



# 2023

รายงานประจำปี 2566

56-1 ONE REPORT

“ Create and share value  
by leveraging the organization's core skills  
and resources in the transition to a green economy ”

บริษัท ฟอ์จูน พาร์ท อินดัสตรี จำกัด (มหาชน)  
FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED

[www.fpiautoparts.com](http://www.fpiautoparts.com)



# Content



✓ Message from Chairman of ExCom	2
✓ Financial Overview	11
✓ Risk Management Committee Report	33
✓ Report of Audit Committee	246
✓ Report of the Nomination Committee	255
✓ Corporate Governance and Sustainability Committee	257

<b>3. Business drive for sustainability</b>	56
3.1 Business driven for sustainability Goals & Policy	57
3.2 Managing stakeholder impacts in the business value chain	62
3.3 Environmental Sustainability Management	78
3.4 Sustainability Management in Social Dimension	103

## Section 1

### Business Operations and Performance

<b>1. Structure and operations of the Company Group</b>	4
1.1 Policy and business overview	5
1.2 Nature of business	12
1.3 Shareholding Structure	28
1.4 Registered capital and paid-up capital	30
1.5 Issuance of other securities	30
1.6 Dividend policy	31

<b>2. Risk Management</b>	32
2.1 Risk management policy and plan	35
2.2 Key Risk Factors Affecting Business	38

<b>4. Management Discussion and Analysis</b>	127
--	-----

<b>5. General and other important information</b>	134
---	-----

## Section 2

### Corporate Governance

<b>6. Corporate Governance Policy</b>	139
6.1 Corporate Governance	140
6.2 Business Ethics	175
6.3 Major changes and developments in policies, practices, and corporate governance systems	182





## 7. Corporate Governance Structure and important information

7.1 Corporate Governance Structure	185
7.2 Board of Director information	187
7.3 Sub-committee information	197
7.4 Executive committee information	213
7.5 Employee information	216
7.6 Others information	219

## 8. Corporate Governance Report

8.1 Summary of the performance of the Board of Directors	224
8.2 Report on performance of the Audit Committee	225
8.3 Summary of the results of duty performance of subcommittees	246

## 9. Internal Control and Related Transactions

9.1 Internal Control	252
9.2 Related Transactions	260

## Section 3

### Financial Statement

Report of the BD Responsibility to FS	272
Financial Statement	273
Data Validation (Certificated)	336

## Appendix

### Appendix 1

Detail of Board of Directors, Executive and management	339
--	-----

### Appendix 2

Details of Directors of Subsidiaries	369
--------------------------------------	-----

### Appendix 3

Details about the internal audit and compliance company operations	375
--	-----

### Appendix 4

Details of assets used in business operations and asset appraisal	378
---	-----

### Appendix 5

Policies and guidelines for corporate governance and business ethics of the company	380
---	-----

### Appendix 6

Audit Committee Report	381
------------------------	-----



**"Create and share value by leveraging the organization's core skills and resources in the transition to a green economy."**

The Thai automotive industry has experienced slower growth than in the past due to high inflation and the global economic slowdown. This has affected income estimates, with a decrease of 6.23% to 2,513.00 million baht and net profit was 374.04 million baht, a decrease of 8.45% compared to 2022. Fortune Parts Industry. (FPI) remains committed to its goals of growth and profit creation. The company is focusing on partnerships with original equipment manufacturers (OEMs) who prioritize the "Circular Living" concept, which allows them to expand their target audience in the important American automotive parts market. At present, the global cumulative number of cars exceeds 2.046 billion, and the REM market value exceeds 26 trillion US dollars. In 2024, this is a very valuable market.

Direction for sustainable growth based on creating shared value from business challenges social needs and the organization's expertise in developing **low-carbon and sustainable products**. Collaborate with stakeholders to create business returns. Increase competitive ability Leads to better responses and solutions to social problems in the long term.

Challenges in the automotive industry, including the transition to electric vehicle technology and creating carbon neutrality, leading to the goal of net zero greenhouse gas emissions (Net Zero Emission), are considered to be the catalysts that cause Transition to low-carbon automotive technology This leads to building partnerships with stakeholders to create sustainable shared value, from using existing expertise and

resources to develop opportunities to become a positive impact on the business and stakeholders. Including creating benefits for society through adapting to the new economic model (BCG Model) by developing new products and developing an environmentally friendly production system. It causes sharing and economic value creation in response to needs and challenges in various aspects of society, leading to increased economic efficiency



values. (Eco-Efficiency) increased to 80,835.00 baht per 1.00 tonCO<sub>2</sub>eq of greenhouse gas emissions from the eco-efficiency value of 55,710.00. baht per greenhouse gas emissions of 1.00 tonCO<sub>2</sub>eq of the base year 2016 and a sustainability factor of 1.45 times, which evaluates the organization in developing society towards a low-carbon and sustainable business, 45 percent more than the base year.

Company Board of Directors, executives, and employees at all levels FPI is committed to enhancing organizational development according to the new economic model (BCG Model), which has influenced its operations in the past year. FPI has been **ranked as a leading climate organization in the region. Asia Pacific** (Asia-Pacific Climate Leaders) from The Financial Times and Statista. **Outstanding Climate Action Leading Organization**

(Climate Action Leading Organization) category. which has a gold evaluation result from the TGO, the Prime Minister's Export Award category, the **Best Exporter award** category, and the **BCG Best Export Business Award** category. (Best BCG Exporter) from the Department of International Trade Promotion Ministry of Commerce **Best Sustainability Excellence Award** from the Stock Exchange of Thailand Including honorary awards Sustainability Disclosure Recognition, where businesses disclose sustainability information to the public and stakeholders. from the Thaipat Institute. In addition, the company has also applied the **circular economy management system standards for organizations** (CEM2S. 2 Part 2 -2021) which has passed the assessment and received a certificate from the certification body. "It is the first group of Thailand."

Finally, on behalf of the board of directors, I would like to express my gratitude to the shareholders and all stakeholders for their cooperation and support in the operation of the company. And thank all employees for helping create environmentally friendly products and creating value for stakeholders in accordance with the United Nations Sustainable Development Guidelines. (SDG) Improve the quality of life of people in society and create broad and sustainable benefits for society.









Sompol Tanadumrongsak

Managing Director  
and Chairman of Executive Committee



## The structure and operation of the group of companies

-  Policy and business overview
-  Nature of business
-  Shareholding structure
-  Registered capital and paid-up capital
-  Issuance of other securities
-  Dividend payment policy





# 1. Structure and operations of the group of companies

## Organization overview

### 1.1 Policy and Business Overview

Fortune Parts Industry Public Company Limited operates as a manufacturer and distributor of complete plastic automotive parts in Thailand. From mold design, mold production, plastic injection molding, chrome plating, and painting, the company has more than 800,000 products, able to meet the needs of various customers, including the production of parts in the replacement equipment manufacturing (REM) group and parts. Auto parts under the brands of various car manufacturers (Original Equipment Manufacturer: OEM) with a commitment to add value and value from the development of environmentally friendly innovations based on creating a balance between economic growth. Society and environment by conducting business with transparency, ethics, and taking care of society and the environment through cooperation with partners. business partners and customers by sharing expertise technology information and intellectual property To continuously create shared value to create new and good experiences for customers beyond the original core competencies. Focused on increasing quality and reducing costs. It creates value sharing among each other within the ecosystem. There is flexibility between them, allowing them to respond quickly to changes to work towards the goals of common stakeholders. which plays an important role in supporting the economic growth of Thailand and is important for the development of Thailand's automotive parts industry into a low-carbon and sustainable business.

#### 1.1.1 Vision, objectives, goals or strategies for operations

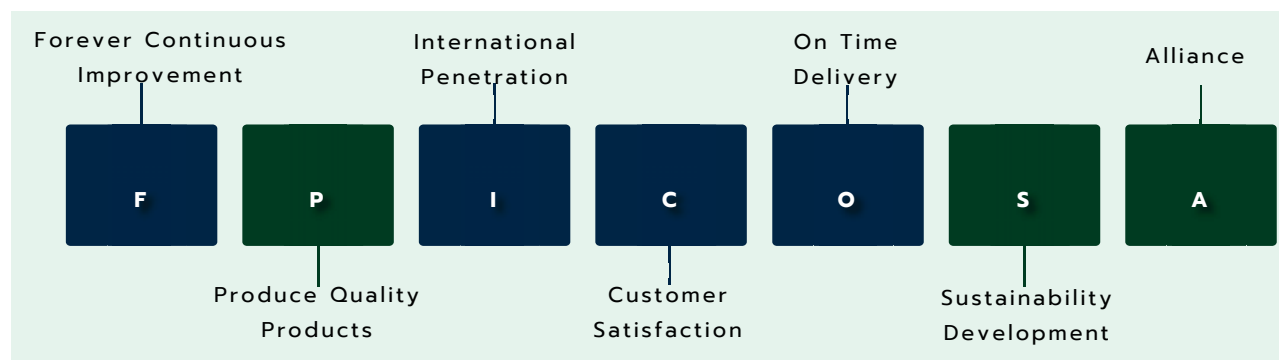
##### Vision

“Become a leader in the field of automotive parts manufacturing, including automotive parts distribution centers.

And expand the environmental protection business line to achieve sustainable growth”

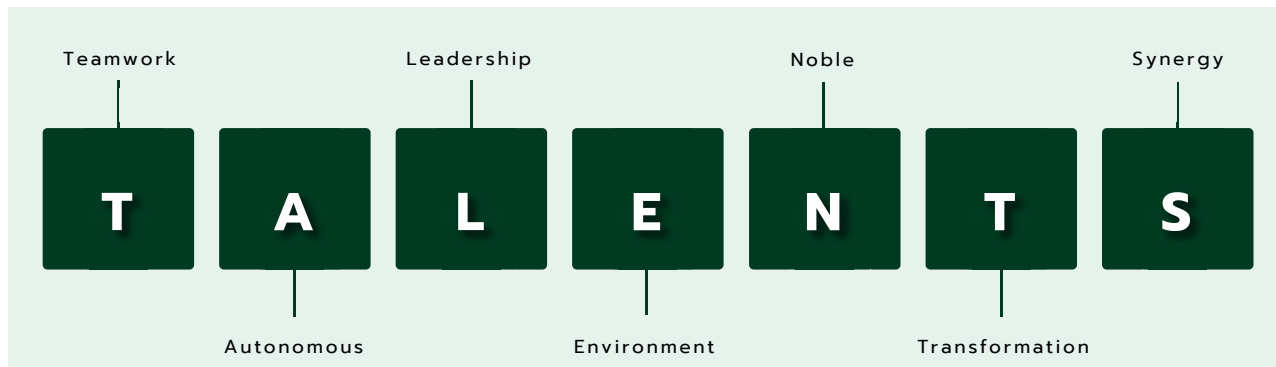
##### Mission

“Develop towards eco-economic excellence by creating added value for stakeholders. along with good corporate governance”



## Shared values

"Cultivate employee behavior in creating synergy leading to the achievement of organizational objectives and goals."



## Business objectives

The company is committed to developing the organization to **"Grow sustainably"** Throughout the business value chain through the development of technology and innovation along with the development of human capital ( Human Capital Development) To be ready to be an important capital in creating value for the organization according to the quality dimension. (Quality) Increasing productivity ( Productivity) and creating innovation ( Innovation) based on business operations that focus on **"Create sustainable value"** and **"Making appropriate profits"** in the long term To lead to the achievement of sustainable development goals and create a balance in the business chain between conservation and utilization of resources throughout the product life cycle.





## Business goals

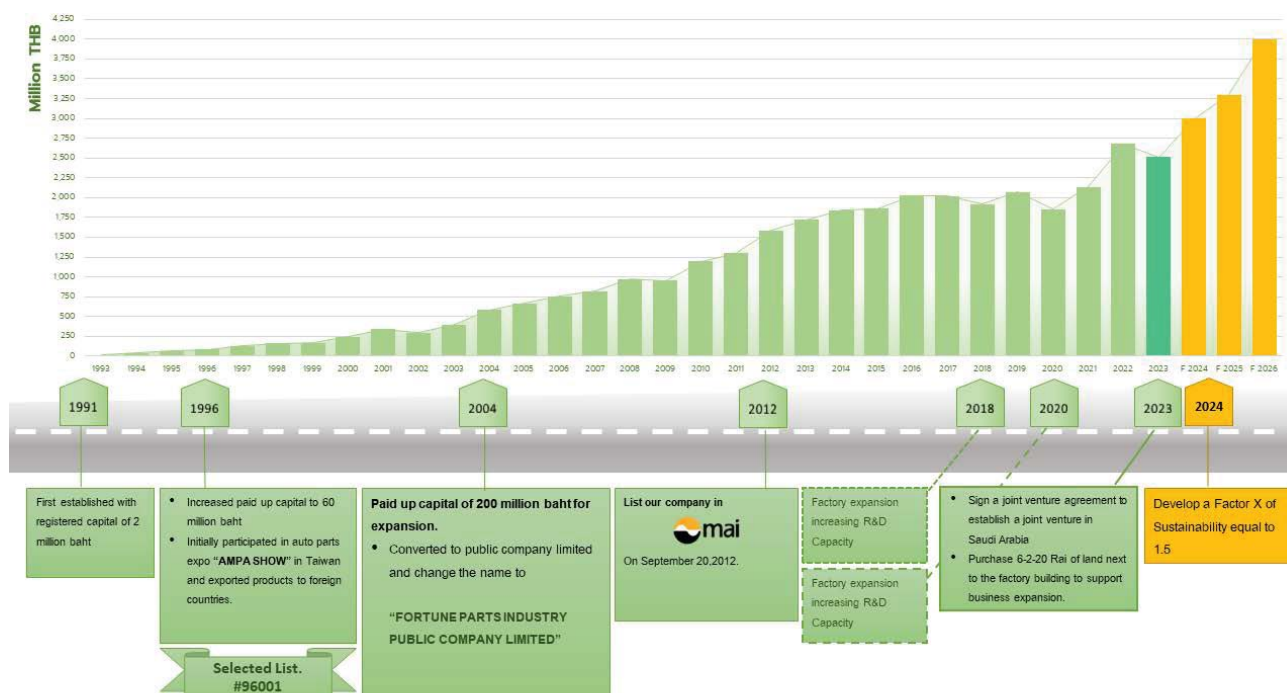


## Business operation strategy

Company Committed to Create social and environmental value with the **Sustainable Climate strategy** in creating and developing low carbon products. By adhering to the principle of creating value and new value within the business chain. Under the concept of **Circular Living strategy** Through conducting business in tandem with saving the world and creating additional value for the business from circulating the use of resources. that are limited, provide value, extend lifespan and giving importance to systems thinking, leading to sharing experiences in accelerating Transition to a green economy according to the **Green Future strategy** that will expand to adjusting new business approaches to create balance in the lives of people in the community, society, and the environment. sustainable



## 1.1.2 Major changes and developments of the company



During the past 5 years, there are major changes as details below:

Year	Milestone
2019	<ul style="list-style-type: none"> <li>Invested in injection machine one 1750 ton and two 1600 ton for replacement of old machines that have damaged and to increase production capacity for bumper group by 25%</li> </ul>
2020	<ul style="list-style-type: none"> <li>Invest in a 800 ton injection molding machine worth 6.5 million baht to replace old damaged machines for the production of grille products.</li> <li>Investment to build a robot spraying line worth 60 million baht to replace the existing spraying line. Causing the production capacity of OEM products to increase by 50 percent.</li> <li>Invested in 3D-Printing machine size 1700 mm. X 1700 mm. X 600 mm. worth 9.5 million baht for prototype product production.</li> <li>Invest in die spotting machines and mold flipping equipment worth THB 7.8 million to use in mold fittings.</li> <li>On January 22, 2020, the company has acquired additional shares of ALP FPI PARTS PRIVATE LIMITED from 2 existing shareholders, where the company acquired 17,366,649 ordinary and 11,000,000 preferred shares of the mentioned. The share value was 3.84 baht, where the total amount paid was approximately 109 million baht. Consequently, the company is currently owned 100% of FPI AUTO PART INDIA PRIVATE LIMITED, giving the company full authority to control FPI India. The company has also included FPI India financial in our consolidated financial statements since the date the company has acquired. For this reason,</li> </ul>



Year	Milestone
	<p>the company has now classified the investment in FPI INDIA from investment as joint venture to investment as subsidiaries.</p> <ul style="list-style-type: none"> <li>The company has sold 33.37% of all common shares held in SAFE Energy Holdings Company Limited, representing 1,938,760 ordinary shares with a par value of 100 baht per share to Prize of Wood Holding Co., Ltd. at a selling price of 233.88 million baht, as of December 24, 2020.</li> </ul>
2021	<ul style="list-style-type: none"> <li>For the year 2021, the company made decision to delay investment in new machinery as the management would like to monitor the macro economics impact from corona virus pandemics.</li> </ul>
2022	<ul style="list-style-type: none"> <li>Invested in the purchase of plastic injection molding machines of 1750 tons, 2 machines, 850 tons, 1 machine, 450 tons, 1 machine and 80 tons 1 machine, in order to increase production capacity and to replace damaged old machines and increase production capacity in bumper and grille products. Increased by 15%</li> <li>Received investment support from BOI in investing in efficient and energy-saving machinery.</li> </ul>
2023	<ul style="list-style-type: none"> <li>Installed two plastic injection machines with a size of 1750 tons, one 850 tons, one 450 tons, and one 80 tons to increase production capacity and to replace old, damaged machines and increase production capacity in the bumper and grille products. increased by 15%</li> <li>Complete the purchase of 6-2-20 rai of land adjacent to the factory building to support the company's expansion.</li> <li>Signed a joint venture agreement with Fuel Automotive Parts Co., Ltd. ("FAC") dated December 16, 2023 which is a company Distributor of automotive spare parts in Saudi Arabia and in the Middle East countries. To establish 1 additional joint venture company.</li> <li>Change 3D printing from 1.7 meters to 2.7 meters to increase the potential for customer prototype production.</li> </ul>



Please scan the QR code To access information about all major changes and developments of the company

or through the URL provided below.

<https://www.fpiautoparts.com/en/history-profile/>

### 1.1.3 Utilization of funds for the purposes stated in the registration statement for the offering of securities

— None -

### 1.1.4 Obligations that the company has pledged in the registration statement for the sale of securities.

— None -

### 1.1.5 General information

<b>Company Name</b>	<b>:</b>	<b>Fortune Parts Industry Public Company Limited</b>
<b>SET Symbol</b>	<b>:</b>	<b>FPI</b>
<b>Registration No.</b>	<b>:</b>	<b>0107547000508 Head Office</b>
<b>Business Type</b>	<b>:</b>	<b>Designing &amp; producing automotive parts, designing product and produce mold for plastic parts, provide injection, chrome plating, painting and assembly services for all plastic products.</b>
<b>Head Office and Factory</b>	<b>:</b>	<b>11/22 Moo 20 Nimitmai Road, Lamlukka, Lamlukka, Pathumthani</b>
<b>Branch</b>	<b>:</b>	<b>99/10 Moo 20 Nimitmai Road, Lamlukka, Lamlukka, Pathumthani</b>
<b>Telephone</b>	<b>:</b>	<b>0-2993-4970-77</b>
<b>Facimile</b>	<b>:</b>	<b>0-2993-0602</b>
<b>Web Site</b>	<b>:</b>	<b><a href="http://www.fpiautoparts.com">http://www.fpiautoparts.com</a></b>
<b>Registered Capital</b>	<b>:</b>	<b>Baht 378,257,483.50 with a par value of Baht 0.25</b>
<b>Paid-up Capital</b>	<b>:</b>	<b>Baht 378,257,483.50 with a par value of Baht 0.25</b>
<b>Company's Secretary</b>	<b>:</b>	<b>Mr. Sarayuth Ouybuan</b> <b>Telephone 0-2993-4970-77 ext. 108</b> <b>e-mail: <a href="mailto:sect@fpi.co.th">sect@fpi.co.th</a>; <a href="mailto:saryuht@fpiautoparts.com">saryuht@fpiautoparts.com</a></b>





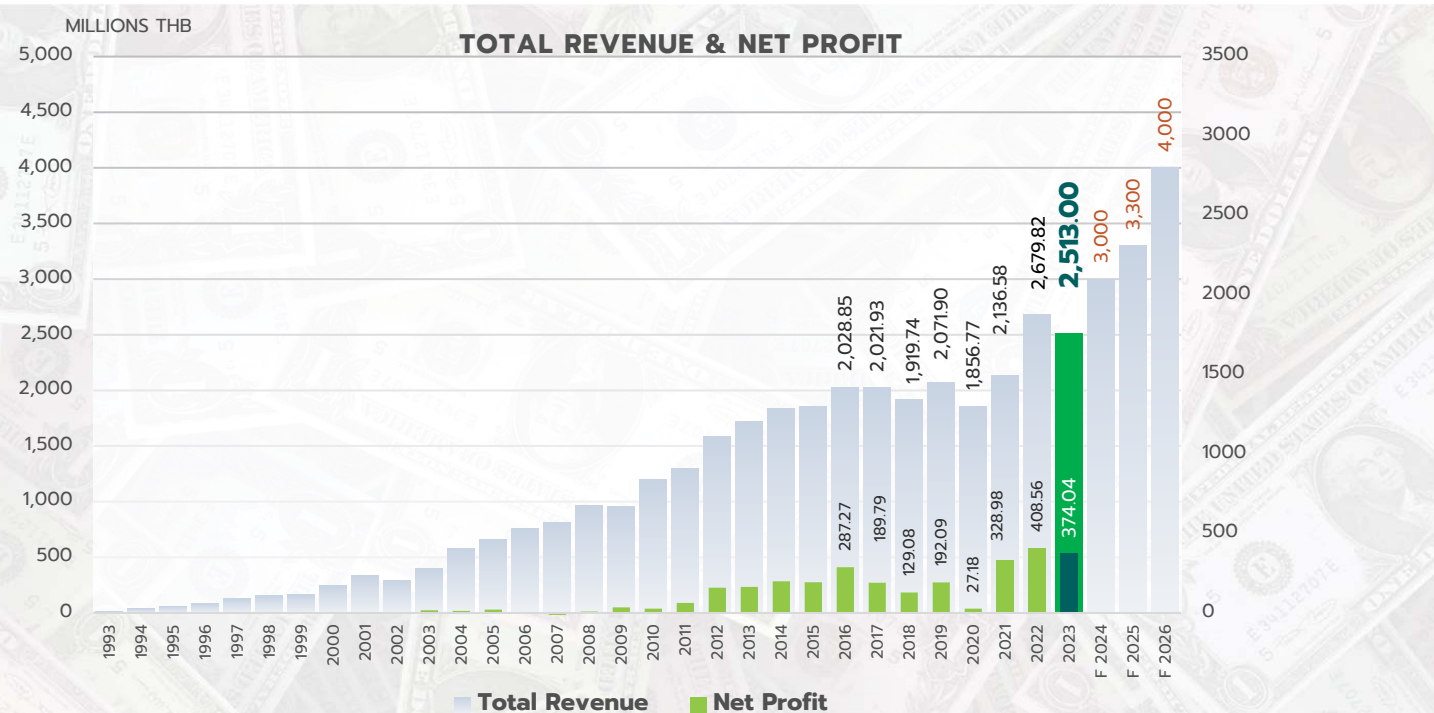
### Joint Venture Company

Company Name	:	FORTUNE-PARTS INDUSTRY ECUADOR CIA.LTDA.
Business Type	:	Designing, producing and wholesaling automotive parts and accessories in South America
Head Office and Factor	:	S/N KM 7 1/2 PANAMERICANA, SECTORSAMANGA,UNAMUNCHO, AMBATO, TUNGURAHUA, ECUADOR
Registered Capital	:	500,000 USD

### Subsidiary

Company Name	:	FPI AUTO PARTS INDIA PRIVATE LIMITED
Business Type	:	Designing, producing, and wholesaling automotive parts and accessories in India
Head Office and Factory	:	Plot No.673/4/6/7/8, 673/2274, Vill.-Gugalkota, P.O.Shahjahanpur, Alwar, Rajasthan, 301706
Registered Capital	:	315,757,249 INR

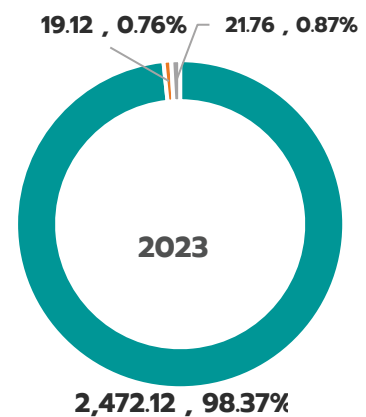
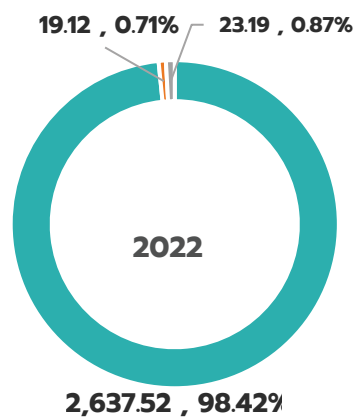
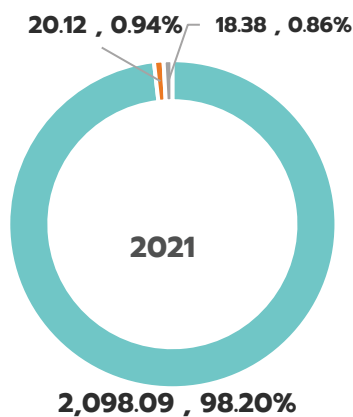
## 1.2 Nature of business



### 1.2.1 Revenue Structure

The Company's revenue structure is classified by segment in 2020-2022, they are categorized into 3 reports as below:

Type of Revenues	2021		2022		2023	
	Million THB	%	Million THB	%	Million THB	%
1. Sale and Services	2,098.09	98.20%	2,637.52	98.42%	2,472.12	98.37%
2. Other income	20.12	0.94%	19.12	0.71%	19.12	0.76%
3. Export incentive	18.38	0.86%	23.19	0.87%	21.76	0.87%
<b>Total Revenue</b>	<b>2,136.58</b>	<b>100.00%</b>	<b>2,679.82</b>	<b>100.00%</b>	<b>2,513.00</b>	<b>100.00%</b>

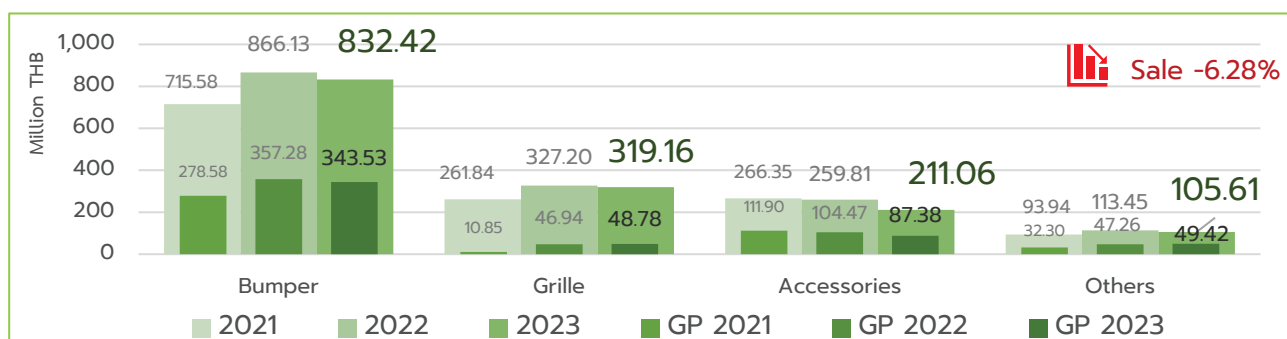


## Total Revenues by Product categories

The structure of sales revenue in 2021-2023 by major product groups is as follows

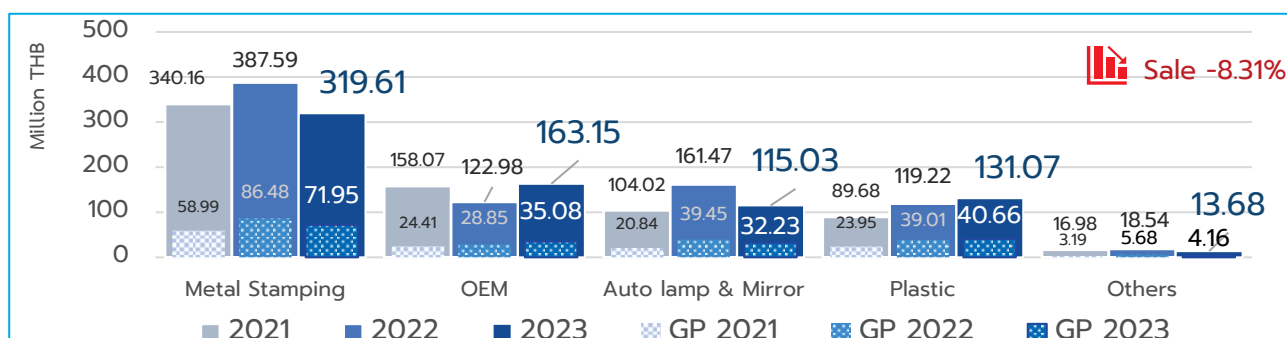
1. **Products produce by FPI** including replacement automotive parts (REM) and automotive parts produced by brand owner manufacturers and assemblers. OEM

Products produce by FPI	2021	%	2022	%	2023	%
Bumper	715.58	53.49%	866.13	55.29%	832.42	56.69%
Grille	261.84	19.57%	327.20	20.89%	319.16	21.74%
Accessories	266.35	19.91%	259.81	16.58%	211.06	14.38%
Others	93.94	7.02%	113.45	7.24%	105.61	7.19%
<b>Total (Million THB)</b>	<b>1,337.71</b>	<b>100.00%</b>	<b>1,566.59</b>	<b>100.00%</b>	<b>1,468.25</b>	<b>10.000%</b>



2. **Trading products** including replacement automotive parts (REM) and automotive parts under the OEM brand.

