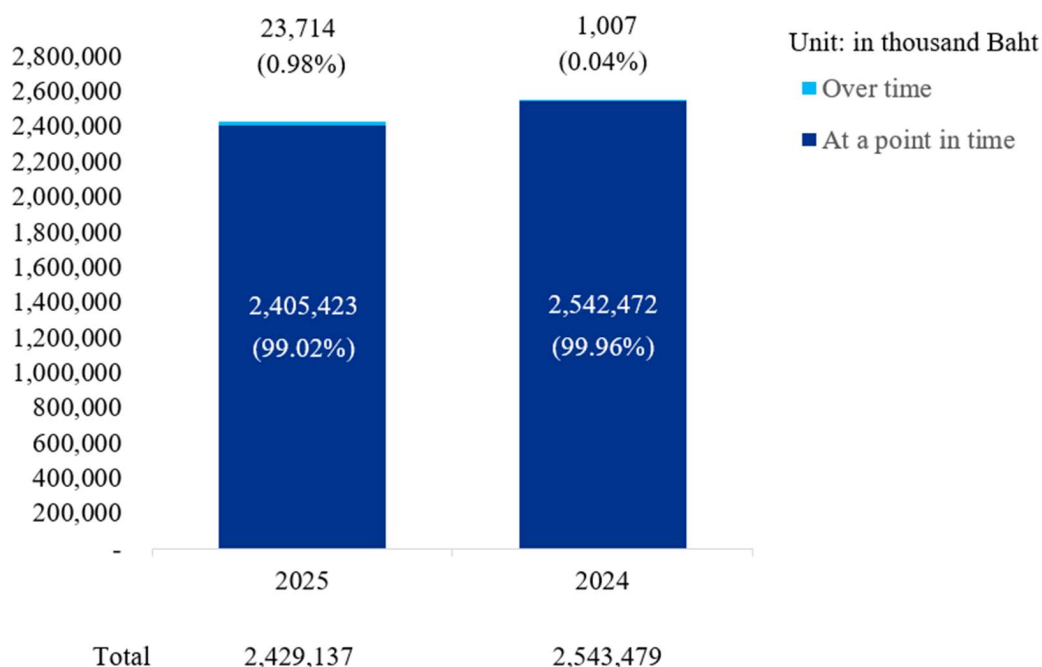


**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
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Unit: in thousand Baht



**Disaggregation of revenue by timing of revenue recognition for the year ended 31 December**



**(b) Major customers**

Revenues from three customers of the Group's frozen seafood manufacturing represents approximately Baht 726.72 million (2024: Baht 895.25 million) of the Company's total revenue.

**(c) Contract balances**

<b>Contract liabilities</b>	<b>Consolidated/ Separate financial statements</b>	
	<b>2025</b>	<b>2024</b>
	<i>(in thousand Baht)</i>	
Advance received from customers	11,860	6,522



**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
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Advance received from customers primarily relate to the manufacturing of goods or the determination of payment terms which the Company will recognise revenue from sales on the date on which the products are delivered to customers.

The Company's contract liabilities at 31 December 2024 amounted to Baht 6.52 million which has been recognised as revenue in 2025.

**17 Expenses by nature**

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
Raw materials and consumables used	2,034,306	1,765,724	2,023,648	1,765,724
Changes in inventories of finished goods	292,310	362,110	294,515	362,110
Employee benefit expenses	179,330	164,095	166,552	164,095
Outsourcing costs	24,240	17,909	81,066	17,909
Storage of raw materials and goods and freezing costs	27,946	63,192	40,813	63,192
Depreciation and amortisation	64,426	42,089	43,314	42,089
Others	94,857	67,911	75,556	67,911
<b>Total costs of sales of goods and costs of rendering of services</b>	<b><u>2,717,415</u></b>	<b><u>2,483,030</u></b>	<b><u>2,725,464</u></b>	<b><u>2,483,030</u></b>
Export expenses	54,432	56,927	54,432	56,927
Employee benefit expenses	59,156	55,284	58,601	54,927
Commission expenses	13,046	13,102	13,046	13,102
Others	35,080	29,243	33,255	28,683
<b>Total distribution costs and administrative expenses</b>	<b><u>161,714</u></b>	<b><u>154,556</u></b>	<b><u>159,334</u></b>	<b><u>153,639</u></b>

*Commission agreement*

The Group has entered into commission agreements with several individuals and other parties in relation to the sale of goods. The Group agreed to pay commission fee at the rates specified in the agreement.