Trading products group	2021	%	2022	%	2023	%
Metal Stamping	340.16	47.98%	387.59	47.86%	319.61	43.04%
OEM	158.07	22.30%	122.98	15.19%	163.15	21.97%
Auto lamp & Mirror	104.02	14.67%	161.47	19.94%	115.03	15.49%
Plastic	89.68	12.65%	119.22	14.72%	131.07	17.65%
Others	16.98	2.39%	18.54	2.29%	13.68	1.84%
<b>Total (Million THB)</b>	<b>708.91</b>	<b>100.00%</b>	<b>809.79</b>	<b>100.00%</b>	<b>742.53</b>	<b>100.00%</b>

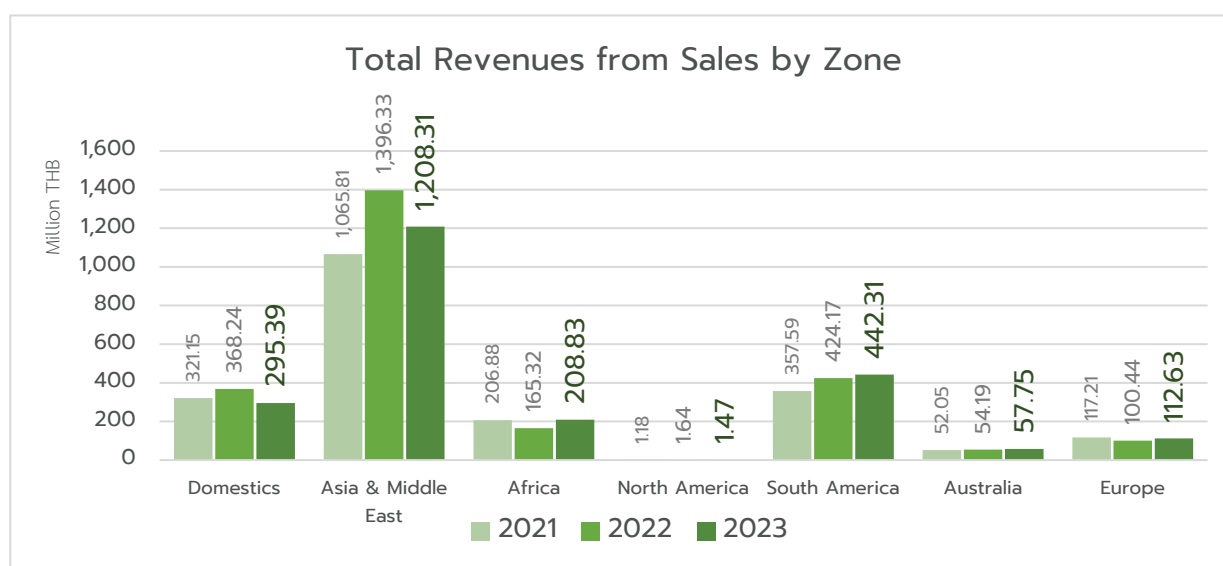




## Total Revenues from Sales by Zone

The company has customers all over the world with various customer groups. Revenues by geographical categories are as follows:

Sale (Million THB)	2021	2022	2023	2023:2022 % (+/-)
Domestics	321.15	368.24	295.39	-19.8%
Asia & Middle East	1,065.81	1,396.33	1,208.31	-13.5%
Africa	206.88	165.32	208.83	26.3%
North America	1.18	1.64	1.47	-10.9%
South America	357.59	424.17	442.31	4.3%
Australia	52.05	54.19	57.75	6.6%
Europe	117.21	100.44	112.63	-12.1%
<b>Total</b>	<b>2,121.87</b>	<b>2,510.33</b>	<b>2,326.70</b>	<b>-7.3%</b>



## 1.2.2 Product information

### 1.2.2.1 Product or service characteristics and business innovation and development

Fortune Parts Industry Public Company Limited's main business is a manufacturer of automotive parts made from plastic. and is a center for sales Both replacement car parts and car spare parts under the brands of various car manufacturers Including providing injection molding services, chrome plating, and painting plastic products.

Our capabilities in the industry are plastic mold design and manufacturing with an excellent reputation. Our success and growth over the past year clearly proves that. We have achieved our goal. “A manufacturer with long experience in the industry”

At present, the company's products and services can be divided into the following categories:

#### 1. Products produced by the company

##### 1.1 Replacement Equipment Manufacturing : REM

- Grille and Head Light Door



- Bumper and Valance Panel)



- Auto Lamps



- Accessories , Spoiler, Skirt set, etc.

##### 1.2 Original Equipment Manufacturing : OEM

Especially auto parts to increase the value of products, such as:

- Front Bumper Guard
- Over Fender
- Side Cladding
- Head Lamp Cover
- Tail Lamp Cover
- Mirror Cover
- Electrical parts
- Other accessories such as spoilers, skirt set, etc.





## 2. Trading products that the company resale In order to satisfied our customer needs



### 2.1 Automotive Replacement parts (REM)

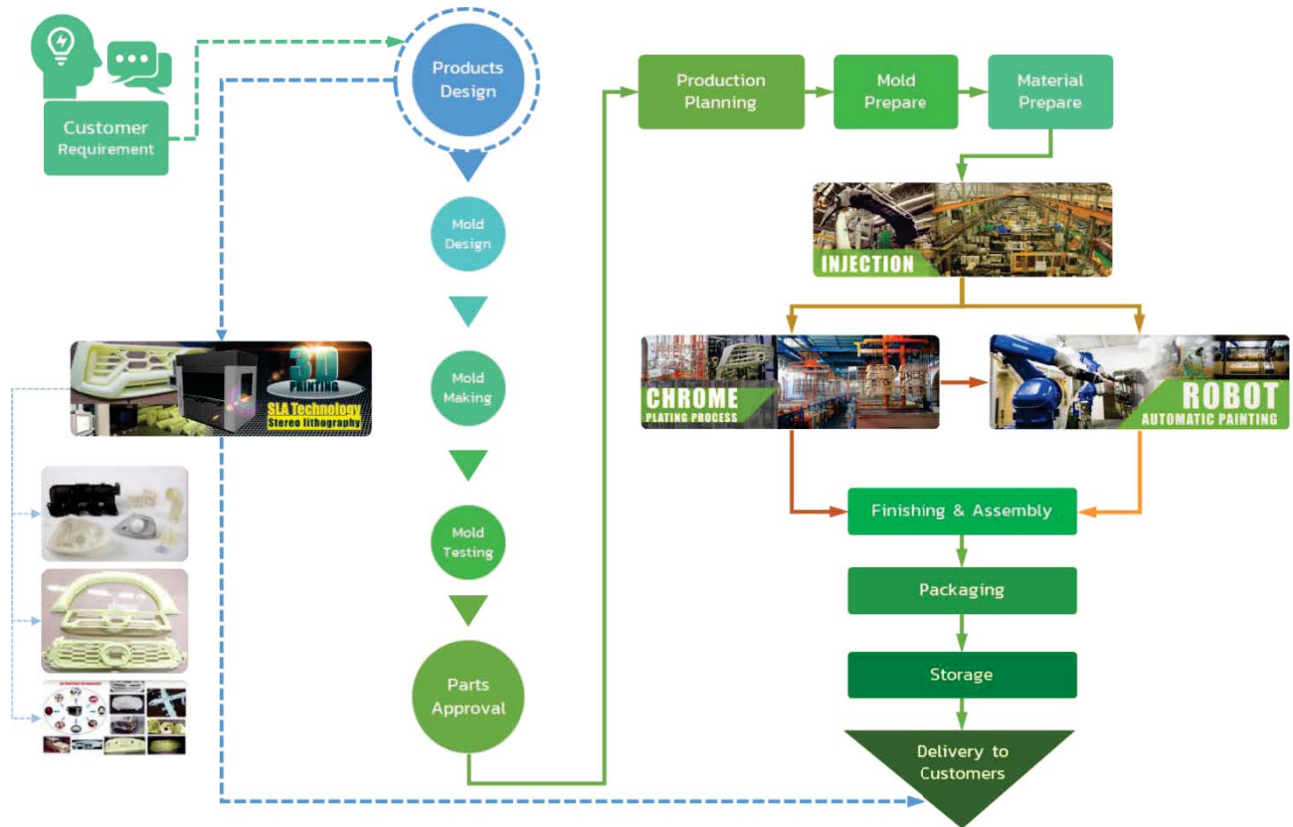
- Replacement parts are made of plastic, such as bumper, grille, headlamp and tail lamp
- Replacement metal parts such as door handles, fender, radiator.
- Other replacement spare parts such as rubber products, radiators, suspension components, filters, etc

### 2.2 Automotive spare parts under various car brands (OEM) such as bonnet, door, grille, headlamp, taillight, bumper, etc

3. Other products that the company sells to factories that hired FPI to manufacture the products for them such as plastic pellets, containers and packages, etc., as well as the distribution of raw materials that do not match the current production of the company.



4. Plastic injection molding service, plating and painting service for plastic products FPI develops its business models such as designing and manufacturing of molds for plastic injection molding alongside designing and manufacturing of adjustable jig fixtures to be used in house and also to be sold to customers both domestically and internationally. 3 D Printing with SLA technology (Stereo lithography). Some examples of this are bumper molds, grille front molds, decorative parts molds, and so on. This is to be in line with the changing context of business to be the hub for manufacturing, selling, and servicing of automotive parts.

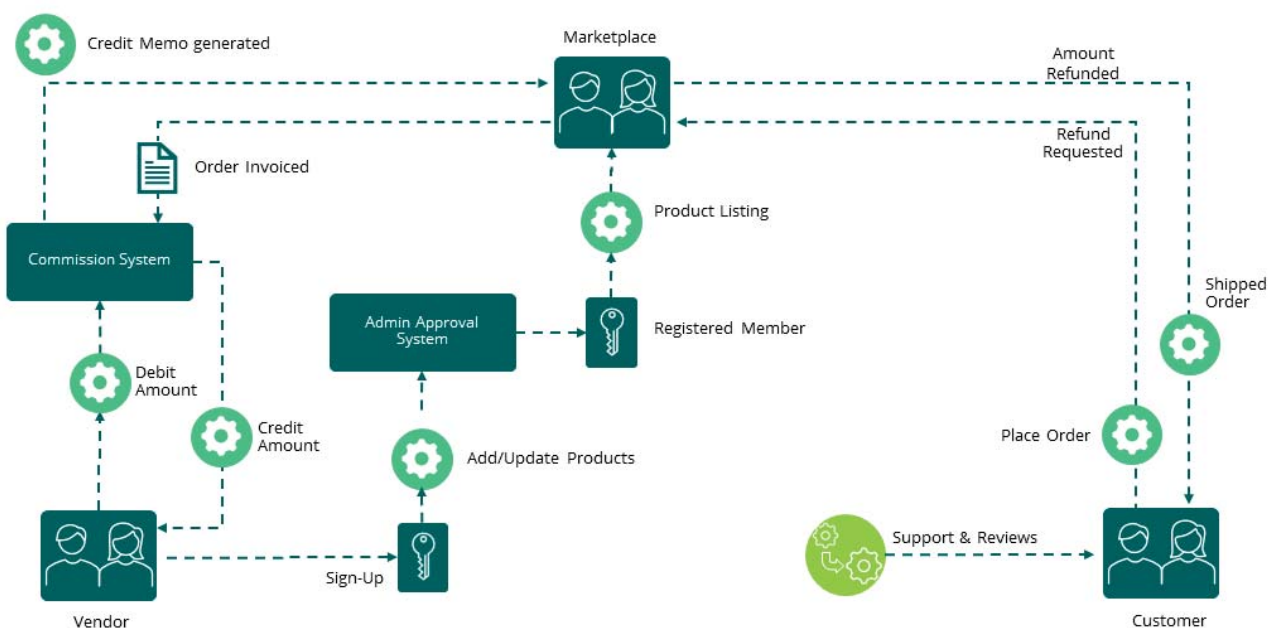


*Production Process Diagram*

**5. Asset utilization** FPI develops mold rental service business. This is a guideline for strategy adjustment in order to use asset management to maximizes the return of investment. This is also in line with the new business context. Furthermore, it reduces tax barriers from neighbor countries and create new market opportunities or to change the context of the business. This creates value for services sector and reduce the use of natural resources for the organization.



**6. Business Model Development B2 C** To comply with variety of consumers and their needs, FPI uses 3D printing technology. This not only reduce the waste of mold and other equipment making but also enable consumer to order a one off products specifically manufactured for their own needs (Customization). This is done by freely select the design or adjust the design of the product models and 3D printed it out to be received within 24 Hours.



*Business Model Development Marketplace*

**7. Business Model Development Marketplace** Create a platform to sell auto part products online through internet Web Page or mobile application and act as a center for distribution of auto parts for cars, motorcycles, and vehicles of all types on the internet to create a new business. This is a service market that charge commission and advertising fee as well as retailing the company own products.

**8. Environmental consulting services, greenhouse gas management, and sustainable enterprise development** FPIS provide environmental consulting services. Specializing in climate change and resource management to achieve maximum benefits from climate change. FPIS provides corporate carbon footprint, product carbon footprint, and carbon footprint reduction labels to assess greenhouse gas emissions. Before managing and planning to significantly reduce greenhouse gas emissions, understand the organization's main sources of greenhouse gas emissions. In terms of resource management, FPIS provides sustainability consulting to organizations when preparing sustainability reports. And 56-1 reports provided by a team of experts focused on driving the organization from a policy perspective. Integrating strategic and operational processes with sustainable development goals to reduce business risks, create profit growth, and mitigate environmental issues.



## Research and Development Policy

The company pays attention to product development. production processes and services based on the circular economy concept to make a difference and diversify according to the needs of consumers This leads to the creation of added value and added value throughout the business value chain, starting from the creative process. Design and prototype development process on the basis of understanding the problems or needs of customers through creating cooperation with customers or business partners to add economic value. by rotating resources or materials within the system for as long as possible and produce the least amount of waste Covering the waste from the system to be used as starting material of the related industry. Details are as follows:

### Circular Model: Circular Design

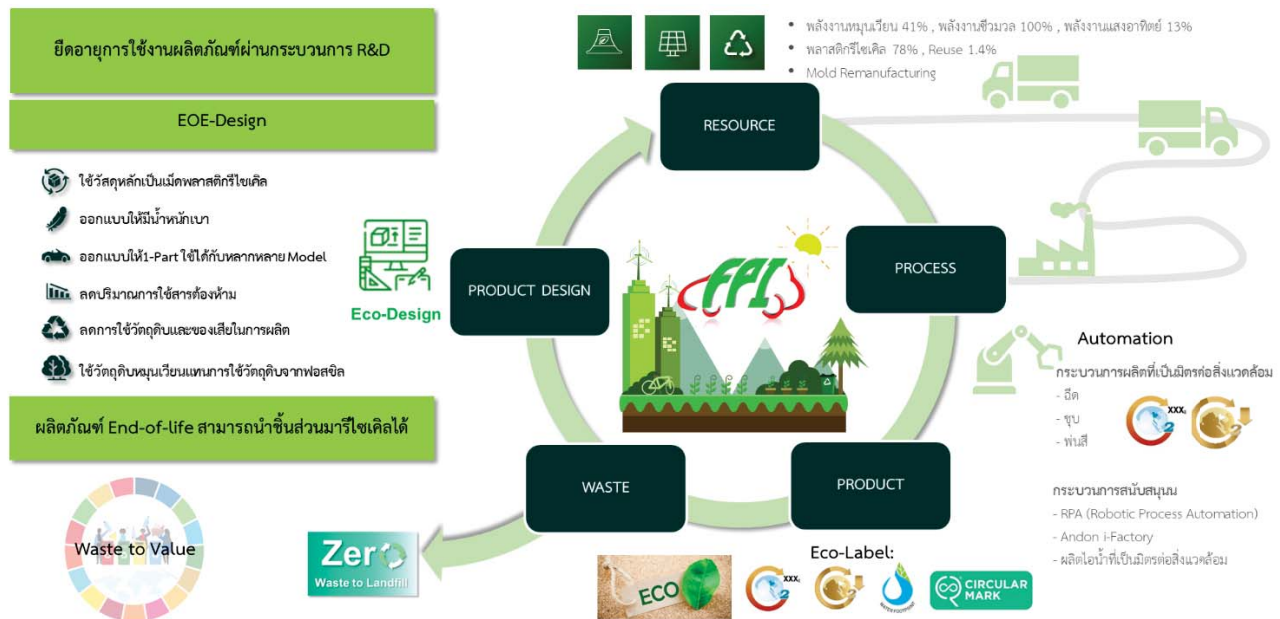
The company drives the circular economy with “**design from the beginning**” covering product design, packaging, manufacturing processes. Selection of raw materials, use and management at the end of



life or not used through 6 main strategies consisting of 1) System thinking 2) Value creation 3) Value sharing 4) Resource Availability 5) Resource Traceability 6) Ecosystem Resilience

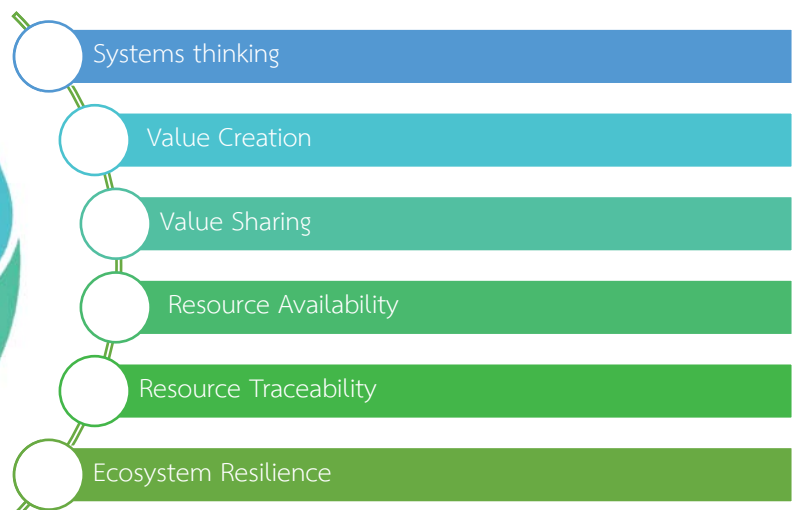
Leading to the development of products and processes designed according to circular economy principles. (Design for Circular Economy) as detailed below.

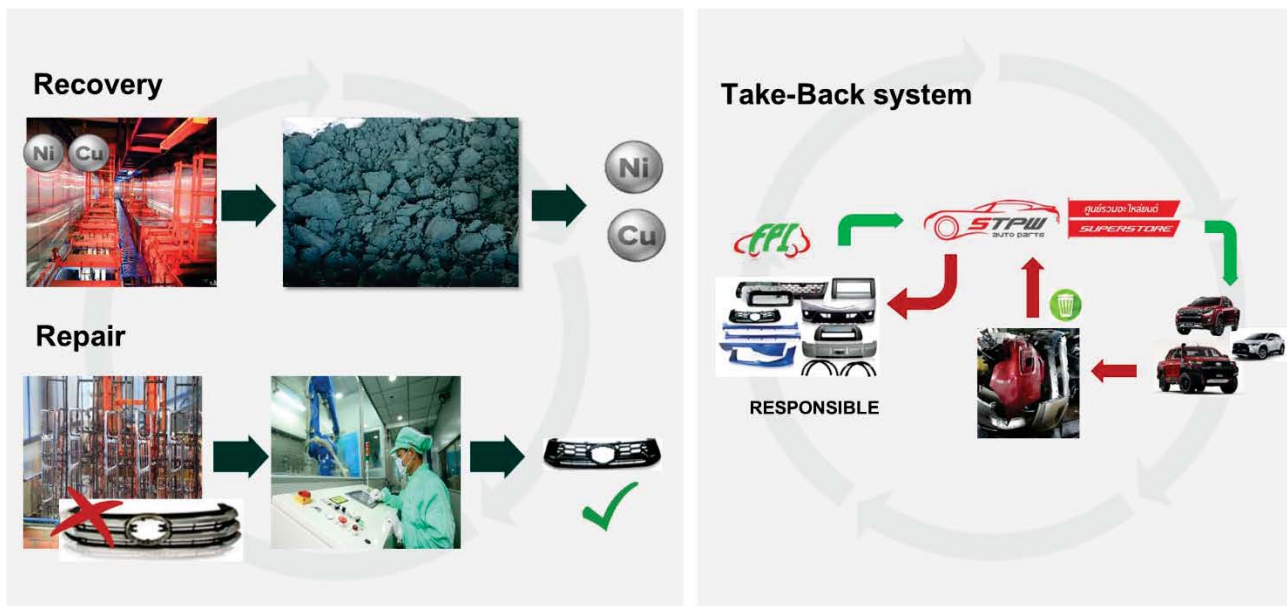
## Circular Model: Circular Design



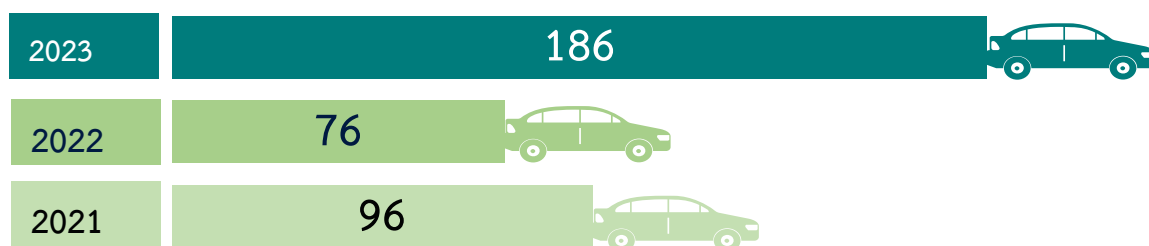
The company drives the circular economy with “**design from the beginning**” that covers product design, packaging, and production processes. Selection of raw materials, use and management at the end of their useful life or not through 6 main strategies consisting of **1) Systems thinking 2) Value Creation 3) Value Sharing 4) Resource Availability 5) Resource Traceability 6) Ecosystem Resilience**, leading to the development of products and processes designed according to the principles of the circular economy. (Design for Circular Economy) as follows:

## Design for circular economy using 6 key interconnected strategies.





### R&D expenses in the past 3 years (Million THB)

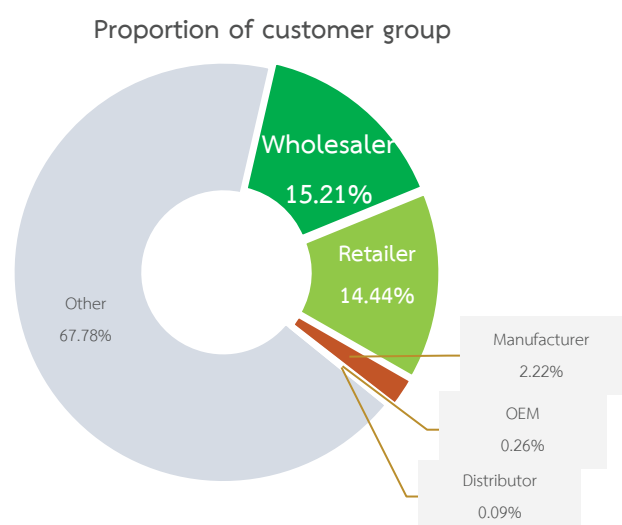


### 1.2.2.1 Marketing and Competition

#### Sales and Marketing Policy

The company has customers all over the world, with different customer groups, and the sales price of products varies with different customer levels. Therefore, to conduct marketing management reasonably and fairly, the company groups customers as follows:

1. Wholesaler
2. Retailer
3. OEM
4. Manufacturer
5. Distributor
6. Other



## Pricing policy as follows:

### 1. Product and Service by FPI PRODUCTION

1.1. OEM product group delivered to the assembly plant or 1ST Tier Company will use cost plus of 10 % mark up per process depend on the volume and difficulty of the projects and process for the projects.

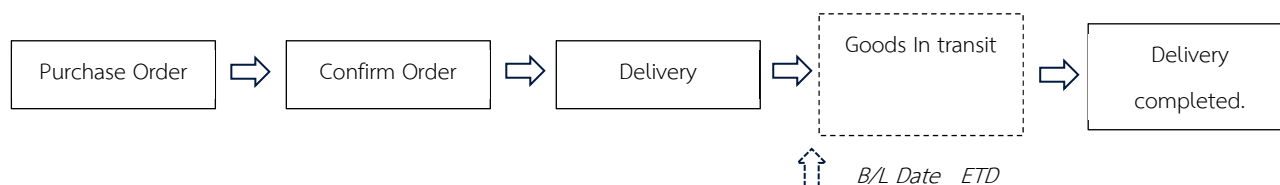
1.2. For after market products or REM, the company will use the market price of each countries, which varied among different countries and type of customers.

1.3. For contract volume for new tooling investment, the company will use cost plus from the amortize tooling cost based on the order volume for 3-5 years as specified in the contract.

2. For trading products, the company will use cost plus of 7 % mark up but also taking into account of the order volume, destination countries and types of customers.

## Credit Term

The Company assigns credit term to customers up to 240 days base on history purchase and relationship with customers. The credit term started from the bill of lading date and add transit time for the goods to customers and the maximum credit term will not exceeds 300 days.



## Setting up allowances for doubtful debts

An allowance for doubtful accounts in accordance with International Financial Reporting Standards No. 9 is the estimated Expected Credit Loss Model (ECL) based on past collection experience where it may subject to minor adjustment of the rates used in the calculation by considering of possible future events that may affect them. This is to make it appropriate to set up an accurate allowance for doubtful accounts. An allowance for doubtful accounts of 100% will be used for all outstanding balance that is more than a year. However, due to the nature of the business of the company that mainly sells to overseas customers, there are usually 8-9 months delay. As a result, the calculation of the allowance for doubtful accounts is higher than the reality of the company. Therefore, the debtor group is divided into 4 groups as follows:

1. General accounts receivable
2. Mold trading accounts
3. A group of debtors in a country that has trouble transferring money out of the country (blocked country)

4. A group of debtors trusted by the company that is a big company or a company that has been doing business together for a long time or a company with good relationship with the company, such as being a customer who helps open the market in that country for the company, etc. and in the past never incurred bad debts (special case)

## Competition within the industry in the past year and industry trends and competitive conditions in the future

### Marketing Competitors

The company's products and services are the production of automotive parts for Japanese and Korean car manufacturers, which in the future may be expanded to European and American car manufacturers, both in terms of replacement parts products. and decorative accessories, but what FPI is superior to its competitors is that it is a fully integrated industry. Competitive price and Fast delivery time We are both a manufacturer of plastic automotive parts. and is a full-service distributor of automotive spare parts. With a customer base of **144 countries** around the world, it is different from competitors. or other manufacturers who usually have expertise in a specific field or process alone

FPI also sources products both domestically and internationally, as an alternative and non-reliance on a single seller to reduce price and delivery risks.

### Automotive parts market conditions

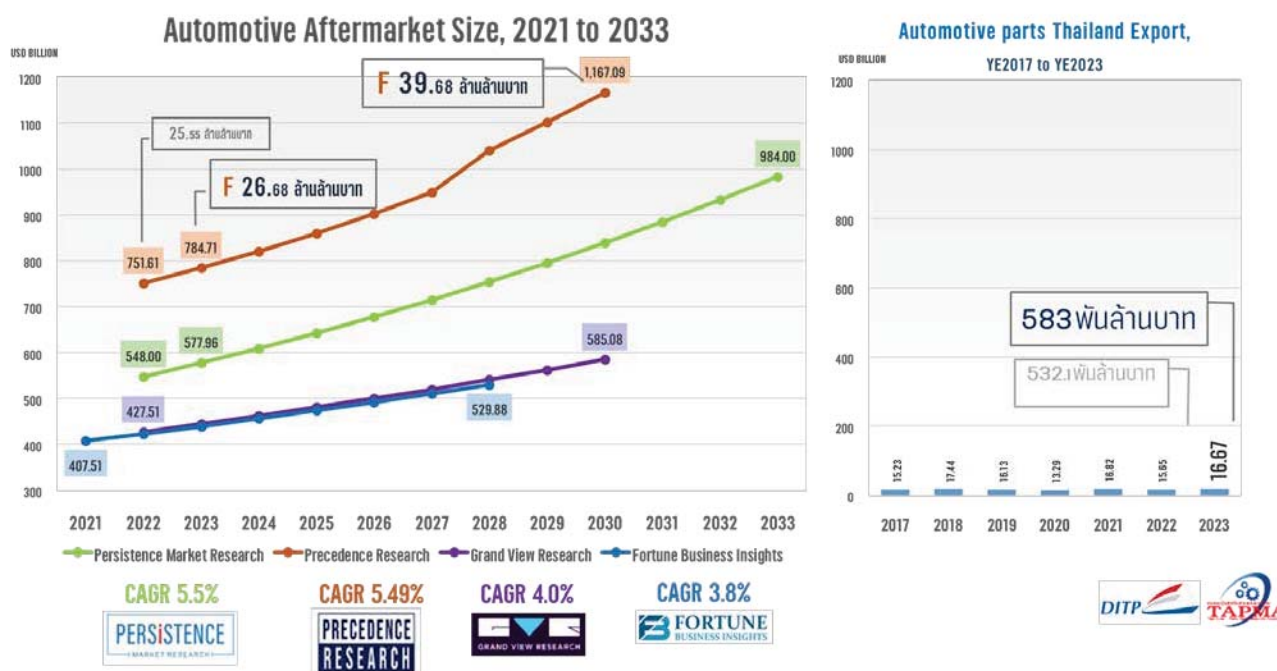
Slowing economic conditions This causes the consumption of high-priced products to slow down as well. And one of them is cars. When car sales decrease Another business that is affected is “Automotive parts industry” which Thailand It is also one of the important production bases for automobile parts. Considered one of the industries that has driven and developed the economy of Thailand for a long time Automotive industry in Thailand It is facing challenges from many factors. Both from the economic slowdown both domestically and abroad. When Thailand and around the world Having to face the outbreak of COVID-19, causing the production volume of cars in Thailand tends to decrease When the amount of automobile production decreases the result is Companies that produce automotive parts in Thailand are also affected. Impacts arising from factors affecting export trade and automotive parts production in Thailand. Considering the current global economic situation as follows:

- » **Impact of changes in export and import trade:** Trade decoupling between Asian and European countries. including changes in global wholesale policy, such as enforcement and trade wars It may affect the wholesale trade and production of automotive parts in Thailand.
- » **The changes in the global automotive industry:** the development of automotive technology and the popularization of renewable energy May lead to changes in local and global automotive component production.



- » **Changes in consumer behavior:** Changes in consumer behavior when purchasing cars The demand and interest in electric or renewable energy vehicles may affect Thailand's automotive parts market.
- » **Competition in the global market:** Competition in the global market Especially from manufacturers of cars and automotive parts in other countries, it may affect wholesale trade and production in Thailand.
- » **Government Policy and Political Risk:** Policies of Local and Central Governments in Thailand including political risks It may affect investment in the industry and wholesale trade of automotive parts.

According to data from the Automotive Institute and the Thai Automotive Parts Manufacturers Association indicate that Thailand has more than 2,400 automotive parts manufacturers, of which more than 70% are automotive parts manufacturers who do not have high capital and bargaining power. In addition, the production technology may not be comparable to the large manufacturers in the market. and another challenge in the future is the arrival of electric cars Which is a matter of concern. An electric car will have only 1,500 to 3,000 parts, compared to the current combustion engine vehicles. More than 30,000 automotive parts are used in addition. Parts that are currently produced May not meet the needs of assembling electric cars or some companies. It may require a lot more investment. in order to be able to change the production line To produce parts to meet the needs of electric cars in the future which this matter It may affect the business operations of automotive parts entrepreneurs in Thailand. and labor in the automotive parts production business

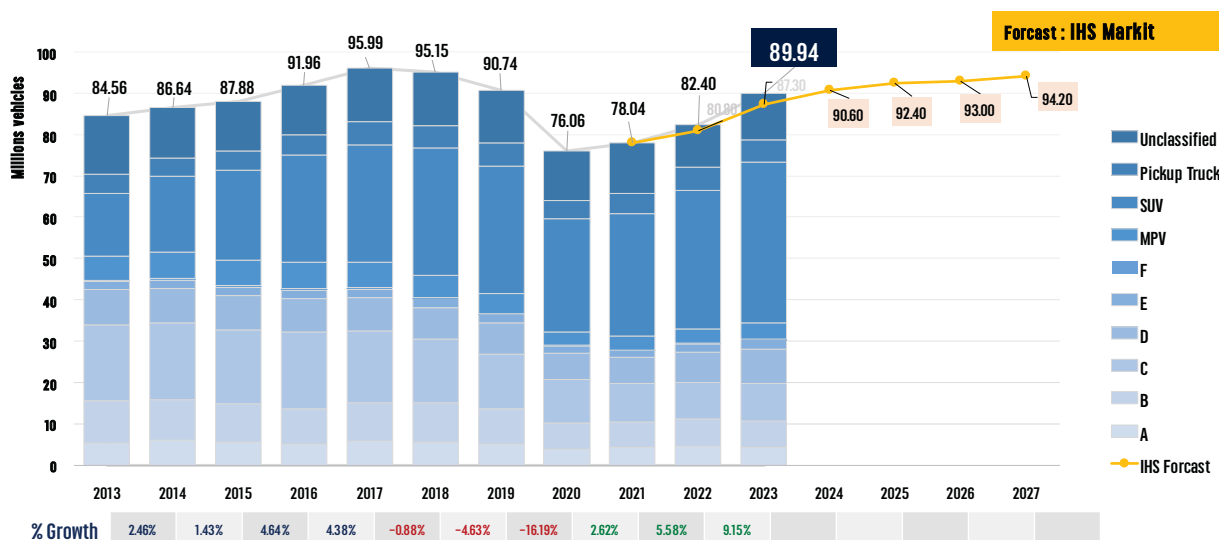


Global Automotive Replacement Parts Market Estimates from research offices abroad

According to research and estimates from foreign research institutions, the automotive parts market continues to grow. It is estimated that the global market size will grow from 26.68 trillion baht to 39.68 trillion baht in 2023. In 2030 (**GACR 5.49%**), Thailand will export automotive parts to various parts of the world, with only value 583 billion baht (16.67 billion US dollars), accounting for only 2.19% of the estimated global automotive parts market.

## Industry and Competition

The production and demand for domestic automotive components will continue to grow, as the demand in the OEM market is expected to expand with the increase in automotive production. The REM market will grow with an increase in the cumulative number of vehicles, especially those that require repair/replacement parts for more than 5 years. Based on the service life, especially the demand for high-value critical components such as engine systems and transmission systems.

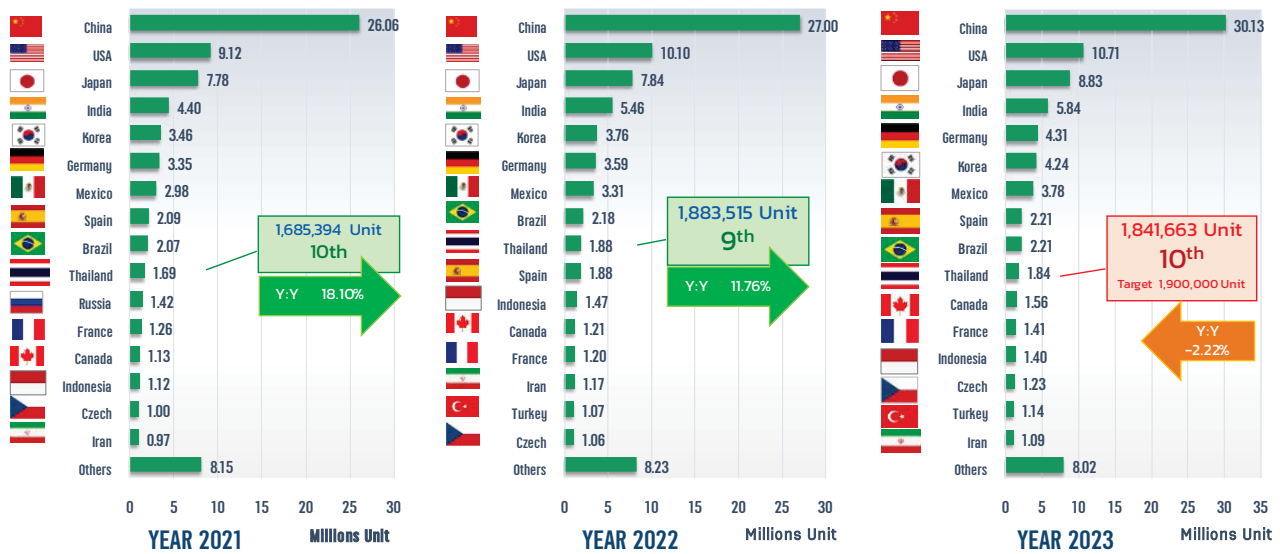


Worldwide car production statistics (form Marklines) and growth estimates from IHS Markit

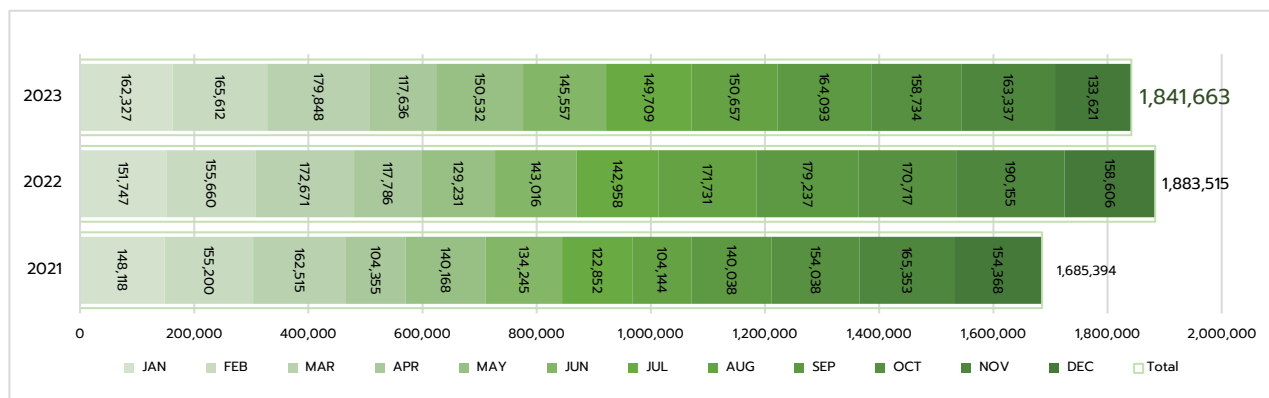
In 2023, the global production was 89.94 million vehicles, divided into 30.5 million passenger cars. 48.19 million pickup trucks, SUVs, MPVs, and 11.25 million commercial vehicles such as vans, trucks, and buses Compared to the previous year, for the new market, compact SUVs, this segment has penetrated into the consumer market that wants to use multi-purpose vehicles in cities, resulting in a% increase in production. An increase of 15.68 compared to the previous year.

## Thailand Automotive Production Statistics

The Thai automobile industry is one of the main industries in the country, which can bring huge income to the country. It cannot be denied that the core of the automobile manufacturing industry It helps to strengthen the parts manufacturing industry in Thailand's automotive industry. In 2023, the export of automotive parts will be achieved. 16,666.75 million US dollars, an increase of 6.51% compared to 2022 (2022: 15,648.57 million US dollars) 1,841,663 vehicles, a decrease of 2.22% from 2022 (2021: 1,883,515 vehicles), until Thailand becomes the main production center and base in the region. Therefore, component manufacturers must improve product quality. Developing labor skills. Utilizing modern production technologies to enhance product value and maintain competitiveness. Creating sustainability for Thailand's parts industry.



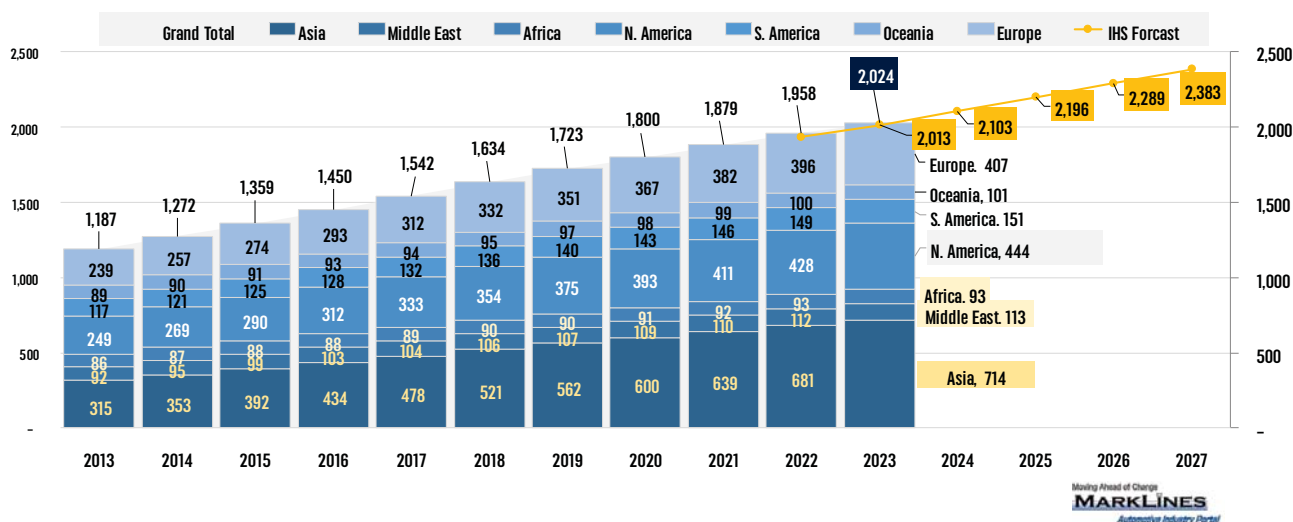
Global automobile production statistics from 2021 to 2023 :



Thailand automobile production statistics from 2021 to 2023:

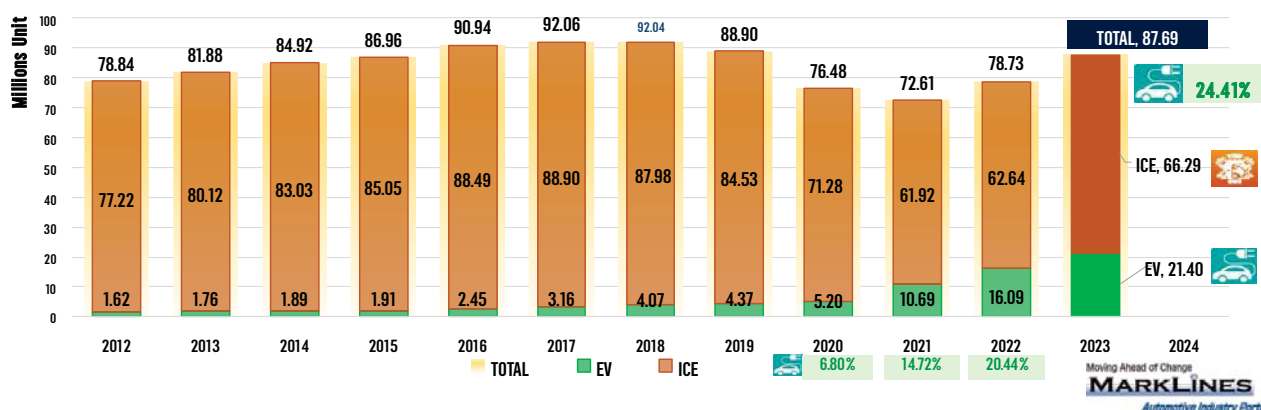


Based on Thailand's automobile production in 2023, the Thai Federation of Industries has set a production target of 1.9 million vehicles. In the past year, the total production of automobiles was 1841663 units, which is lower than the production target of the target car. 3.07 In terms of global automotive production, Thailand maintained the world's tenth largest production record in 2023. Thailand is considered the largest automobile manufacturer in ASEAN.



Global cumulative car statistics and cumulative car estimates by international research institutions IHS Markit

Conditions of the automotive industry in 2023: There will be automobile distribution in the world market. The total number of vehicles is 87.69 million, consisting of 66.29 million vehicles powered by internal combustion engines (ICE) and 21.40 vehicles powered by electric systems (EVs). The total vehicle volume increased 4.48 percent from last year. For cars powered by electric systems (EVs), the number of cars increased 33.0 percent from last year. As for the volume of cars powered by internal combustion engines (ICE), the volume increased by 5.82 percent from last year.



Sales Statistics - Global Electric Vehicle Usage



## 1.3 Shareholding Structure

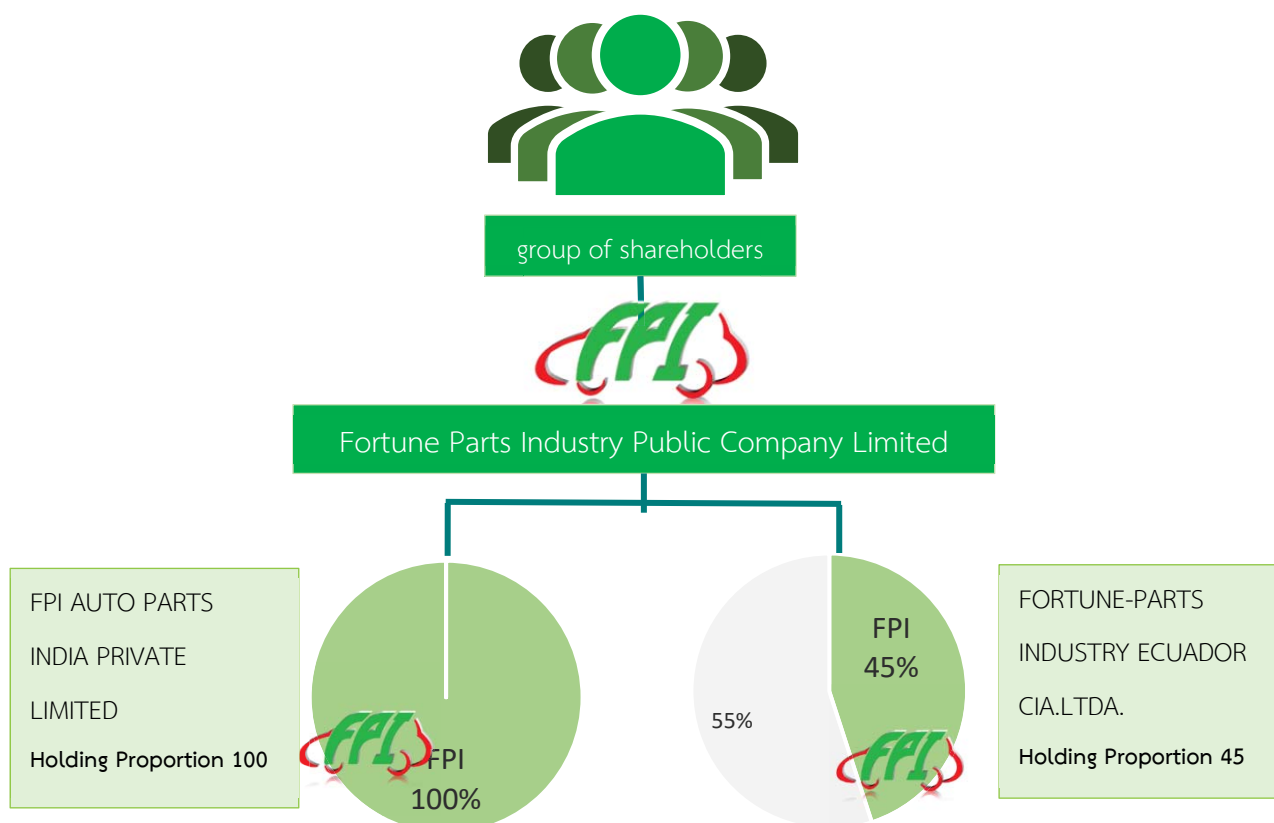
### 1.3.1 Shareholding structure of the group of companies

#### 1.3.1.1 Policy on division of operations of companies in the group

The Company and Subsidiaries is a manufacturer of automotive parts made of plastic that can respond to both markets, both OEM and REM markets, as well as being a center for distributing automotive parts with a wide range of products. Able to fully meet the needs of customers. In the automotive replacement parts (REM) industry, the company is considered one of the market leaders as the company has been in the automotive parts manufacturing industry for more than 32 years, resulting in more than 3,000 800 molds and a growing customer base every year. which currently can deliver products to more than 144 countries around the world.

Operations of companies in the group Has a policy to grow with customers and partners by focusing on creating added value for the organization and stakeholders. with different products. Operations in each company will operate as a business unit (Business Unit "BU") by the Board of Directors responsible for setting policies for companies in the group to implement by executives in each line of work. Must report to the managing director. Each company will set goals. business strategy. There is a joint follow-up through the management meeting (Executive Committee).