**18 Income tax**

*Accounting policy*

Income tax expense for the year comprises current and deferred tax, which is recognised in profit or loss except to the extent that they relate to items recognised directly in other comprehensive income.

Current tax is recognised in respect of 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 temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination or at the time of the transaction affects neither accounting nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences.

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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, using tax rates enacted or substantively enacted at the reporting date. Current deferred tax assets and liabilities are offset in the separate financial statements.

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.

<i>Income tax recognised in profit or loss</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2025	2024	2024	2023
	<i>(in thousand Baht)</i>			
<b>Current tax expense</b>				
Current year	-	-	-	-
Under provided in prior years	-	3	-	3
<b>Deferred tax expense</b>				
Movements in temporary differences	<u>(53,357)</u>	<u>(6,643)</u>	<u>(59,568)</u>	<u>(6,122)</u>
<b>Tax income</b>	<u><b>(53,357)</b></u>	<u><b>(6,640)</b></u>	<u><b>(59,568)</b></u>	<u><b>(6,119)</b></u>

	<b>Consolidated/ Separate financial statements</b>					
	2025			2024		
<i>Income tax</i>	Before tax	Tax benefit	Net of tax	Before tax	Tax expense	Net of tax
	<i>(in thousand Baht)</i>					
<b>Recognised in other comprehensive income</b>						
Defined benefit plan						
actuarial gains (loss)	(3,194)	639	(2,555)	758	(152)	606

<i>Reconciliation of effective tax rate</i>	<b>Consolidated financial statements</b>			
	Rate (%)	2025 <i>(in thousand Baht)</i>	Rate (%)	2024 <i>(in thousand Baht)</i>
Loss before income tax expense		<u>(481,364)</u>		<u>(137,266)</u>
Income tax using the Thai corporation tax rate	20	(96,273)	20	(27,453)
Share of loss of associate accounted for using equity method		884		111
Expenses not deductible for tax purposes and others		670		158
Current year losses for which no deferred tax asset was recognised		41,362		20,541
Under provided in prior years		-		3
<b>Total</b>	<b>11</b>	<u><b>(53,357)</b></u>	<b>5</b>	<u><b>(6,640)</b></u>

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**Reconciliation of effective tax rate**

	Rate (%)	Separate financial statements	
		2025 (in thousand Baht)	2024 (in thousand Baht)
Loss before income tax expense		(477,909)	(133,268)
Income tax using the Thai corporation tax rate	20	(95,582)	(26,654)
Expenses not deductible for tax purposes and others		659	158
Current year losses for which no deferred tax asset was recognised		35,355	20,374
Under provided in prior years		-	3
<b>Total</b>	<b>12</b>	<b>(59,568)</b>	<b>5</b> <b>(6,119)</b>

**Consolidated  
financial statements**

<b>Deferred tax</b> <b>At 31 December</b>	<b>Assets</b>		<b>Liabilities</b>	
	2025	2024 (in thousand Baht)	2025	2024
Total	88,037	25,891	(9,753)	(1,603)
Set off of tax	(3,525)	(1,603)	3,525	1,603
<b>Net deferred tax assets (liabilities)</b>	<b>84,512</b>	<b>24,288</b>	<b>(6,228)</b>	<b>-</b>

**Separate  
financial statements**

<b>Deferred tax</b> <b>At 31 December</b>	<b>Assets</b>		<b>Liabilities</b>	
	2025	2024 (in thousand Baht)	2025	2024
Total	87,339	25,370	(3,365)	(1,603)
Set off of tax	(3,365)	(1,603)	3,365	1,603
<b>Net deferred tax assets</b>	<b>83,974</b>	<b>23,767</b>	<b>-</b>	<b>-</b>

**Consolidated  
financial statements  
(Charged) / Credited to**

<b>Deferred tax</b>	<b>At 1 January 2025</b>	<b>Other comprehensive income</b>		<b>At 31 December 2025</b>
		<b>Profit or loss</b>	<b>(in thousand Baht)</b>	
<b>Deferred tax assets</b>				
Inventories	14,675	58,901	-	73,576
Property, plant and equipment	521	16	-	537
Right-of-use assets	2,911	1,967	-	4,878
Provisions	7,784	623	639	9,046
<b>Total</b>	<b>25,891</b>	<b>61,507</b>	<b>639</b>	<b>88,037</b>
<b>Deferred tax liabilities</b>				
Property, plant and equipment	-	(6,270)	-	(6,270)
Lease liabilities	(1,542)	(1,934)	-	(3,476)
Forward exchange contract	(61)	54	-	(7)
<b>Total</b>	<b>(1,603)</b>	<b>(8,150)</b>	<b>-</b>	<b>(9,753)</b>
<b>Net</b>	<b>24,288</b>	<b>53,357</b>	<b>639</b>	<b>78,284</b>