#### 1.3.1.2 The shareholding structure of the group of companies



1.3.2 In the case where a person with a potential conflict of interest holds shares of a subsidiary or associated company at an amount exceeding 10

- None -

1.3.3 Relationship with major shareholder's business group

- None -

1.3.4 Shareholders

1.3.4.1 Top 10 major shareholders

A.) The first top 10 major shareholders of the Company as of December 31,2023

	Shareholder		Shares (Shares)	% Shares
1	Mr. Sompol	Tanadumrongsak	415,616,844	27.47
2	Miss Achara	Tanadumrongsak	146,684,600	9.69
3	Mrs. Raweewan	Mathong	87,183,000	5.76
4	Mr. yanyongchai	Tanadumrongsak	86,768,000	5.73
5	Miss Maleerat	Tanadumrongsak	59,298,200	3.92
6	Mr. Somkit	Tanadumrongsak	51,974,300	3.44
7	Mr. Surapol	Piyaterathitivorakol	51,300,000	3.39
8	Miss Thanpicha	Tanadumrongsak	43,621,578	2.88
9	Miss Kocharath	Tanadumrongsak	43,621,578	2.88
10	Mrs. Lawan	Tanadumrongsak	36,611,150	2.42

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

- None -

1.3.4.2 The company operates business by holding shares in other companies (holding company).

- None -

1.3.4.3 Shareholders' agreement

- None -

## 1.4 Registered capital and paid-up capital

### 1.4.1 Registered capital

Company Name	: FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED
SET Symbol	: FPI
Registration No.	: 0107547000508 Head Office
Registered capital	: 378,257,483.50 baht with a par value of 0.25 baht per share
Paid-up capital	: 378,257,483.50 baht with a par value of 0.25 baht per share
<b>Joint Venture Company</b>	
Company Name	: FORTUNE-PARTS INDUSTRY ECUADOR CIA.LTDA.
Registered capital	: 500,000 USD
<b>Subsidiary</b>	
Company Name	: FPI AUTO PARTS INDIA PRIVATE LIMITED
Registered capital	: 315,757,249 INR

### 1.4.2 Other types of shares which different rights or conditions than ordinary shares

- None -

### 1.4.3 Shares or Convertible Securities of the Company for underlying securities to issue Thai Trust Fund

- None -

## 1.5 Issuance of other securities

### 1.5.1 In the case where the Company issued convertible securities

-None-

### 1.5.2 In the case where the Company has debt securities.

-None-

## 1.6 Dividend policy


The Company has a policy to pay dividends to shareholders each year. At the rate of 30% of net profit after corporate income tax deduction and allocation of reserve funds All types as defined by the Company's Articles of Association and as required by law. However, such dividend payment is subject to change. It will depend on the turnover, financial liquidity, economic conditions, and the need for working capital for business management and business expansion of the Company in the future. Must be presented for approval from the shareholders' meeting. Unless it is an interim dividend payment, at the Board of Directors Has the power to approve interim dividend payments. And report to the shareholders' meeting at the next meeting.


Detail of dividends payment	Year 2022		Year 2023	
	Performance during 1 January 2022 to 30 June 2022	Performance during 1 July 2022 to 31 December 2022	Performance during 1 January 2023 to 30 June 2023	Performance during 1 July 2023 to 31 December 2023
1. Net profit	442.296 M.THb		381.676 M.THb	
2. Number of shares	1,513,029,934 Shares		1,513,029,934 Shares	
3. Dividend paid / share	0.08 Baht	0.08 Baht	0.06 Baht	0.04 Baht
4. Total dividend paid	242,084,789.44 Baht		151,302,993.40 Baht	
5. Dividend ratio	54.73 % of net profit		39.64 % of net profit	





## 2 Risk Management

 Policy and risk management

 Risk factors for the  
Company's business operations



## 2. Risk Management

### Report of the Risk Management Committee

Dear Shareholders,



Under the circumstances Changes in the business context from external factors at present, there is significant fluctuation and increase in intensity. Many countries around the world, including Thailand, face a situation of economic uncertainty. Economic recovery that is slower than expected This is affected by many factors, such as sanctions against Russia. After the outbreak of the Russian-Ukrainian war Including the outbreak of war between Israel and Hamas. until it spread to neighboring countries Problems with shipping through the Red Sea as well as persistently high levels of inflation. Interest rate increase This is the result of supply chain disruptions and rapid currency fluctuations. On the issue of global climate change, the company has assessed the risks and prepared a management plan. Manage enterprise risk Including subsidiaries to reduce the impact on business

operations There is surveillance and monitoring of overall impacts. To control risks to an acceptable level.

**Business operations face many internal and external factors** that may affect the achievement of company goals. We are committed to achieving our goals, including risk management in strategic, operational, and financial aspects. And comply with relevant regulations to ensure that the organization's risk management has a clear direction. In line with the business strategy and objectives under a sound corporate governance framework. Company Risk Management Committee Review control processes based on operational quality standards and evaluated the appropriateness of risk management policies. Considering changes in business operations and the possibility of events that may pose risk factors to the organization. Determine control measures and reduce the likelihood of risk factors or risk impacts to an acceptable level.

Risk Management Committee Performed duties to supervise organizational risk management

according to the scope. Assigned authority, duties, and responsibilities From the Company's Board of Directors, in the past year 2023, there were 2 meetings of the Risk Management Committee. The main points of their duties can be summarized as follows:

1. Specify that there will be a risk assessment according to COSO principles twice a year by the Risk Management Committee. And assess risks related to operations twice a year by executives in each department throughout the organization to find risks that exist in the organization. Meet to issue a risk improvement plan in each matter to control risks. Including creating a risk management plan that has been certified by the Risk Committee.

2. Provide comments and suggestions in preparing risk improvement plans for various departments within the organization. To provide

significant risk Has been controlled and improved to be in acceptable conditions. and verify compliance Personal Data Protection Policy that it is consistent with the criteria Regulatory measures is appropriate Including methods for collecting personal information. Legal The collection will be done only to the extent necessary for operations under the Company's objectives.

3. Provide comments and suggestions on measures to manage both internal and external risks. according to the changing situation that may affect the organization and determine key risk indicators (Key Risk Indicator) to ensure that the company's risk management Important issues have been covered. and is at an acceptable level.

4. Provide comments and recommendations on risk assessment. and risk management measures for important investment projects of the Company,

such as foreign investment projects of subsidiaries New investments in the Middle East zone, etc., to ensure that important risk factors are taken into account. There are appropriate and adequate risk management measures. To present to the Board of Directors Considered in the next order.

5. Provide comments and suggestions on organizational risk factors Global climate change issues to be consistent with the changing business direction, environment, society and technology.

6. Report the performance of the Risk Management Committee to the Board of Directors every quarter.

7. Evaluate the performance of the Risk Management Committee, both as a group and individually, at least once a year. The results of the evaluation will be presented to the Board of Directors for acknowledgment.

In summary, the Risk Management Committee has given importance to organizational risk management to have good efficiency and effectiveness that can enable the Company. Achieve specified objectives and goals. Create additional value for shareholders and stakeholders of the company. sustainable in the long term

On behalf of the Risk Management Committee



(Mr. Anant Gatepithaya)

Chairman of the Risk Management Committee



## 2. Risk Management

---

### 2.1 Risk management policy and plan

#### 2.1.1 Risk management policy and plan

Fortune Parts Industry Public Company Limited places importance on organizational risk management. This is an important factor that will help promote the company. Achieve the objectives and goals of operating a business with growth and sustainability. The Company's business risk management is under the supervision of the Company's Board of Directors. Executive Committee Audit Committee Risk Management Committee and the company's internal auditors

The importance of risk management under Changes from internal and external factors that may affect business operations. The company has therefore managed risk by adopting COSO-ERM2017 and ISO 31000 standards to determine management guidelines to prevent and reduce the impact of various risks that may occur. The organization will not achieve its objectives as set to build confidence among stakeholders that the company will be able to conduct business in the environment that is continuously and rapidly changing at present. The executives and employees at all levels in the organization participate in operating according to a standardized risk management system. along with the organizational strategic planning process and business development policy Sustainable along with the environment, society, and corporate governance. (Environmental, Social and Governance) with a risk management committee. of the supervisory organization continuously to achieve common business goals Including setting a risk management policy that all executives and employees must adhere to as follows:



1 Promote and develop executives and employees have knowledge and understanding and is aware of the importance of risk management in order to create a management framework to reduce risks that may occur systematically and continuously with efficiency throughout the company

2 Establish risk management in a preventative, corrective, and improved manner, correctly and transparently, on a regular basis.

3 Promote risk management as part of the operational plan within the organization. Both in terms of planning, strategy, and operations. money management and investment and compliance with regulations

4 Promote continuous development of the risk management process. Including monitoring, evaluating, summarizing results and preparing risk management reports. To present to the Risk Management Committee and report to the Board of Directors

5 Set the risk management process to be of the same standard throughout the organization.

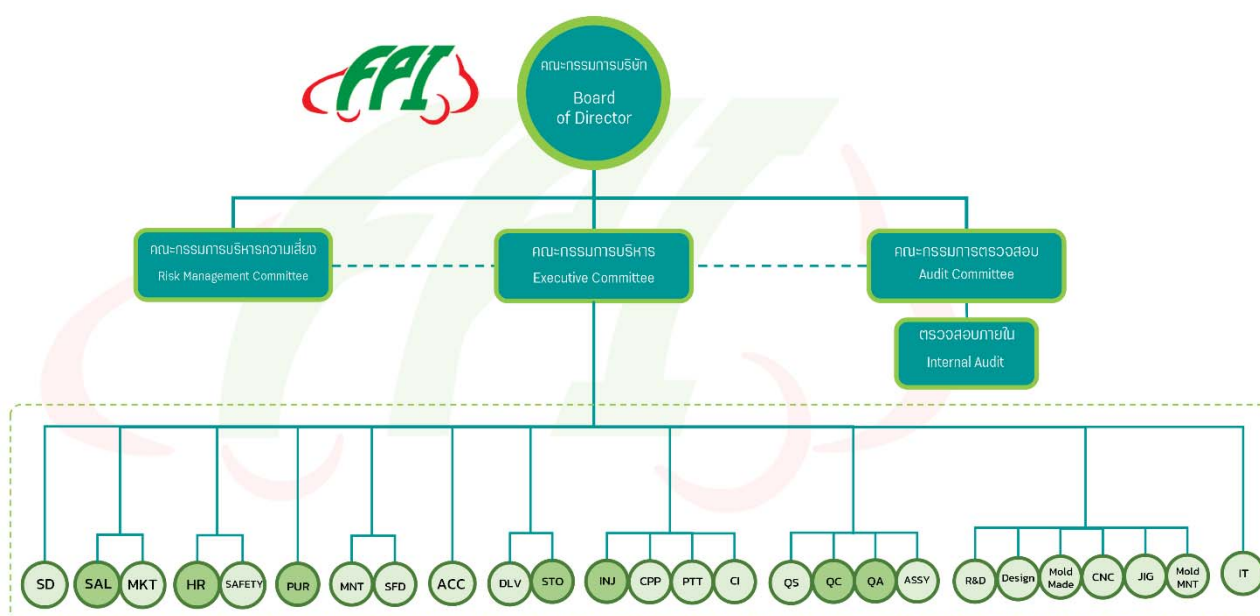


## Promoting a risk culture

An effective risk management system is an important tool in corporate governance. Can lead to the achievement of the organization's stated objectives. And creating a risk culture is an important element that supports successful risk management. The Board of Directors and senior executives of the Company place importance on participation and implementation of the risk management framework. It is used as a tool for determining strategies and operations. along with using it to make important decisions and want to push for an organizational risk culture The guidelines for creating a risk culture are as follows:

- Assign all employees to have duties and responsibilities in operating according to risk management principles.
- Establish a risk management framework and policy that is clear and easy to understand. To enable all executives and employees to be born Understanding and using risk language in the same way and have a common goal in risk management.
- Communicate the link between risk management and corporate strategy. and understand employees Everyone takes responsibility for the risk management process. To create acceptance in the process leading to Success in developing risk management
- Require training for all executives and employees in the organization. To gain an understanding of the risk management framework Risk assessment criteria Risk Responsibility and communicating information about risks

## 2.1.2 Risk Management Structure



The company has systematic and integrated risk management along with formulating strategies and business plans. To ensure continuous risk management throughout the organization and to ensure that risk management is efficient and effective. Therefore, the risk management structure has been established as follows.

**1. Policy Risk Management Committee (BOD และ Ex-BOD)**

Responsible for supervising operations according to management policy Risk and approve acceptable risks (Risk Appetite) of the organization. Set a risk management structure to cover the entire organization. Appoint and monitor the performance of the committee. Manage risk at the management level (ERM), including providing recommendations Improve operations according to the organization's risk management system.

**2. Enterprise Risk Management Committee: (ERM)**

Responsible for determining strategies Manage risks at the enterprise level and present acceptable risks to Risk Management Committee at the policy level to consider and determine processes and measures for risk management at the organizational level. Follow up on risk reviews and reporting to the Audit Committee. Including appointing a security management working group. Take risks at the line level (FRM) for each department as appropriate.

**3. Functional Risk Management Committee: (FRM)**

Responsible for identifying, evaluating risks, and creating line-level risk management plans, as well as assigning responsible persons. Including tracking and reporting management results. Operational level risks to comply with company policy.

**4. Audit Committee**

Responsible for supervising, supervising, and evaluating the effectiveness of operations according to the risk management system. corporate risk Review risk management and give advice To the Board of Directors Executive Committee or committee Risk management to improve administrative operations Overall organizational risks.



## 2.2 Risk factors of the company's business operation

### 2.2.1 Factors that may cause significant risks to business operations.

#### Risk factors affecting business operations.



STRATEGY

OPERATION

FINANCIAL

COMPLIANCE

ESG

Conducting a business today must face many different situations. inside and outside that may affect the achievement of the organization's goals. The Company is committed to achieving its goals. It covers strategic risk management. Operational aspects, financial aspects, and compliance with relevant regulations and procedures This is to Manage enterprise risk have a clear direction Consistent with business strategies and goals under the framework of good corporate governance. The Company's Risk Management Committee Has considered and reviewed the control process according to quality standards in operations and has assessed risks. and appropriateness of risk management policy by considering references to changes in business operations and the possibility of events that may cause risk factors to the organization. To determine control measures and reduce the chance of risk factors or impacts to be at an acceptable level. The company has classified the types. of risk management that are important issues as follows:

#### 1. Strategic Risk

##### 1.1 Risk from investment and business expansion

The company aims to be the leading automotive parts manufacturer in the country. as well as continuously expanding growth both domestically and abroad But to drive the business towards growth It is necessary to make investments to expand the business. and to maintain the company's competitive ability. including new production process improvements Machinery with new technology and innovation which can increase production volume Reduce work processes. In 2023, the company achieved great success. From investment in India, which has significantly increased sales, profits and new customer volumes. In addition, the company Has continuously sought investment opportunities. In 2024, the company plans to invest in building a factory. To produce automotive parts for sale in Saudi Arabia. If the company is able to invest in expanding the business as planned, It will be an important part in achieving long-term goals. But during the implementation of various projects Uncertainties may occur. There are both risks and opportunities. The Company therefore must plan such operations thoroughly and carefully. To control investments to meet goals.

For investing in important projects with high investment values The Company has guidelines for managing uncertainty in investments that may occur by setting the Company's investment consideration process. Follow the steps covering the beginning of seeking investment opportunities. Period for studying the feasibility of investment projects at each step, there will be executives and experts involved in each area to consider and give opinions on the investment in a comprehensive manner, for example considering consistency with the company's growth strategy. Consideration of investment returns according to the Company's criteria and project risk management assessment. The Risk Management Committee to consider and filter Adequacy of risk assessment and risk management measures before presenting to the Board of Directors and the progress of risk management is regularly monitored according to the established guidelines.

## 1.2 Risk from competition in the automotive industry

The automotive parts industry has a high level of competition during the replacement of new car models. Auto parts manufacturers compete fiercely to win orders from auto customers. Auto parts sales company This means that the company's income is guaranteed continuously throughout the production life of that car model. This puts the company at risk of losing orders from customers to other auto parts manufacturers. This will affect the operations and reputation of the company. significantly Even though the company It will be considered a major manufacturer of replacement parts in Thailand that has efficient operating standards and is responsible to stakeholders. It will make the possibility that the company The loss of orders from customers will be at a level that may not occur. But the company places importance on maintaining good relationships with customers and maintaining standards of operations, delivery, and product quality. To provide confidence and build trust from customers for the continuation of receiving orders. For new models of cars as well as other replacement parts, there are more than 900,000 items. In the past year, the company has also been selected to be a producer of automotive parts for Toyota continuously. Both parts are exterior decoration and interior decoration. And some models are products sent directly into the assembly process. And it is expected that the proportion of sales will continue to grow.

## 1.2 Risk from competition in the automotive industry

The automotive parts industry has a high level of competition during the replacement of new car models. Auto parts manufacturers compete fiercely to win orders from auto customers. Auto parts sales company This means that the company's income is guaranteed continuously throughout the production life of that car model. This puts the company at risk of losing orders from customers to other auto parts manufacturers. This will affect the operations and reputation of the company. significantly Even though the company It will be considered a major manufacturer of replacement parts in Thailand that has efficient operating standards and is responsible to stakeholders. It will make the possibility that the company The loss of orders from customers will be at a level that may not occur. But the company places importance on maintaining good relationships with customers and maintaining standards of operations, delivery, and product quality. To provide confidence and build trust from customers for the continuation of receiving orders. For new models of cars as well as other replacement parts, there are more than 900,000 items. In the past year, the company has also been selected to be a producer of

automotive parts for Toyota continuously. Both parts are exterior decoration and interior decoration. And some models are products sent directly into the assembly process. And it is expected that the proportion of sales will continue to grow.

### 1.3 Risk from impacts from the transition to EVs

From the current global campaign to reduce greenhouse gas emissions. It is one factor that drives the transformation of the current automotive industry into the electric vehicle (EV) industry at an even faster pace. In 2023, electric vehicle sales will increase significantly. In contrast to vehicles using engines, the growth rate has decreased significantly. Part of this may be by design. modern technology and inexpensive It's no different from a car that uses gasoline. Make it appealing to the new generation Including electric vehicles receiving investment support from the government, making electric vehicles Come play a role in people's purchasing and choosing.

The Company expects that the trend of increasing demand for electric vehicles will not have a significant impact on the Company either. This is because automotive parts that are the main income of the company include bumpers, front grilles, car lights, as well as car body parts. and other exterior accessories will remain the main components of the vehicle. Whether it's an electric vehicle, a hybrid vehicle, or a vehicle with a traditional engine that uses gasoline. However, in 2023, OEM products. The company has already started producing electric vehicle parts, such as electric motorcycles. For REM products, the company has begun producing electric car parts for sale as well. The group of countries that the unit is organized into is the Middle Eastern customer group and will expand to other countries as well. To maintain and continuously develop the main products in EV, including studying the feasibility of business development opportunities that build on current capabilities. To build confidence among customers and create long-term competitiveness.

However, the company is aware of the risks to its long-term competitiveness. and has established a research and development unit within the company to study the impact of future technological developments. and to support the growth of the company's core business Whether it is automotive parts production technology Online Trading and data connection technology Investment and development of production technology In the past year, the company has invested in a paint spraying light that uses robots to spray paint instead of humans. Production technology has been added with 3D machines. To support the release of new products Producing products that have specific needs and good prices This will allow the company to increase production volume. Including being able to control production costs and create better profits.

## 2. Operation Risks



The company places importance on building confidence in quality throughout the process. To receive excellent products and services Can create maximum customer satisfaction. Therefore, the company organizes operational risk assessments twice a year by executives in each department throughout the organization to find risks that



exist in the organization. And a risk improvement plan has been issued for each matter to control the risk. Including creating a risk management plan for production, such as creating a backup plan in case of emergencies. Analyzing customer needs in advance and studying and preparing backup plans for adequate production capacity. Preparation of preventive maintenance plans for machinery and forecasting plans as well as keeping important spare parts ready, etc.

In addition, the company is a manufacturer and distributor that has been certified to international standards. of the quality management system or IATF16949:2016 which is the standard for the automotive industry to create confidence in quality throughout the process and other management systems such as Environmental management system ISO14001, occupational health and safety management system ISO 45001 and energy management system ISO 50001. In 2023, the company has applied the CEMS circular economy management system in the process to reduce environmental impacts. Environmental Controlling resource use using the 7R's to use resources efficiently and to maximum benefit. Including setting up an internal audit process. From the process of receiving raw materials Production process until the product is delivered to the customer There is a clear goal for waste control, and all employees are encouraged and encouraged to do so. Quality consciousness Including controlling the price and arrangement of main raw materials that may affect the process as follows.

## 2.1. Price and raw material procurement risks

The main important raw materials used in the company's production are ABS (Acrylonitrile Butadiene Styrene) plastic pellets and PP (Polypropylene) pellets.



ABS



PP

The prices of such raw materials mostly vary with oil prices in the world market as well as depending on demand. and supply of that raw material in the world market at each time, which is beyond the control of the company.

### Risk management measures.

The company has arranged to closely monitor changes in raw material prices in the world market by having a dedicated team. Keep an eye on raw material prices. Analysis of trends in raw material prices in each period, including assessment of the Company's demand for raw materials. in each period, allowing the company to manage the procurement of raw materials efficiently. To produce OEM products, if the price of plastic pellets changes whether it goes up or down, the company can adjust the product price according to the changing raw material prices according to the actual facts. As a result, the company There was not much impact from this, and the company has a policy of not relying on any one distributor. As a result, in the past the company has not been affected by the procurement of raw materials.

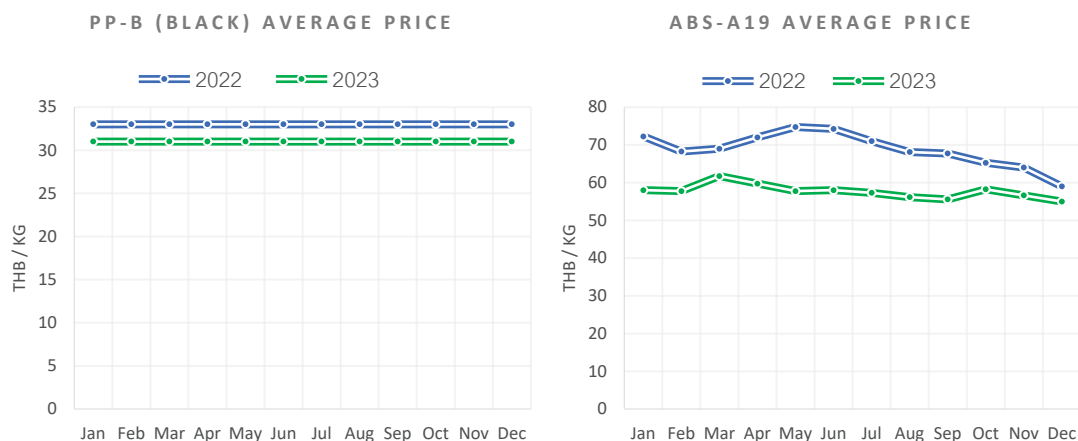
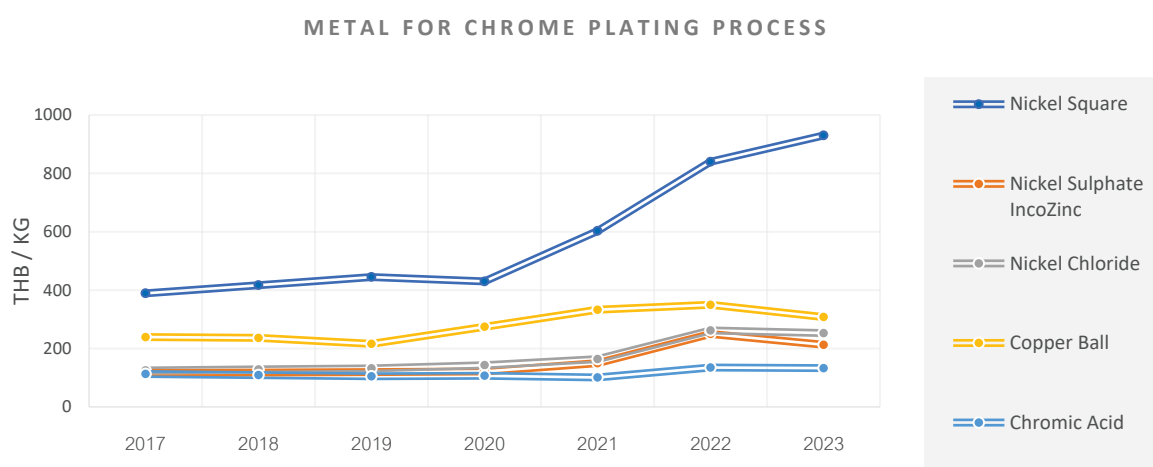


Chart showing price comparison of PP-B and ABS plastic pellets in 2022 and 2023



The chart shows a comparison of heavy metal prices from 2017 to 2023.

## 2.2. Water management risks

Water is considered one of the main important raw materials of the company because water is the main raw material used in the chrome plating process on plastic surfaces. There is quite a lot of water used each day. Therefore, managing water to be sufficient for production and consumption is very important. If there is a shortage, it may affect the production and delivery of products.

### Risk management measures.

The Company has established a policy to use water efficiently by being self-reliant by reducing water use. Reuse wastewater Find additional water sources. along with monitoring the government's water allocation. By implementing the 4R (Reduce, Reuse, Replacement and Recycle) project, focusing on improving the production process. To reduce the amount of water used to an appropriate level (Reduce), water reuse. To reduce the need to use water from outside (Reuse), modify machinery or equipment. (Replacement) including treating used water and returning it to the production process again (Recycle). This project will allow the company Reduce the need to use water from outside water sources. Therefore, the company Therefore, they

are ready to deal with water shortage situations if they occur. and will be able to cope more. When all measures have been completed, it is ensured that every production process, activity, and every step-in operation will be treated strictly.

## 2.3 Risk from labor problems

From rapid changes in population structure Resulting in structural problems of the inconsistency between Labor supply and demand Long-term age by the production sector That will be greatly and more severely affected than other sectors are the industrial sector. Because there is a need for a group young worker in their 20s - 30s, Thai nationals entering the industry are becoming less and less available every day. Workers who enter the industry foreign workers are becoming more and more important, which can have a significant impact on production and the delivery of goods to customers. This causes the company to lose credibility and causes disruption to the production industry.

### Risk management measures.

The company has therefore prepared a support plan. Especially adjusting organizational projects and preparing succession plans for management and critical positions (Succession Planning for Management and Critical positions) to create business continuity. In addition, we continue to develop personnel to be ready for the rapid changes in the industry. Including providing opportunities and encouraging employees to participate in innovation development and continuous improvement of work processes. In addition, incentives have been created to attract knowledgeable people. Skills and abilities that meet the needs of the company, come join and develop new business. Both from inside and outside the organization Including the company Has given importance to quality of life by setting appropriate remuneration and benefits. and there were no conflicts or disputes. With the attention of the management and good relations with employees. As a result, the company has no labor dispute issues throughout its business operations. In addition, in 2023-2024, the company has introduced robots to use in work process to replace and reduce reliance on skilled labor that tends to be rare and insufficient and to increase production efficiency and product quality in the long term.

## 2.4. Risk from product quality problems.

Product quality standards are important for the business of producing and distributing automotive parts. Intense competition among competitors in the industry Maintaining product quality and good production processes is considered necessary and important for the company. Give importance to maintaining excellent standards in production and delivering quality products to customers.

### Risk management measures.

The company has controlled the automotive parts production process according to IATF16949 standards, ISO14001 environmental management system, ISO45001 occupational health and safety management system, and ISO50001 energy management system to apply in work. Therefore, ensuring that in every work

process It will create quality products that meet customer needs. and other stakeholders There are also measures to motivate and train employees to have awareness and understanding of product quality. Therefore, we are confident that the risk of product quality There is a good management system.

In addition, in 2023, the company received a score of 100 points for delivering products on time from Toyota Company and overall, the entire organization Product quality claims decreased from 2022, resulting in significantly lower costs per unit of production year-over-year.

### 3. Financial Risk

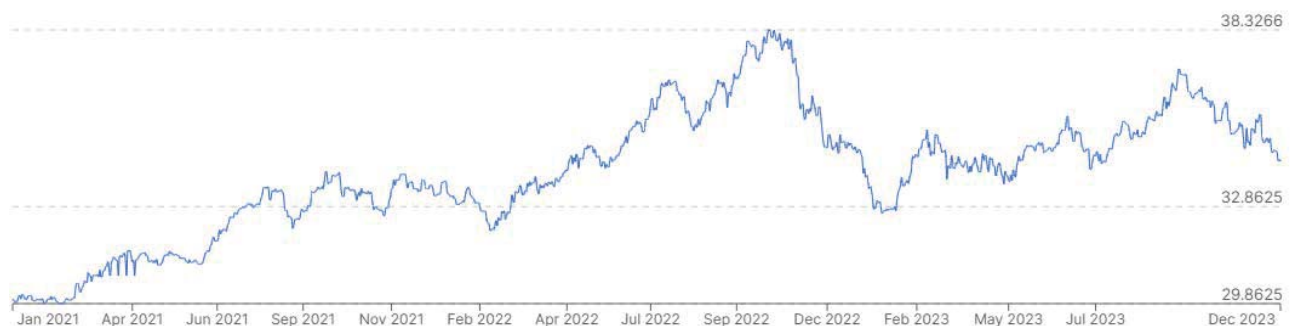


The company still places importance on managing financial liquidity. By operating business under Careful financial policy so that the company can continue to operate its business Including being able to invest to support future growth. By maintaining the ability to pay dividends to shareholders continuously in addition, the company has measures to control important financial risks as follows:

#### 3.1. Exchange rate risk

The company is a manufacturer of automotive parts with a proportion of sales to foreign countries of more than 80% of total sales. With current customers in more than 144 countries around the world. Therefore, most of the income is in foreign currency. It is denominated in US dollars. At the same time the company is also an order for machinery, raw materials, as well as some products purchased for resale from overseas. Most of which are in US dollars.

However, the fluctuations in exchange rates of foreign currencies cannot be controlled or accurately estimated by the Company. Depends on various factors such as the conditions of the Thai economy and the world economy. Monetary and fiscal policy political stability in the country and abroad, etc., which exchange rate fluctuations cause Risks to the business of the Company and its subsidiaries If the exchange rate changes negatively, it may result in the Company and its subsidiaries having Decreased sales and profits



(Source: xe.com )

### **Risk management measures.**

The company has realized the importance of preventing such risks. The company has therefore closely followed news and movements of foreign currency exchange rates. The company will consider hedging the risk by purchasing forward exchange rates (Forward Contract). ) according to the situation and necessity It has a policy to purchase foreign exchange rates in advance to cover foreign trade receivables for approximately 6 months in order to prevent fluctuations, allowing the company to manage exchange rate fluctuations well.

### **3.2. The risk of having a group of major shareholders holding together more than 50%**

As of December 31, 2023, Tanadumrongsak Group holds shares in the Company in the amount of 1,147,179,800.00 shares representing 78.82% percent of the total number of shares sold of the Company This will allow such shareholders to have the power to control the Company. and influence the Company's decisions almost every matter whether it is about the appointment of directors or seeking resolutions on other matters that require the majority of the shareholders' meeting Except for matters required by law or the Company's regulations. required to receive not less than three-fourths of the votes of the shareholders' meeting. Therefore, other shareholders of the Company Therefore, there is a risk of not being able to gather votes to check and balance the matters proposed by major shareholders to the shareholders' meeting for consideration.

### **Risk management measures.**

The company's management structure consists of the Board of Directors and 7 sub-committees, namely the Audit Committee. Nomination and Remuneration Committee Executive Committee Risk Management Committee Corporate Governance and Sustainability Development Committee the Anti-Corruption and Corruption Working Group and the management team have all qualifications according to Section 68 of the Public Limited Companies Act B.E. 2535 and according to relevant announcements of the Capital Market Committee. The Audit Committee will come in to perform the auditing duties. Consider and screen to avoid transactions that may cause conflicts of interest. and to ensure transparency in the company's operations Moreover, the structure of the company's board of directors consists of: There are 2 executive directors and 9 non-executive directors, including the Chairman of the Board of Directors. and 5 members of the Audit Committee. The structure of the committee will create a check and balance in voting to consider various matters. and helps to supervise management to be appropriate and most efficient.

In addition, the company There is also a policy regarding transactions related to directors and major shareholders. or those with control over the business Including people who may have conflicts of interest. We will consider comparing conditions with other third parties first. and bring various items to the consideration of the Audit Committee in every case. Before presenting it to the Board of Directors for consideration and approval in the next step. Persons with conflicts of interest will not have the authority to approve such reports. In addition, the Audit Committee will monitor related transactions every quarter to ensure accuracy in operations.



### 3.3. The risk of customers being included in the list of sanctioned countries.

Because the company Products are sent to be sold in countries that are on the Sanctioned Countries List, which are countries that are at risk of Sovereignty concern as determined by the U.S. Department of the Treasury, such as Iran, Iraq, Libya, Sudan, Syria, Afghanistan. Burma, etc. The Company may therefore be at risk of not receiving money from sales of products to customers in those countries.

#### Risk management measures.

Company's customers Most of them are in the group of countries. There is no problem in paying for the product. But there will be restrictions on sending money out of the country. by customers in these countries Payment must be made through representatives of several foreign banks. As a result, the payment period will take longer than other customers. The income from sales of customers in the countries is 5 -9 percent on average. However, the company is careful in selling products to customers in those countries. It will be sold only to existing customers who are stable. Have a good payment history for new customers, money must be transferred to the company first. Will send the product (T/T before Shipment)

## 4. Compliance Risks



The Company places importance on continuously complying with regulations related to business operations. By creating a register of laws and regulations. Whether it is laws issued by ministries, bureaus, and departments, including laws and company regulations. registered on the stock exchange Must act accordingly Including customer requirements, which laws, regulations, requirements related to such business operations will be reviewed, improved, implemented, and evaluated for consistency regularly.

#### Risk management measures.

The company has designated a regulatory agency. Is responsible for and performs duties in preparing the legal register related to the Company's business operations. There is a review of newly enacted laws. where changes are made every 6 months and are assessed for compliance by regulatory agencies that performs close supervision and has designated persons responsible for compliance to comply with the law within the specified time including building confidence Product quality and management throughout the process Therefore, important risks are monitored, such as complaints from product delivery or products that are not of good quality. Including damaged products during transportation to customers. Therefore, company A team of legal experts has been arranged. To study the limitations of various laws, Evaluate the likelihood of an event occurring, monitor and analyze impacts. Including obstacles to the organization's expansion both domestically and abroad. Her company has always given importance to compliance with regulations related to business operations. by preparing a register of laws and regulations Whether it is the law issued by the ministry, bureau,

department, including the law and regulations of the company. listed on the stock exchange Must comply Including customer requirements, which laws, rules, and regulations related to such business operations will be reviewed, improved, implemented, and assessed for compliance.

#### 4.1 Personal Data Protection Act (PDPA) risks

Personal information is a risk that organizations must manage appropriately. This is because it is information that fraudsters or ill-wishers may misuse if the organization in charge of the information is unable to protect it. As a result, the organization lacks credibility in its operations. The company recognizes the importance of protecting personal information of employees, customers, and various stakeholders. that collects, uses, discloses, and transfers information.

The company has therefore created a policy to protect personal information. With the objective of enhancing the strictness of the security measures of the company's information systems and cyber security. including data security standards so that operations are consistent with Personal Data Protection Act (PDPA), such as establishing a data protection officer (Data Protection Office - DPO), creating a system for storing personal databases in all channels (Cookie and Consent Management), etc.

### 5. Risks in terms of Environmental, Social, and Governance impacts (ESG)



**E**nvironmental  
**S**ocial  
**G**overnance

#### 5.1 Risk from climate change and natural disasters

Recognizing the importance of climate change, including Thailand, and having a joint commitment to solve the problem, leading to a solution. Setting targets for reducing greenhouse gas emissions (Greenhouse Gases: GHG) at the international level under the supervision of current greenhouse gas emissions. as well as guidelines for enacting laws Regulations to reduce future greenhouse gas emissions together with the social context that is alert and responsive Impacts from such climate change Therefore causing a change in lifestyle and new business activities This factor is considered a risk to the Company. Must plan to cope and manage clearly, concretely and in time with the changing situation with a commitment to operating the business under the goal of reducing greenhouse gas emissions intensity (CO2 intensity) by 35 percent in 2030, carbon neutrality in 2050 and net zero greenhouse gas emissions (Net Zero) in 2060.

### Risk management measures.

Risk from physical changes (Physical Risk) from the effects of the current global warming crisis that causes Weather conditions are variable and various disasters occur, such as droughts due to rain not falling according to the season or floods, etc., affecting the Carrying out the company's business may cause disruptions and damage. The company therefore has guidelines for management. Such risks by reviewing and preparing emergency plans. Support when emergencies or crises occur, including reviewing and preparing a business continuity plan (Business Continuity Plan: BCP) as well as assigning responsible persons and conducting planned rehearsals regularly.

Managing risks from rapid changes in policies, technology, and operating rules (Transition Risk). Risks that may occur in the future include energy use costs. which is higher, causing the risk of high production costs following the issuance The policy of collecting taxes or tariff barriers from products in the destination country for exports creates a higher risk of price competition (Carbon border adjust Mechanism, Carbon Tax). The government enacts laws requiring the preparation of emissions reports. The organization's annual greenhouse gas emissions (Carbon footprint organization report) cause the risk of adding skilled personnel and the cost of verifying the report. The risk is from customers wanting more Low Carbon products.

The company has set goals. To reduce greenhouse gas emissions by 25.2% from 2024 compared to the base year 2018 and to review long-term goals going forward. With the goal of Reduce greenhouse gas emissions to net zero (Scope 1 and Scope 2) by 2040, including creating a carbon registry. Enterprise-grade footprint to manage A point with high greenhouse gas emissions and has also made a product carbon footprint to provide information to customers. In the case of using, it as a reference for exporting goods to the requested country.

## 5.2 Human rights risks

Human rights issues It is still an important risk that organizations focus on when monitoring their operations. At present, a human rights policy is required for directors, executives, and employees at all levels to Be informed of the guidelines because it is an issue that is receiving increasing attention. Partly because of stakeholders (Stakeholders) have reflected their expectations of the business sector more clearly through standards for disclosing information such as GRI standards, One-Report standards, etc. especially in conducting business with human rights where there is an expectation that the business sector will adopt ideas and implement human rights measures, such as respecting human rights by enforcing basic laws. This includes implementing labor protection measures, including setting appropriate wages. Entitlement to paid sick leave Setting a ceiling on working hours or overtime pay that is correct and fair, being accepted and treated equally without discrimination based on gender, skin color, religion, personal appearance. Including protection that is appropriate to the nature of the work being done. The organization must procure personal protective equipment as necessary (PPE) to reduce risks at work.

Including not neglecting environmental issues. that the organization is responsible for the impacts that may be caused by the business value chain by setting up a process for evaluating and inspecting operations throughout the business value chain. To prevent the risk that the business may violate human rights of stakeholders. And there is a chance that there will be negative impacts on the business, such as disruption of business operations. and loss of reputation being sued, etc.

#### **Risk management measures.**

The company has organized training. Understand the board, executives, and employees in the organization To have an understanding of human rights principles The principle of treating other people equally. Do not discriminate because of gender, social status, religion, race, appearance, or enforcement of regulations. How to do that Including developing indicators and targets for controlling the human rights implementation process. By using operating results as a guideline for developing risk issues. and review the comprehensive human rights risk assessment (HRDD) according to the impact assessment criteria (Severity) and risk assessment criteria (Likelihood), which defines the human rights risk level in 4 levels, consisting of low Medium, high, and very high. The company collects important human rights issues related to the business from suggestions. The interests and expectations of key stakeholders within the business value chain. It has set indicators and goals for human rights operations. To cover risk issues that may affect the business at a high and medium level. in determining preventive measures and mitigate the impact To reduce and control risks This is in line with the Sustainable Development Goals SDG 3 , SDG 4 , SDG 5 and SDG 8 , consisting of creating a safe working environment. Promoting equal training for employees at all levels Respect for labor rights and non-discrimination and creating a good quality of life for communities and society

### **5.3 Corporate Governance Risk**

The fact that the company has a person who holds the position of Chairman of the Board and the person holding the position of managing director of the company It's the same family. which may seem like The company does not yet have a balance of power between the board of directors and management.

#### **Risk management measures.**

The company is aware of the importance of good corporate governance. Therefore, a charter was prepared. which specifies the duties of the Chairman, Board of Directors and Managing Director. which makes the division of roles and responsibilities There is clarity between the board and management. and appropriate checks and balances are established. In addition, the Company's Board of Directors consists of 4 5 .5 independent directors. Percentage of the total number of directors and has appointed an independent director to consider setting the meeting agenda for the board of directors. which is based on Good practices of principles of good corporate governance of listed companies in 2017

## 2.2.2 Investment risks of securities holders

Risk of uncertainty in the returns that investors will receive as expected.

The price of a company's stock depends on the company's operating performance. and creating long-term growth of the company which may be affected by various factors such as

- Total car production in Thailand and cars around the world
- Exchange rates of foreign currencies
- Changes according to policies, rules, regulations, or various conditions that affect the automobile industry.
- Economic conditions, crises, abnormal situations such as war in the Middle East, etc.
- Changes in main raw materials, such as the price of plastic pellets Chemicals involved in the plating processes such as copper and nickel.
- Inflation rates in various countries that may affect the purchasing power of consumers.

Such factors may affect the Company's operations and share price.

## 2.2.3 Risks of investing in foreign securities

-None-

## 2.2.4 Emerging Risk

### 1 Cyber Threat Risk

Risk from cyber threats is an important issue and affects the company's operations. Especially important work systems such as network systems, financial and accounting systems. Internal management system and human resources This system also contains personal information in the company's possession. If there is a problem with the company's information technology system Access to personal information held by the company It will have an impact on the operations and reputation of the company.

#### **Risk management measures.**

The company has planned and invested in developing work systems to support new technology. and preventing risks from cyber threats, including improving computer network systems to be ready to use to avoid failure of the network system (Network) and server (Server) so that the system can work continuously. Prevent destruction of the network and set strict security control measures, such as computer security systems (Firewall), setting rights to access information. Setting up a network and setting up a data backup center to support emergencies to enable continuous business operations and having annual emergency plan drills. In 2023, the Information and Technology Department Had an emergency plan practice on November 10, 2023.



## 2 Risks arising from war between Russia and Ukraine

War between Russia Ukraine began at the beginning of 2022, having a direct impact on the industry, especially the rising prices of crude oil and natural gas. It also affects exchange rates around the world, causing risks in many areas, such as production costs that tend to increase. Prices of raw materials needed in the production process fluctuate according to exchange rates and the slowdown of the world economy. This may affect the supply chain downstream to the industry. Automobile production, both demand and supply within the country and abroad The company has laid down guidelines for following up on the situation in terms of both factors. War between Russia and Ukraine Including following up on factors that affect the company, such as the price of crude oil and natural gas, transportation costs, exchange rates, etc., the company has put in place preventative measures for those factors. Impact on the company This has been mentioned in the risk section above.

### Risk management measures.

The company exports very few products to both countries, so the direct impact of the war in both countries is limited. and does not significantly affect business operations in any way. However, the company will take great caution. If it is necessary to do business with both countries, such as requesting payment before delivering goods, etc.

## 3. Effects of the war between Israel-Hamas

The war between 'Israel' and 'Hamas' has opened, leading to the loss of life and property of the Israeli and Palestinian populations. Even now, the conflict still exists in a limited area. in the **area of Gaza and Israel**. But if in the future there is a polarized alliance and powerful countries clearly support one side or the other. **Until the conflict spreads to cause unrest in the Middle East region. Then instability will surely occur throughout the world.** Because of the Middle East It is the world's key producer and exporter of commodities, including crude oil, natural gas, and fertilizer. Disruptions in the supply chain could have an impact on the global picture. and the company itself must be affected as well. This will cause the prices of energy and related products to increase. It may also cause the inflation problem to increase further. Because the price of 'oil' is at risk of increasing to a higher level. Maintaining high interest rates for a long time, expanding public debt or a huge fiscal deficit All of which put the world economy in the middle of already slowing demand.

Exporting products to the Middle East may be slowed down by the war. **It will affect consumer confidence. which may cause purchasing demand and imports of various goods to slow down.**

### Risk management measures.

Shipping company Very little goes out to both countries. The direct impact of the war between the two countries is therefore limited. and does not significantly affect business operations in any way. However, the company will take great caution. If it is necessary to do business with both countries, such as demanding payment before delivering goods, etc., except for war. Expand to other countries where our key customers are. It may affect sales and investment. and trade debt

### Risk Management Results

In 2023, the company conducted an organizational risk assessment according to the COSO-ERM 2017 principles, analyzing and identifying the main risk issues of the organization from both internal and external factors. Along with preparing a risk management plan, risk management is followed up regularly. By the Risk Management Committee and report operating results to the Company's directors regularly. The important details are as follows:



Risk issues	Possible effects	Risk Management
<b>1 Strategy (STRATEGY)</b> Total sales of 2700 million baht and profit of 500 million baht in the operating results period 1 Jan. - 2023 - 31 Dec. 2023.	The turnover does not meet the goals set by the organization.	<ul style="list-style-type: none"><li>• Follow up on changes in both external and internal factors to assess the impact on sales and the ability to repay customers' debts.</li><li>• Review short-term and long-term operational plans to ensure consistency with organizational goals and strategic directions.</li><li>• Container reservations and freight charges are planned 3-6 months in advance.</li><li>• Develop production processes. By using more modern technology and AI systems.</li><li>• Control production costs to be cheaper than competitors and remain competitive.</li><li>• Manage customer relationships and develop partnerships with the supply chain.</li><li>• Review the company's goals and strategic plans annually.</li><li>• Release new products quickly and keep up with customer needs.</li></ul>
<b>2 OPERATION</b> Reduction of cost per unit of production by 10%.	decreased competitiveness due to higher production costs	<ul style="list-style-type: none"><li>• Make an agreement to purchase the main raw materials in advance to be sufficient for use for 12 months in order to control the purchase price and prevent raw material shortages.</li><li>• Regularly analyze price trends to arrive at the most appropriate price for each booking period. and consider the booking period for Heavy metal group whether it will be 3 months, 6 months, or 12 months.</li><li>• Control the amount of use in accordance with production standards / reduce the amount of waste in the process.</li></ul>



Risk issues	Possible effects	Risk Management
		<ul style="list-style-type: none"> <li>• Reduce the amount of main raw materials used with the 7 R principles and improve processes with the Kaizen principles.</li> <li>• Increase production efficiency in relation to sales and market expansion of customers in various groups.</li> </ul>
<b>3 Finance (FINANCE)</b> control of trade receivables and customer credit	The uncertainty of the company's income and expenses  "The originator has a duty to manage until the waste or unused materials have been completed as permitted."	<ul style="list-style-type: none"> <li>• Follow and analyze exchange rate trends and predict the value of transactions that will occur.</li> <li>• Manage risk by entering forward exchange contracts. and management of income and expenses in different currencies countries to be consistent</li> <li>• Review the granting of credit and follow up on trade debt repayments.</li> <li>• Arrange a team to follow up on debts that are close to due or past due to follow up on overdue debts. Including reviewing the granting of trade credit.</li> </ul>
<b>4 Compliance with relevant regulations (COMPLIANCE)</b> "Management of waste or unused materials 2023"	Reputational damage Being sued and prosecuted when violations occur Both civil and/or criminal. "The originator has a duty to manage until the waste or unused materials have been completed as permitted."	<ul style="list-style-type: none"> <li>• Review the legal register related to business operations every 6 months.</li> <li>• Create an action plan / designate responsible persons to ensure laws/regulations. Received complete and correct treatment.</li> <li>• Evaluate compliance with laws and regulations by the legal department every 6 months.</li> </ul>





Risk issues		Possible effects	Risk Management
5	<b>Emerging Risk</b> Cyber Threat Risk	Damage to the company's important database which may cause damage to the point that business cannot operate normally.	<ul style="list-style-type: none"><li>• The company has planned and invested in developing work systems to support new technology. and prevention of risks from cyber threats</li><li>• Improving computer network systems. To be ready to use to avoid failure of the network system (Network) and server (Server) so that the system can work continuously. Prevent destruction (Network)</li><li>• Establish strict security control measures, such as computer security systems (Firewall), setting permissions to access information. Setting up a network and setting up a data backup center to support emergencies to enable continuous business operations.</li><li>• Emergency drills are practiced every year.</li></ul>



# 3 Business drive for sustainability



Sustainable development  
policies and objectives



The impact of management on  
stakeholders in the business value chain



Sustainability Management in the  
Environment Dimension



Sustainability Management in the  
Social Dimension



## 3 Driving business for sustainability

---

### 3.1 Sustainability management policies and goals

#### 3.1.1 Sustainability management policy

The company establishes policies and conducts business activities based on the framework for sustainable development. This framework emphasizes creating economic and social value simultaneously to address societal needs and solve problems collaboratively. Through focused business operations, the company fosters innovation to develop new products and markets, improve productivity throughout the value chain, and empower local communities by focusing on low-carbon and environmentally friendly products. This approach aims for Eco-Operational Excellence while elevating the automotive parts industry to meet international standards. Additionally, the company aligns its operations with various regulations, including the Universal Declaration of Human Rights, ILO Core Conventions, Paris Agreement, and UN Sustainable Development Goals. Furthermore, it adheres to GRI reporting standards for stakeholder transparency. Beyond alignment with regulations, the company has transitioned its economic model to create added value across the entire product life cycle – from production to service – by framework for implementing the principles of the circular economy in organizations(CEM2S. 2 Part 2 -2019). and circular economy management system for organization(CEM2S. 2 Part 2 -2021). This includes implementing the standard of plastic recycling traceability and assessment of conformity and recycle content standard (TCAS9-2022). to drive long-term economic growth with the potential to stimulate overall economic revitalization while conserving natural resources and the environment. By adopting resource efficiency and waste reduction practices, the company actively addresses climate change. This includes a scientifically based target to reduce greenhouse gas emissions by 25.20% across all Scopes by 2024 compared to the 2018 baseline, aligning with the Paris Agreement's goal of limiting global temperature rise to 1.5°C. This comprehensive approach empowers the company to contribute to a low-carbon and sustainable future, exceeding stakeholder expectations and aligning with the UN Sustainable Development Goals. (Full policy details available via QR code).



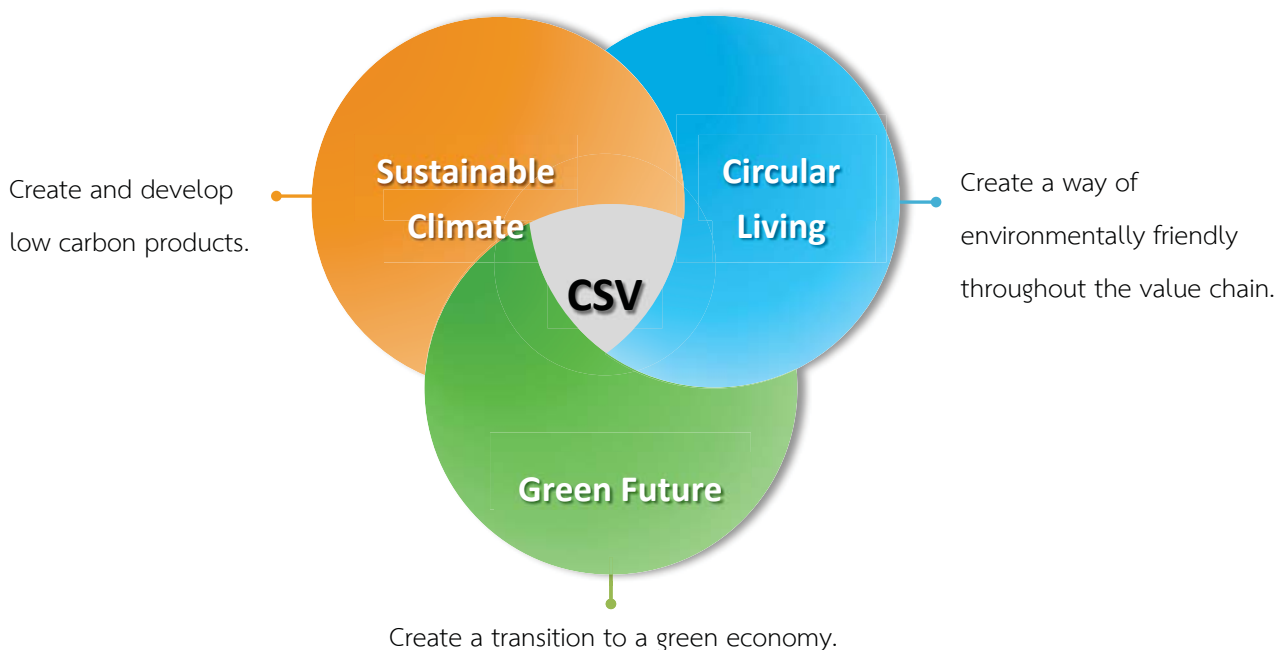
Sustainability  
management policies

#### 3.1.2 Sustainable development

The company establishes guidelines for organizational development in accordance with its policy, within the framework of the sustainable development approach "Creating Shared Value." This approach is implemented through the Sustainable Climate Strategy, aimed at generating social and environmental value, such as preserving and restoring the environment, improving quality of life, reducing inequality, ensuring income stability, creating opportunities, and enhancing justice in various aspects of society. This approach is directly linked to the organization's economic growth. To address social problems and environmental challenges and to create business opportunities and competitive advantages, the company focuses on developing low-carbon products. These include recycled plastic pellets, plastic pellets mixed with agricultural materials, and plastic pellets incorporating

ocean waste, especially plastic waste found in the sea. Ocean plastic waste is recognized as a significant social and environmental issue, posing a long-term silent danger to sea animals, humans, terrestrial ecosystems, and the sea.