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		Consolidated financial statements (Charged) / Credited to		
	At 1 January 2024	Profit or loss	Other comprehensive income	At 31 December 2024
<i>Deferred tax</i>				
		<i>(in thousand Baht)</i>		
<i>Deferred tax assets</i>				
Inventories	8,494	6,181	-	14,675
Property, plant and equipment	-	521	-	521
Right-of-use assets	5,175	(2,264)	-	2,911
Provisions	7,336	600	(152)	7,784
Forward exchange contract	674	(674)	-	-
<b>Total</b>	<b>21,679</b>	<b>4,364</b>	<b>(152)</b>	<b>25,891</b>
<i>Deferred tax liabilities</i>				
Lease liabilities	(3,882)	2,340	-	(1,542)
Forward exchange contract	-	(61)	-	(61)
<b>Total</b>	<b>(3,882)</b>	<b>2,279</b>	<b>-</b>	<b>(1,603)</b>
<b>Net</b>	<b>17,797</b>	<b>6,643</b>	<b>(152)</b>	<b>24,288</b>

		<div> <div>Separate</div> <div>financial statements</div> <div>(Charged) / Credited to</div> </div>		
	At 1 January 2025	Profit or loss	Other comprehensive income	At 31 December 2025
<i>Deferred tax</i>				
<i>Deferred tax assets</i>				
Inventories	14,675	58,901	-	73,576
Right-of-use assets	2,911	1,851	-	4,762
Provisions	7,784	578	639	9,001
<b>Total</b>	<b>25,370</b>	<b>61,330</b>	<b>639</b>	<b>87,339</b>
<i>Deferred tax liabilities</i>				
Lease liabilities	(1,542)	(1,815)	-	(3,357)
Forward exchange contract	(61)	53	-	(8)
<b>Total</b>	<b>(1,603)</b>	<b>(1,762)</b>	<b>-</b>	<b>(3,365)</b>
<b>Net</b>	<b>23,767</b>	<b>59,568</b>	<b>639</b>	<b>83,974</b>

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		Separate financial statements (Charged) / Credited to		
	At 1 January 2024	Profit or loss	Other comprehensive income	At 31 December 2024
<i>Deferred tax</i>				
<i>Deferred tax assets</i>				
Inventories	8,494	6,181	-	14,675
Right-of-use assets	5,175	(2,264)	-	2,911
Provisions	7,336	600	(152)	7,784
Forward exchange contract	674	(674)	-	-
<b>Total</b>	<b>21,679</b>	<b>3,843</b>	<b>(152)</b>	<b>25,370</b>
<i>Deferred tax liabilities</i>				
Lease liabilities	(3,882)	2,340	-	(1,542)
Forward exchange contract	-	(61)	-	(61)
<b>Total</b>	<b>(3,882)</b>	<b>2,279</b>	<b>-</b>	<b>(1,603)</b>
<b>Net</b>	<b>17,797</b>	<b>6,122</b>	<b>(152)</b>	<b>23,767</b>

Deferred tax assets have not been recognised in respect of the following item:

	Consolidated financial statements		Separate financial statements	
	2025	2024	2025	2024
<i>(in thousand Baht)</i>				
Tax losses	(309,680)	(102,868)	(278,649)	(101,872)
<b>Total</b>	<b>(309,680)</b>	<b>(102,868)</b>	<b>(278,649)</b>	<b>(101,872)</b>

The tax losses will expire in 2028 - 2030. The deductible temporary differences do not expire under current tax legislation. The Group has not recognised these items as deferred tax assets because it is not probable that the Group will have sufficient future taxable profit to utilise the benefits therefrom.

## 19 Basic loss per share

### *Accounting policy*

The calculation of basic EPS has been based on the profit attributable to ordinary shareholders of the Company and the weighted-average number of ordinary shares outstanding.