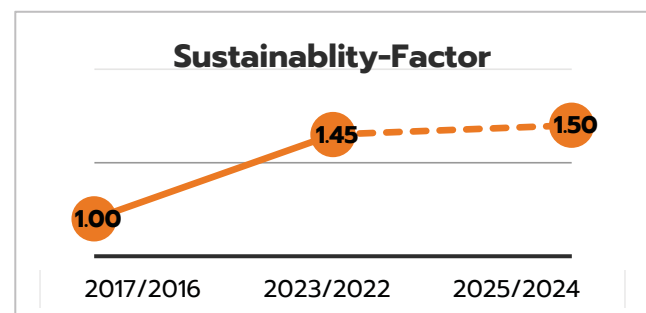
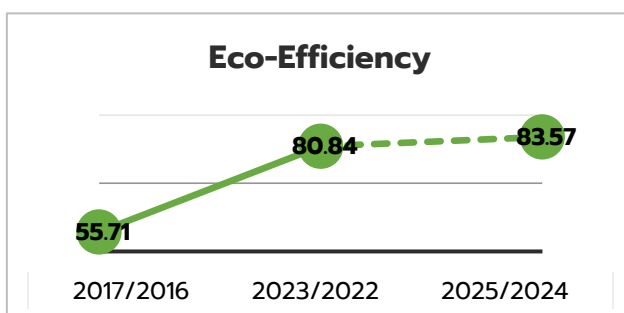
Additionally, the company is transitioning its business model from production to providing mold rental services to improve productivity in the business value chain. This shift is aligned with the Circular Living strategy, which aims to create social and environmental value throughout the business value chain. By adopting this strategy, businesses can create an impact on society and the environment, addressing issues such as natural resource use, health and safety, and the working environment. Failing to address social and environmental issues may result in increased economic costs and negative environmental impacts in the business value chain. Conversely, addressing these issues can lead to the creation of shared value, fostering innovation, and generating new forms of economic value. This approach involves adopting environmentally friendly business practices, such as developing environmentally friendly technology and using resources efficiently in sustainable procurement, environmentally friendly production, product distribution, and sales and marketing. Moreover, the company is committed to enhancing the abilities of its employees and local community groups through the Green Future strategy, which aims to create social value and environmental benefits. This includes promoting economic and societal advancement in local communities through collaboration with the private and government sectors. This collaboration aims to disseminate knowledge to society through the Care & Share project, benefiting all sectors of society. These efforts contribute to transitioning to a green economy, fostering development, and raising the overall level of the economy and society. This approach aligns with the goal of driving economic growth while reducing environmental impacts, ultimately leading Thailand towards continuous and sustainable growth. The details are as follows:





The company creates economic value for business and society by focusing on the utilization of assets and the main expertise of the business to deliver value. The value that society receives from business includes access to safe products and environmentally friendly practices, reducing the use of limited resources, emissions, and the risk of natural disasters. The company also aims to develop the automotive industry and personnel in environmentally friendly production, promote environmental work, and create learning experiences from actual practice. This leads to the development of the local economy and promotes growth in the GDP of the country. Financial value for businesses consists of income from environmentally friendly products, reducing operating costs, increasing business opportunities, and enhancing productivity. This enhances growth in new markets in the future. Non-financial value includes building trust from stakeholders, promoting an image of sustainability and the environment, and creating a network of green business partners. The development of human resources in sustainability creates a change in society towards doing business that focuses on creating a green economic transition. It involves enhancing knowledge for society about the circular economy and management, reducing greenhouse gases by setting reduction targets in line with the goals of the Paris Agreement. These goals aim to limit the global average temperature increase to not exceed 1.5 and 2 degrees Celsius. The company sets measures to reduce greenhouse gases and creates good practices, both financial and non-financial, by fostering beneficial communication in society. This leads to a change in society's direction towards a more sustainable future.

The company defines indicators to monitor its performance in achieving both business and social results, considering economic relationships and environmental impacts. This value measurement system is called "Economic Efficiency Value (Eco-Efficiency)". Eco-Efficiency measures the ability to generate profit while reducing the organization's greenhouse gas emissions. In 2024, the company set its Eco-efficiency value at 83,567.00 baht per ton of carbon dioxide equivalent, compared to the base year 2016. This represents a 1.50 times improvement in eco-economic efficiency, highlighting the organization's progress towards a low-carbon business model and a more sustainable society. This approach fosters the development of business processes and the creation of safe and environmentally friendly products, ultimately leading to a successful transition to a green economy in the future.





### 3.1.3 Sustainability Management Goals

The company sets sustainability management goals based on creating societal benefits through business processes that address global social challenges and opportunities. By leveraging existing expertise and assets, these goals aim to generate economic benefits for both the company and society, at the product, value chain, and group cooperation levels. This approach focuses on responding to the needs of customers and communities who prioritize health and the environment. As a result, the company strives to Enhance its competitive edge in the global economy. These goals are aligned with several key Sustainable Development Goals (SDGs) established by the United Nations. The primary focus includes SDG 7 (Affordable and Clean Energy), SDG 9 (Industry, Innovation, and Infrastructure), SDG 12 (Responsible Consumption and Production), and SDG 13 (Climate Action). Additionally, the company integrates elements of SDG 4 (Quality Education), SDG 6 (Clean Water and Sanitation), SDG 8 (Decent Work and Economic Growth), and SDG 17 (Partnerships for the Goals). While not explicitly mentioned, the company also acknowledges the potential contributions to other SDGs, including SDG 1 (No Poverty), SDG 3 (Good Health and Well-being), SDG 5 (Gender Equality), SDG 10 (Reduced Inequalities), SDG 14 (Life Below Water), SDG 15 (Life on Land), and SDG 16 (Peace, Justice, and Strong Institutions).

#### Create shared value from new products and new markets.



- Revenue of 3,000 million baht by 2023
- Revenue from new innovative products is not less than 400 million baht/year .
- Register for the carbon footprint label of 20 circular economy products within 2027
- Corporate income tax rate is 20 percent of net profits.

#### Create shared value from new productivity improvements in the business value chain.



- Reduce the amount of greenhouse gas emissions per unit of production by 20 percent by 2026, compared to the base year 2016.
- Reduce the amount of new plastic pellets used per production unit by 10 percent by 2023 compared to the base year 2017.
- Increase the proportion of resource recycling according to the 7 Rs principle by 100 percent by 2025.
- Increase the use of recycled plastic pellets in products by 93 percent by 2027.
- Reduce greenhouse gas emissions by 25.2 0 percent by 2024, compared to the base year 2018.
- Reduce greenhouse gas emissions by 42 percent by 2026, compared to the base year 2016.

- Reduce greenhouse gas emissions in Scope 3 by 63 percent within 2027 .
- Achieve net zero greenhouse gas emissions ( Carbon Neutrality) by 2035.
- Reduce water use per production unit by 10 percent by 2024 compared to the base year 2019.
- Reduce the amount of hazardous waste by 20 percent by 2023 compared to the base year 2017.
- Increase the proportion of renewable energy use and renewable energy use per unit of production ( MJ/EQ) compared to the base year 2011.
- 100 percent renewable energy to produce heat.
- Reduce total energy consumption per production unit by 10 percent by 2023 compared to the base year 2018.

## Create shared value from developing the potential of local community groups.



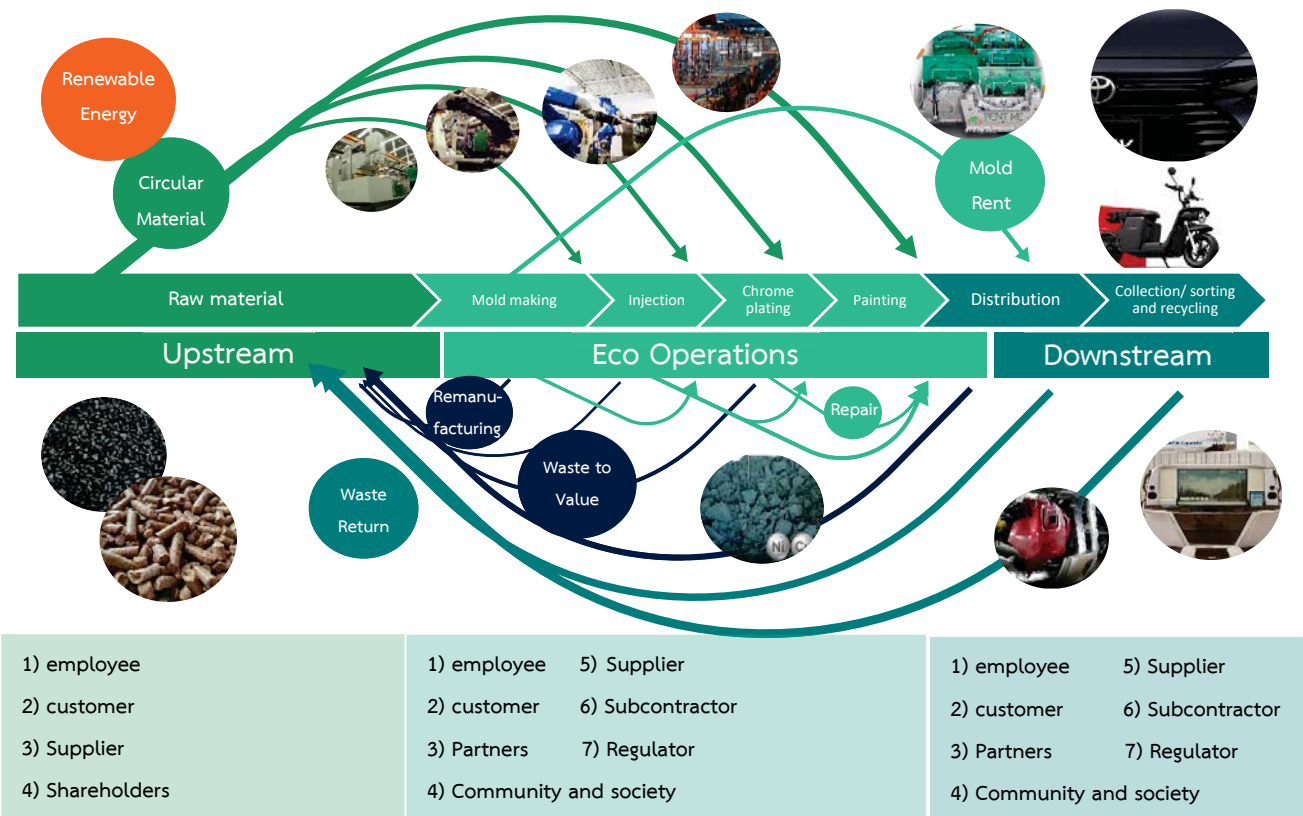
- Create equality in work in every position at every level, regardless of gender. and religion
- Create environment and safety in work, zero accidents.
- Payment period to partners ( Credit Term) is not more than 90 days.
- Promote training for employees at all levels, not less than 12 hours/person/year.
- Create valuable jobs in the community of not less than 30 percent by 2023.
- Promote the creation of a good quality of life for employees in no less than 14,551 baht/month

3.2 Creating shared value in the value chain

3.2.1 Value Chain

The company prioritizes improving productivity across the value chain. This includes upgrading work processes to meet environmentally friendly Thai automotive parts industry standards. We collaborate with suppliers, customers, and business partners to achieve value chain management goals aligned with "Create an Experience Economy" and "Circular Living" (establishing a resource-efficient business model throughout the value chain). We achieve this by introducing new experiences with "low-carbon automotive parts products and mold rental services. "This focus on sustainability ensures our business operations cater to all stakeholders, including shareholders, suppliers, customers, regulatory agencies, communities, and society. We achieve this by adapting to become a low-carbon and sustainable business. This involves reducing resource usage and minimizing our environmental footprint at the corporate, process, and product levels. Furthermore, risk management is integrated throughout the value chain, encompassing aspects like resource management, raw materials, local sourcing, environmentally friendly procurement, and local employment. In the past year, we shifted our value chain focus from solely systematic production to "eco-operation" (environmentally friendly production). This has led to a significant increase in shared value creation within the value chain. It acts as a driving force for the organization to achieve its sustainability goals, develop new products that address customer needs, and generate sustainable returns for stakeholders.

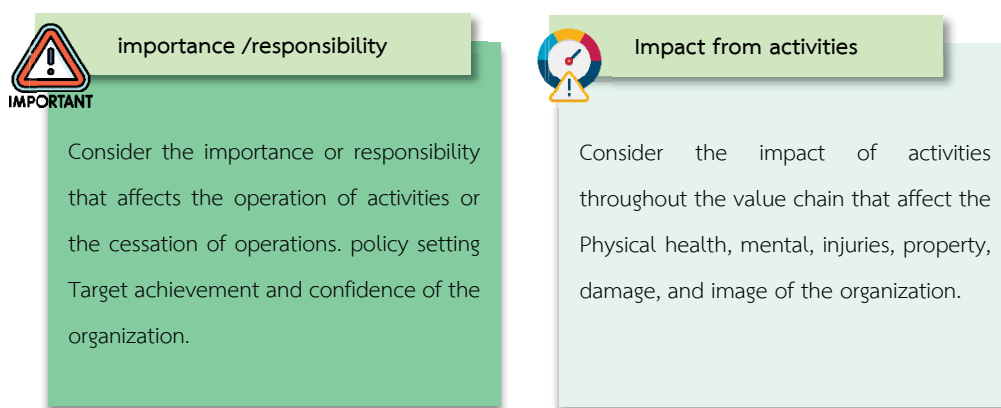
The company prioritizes sustainability across its three-stage value chain: upstream, production, and downstream activities. Upstream: We emphasize sustainable procurement from transparent and socially



responsible suppliers, reducing environmental impact and supporting society. We collaborate with local suppliers to develop recycled plastics and utilize renewable energy. Production & Service: We focus on producing eco-friendly products that promote consumer health. Downstream: Our goal is to create added value throughout the business value chain for our customers.

### 3.2.2 Analysis of stakeholders in the value chain

The company prioritizes creating social value ("Social Value-Added Benefits") and competitive advantage. This past year, we reviewed stakeholder relationships within the "Circular Living" framework, emphasizing social responsibility and shared value for long-term sustainability. We identified key person across the value chain based on their importance to our operations and their potential impact on us. We analyzed the relationships between stakeholders and our value creation activities. We evaluated and prioritized stakeholders based on their roles within the value chain and the potential impact we have on them (both positive and negative). This approach ensures we focus on stakeholders most critical to our success and sustainability.



In 2023, the company undertook a review of its key stakeholder groups. This analysis, considering economic, social, and environmental factors, along with policy guidelines and business trends, aimed to identify stakeholders crucial to new product development, value chain improvements, and local community empowerment. As a result, the company reclassified its stakeholders into 4 key groups, streamlining the previous 9 group structure. Notably, competitors were excluded from the upstream activities and environmentally friendly production stakeholder group.

**1. Stakeholder Group with High Importance and Impact** Employees and customers are a stakeholder group that is very important/responsible and is greatly affected by the company's actions. Creating shared value with this group should be a top priority. The company can achieve this by focusing on product development to meet customer needs or solve social problems, while managing them appropriately. This includes promoting the exchange of ideas and fostering a positive attitude among employees. This approach aligns with the principle of "Create value for society along with creating value for stakeholders in the long term."

**2. Stakeholder Groups with Different Needs** While other stakeholder groups are very important, partners and regulators are impacted differently. For these groups, the company's focus should be on creating awareness, clarifying expectations, and ensuring they understand the company's operating guidelines and important information. Additionally, maintaining good relationships with these stakeholders is crucial for supporting operations across the economic, social, and environmental.

**3. Stakeholder Groups with Indirect Impact** While stakeholder groups have varying levels of direct responsibility to the company, all groups are ultimately impacted by its operations. communities and society are significantly affected. the company prioritizes delivering value to society through various means. efficient resource utilization minimizes environmental impact. local sourcing strengthens the community and economy. Employing local talent creates jobs and empowers the community. Addressing social topics throughout the value chain demonstrates the company's commitment to responsible operations. These measures serve as guidelines for preventing and promptly resolving any negative impacts arising from business activities.

**4. Stakeholder Groups with Different Communication Needs** While all stakeholders play a role in the company's ecosystem, their level of direct involvement and impact can vary. Suppliers, subcontractors, and shareholders are considered less directly affected by company operations daily. However, maintaining strong communication with these groups remains crucial. The company prioritizes communicating details relevant to each stakeholder group's interests. This ensures everyone is kept informed and fosters a sense of trust and collaboration.



The company actively collects and analyzes stakeholder feedback, including expectations, needs, concerns, and opinions. This helps us effectively address stakeholder needs and create positive experiences. We build relationships with all stakeholder groups to foster acceptance for new products and services, mitigate business risks, and drive value chain advancements that enhance competitiveness. This collaborative approach



also helps us reduce costs, manage natural resource risks, and develop low-carbon and sustainable business practices (Low Carbon and Sustainable Business: LCSB). Following stakeholder analysis in 2023, the company streamlined its stakeholder groups from nine to eight, notably excluding competitors. The remaining groups are prioritized based on their importance to the company's operations, with employees at the top and shareholders at the bottom. 1. Employees 2. Customers 3. Partners 4. Community and Society 5. Suppliers 6. Contractors 7. Regulator 8. Shareholders



### 3.2.3 Creating shared value in the value chain

The company prioritizes activities within the value chain that generate profit while simultaneously creating benefits and replacing environmental resources used back into the core business processes. This approach reflects our commitment to social responsibility and creating shared value with stakeholders. It allows us to address their concerns and expectations while delivering positive experiences for modern customers. We focus on developing safe, environmentally friendly products to enhance their value and strengthen our competitive edge. Ultimately, this strategy contributes to the long-term competitiveness of the Thai automotive industry as it transitions towards a green economy.

Creating participation	Objectives	Shared Value Creation Plan	Result
	<b>1. employee</b>		
<ul style="list-style-type: none"> <li>performance evaluation and Kaizen activities every 6 months and 1 year.</li> <li>The company facilitates opinion exchange through the welfare committee and social media channels (WE R FPI).</li> <li>Employee engagement survey</li> </ul>	<ul style="list-style-type: none"> <li>treating workers with fairness and transparency leads to increased employee engagement.</li> <li>Job security and Growth Up</li> <li>Occupational health and safety at workplace</li> </ul>	<ul style="list-style-type: none"> <li>Create an occupational environmental Health and safety at work, such as controlling pollution according to standards and laws.</li> <li>The organization plans activities and projects that encourage participation</li> </ul>	<ul style="list-style-type: none"> <li>Injury rate (IR) 0.43</li> <li>Lost Time Injury Rate (LTIFR) 0.00</li> <li>Employees receive an average of 12 training hours per person per year. This breaks down as follows Senior Executive Level: 69 hours/person/year, Manager</li> </ul>

Creating participation	Objectives	Shared Value Creation Plan	Result
<ul style="list-style-type: none"> <li>▪ The company offers various channels for receiving feedback, including a dedicated CEO Suggestion Box.</li> <li>▪ Forming a Cross-Functional Interagency Team</li> <li>▪ CEO-Employee Engagement Activity</li> <li>▪ Training new employees</li> </ul>	<ul style="list-style-type: none"> <li>▪ Fair compensation, benefits, and other perks.</li> <li>▪ Development of work skills</li> </ul>	<ul style="list-style-type: none"> <li>from both internal and external stakeholders.</li> <li>▪ Managing employee engagement and complaints</li> <li>▪ Treat employees at all levels fairly and equally according to human rights principles.</li> <li>▪ The company is committed to enhancing the compensation system and performance evaluation process for better alignment and effectiveness.</li> <li>▪ Develop a plan to enhance the knowledge and abilities of employees in each position.</li> <li>▪ Develop a career path-aligned development system.</li> <li>▪ Survey of employee engagement towards the organization</li> <li>▪ To encourage employee growth, the company will establish clear career paths within their current line of work or across different departments.</li> </ul>	<ul style="list-style-type: none"> <li>and Supervisor Level:104hours/person/year, Operational Employee Level: 33 hours/person/year.</li> <li>▪ Employee Engagement Survey Results: 84.25%</li> <li>Our value chain has a strong record of respecting human rights, with no complaints identified.</li> </ul>



## 2. customer

<ul style="list-style-type: none"> <li>▪ Survey of customer satisfaction and dissatisfaction</li> <li>▪ Meeting with Customers and Trade Show Activities</li> <li>▪ Extending an invitation to customers to tour our production facility.</li> </ul>	<ul style="list-style-type: none"> <li>▪ The products and services offered meet all requirements.</li> <li>▪ Our products and services offer excellent value for the price.</li> <li>▪ Products that are safe and environmentally friendly</li> </ul>	<ul style="list-style-type: none"> <li>▪ Develop innovative products to respond to changes in customer business and consumer behavior.</li> <li>▪ Develop and implement more environmentally</li> </ul>	<ul style="list-style-type: none"> <li>▪ Customer satisfaction survey results: 80.54 percent</li> <li>▪ We received a three-year environmental label certification (2022-2024) for renewable products, including the Circular Mark, the world's first label of its</li> </ul>
--	---	---	---

Creating participation	Objectives	Shared Value Creation Plan	Result
<ul style="list-style-type: none"> <li>Empowering customers to shape product and process development.</li> <li>Line @ FPI Sale &amp; Marketing After-sales service</li> </ul>	<ul style="list-style-type: none"> <li>Product innovation management</li> <li>Developing environmentally friendly plastic pellets according to the circular economy concept</li> </ul>	<ul style="list-style-type: none"> <li>friendly production processes.</li> <li>We have a responsibility for customers and products. We conduct business in accordance with various laws and regulations.</li> <li>Develop a B2C business model that utilizes online and digital marketing strategies.</li> <li>Ensuring the security of business secrets and customer personal information is paramount.</li> <li>Aim to be certified with environmental and global warming labels.</li> </ul>	<p>kind. Additionally, we are the first group in Thailand to be certified for the UPCYCLE Circular Economy upcycling label.</p>



### 3. Partners


<ul style="list-style-type: none"> <li>Establishing co-operation in publishing to exchange knowledge and innovation with business partners.</li> <li>Regular contact through social media and telephone.</li> <li>Holding regular meetings</li> <li>Managing relationships with business partners</li> </ul>	<ul style="list-style-type: none"> <li>The Sustainability of Business Cooperation and Innovation</li> <li>Manage relationships with business partners.</li> <li>Follow the terms and conditions of the obligation.</li> </ul>	<ul style="list-style-type: none"> <li>Continuously strengthen cooperation with partners to develop the Thai automotive parts industry.</li> <li>Timely support when problems occur.</li> <li>Analyze and review prices regularly.</li> <li>circular economy management system for organization (CEM2S. 2 Part 2 -2021).</li> <li>Developed and designed according to the principles of the circular economy.</li> <li>implementing the standard of plastic recycling traceability and assessment of conformity</li> </ul>	<ul style="list-style-type: none"> <li>circular economy management system for organization (CEM2S. 2 Part 2 -2021)</li> <li>We are proud to announce receiving the CALO Plaque of Honor for outstanding leadership in greenhouse gas management. This gold-level recognition comes from the TGO.</li> </ul>
--	---	--	---

Creating participation	Objectives	Shared Value Creation Plan	Result
		and recycle content standard (TCAS9-2022). ▪ Develop products from agricultural waste materials	



#### 4. Community and society

<ul style="list-style-type: none"> <li>▪ Activities that create shared economic value along with creating social value.</li> <li>▪ Create jobs and income for the community and society.</li> <li>▪ Community relations work through projects such as sustainable agricultural gardens.</li> <li>▪ Providing opportunities for interested people to visit the establishment.</li> </ul>	<ul style="list-style-type: none"> <li>▪ Reducing our impact on communities and society, with a focus on areas like air quality and wastewater management.</li> <li>▪ Supporting community activities</li> <li>▪ Promoting the economy and creating careers in the community</li> <li>▪ Promoting knowledge and understanding to create a transition to a green economy</li> </ul>	<ul style="list-style-type: none"> <li>▪ Environmental management system based on the ISO14001 standard, addressing greenhouse gases, water, and waste.</li> <li>▪ Manage energy using the ISO50001 standard system.</li> <li>▪ Manage safety in accordance with the ISO45001 standard.</li> <li>▪ Purchase products or raw materials from local suppliers.</li> <li>▪ Employ local people and create sustainable income.</li> <li>▪ Collaborate with students in the community to promote learning.</li> <li>▪ We share our experiences and knowledge on sustainability with the government sector, business sector, and social sector. This includes areas like the circular economy, carbon neutrality, and setting science-based targets (SBTi).</li> </ul>	<ul style="list-style-type: none"> <li>▪ Compared to the base years, greenhouse gas emissions decreased by 33.40 percent in 2016 and 29.40 percent in 2018.</li> <li>▪ Our commitment to sustainability includes using renewable energy sources for 36.50 percent of our needs.</li> <li>▪ The amount of hazardous waste decreased by 39.74 percent compared to the base year 2017.</li> <li>▪ Our work in Pathum Thani province creates valuable opportunities for the community. We employ 37.08% of the workforce, with an average monthly income of 18,183.00 baht per person.</li> <li>▪ The Financial Times named us among the top climate organizations in Asia Pacific for 2023.</li> <li>▪ SBTi certifies our short-term greenhouse gas emissions reduction targets by 2024, making us the first company in Thailand to achieve this.</li> </ul>
---	--	---	---

Creating participation	Objectives	Shared Value Creation Plan	Result
<div>  <h2>5. Supplier</h2> </div>			
<ul style="list-style-type: none"> <li>Annual supplier assessment</li> <li>Regular contact through social media and telephone</li> <li>Training equips workers with knowledge and understanding of safety and occupational health.</li> <li>We encourage you to voice any concerns through our complaint channel. <a href="http://www.fpiautoparts.com/ir/whistleblower/">www.fpiautoparts.com/ir/whistleblower/</a></li> </ul>	<ul style="list-style-type: none"> <li>Fair and transparent procurement</li> <li>A safe working environment</li> <li>Preventing serious incidents that cause business interruption and impact the community.</li> <li>Compliance with conditions of the contractual agreement</li> <li>Payment is complete and on time</li> </ul>	<ul style="list-style-type: none"> <li>Establish principles of conduct and business ethics for suppliers.</li> <li>Investigate and resolve problems that arise in a timely manner.</li> <li>Participate in designing and developing processes and products that are environmentally friendly.</li> <li>Occupational health and safety at work</li> <li>Operate according to the principles of Supplier Relationship Management (SRM).</li> <li>Fair procurement" and "Green procurement</li> <li>Continuously evaluate our partner network for sustainability practices and develop programs to improve sustainability performance with all partners.</li> <li>Sign the Supplier Code of Ethics</li> </ul>	<ul style="list-style-type: none"> <li>No complaints about corruption were found.</li> <li>The average partner payment period is 63.1 days. The target is 90 days." This option presents the information in a more neutral way.</li> <li>The results of the assessment of significant trading partner groups are as follows: Plastic pellets group: 88.53%; chemicals group: 92.24%; paint group: 96.50%; and packaging group: 98.75%.</li> <li>Green procurement practices generated a value of 220.36 million baht.</li> </ul>



Creating participation	Objectives	Shared Value Creation Plan	Result
------------------------	------------	----------------------------	--------



## 6. Contractor

- |   |  |  |   |
|---|--|--|---|
| <ul style="list-style-type: none"> <li>▪ Annual subcontractor evaluation</li> <li>▪ Regular contact through social media and telephone</li> <li>▪ Continuous collaboration and mutual support across various fields</li> <li>▪ Training creates knowledge and understanding about safety and occupational health.</li> <li>▪ We encourage you to voice any concerns through our complaint channel <a href="http://www.fpiautoparts.com/ir/whistleblower_th/">www.fpiautoparts.com/ir/whistleblower_th/</a></li> </ul> | <ul style="list-style-type: none"> <li>▪ A safe working environment</li> <li>▪ Fair and transparent procurement</li> <li>▪ Establish principles of conduct and business ethics for suppliers</li> <li>▪ Investigate and resolve problems that arise in a timely manner.</li> </ul> | <ul style="list-style-type: none"> <li>▪ Managing satisfaction and complaints as appropriate</li> <li>▪ Ensure adherence to the human rights policy and the strict employment policy.</li> <li>▪ Evaluating employee satisfaction with the organization</li> </ul> | <ul style="list-style-type: none"> <li>▪ Zero Injury Rate (IR)</li> <li>▪ Zero Lost Time Injury Rate (LTIFR)</li> </ul> |
|---|--|--|---|



## 7. Regulator

- |  |   |  |  |
|--|---|--|--|
| <ul style="list-style-type: none"> <li>▪ Business visit</li> <li>▪ Publishing information on the website</li> <li>▪ Preparing the 56-1 One Report and Sustainability Report</li> <li>▪ Supporting various regulatory agency projects.</li> <li>▪ Participation in various working groups of regulatory agencies</li> </ul> | <ul style="list-style-type: none"> <li>▪ Compliance with laws, rules, and regulations</li> <li>▪ Reducing impacts on the community, such as those related to air quality and wastewater management.</li> <li>▪ Reducing the negative impacts of normal business operations</li> </ul> | <ul style="list-style-type: none"> <li>▪ Good corporate governance according to international standards</li> <li>▪ Manage the environment, energy, water, and waste according to standard values, striving to continuously reduce consumption below these targets.</li> <li>▪ Take responsibility for managing the effects of climate change.</li> <li>▪ Manage energy efficiency.</li> <li>▪ Disclose operating results through sustainability reports and educational seminars.</li> </ul> | <ul style="list-style-type: none"> <li>▪ Outstanding Export Award (Prime Minister's Export Award) in the Best Exporter and BCG Exporter categories, presented by the Department of International Trade Promotion, Ministry of Commerce.</li> </ul> |
|--|---|--|--|

Creating participation	Objectives	Shared Value Creation Plan	Result
		<ul style="list-style-type: none"> <li>Collaborate on researching, developing, publishing, and exchanging knowledge and innovation.</li> <li>Cooperate in implementing the plans and targets for Thailand's greenhouse gas reduction operations.</li> <li>Cooperate in accordance with the BCG Economic Model Strategic Plan 2021-2026</li> </ul>	



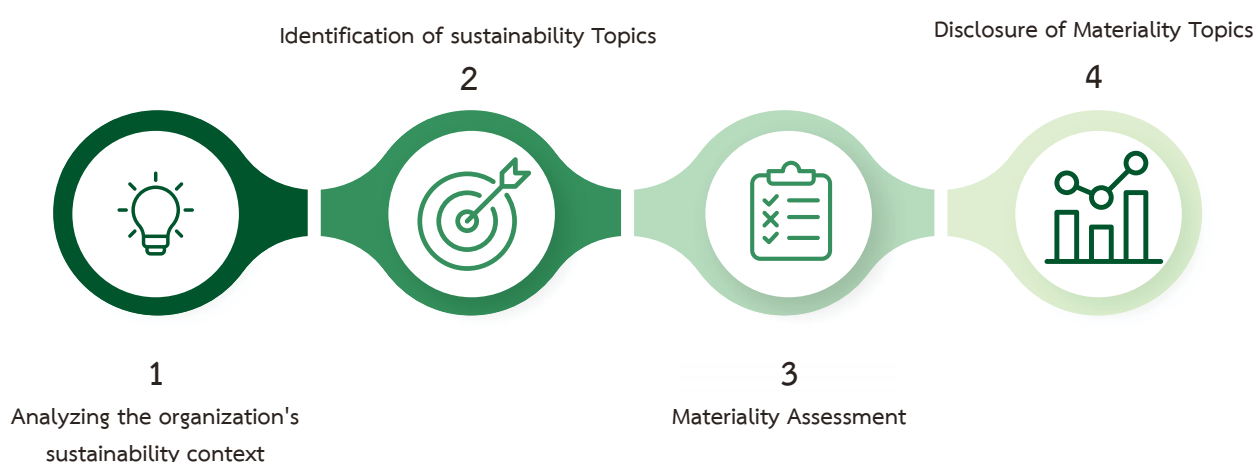
## 8. Shareholders

<ul style="list-style-type: none"> <li>Annual shareholder meeting</li> <li>Annual Report and Sustainability Report</li> <li>Complaints through the complaint channel</li> <li>Participating in mai FORUM activities with the SET</li> <li>Quarterly Investor Clarification Meeting: Opportunity Day</li> <li>Line @ FPI IR</li> <li>Company Website</li> <li>Business visit</li> </ul>	<ul style="list-style-type: none"> <li>The company has good operating results, and business continues to grow.</li> <li>The company pays dividends to shareholders regularly.</li> <li>Shareholders receive accurate, complete, timely, and sufficient information for decision making.</li> <li>The company develops its business for sustainability and responding to future changes.</li> <li>Operating with responsibility towards society, communities, and the environment</li> <li>Increasing the ability to compete</li> <li>Transparency and compliance with stock exchange rules and disclosure criteria</li> </ul>	<ul style="list-style-type: none"> <li>Good governance</li> <li>Committed to sustainable organizational development and operational excellence, with a focus on environmental responsibility (EOE).</li> <li>The company is committed to achieving good results.</li> <li>Pay dividends and Repay debts.</li> <li>Disclose corporate information in a transparent and timely manner through channels such as the company's website, the Stock Exchange of Thailand's annual report, and sustainability reports.</li> <li>Create a strategic business plan for careful risk management.</li> <li>Support public activities.</li> <li>Increase productivity and develop new products/services</li> </ul>	<ul style="list-style-type: none"> <li>The Eco-Efficiency Value is 80,840 baht per tCO<sub>2</sub>e, and the Sustainability Factor is 1.45 (base year 2016, EE = 55,710 baht per tCO<sub>2</sub>e).</li> <li>There are no complaints about doing business from stakeholders.</li> </ul>
--	---	--	---

### 3.2.4 Identifying and evaluating key sustainability topics

The Corporate Governance and Sustainability Development Committee, along with its subcommittee, reviews, evaluates, and prioritizes important sustainability topics at least once a year to align with the organization's missions, strategies, policies, and operating guidelines, which are adapted to the changing business environment. This process includes considering all elements of due diligence: the internal context of the organization and the external context based on international sustainability reporting frameworks like the Global Reporting Initiative Standards (GRI) and the United Nations Sustainable Development Goals (SDGs).

#### Process for identifying key sustainability topics.















### Analyzing the organization's sustainability context

To understand the context of corporate sustainability, we can consider the analysis of activities in the value chain, from upstream to downstream activities, including environmentally friendly production practices (eco-operations). This involves linking with stakeholders who have business relationships in each of the main activities. Additionally, the company collects information on sustainability topics from stakeholder groups both inside and outside the organization, using various channels and methods tailored to each group. This information gathering focuses on the interests, expectations, and concerns of stakeholders, allowing for effective planning of value creation initiatives in collaboration with them.

### Identification of sustainability Topics














Identify important topics that may have both a positive and negative impact on the organization's value creation throughout the value chain. Considering the context of sustainability in the economy Environmental aspects, social aspects, and human rights aspects related to all stakeholder groups. To identify actual or expected positive and negative impacts. Covers severity (Severity) and likelihood of occurrence (Likelihood) and human rights and environmental impacts throughout the organization's value chain. Including considering consistency with the

United Nations Sustainable Development Goals (SDGs) and following the guidelines of the Global Reporting Initiative (GRI) Standards at the Topic Standards 1 level as follows:

ESG	Materiality Topics	Topics Identification	Stakeholders									consistency	
			Employees	Customers	Community and society	Contractors	Suppliers	Competitors	Regulators	Partners	Shareholders	SDGs	GRI Standards 2021
Governance	Good Governance	Business ethics are essential, including anti-corruption practices and transparent, fair procurement processes. This ensures suppliers are evaluated based on their impact on society, environment, and human rights. Fair trade competition is crucial, avoiding monopolies and trade barriers. Protection against cyber threats and maintaining the privacy of supplier information are also important. Compliance with distribution and transportation laws and regulations is necessary. Emphasis on safety, green transportation, and green logistics should be included.	✓	✓	✓	✓	✓	✓	✓	✓	✓	  	204 205 207 308
	Sustainable enterprise risk management	Risk management includes strategic risk, operational risk, financial risk, and compliance risk. )	✓	✓	✓	✓	✓	✓	✓	✓		  	201 205 403
	Business Continuity Management	Risk management helps prevent shortages of raw materials and ensures on-time product delivery to customers.	✓	✓			✓	✓	✓		✓	  	204
Economic	Customer relationship management	Building good relationships with customers involves sincerely meeting their needs and expectations and creating regular engagement.	✓	✓	✓			✓				  	416 418

ESG	Materiality Topics	Topics Identification	Stakeholders									consistency	
			Employees	Customers	Community and society	Contactors	Suppliers	Competitors	Regulators	Partners	Shareholders	SDGs	GRI Standards 2021
	innovation management	Additionally, the use of 3D-printing in the production of plastic automotive parts allows for precise customization to meet customer needs exactly.	✓	✓		✓	✓	✓				  	305
Environment	Circular Economy	Adapting to the automotive industry's shift towards low-carbon and sustainable practices involves several key strategies. Using recycled plastic pellets instead of virgin plastic pellets, which offers a lower cost advantage. Applying the principles of circular economy in production processes. This approach focuses on turning waste into valuable resources. Developing water and waste treatment systems that meet the stringent standards of the automotive parts industry.	✓	✓	✓	✓	✓	✓	✓	✓		   	301 306
	Greenhouse gas management	Our operations are in line with national and international goals to reduce greenhouse gas emissions.	✓		✓				✓			   	305
	Product stewardship	We deliver products and services at a fair price, while also responding to climate change by focusing on low-carbon options. This commitment extends to taking responsibility for the environmental impact of our products, services, and sales promotions.	✓	✓	✓			✓	✓	✓		  	301 416 417



ESG	Materiality Topics	Topics Identification	Stakeholders									consistency	
			Employees	Customers	Community and society	Contractors	Suppliers	Competitors	Regulators	Partners	Shareholders	SDGs	GRI Standards 2021
Energy	Sustainable energy	The production of electrical energy with solar energy helps reduce greenhouse gas emissions by minimizing the use of the Grid system, a major emitter.	✓	✓	✓		✓					  	302 306
			✓	✓	✓	✓	✓		✓			   	402 408 409
			✓			✓					✓	  	403 404 410
			✓			✓	✓					  	403
Social	Labor Equitable Treatment and Human Right	Turning them into a sentence: "Businesses must consider the fair use of labor, avoiding child labor and force labor, and complying with international human rights laws.	✓	✓	✓	✓	✓		✓				
			✓			✓					✓		
			✓			✓	✓						
			✓		✓	✓			✓				
Social	Human Development	Developing and training skills, knowledge, and expertise	✓			✓					✓		
			✓			✓							
			✓			✓	✓						
			✓		✓	✓			✓				
Social	Safety management and Occupational health	Occupational health and safety Providing a suitable work environment	✓			✓	✓						
			✓			✓							
			✓			✓	✓						
			✓		✓	✓			✓				
Social	Community participation	Efforts to improve local wages and working conditions should also focus on enhancing the quality of life and livelihoods for workers. This includes ensuring practices that don't encroach on natural resources. These efforts should also minimize environmental pollution while generating income for the community and contributing to a happier society.	✓		✓	✓			✓				
			✓		✓	✓			✓				
			✓		✓	✓			✓				
			✓		✓	✓			✓				

## Materiality Assessment

Set criteria for evaluating the importance of impacts on value creation that may have both positive and negative impacts on business operations and all stakeholder groups significantly. Assessing the importance of the impact on business operations can be considered from two parts. The first part is the relevance of important sustainability topics by considering their relationship with the mission, business direction, business strategy and standards. The second part will consider the results. Impact from important topics of sustainability to the organization by considering nature of impact, level of growth of sustainability topics and the extent of the impact when considering topics that are significant to the organization. It considers topics of significance to stakeholders through interests, expectations, and concerns to identify topics of significance to stakeholders. Then consider the sum of the scores evaluating the organization's significant topics with those of its stakeholders. To rank important topics in sustainability according to the following score criteria: Topics that may pose a high risk to the organization Scores are in the range of 45-55 points. Moderate is a topic that some stakeholder groups are interested in, and may cause risks to the organization If not managed well Scores are in the range of 35-44 points and low levels are topics that are of little interest to stakeholder groups, and may not pose any risk to the organization. Scores lower than 35 points include performance measurement and disclosure of information as necessary. The results of the assessment and ranking of the company's important sustainability topics are as follows:

Materiality Assessment		
Sustainability Topics	<ul style="list-style-type: none"> <li>● Circular Economy</li> <li>● Product stewardship</li> <li>● Greenhouse gas management</li> <li>● Innovation management</li> <li>● Labor Equitable Treatment and Human Right</li> <li>● Community participation</li> <li>● Good Governance</li> <li>● Sustainable energy</li> <li>● Safety management and Occupational health</li> </ul>	
Sustainability	<ul style="list-style-type: none"> <li>● Human Development</li> <li>● Sustainable enterprise risk management</li> <li>● Business Continuity Management</li> <li>● Customer relationship management</li> </ul>	

■ Significant Topics - Reporting details management approaches, goals, and performance.

■ Basic Topics – Disclosure report on company website

● Environment

● Economic

● Energy

● Social

● Governance

Present the 13 sustainability topics identified as priorities to the Corporate Governance and Sustainable Development Committee. To verify the completeness of the content (Completeness) and approve relevant content to be presented in reports and published on the company website. In addition, the company Has assigned a working group on good corporate governance. and sustainable social responsibility and senior executives consider checking accuracy and completeness of topics that are significant to the goals and sustainable development strategies, consisting of Sustainable Climate Strategy, Circular Living Strategy, Green Future Strategy to create shared social value. and environment for stakeholders in line with the shared value creation plan with each stakeholder group to create sustainable value in the long term.

### Disclosure of Materiality Topics

Reveal information according to important sustainability topics and select strategic priorities from important sustainability topics. It is required to report management guidelines, goals, and performance results. For basic sustainability topics, information must be disclosed in reports and on the website. The Company has assigned the management to respond to both important strategic topics and basic sustainability topics according to indicators to be accurate, reliable, and Transparency It also considers business risks and opportunities that may affect business operations. Including readers who have expressed their opinions on the sustainability report. To be taken into consideration to continuously improve and develop important topics regarding sustainability.

### 3.3 Environmental Sustainability Management

#### 3.3.1 Environmental Policies and Practices

The company recognizes the importance and environmental impact of sustainability. Therefore, it develops policies and strategies, including conservation action plans, to protect natural resources and the environment from its business operations. These plans address water management, waste and contamination management, greenhouse gas management, energy management, product responsibility, and efficient resource use. Sustainable energy management policies drive these efforts. The company's environmental management policy sets ambitious goals. These include achieving net-zero carbon emissions (carbon neutrality) by 2035 and fostering cooperation on product responsibility throughout the business value chain with all stakeholders. This aligns with the Circular Economy system and strategy, which emphasizes the "7 Rs" approach: Reduce, Reuse, Recycle, Rethink, Repair, Recover, and Remanufacture. This approach aims to create value from waste ("waste to value") and eliminate landfill waste ("zero waste to landfill"). The company's policies are consistent with the UN Sustainable Development Goals (SDGs) 6, 7, 9, 12, 13, 14, and 15, and contribute to SDG 17. (For full policy details, please scan the QR Code).



Environmental  
Management Policy



Sustainable Energy  
Management Policy

#### 3.3.2 Environmental management

The company is committed to becoming a leader in low-carbon and sustainable business (LCSB) within the automotive parts industry. The company aims to achieve carbon neutrality by 2035 through a comprehensive approach that integrates Corporate Social Responsibility (CSR) principles throughout its business processes (CSR-in-Process) and products (CSR-in-Product). This approach seeks to minimize environmental impact, including reducing climate change effects, energy consumption, and natural resource depletion across all business operations, from upstream suppliers to downstream customers. The company views environmental challenges as opportunities to develop future competitiveness. The company actively monitors global sustainability trends, including regulations, stakeholder expectations, and advancements in low-carbon technology, to manage environmental risks and adapt its practices. This commitment contributes to achieving the Sustainable Development Goals (SDGs) and fosters a business value chain that balances resource conservation and utilization throughout the product lifecycle. This focus on sustainability represents the company's core mission.

Furthermore, the company demonstrates social responsibility by actively contributing to the transformation into a circular economy. It develops environmentally friendly products and services that address four key sustainability issues in environmental management. Details of these operations are provided below.



## Issue 1 Greenhouse gas management guidelines1. Greenhouse Gas Emissions Management Strategy

In driving towards net-zero carbon dioxide emissions, the company proactively applies environmental management tools, raising awareness among stakeholders about the positive impacts and failures to adapt to dealing with climate change. This includes clean technology (Cleaner Technology), Life Cycle Assessment (LCA), carbon footprint for the organization (Carbon Footprint for Organization; CFO), eco-design (Economic & Ecological Design), eco-efficiency (Eco-Efficiency), Carbon Label, and Circular Economy. These are managed from the design of cars that focus on waste reduction, designing cars to be used for a long time, taking parts for production, repair, or renovation, reusing materials, and bringing them back into the process by processing them into raw materials. Research and development are conducted to turn ocean waste back into new products, adding value and promoting sustainable value. The company continuously develops environmentally friendly production processes through certification of the carbon footprint of the injection process, paint spraying process, and plating process. The use of internal carbon pricing (ICP) is a tool that helps decision-making in investment and at the activity level within the organization. This event focuses on promoting behavior change among stakeholders who participate in activities through the "Care the Bear" project, leading to the creation of a culture of sustainability at the personal level. It aims to develop low-carbon individuals and extend the results to employees' families by saving energy from electrical equipment in the house, traveling, and eating in moderation. This promotes a sustainable, low-carbon society (Low Carbon Society) along with reviewing important goals at the organizational level, with detailed operations as follows.



1. Short-Term Goal: Reduce greenhouse gas emissions by 25.2% across all areas by 2024, compared to the 2018 baseline. This ambitious goal is aligned with the Science Based Targets initiative (SBTi) and has been verified and certified. It also reflects our commitment to the Business Ambition for 1.5°C declaration.
2. Medium-term goals include reducing greenhouse gas emissions by 42.00 percent in all areas by 2026 from the base years of 2016 and 2021. Additionally, the company aims to reduce greenhouse gas emissions in Scope 3 by 65.00 percent by 2027 and reduce greenhouse gas emissions per production unit by 20.00 percent by 2026, compared to the base year of 2016.
3. long term goals Reduce carbon dioxide emissions to net zero (Carbon Neutrality) by 2035 and reduce greenhouse gas emissions to net zero (Net Zero) by 2045.

## Greenhouse Gas Emissions Management Operations Results

### Greenhouse Gas Management Goals

#### Short term

: Reduce greenhouse gas emissions 25.20% within 2024 from base year 2018



#### Medium term

: Reduce greenhouse gas emissions 42.00% within 2026 from base year 2016.

: Reduce greenhouse gas emissions within scope 3 by 65.00% by 2027.

: Reduce greenhouse gas emissions per product unit 20.00% within 2026 from base year 2016.

#### Long- term goals

: Reduce net carbon dioxide emissions to zero ( Carbon Neutrality) by 2035.

: Reduce greenhouse gas emissions to net zero ( Net Zero) by 2045 .

## Performance Greenhouse gas management



In 2023, the company assessed and created an organization's carbon footprint, covering direct greenhouse gas emissions (Scope 1), indirect greenhouse gas emissions from energy use (Scope 2), and other indirect greenhouse gas emissions (Scope 3). This assessment followed up on results from January to December 2025 and was verified by the Energy and Economic Management Research Unit at the Institute of Science and Technology Research, Chiang Mai University. The company has registered and received a carbon footprint organization certificate from the Greenhouse Gas Management Organization (TGO) on 28 August 2023.

The assessment found that the company's greenhouse gas emissions from Scope 1, Scope 2, and Scope 3 sources were

equal to 382.00 tons of carbon dioxide equivalent, 8,663.00 tons of carbon dioxide equivalent, and 19,205.00 tons of carbon dioxide equivalent, respectively. In 2023, the company assessed the emission of greenhouse gases from Scope 3, adding to cover all 16 categories for monitoring results categories. This was done according to the calculation requirements and reported the organization's carbon footprint according to the standards of the Greenhouse Gas Management Organization (Public Organization), 6<sup>th</sup> revised edition (July 2022).

In the short-term greenhouse gas management according to the desired goal to reduce greenhouse gas emissions by 25.2% in all areas by 2024 from the base year 2018 under the Science Based Targets initiative (SBTi), it was found that Scope 1 decreased by 48.17% from the base year 2018, Scope 2 increased by 0.25% from the base year 2018, and Scope 3 decreased by 37.31% from the base year 2018. The overall amount of greenhouse gases emitted by the corporation (Scope 1, 2, and 3) decreased by 29.40% from the base year 2018.

## Results of Reducing Greenhouse Gas Emissions (Science Based Targets)

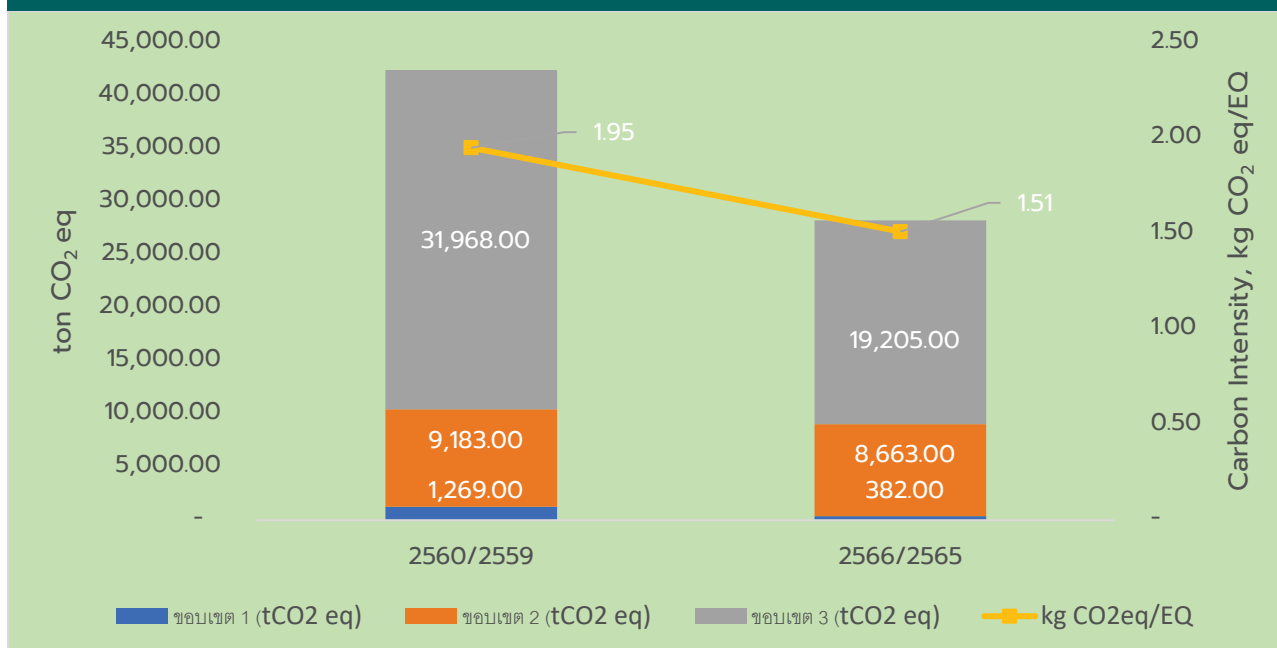
Reduce greenhouse gas emissions according to scientific targets, totaling 3 scopes, from the base year 2018.