	Consolidated financial statements		Separate financial statements	
	2025	2024	2025	2024
<i>(in thousand Baht/ thousand shares)</i>				
<b>Loss attributable to ordinary shareholders of the Company (basic)</b>	<b>(428,006)</b>	<b>(130,626)</b>	<b>(418,341)</b>	<b>(127,149)</b>
<b>Number of ordinary shares outstanding</b>	<b>7,500</b>	<b>7,500</b>	<b>7,500</b>	<b>7,500</b>
<b>Loss per share (basic) (in Baht)</b>	<b>(57.07)</b>	<b>(17.42)</b>	<b>(55.78)</b>	<b>(16.95)</b>

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**20 Financial instruments**

*Accounting policy*

*(1) Classification and measurement*

Financial assets and financial liabilities (except trade accounts receivables (see note 6)) are initially recognised when the Group becomes a party to the contractual provisions of the instrument, and measured at fair value plus or minus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition.

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income (FVOCI); or fair value through profit or loss (FVTPL). Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified prospectively from the reclassification date.

Financial assets measured at amortised costs are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by expected credit losses. Interest income, foreign exchange gains and losses, expected credit loss and any gain or loss on derecognition are recognised in profit or loss.

Equity investments measured at FVOCI are subsequently measured at fair value. Dividends income are recognised as income in profit or loss on the date on which the Group's right to receive payment is established, unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

On initial recognition, financial liabilities are classified as measured at amortised cost using the effective interest method or FVTPL. Interest expense, foreign exchange gains and losses and any gain or loss on derecognition are recognised in profit or loss.

Financial assets and financial liabilities in foreign currencies are translated to the respective functional currencies at exchange rates at the dates of the transactions, and the balances at the end of reporting period are translated at the exchange rate at the reporting date. Foreign currency differences are generally recognised in profit or loss.

*(2) Derecognition and offset*

The Group derecognises a financial asset when the contractual rights to receive 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 Company 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 Company 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.

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The difference between the carrying amount extinguished and the consideration received or paid is recognised in profit or loss.

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 the Group intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

*(3) Derivatives*

Derivatives are recognised at fair value and remeasured at fair value at each reporting date. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss.

*(4) Impairment of financial assets other than trade accounts receivables*

The Group recognises allowances for expected credit losses (ECLs) on financial assets measured at amortised cost.

The Group recognises ECLs equal to 12-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition or credit-impaired financial assets, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

ECLs are a probability-weighted estimate of credit losses based on forward-looking and historical experience. Credit losses are measured as the present value of all cash shortfalls discounted by the effective interest rate of the financial asset.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due, significant deterioration in credit rating, significant deterioration in the operating results of the debtor and existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the debtor's ability to meet its obligation to the Group.

The Group considers a financial asset to be in default when the financial asset is more than 90 days past due.

*(5) Write offs*

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering. Subsequent recoveries of an asset that was previously written off, are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

*(6) 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.

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

*(a) Carrying amounts and fair values*

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities measured at amortised cost if the carrying amount is a reasonable approximation of fair value.



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Consolidated financial statements									
		Carrying amount			Fair value				
	Note	Financial instruments measured at FVTPL	Financial instruments measured at FVOCI	Financial instruments measured at amortised cost	Total	Level 1	Level 2	Level 3	Total
(in thousand Baht)									
At 31 December 2025									
Financial assets									
Other financial assets:									
Non-marketable equity instrument		-	50	-	50	-	-	50	50
Financial liabilities									
Long-term loans from financial institution	13	-	-	438,211	438,211	-	366,575	-	366,575
Forward exchange contract		34	-	-	34	-	34	-	34
At 31 December 2024									
Financial assets									
Other financial assets:									
Non-marketable equity instrument		-	50	-	50	-	-	50	50
Forward exchange contract		303	-	-	303	-	303	-	303
Financial liabilities									
Long-term loans from financial institution	13	-	-	300,910	300,910	-	250,763	-	250,763

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Separate financial statements									
		Carrying amount			Fair value				
	Note	Financial instruments measured at FVTPL	Financial instruments measured at FVOCI	Financial instruments measured at amortised cost	Total	Level 1	Level 2	Level 3	Total
(in thousand Baht)									
At 31 December 2025									
Financial assets									
Other financial assets:									
Non-marketable equity instrument		-	50	-	50	-	-	50	50
Financial liabilities									
Forward exchange contract		34	-	-	34	-	34	-	34
At 31 December 2024									
Financial assets									
Other financial assets:									
Non-marketable equity instrument		-	50	-	50	-	-	50	50
Forward exchange contract		303	-	-	303	-	303	-	303

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The following tables present valuation technique of financial instruments measured at fair value in the statements of financial position:

Type	Valuation technique
Non-marketable equity instrument	Estimates of future cash flows.
Forward exchange contract	<i>Forward pricing:</i> The fair value is determined using quoted forward exchange rates at the reporting date and present value calculations based on high credit quality yield curves in the respective currencies.
Loans from financial institutions	Discounted cash flows.

*(b) Financial risk management policies*

*Risk management framework*

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The board of directors has established the risk management committee, which is responsible for developing and monitoring The Group's risk management policies. The committee reports regularly to the board of directors on its activities.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Group audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Group audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

*(b.1) Credit risk*

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investments in debt securities.

*(b.1.1) Trade accounts receivables*

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate. Detail of concentration of revenue are included in note 16.

The executive committee has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's commercial terms and conditions are offered. The Group's review external ratings, if they are available, financial statements and industry information. Sale limits are established for each customer and reviewed quarterly. Any sales exceeding those limits require approval from the executive committee.

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The Group limits its exposure to credit risk from trade accounts receivables by establishing a maximum payment period of 3 months. Outstanding trade receivables are regularly monitored by the Group. An impairment analysis is performed by the Group at each reporting date. The provision rates of expected credit loss are based on days past due for individual trade receivables to reflect differences between economic conditions in the past, current conditions and the Group's view of economic conditions over the expected lives of the receivables.

Information relevant to trade accounts receivables are disclosed in note 6.

**(b.1.2) Cash and cash equivalent and derivatives**

The Group's exposure to credit risk arising from cash and cash equivalents and derivative assets is limited because the counterparties are banks and financial institutions which the Company considers to have low credit risk.

**(b.1.3) Guarantees**

The Group's policy is to provide financial guarantees only for subsidiary's liabilities. At 31 December 2025, the Company was contingently liable for guarantee of credit lines of its subsidiary (see note 4).

**(b.2) 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 at the reporting date. The amounts are gross and undiscounted and include contractual interest payments and exclude the impact of netting agreements.

		<b>Consolidated financial statements</b>			
		Contractual cash flows			
			More than 1 year but less than 5 years	Over 5 years	Total
<b>At 31 December 2025</b>	Carrying amount	1 year or less			
<i>(in thousand Baht)</i>					
<b>Non-derivative financial liabilities</b>					
Short-term loans from financial institutions	1,044,500	1,047,066	-	-	1,047,066
Trade accounts payable and other payables	87,901	87,901	-	-	87,901
Long-term loans from financial institution	395,668	54,952	218,874	227,999	501,825
Lease liabilities	75,157	13,030	40,970	43,547	97,547
	<b>1,603,226</b>	<b>1,202,949</b>	<b>259,844</b>	<b>271,546</b>	<b>1,734,339</b>

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		Consolidated			
		Contractual cash flows			
		More than			
		1 year but			
	Carrying	1 year	less than	Over	Total
	amount	or less	5 years	5 years	
<i>At 31 December 2024</i>		<i>(in thousand Baht)</i>			
<i>Non-derivative financial liabilities</i>					
Short-term loans from financial institutions	918,680	922,696	-	-	922,696
Trade accounts payable and other payables	96,791	96,791	-	-	96,791
Long-term loans from financial institution	300,910	10,376	230,898	110,112	351,386
Lease liabilities	83,641	12,624	48,790	49,344	110,758
	<b>1,400,022</b>	<b>1,042,487</b>	<b>279,688</b>	<b>159,456</b>	<b>1,481,631</b>

		Separate financial statements			
		Contractual cash flows			
		More than			
		1 year but			
		less than			
		5 years			
		Over			
		5 years			
		(in thousand Baht)			
At 31 December 2025	Carrying amount	1 year or less			Total
Non-derivative financial liabilities					
Short-term loans from financial institutions	1,044,500	1,047,066	-	-	1,047,066
Trade accounts payable and other payables	75,548	75,548	-	-	75,548
Lease liabilities	74,563	12,530	40,863	43,547	96,940
	1,194,611	1,135,144	40,863	43,547	1,219,554

		Separate financial statements			
		Contractual cash flows			
		More than			
		1 year but			
		less than			
		5 years			
		Over			
		5 years			
		(in thousand Baht)			
At 31 December 2024	Carrying amount	1 year or less			Total
Non-derivative financial liabilities					
Short-term loans from financial institutions	918,680	922,696	-	-	922,696
Trade accounts payable and other payables	65,964	65,964	-	-	65,964
Lease liabilities	83,641	12,624	48,790	49,344	110,758
	1,068,285	1,001,284	48,790	49,344	1,099,418

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*(b.3) Market risk*

The Group is exposed to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk is as follows:

*(b.3.1) Foreign currency risk*

The Group is exposed to foreign currency risk relating to purchases and sales which are denominated in foreign currencies. The Group primarily utilizes forward exchange contracts with maturities of less than one year to hedge such financial assets and liabilities denominated in foreign currencies. The forward exchange contracts entered into at the reporting date also relate to anticipated purchases and sales, denominated in foreign currencies, for the subsequent period.

<i>Exposure to foreign currency At 31 December</i>	<b>Consolidated/ Separate financial statements</b>	
	2025	2024
	USD (in thousand Baht)	
Cash and cash equivalents	157	169
Trade and other receivables	70,579	140,585
Trade and other payables	(1,075)	(6,053)
<b>Net position exposure</b>	<b>69,661</b>	<b>134,701</b>
Forward exchange purchase contracts	(22,964)	(43,731)
<b>Net exposure</b>	<b>46,697</b>	<b>90,970</b>

*Sensitivity analysis*

A reasonably possible strengthening (weakening) of Thai Baht against all other foreign currencies at the reporting date would have affected the measurement of financial instruments denominated in a foreign currency. This analysis assumes that all other variables, in particular interest rates, remain constant.

The Group has assessed the potential impact on the financial statements of the measurement of financial instruments denominated in a foreign currency that there was no material impact on the financial statements in the period of application.

*(b.3.2) 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. The Group has low interest rate risk of which the sensitivity impact to the increase or decrease in interest expenses from borrowings, as a result of changes in interest rates is immaterial on financial statements of the Group.

## **21 Capital management**

The management of the Group has the capital management policy to maintain a strong capital base by emphasis on planning and determining the operating strategies resulting in good business's performance and sustained good cash flows management. In addition, the Group considers investing in projects which have good rate of return, appropriate working capital management, maintain a strong financial position and appropriate investment structure as to maintain sustained future operations of the business and to maintain shareholders, investors, creditors and others interest's confidence.

**Kiang Huat Sea Gull Trading Frozen Food Public Company Limited and its Subsidiary**  
**Notes to the financial statements**  
**For the year ended 31 December 2025**

**22 Commitments with non-related parties**

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2025	2024	2025	2024
	<i>(in thousand Baht)</i>			
<b><i>Capital commitments</i></b>				
Buildings and improvement	326	15,495	271	-
Machinery and equipment	4,342	89,346	3,452	7,238
<b>Total</b>	<b>4,668</b>	<b>104,841</b>	<b>3,723</b>	<b>7,238</b>
<b><i>Other commitments</i></b>				
Purchase orders for goods and supplies	20,356	9,769	18,325	8,065
Bank guarantees	6,720	6,782	4,320	4,382
<b>Total</b>	<b>27,076</b>	<b>16,551</b>	<b>22,645</b>	<b>12,447</b>

The Group had commitment to a financial institution for issuance of letters of guarantee to government agency and private company for electricity and letters of guarantee to Thai Customs Department.

Attachment



## Back up attachment

Attachment 1 : Details of directors, executives, controlling persons, the person assigned to take the highest responsibility in Accounting and Finance, the person assigned to take direct responsibility for accounting supervision, the Company's secretary, and the representative for contact and coordination in case of a foreign company

Link to attachment : <https://eonemedia.setlink.set.or.th/report/0300/2025/1774827365179.pdf>



Attachment 2 : Details of the directors of subsidiaries

Link to attachment : <https://eonemedia.setlink.set.or.th/report/0300/2025/1774827365184.pdf>



Attachment 3 : Details of the Heads of the Internal Audit and Compliance Units

Link to attachment : <https://eonemedia.setlink.set.or.th/report/0300/2025/1774827365189.pdf>



Attachment 4 : Assets for business undertaking and details of asset appraisal

Link to attachment : <https://eonemedia.setlink.set.or.th/report/0300/2025/1774827365193.pdf>



Attachment 5 : Unabridged policy and guidelines on corporate governance and unabridged code of business conduct prepared by the Company

Link to attachment : [https://www.kst-hatyai.com/index.php?pid=investor\\_relation](https://www.kst-hatyai.com/index.php?pid=investor_relation)



Attachment 6 : Report of the Audit Committee

Link to attachment : <https://eonemedia.setlink.set.or.th/report/0300/2025/1774827365197.pdf>