29.40%



Medium-term greenhouse gas management results according to desired goals to reduce greenhouse gas emissions by 42.00 percent found that Scope 1 decreased by 69.90 percent from the base year 2016, Scope 2 decreased by 5.66 percent from the base year 2016, and Scope 3 decreased by 39.92 percent from the base year 2016. The overall greenhouse gas emissions of the organization (Scope 1, 2, and 3) decreased by 33.40 percent from the base year 2016. As a result, pollution from production that uses resources and energy into the environment, both directly and indirectly, is reduced, resulting in eco-efficiency (Eco-efficiency, EE) from reducing the amount of greenhouse gas emissions per product unit (Carbon Intensity) equal to 1.51 kilograms of carbon dioxide equivalent per unit of production (EQ). This decreased from the base year 2016 by 22.56 percent.

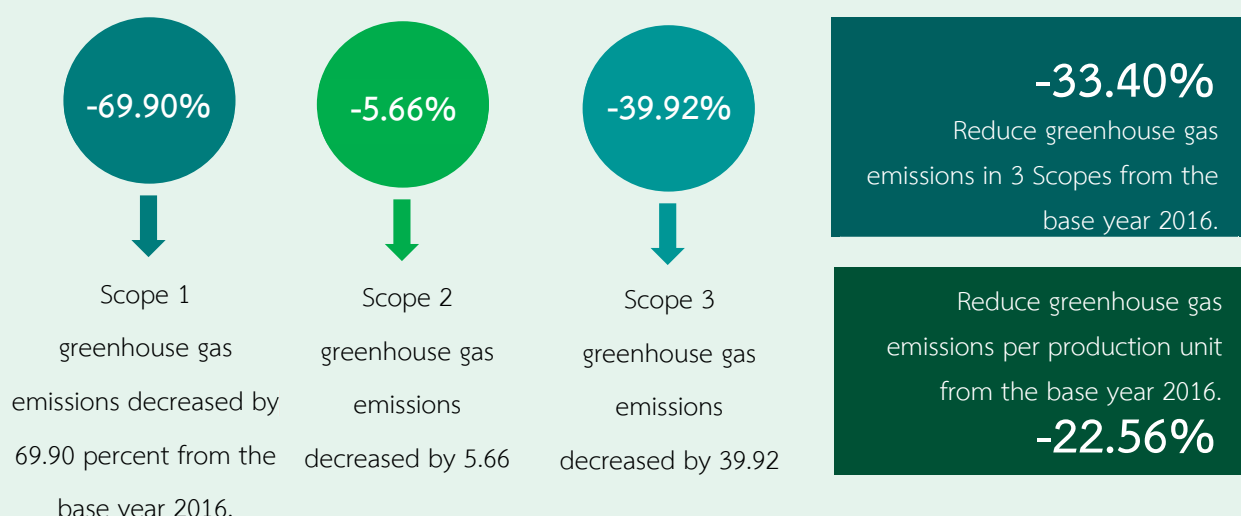
## The amount of greenhouse gas emissions of the organization



### Note 1: Carbon Footprint Reporting

The company prepares annual Carbon Footprint (CFO) reports following the IPCC AR5 methodology and utilizing emission factors. These reports are based on information provided by the Thai Greenhouse Gas Management Organization (TGO) and cover Scope 3 activities for the years 2016/2017, 2020/2021, and 2021/2022. The reports adhere to the 6<sup>th</sup> revised edition (July 2022) of the CFO assessment requirements set forth by the TGO. This edition includes guidelines monitoring results in all 16 recommended categories.

## Results of reducing the organization's greenhouse gas emissions: medium-term goals and greenhouse gases per unit of production (Carbon Intensity)



## Implementing Projects and Measures for Greenhouse Gas Management: Recognized Achievements

For the second year, the company has driven progress towards a sustainable low-carbon society through the "Plant & Protect" initiative within the Care the Wild project. This initiative focuses on forest restoration activities, aiming to increase green areas, restore watershed ecosystems, and generate income for the local community of over 390 households. By planting trees, the project contributes to greenhouse gas absorption, reducing air pollution emissions by an estimated 163,800.00 kilograms of carbon dioxide equivalent annually. Notably, the project's efforts involve restoring the watershed forest ecosystem in Ban Wiang Subdistrict, Rong Kwang District, Phrae Province. In collaboration with the Stock Exchange of Thailand, the Association of Companies Listed on the MAI Stock Exchange, the Royal Forest Department, and the community sector, a total of 18,200 trees were planted across 91 rai of land. The Stock Exchange of Thailand contributed to the planting of 26 rai, while 53 companies listed on the MAI Stock Exchange planted on a combined area of 65 rai, with Fortune Parts Industry Public Company Limited contributing 5 rai. This "Plant & Protect" initiative aligns with the company's commitment to achieving Sustainable Development Goals (SDGs) 13, 14, 15, and 17.



## Best Sustainability Excellence Awards

The company was recognized with the prestigious Best Sustainability Excellence Award from the Stock Exchange of Thailand (SET) in 2023. This award program recognizes outstanding organizations annually from a pool of 35 applicants demonstrating strong sustainability practices across Environmental, Social, and Governance (ESG) factors. The program specifically acknowledges companies with clear policies and guidelines,



tangible results, transparent information disclosure, and stakeholder engagement. This recognition underscores the SET's commitment to encouraging Thai listed companies to prioritize sustainable business operations that contribute to positive societal and environmental outcomes alongside business growth.



## Sustainability Disclosure Recognition Award



Received the Prime Minister's Export Award for the year 2023 from the Department of International Trade Promotion. Ministry of Commerce in 2023 by receiving both Award for Best Export Business Entrepreneur (Best Exporter) by considering operating results from export value export growth Market distribution innovation Branding and sustainable development It also received the Best BCG Exporter award, which is given to entrepreneurs who conduct business according to the BCG (Bio-Circular-Green Economy) concept, exporting environmentally friendly products and services. By considering use of biological materials Product design, production process Resource management Reducing pollution and creating a circular economy to provide incentives for Thai entrepreneurs to develop products and services with good quality and standards, increase their competitiveness in the world market and generate income for the country.

## Climate Action Leading Organization



FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED is committed to actively contributing to the achievement of carbon neutrality and net-zero greenhouse gas emissions by 2050. This aligns with Thailand's national policies, the goals of the Paris Agreement, and the international effort to combat climate change. We are proud to participate as a Leading Organization in Greenhouse Gas Management within the Carbon Neutral Thailand Network. Through this collaboration, and in accordance with Sustainable Development Goals (SDGs) 13 on Climate Action and 17 on Partnerships for the Goals, we aim to implement sustainable practices and support national and international efforts towards a low-carbon future.



## Sustainability Disclosure Recognition Award



In 2023, fortune parts industry public company limited received the prestigious Sustainability Disclosure Recognition Award from Thai pat Institute. This award recognizes 153 organizations annually for their commitment to transparency in disclosing sustainability information aligned with international standards. The evaluation encompasses all dimensions of ESG (Environmental, Social, and Governance) factors, alongside financial information, and community care initiatives. This commitment to transparency resonates with Sustainable Development Goal (SDG) Target 12.6, promoting responsible business practices that benefit stakeholders and contribute to long-term organizational sustainability.

## Leading climate organization in Asia Pacific ( Asia-Pacific Climate Leaders )

was selected to be Leading climate organization in Asia Pacific (Asia-Pacific Climate Leaders) among 275 other companies. The list, compiled by the Financial Times and research provider Statista, aims to recognize companies in the region that have succeeded in reducing emissions. Between 2016 and 2021 from information received from participating companies. This reduction is calculated by taking increases and decreases in the intensity of greenhouse gas (GHG) emissions relative to each company's revenue. and transparency regarding Scope 3 greenhouse gas emissions. In addition, CDP scores and Science Based Target (SBTi) certification are also taken into consideration. selection process Leading climate organization in the Asia Pacific region as well.



## Eco – Event (Care the Bear)

Since 2018, the company has actively promoted stakeholder behavior change towards reducing greenhouse gas emissions through the "Care the Bear, Change the Climate Change by Eco-Event" project. This initiative, in collaboration with the Stock Exchange of Thailand, organized eight eco-events throughout the year. These events included activities for Chinese New Year, Songkran water festival, quarterly Board of Directors meetings, Safety Week, and internal training sessions. As a result, the project successfully curbed greenhouse gas emissions associated with event organization by an estimated 7,943.00 kg CO<sub>2</sub> equivalent. This reduction is comparable to the annual carbon dioxide absorption capacity of 883 trees, contributing to the company's progress towards Sustainable Development Goals (SDGs) 13 on Climate Action and 17 on Partnerships for the Goals.



## Climate Change Knowledge Center: Leveraging Climate Science and Circular Economy Principles

### CARE AND SHARE



Take part in the drive towards a low-carbon and sustainable society (Green Future) with the FPI “CARE AND SHARE” project, sharing experiences and knowledge on the topic. Organizational development towards sustainability, 7 companies, topic of circular economy ( Circular Economy ), 5 companies, topic of evaluating the organization's carbon footprint ( Carbon Footprint for Organization: CFO ) There are 3 organizations on the topic of setting greenhouse gas reduction targets according to science principles ( Science-based Targets Initiative: SBTi) of 2 companies and the topic of Carbon Neutrality ( Carbon Neutrality ) of 1 company, free of charge to be a part. To drive and support the achievement of carbon neutrality and zero net greenhouse gas emissions together, the company will share experiences and knowledge



once a month with interested companies. Consistent with the Sustainable Development Goals SDG 13 and SDG 17

## GREEN AND TRANSITION FINANCE



Fortune Parts Industry Public Company Limited is proud to participate in a seminar on "Green and Transition Finance." This seminar aims to equip attendees with the knowledge and skills necessary to allocate financial resources towards environmentally friendly projects and activities. Through this participation, we hope to empower businesses and economies in the transition to a low-carbon future. The seminar will specifically focus on promoting sustainable development, mitigating climate change impacts, facilitating business adaptation strategies, and ultimately, reducing greenhouse gas emissions.

## Innovation in Raw Materials Conference 2023



Contributing to a low-carbon and sustainable future (Green Future), Fortune Parts Industry Public Company Limited is excited to participate in the "Innovation in Raw Materials Conference 2023." This seminar delves into the application of technology to drive a circular economy within the raw materials industry. By focusing on innovative solutions, the conference aims to help attendees Manage supply chains sustainably (Sustainable Value Chain) through the sourcing of environmentally friendly materials. This participation aligns with our commitment to driving sustainable growth for our company.

## Issue 2 Guidelines for Energy Management

The Glasgow Climate Pact (COP26) established a crucial goal: reducing reliance on coal and phasing out inefficient fossil fuels, the primary source of global warming. These fuels contribute approximately 40% of total carbon dioxide emissions. Building upon this, COP28 emphasized the urgency of limiting global warming to 1.5 degrees Celsius. This requires a three-fold increase in renewable energy use and a two-fold increase in energy efficiency worldwide by 2030. Aligned with these international agreements and our own corporate goals, Fortune Parts Industry Public Company Limited is committed to "creating cooperation in the development of green energy." We recognize the importance of energy conservation throughout our entire value chain, from the procurement of raw materials (upstream) to the delivery of finished products (downstream). Therefore, we are actively preparing to adapt and mitigate climate change impacts in the short, medium, and long term. This includes implementing an energy management system with employee participation. All stakeholders understand this initiative as a critical mission. We utilize internationally recognized standards like ISO 50001:2018 (energy management), ISO 14001:2015 (environmental management), and the GSEE (Global Standards for Energy and Environment) framework. Additionally, we comply with relevant energy conservation laws. Together, these tools enable us to assess our energy efficiency and promote resource-conscious practices.

This comprehensive approach fosters sustainable energy management throughout our value chain, ultimately reducing greenhouse gas emissions and aligning with Sustainable Development Goals (SDGs) 7 (Affordable and Clean Energy), 13 (Climate Action), and 17 (Partnerships for the Goals).

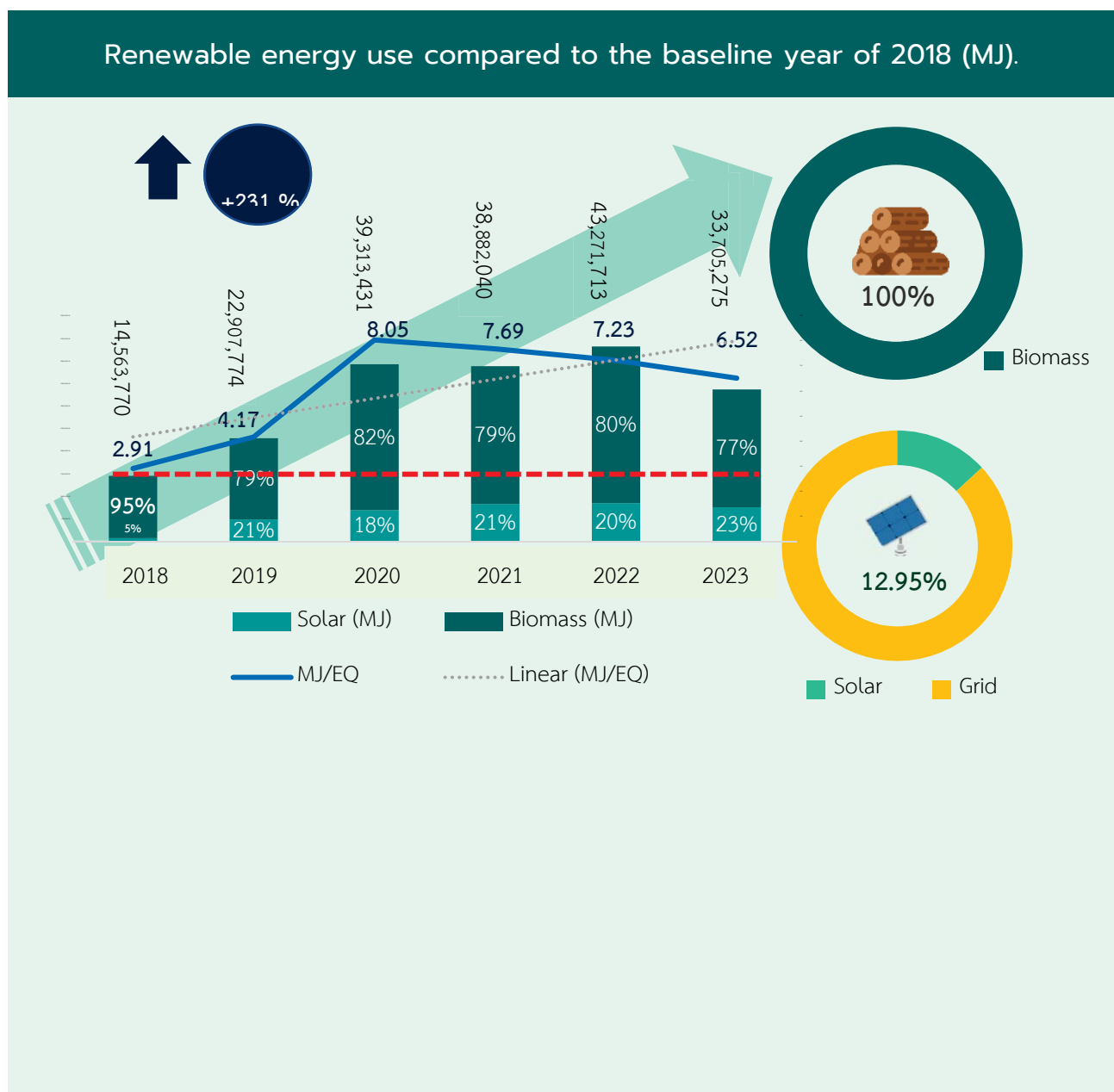
## Energy management performance

Goal Energy management	
	<b>Targets:</b> increase both the overall proportion of renewable energy used and the renewable energy use per unit of production compared to the baseline year of 2018.
	<b>Targets:</b> Transition to 100% renewable energy sources for all our heat generation processes.
	<b>Targets:</b> reduce total energy consumption per unit of production by 10.00% by 2023, compared to the baseline year of 2018.

## Energy management performance

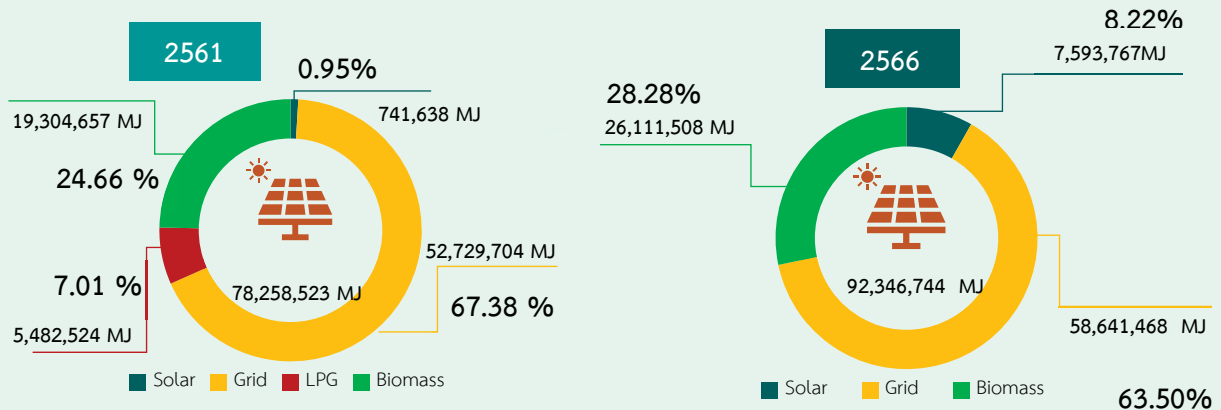
In 2023, the organization's total energy consumption was 92,346,744 MJ. Fossil fuels (58,641,468 MJ, 63.5%) remained the primary energy source, while renewable energy (33,705,276 MJ, 36.5%) showed significant growth compared to 2018.

Renewable energy diversification was a key focus, with biomass fuel contributing the most (26,111,508 MJ, 28.28%). This included 100% of the organization's heat energy needs and 12.95% of its total electricity use. Additionally, solar power provided 7,593,767 MJ (8.22%), a 231% increase from 2018. And when comparing per production unit (MJ/EQ), it was found that the proportion of renewable energy use per production unit (MJ/EQ) increased from 2018 by as much as 224 percent because in 2020 the company changed from fuel. liquefied petroleum gas uses all renewable biomass fires. and invested in expanding solar energy production capacity for both Phase 1 and Phase 2 to 994 kilowatts and 996 kilowatts, respectively.

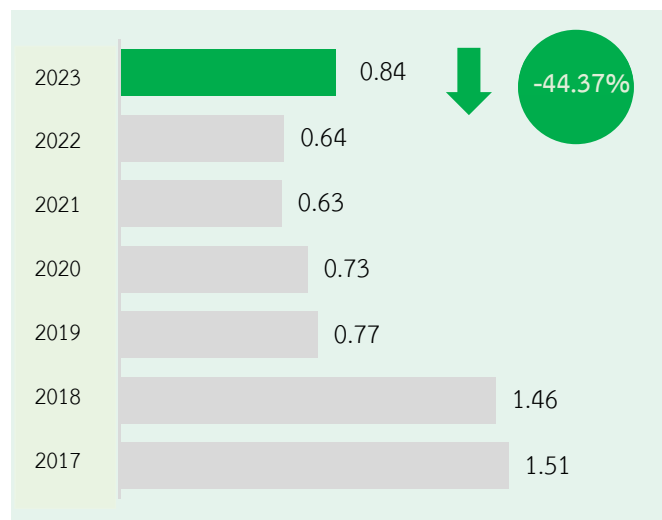




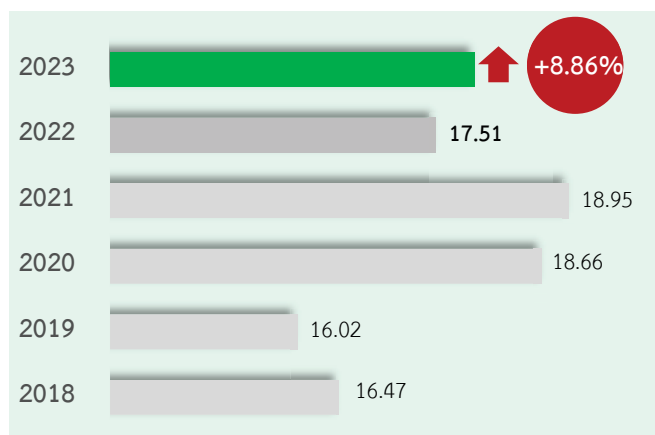
## Proportion of Energy Use Compared to Base Year 2018 (MJ)



The results of the 2023 energy cost management analysis reveal a 31.25% increase in energy costs per unit compared to 2022. This rise is primarily driven by a 7.93% increase in the cost of electrical energy per unit. However, despite this year-over-year increase, the organization has successfully maintained energy costs 44.37% lower than the base year of 2016. This ensures the organization utilizes the most efficient energy practices available. Optimizing the operation of injection machines can significantly reduce energy consumption. Encouraging energy-conscious behavior among employees can have a significant cumulative impact. Utilizing biomass fuels can provide a more sustainable and potentially cost-effective energy source. By implementing these comprehensive strategies, the organization has successfully mitigated the impact of rising energy costs and maintained a positive long-term trend in energy cost management.



Energy Management Performance Analysis of total energy use intensity indicators revealed an eco-efficiency value



of 17.93 MJ/EQ. This indicates the energy used per unit of product. However, compared to the base year 2018, the energy consumption per EQ product has increased by 8.86%. This rise is attributed to the expansion of the production line in the painting process. Electricity usage within the painting department specifically saw a significant increase in 2023. Consumption reached 1,878,900 kWh,



representing a 33.40% rise from 2022 1,408,400 kWh. Over the past year, the working group has developed plans to utilize simple linear equations to analyze the relationship between energy consumption and production volume. This analysis will facilitate the calculation of Specific Energy Consumption (SEC) and allow for monitoring energy use patterns through statistical principles derived from CUSUM graphs. These graphs will provide valuable insights into the organization's energy usage behavior, enabling the implementation of efficient energy management strategies. Additionally, a review of the Overall Machine Effectiveness (OEE) for the injection process will be conducted. The organization has set goals and plans to achieve the following. Reduce reliance on fossil fuels and promote cost-effective energy consumption. Implement measures such as Installing high-efficiency plastic injection machines. Increasing the heating value of biomass fuels. Implementing green transportation practices. And Minimizing waste generation within the production process. These efforts will contribute to the efficient use of energy across all business operations and enhance overall effectiveness. To achieve the long-term goal of reducing fossil fuel dependence, the organization is committed to increasing the use of renewable energy. This includes A rooftop solar power system (Solar Rooftop) with a capacity of 1.99 MWp, installed in May 2020. Additional solar panels (Solar Rooftop) with a capacity of 42.18 kWp will be installed in 2023.

## High-Efficiency Injection Molding Machines

We are committed to promoting and supporting the efficient and cost-effective use of energy in our main production processes. To achieve this, we are investing in and modifying high-efficiency injection machines. Replacing five existing injection machines with more efficient models 2 x 1,750-ton injection machines, 1 x 850-ton injection machine, 1 x 450-ton injection machine and 1 x 80-ton injection machine. Annual reduction in electrical energy consumption of 744,408.00 kilowatt-hours. Reduction in greenhouse gas emissions from electrical energy use by 372.20 tons of carbon dioxide equivalent (CO<sub>2</sub>e)



## Increase Solar Energy Usage



In 2023, the company conducted a comprehensive review of its solar energy production volume and efficiency. We collaborated with contractors and suppliers. This collaboration aimed to optimize the performance of our solar panels, leading to increased energy output. Regular checks and maintenance ensured the inverter system functioned smoothly, which is crucial for converting solar energy into usable electricity. The maintenance schedule was adjusted to four cleanings per year, further enhancing the efficiency of the panels. These efforts resulted in a total solar energy utilization of 555.10 megawatt-hours (MWh) per year in 2023. This figure includes the additional generation capacity of 13,160.16 kilowatt-hours (kWh) per year from the newly installed rooftop solar panels (Solar Rooftop) on the office section, with a production capacity of 42.18 kW. Utilizing solar energy resulted in annual cost savings of 1,839,379.33 baht. The increased use of solar energy translates to a reduction of 1,075.00 tons of carbon dioxide equivalent (CO<sub>2</sub>e) emissions annually, contributing to a more sustainable future.

project Study measures, supervision, and promotion of industrial businesses. To increase energy efficiency under safety and environmentally friendly, aiming for net zero carbon emissions (Carbon Neutrality)

The company underwent an energy efficiency assessment to optimize radiator usage and maximize resource efficiency and benefits. The assessment identified various potential energy-saving measures, including. This can be achieved by controlling the amount of water released from the boiler to meet actual needs, reusing recovered heat to warm incoming combustion air, and minimizing steam leaks in the distribution system. This can be done by optimizing ignition and fuel-to-air ratios. This involves utilizing heavy ash from biomass fuel combustion in composting for organic fertilizer or soil improvement materials. Additionally, utilizing waste heat from exhaust gases can help reduce fuel moisture content. This translates to reduced operating costs and enhanced competitiveness within the industrial sector.



## Implementing Factory Energy Code for Industrial Efficiency

The company is proud to be a participant in the Factory Energy Code project. This initiative investigates the feasibility of establishing minimum energy efficiency standards (MEPS) for industrial machinery and equipment. Additionally, the project aims to define various energy management practices and methodologies applicable within factories.



### Issue 3: Water Management Guidelines


In the past year Review goals Environment focused on “Raising the level of production with net zero carbon emissions” Through sustainable water management according to the environmental management system ISO 14001:2015, following environmental laws according to international standards along with creating awareness of the cost-effective use of resources throughout the business value chain. Company Committed to Raise the quality of wastewater by reducing the release of chemicals and hazardous materials by controlling wastewater discharge standards. of high wastewater treatment systems than the wastewater discharge standards set by law with strategies 7 Rs in driving within the business chain, leading to reducing water shortage problems in the area from urbanization, industry, and reducing the impact of global warming on water sources in a sustainable way to achieve goals in water management. Efficiently and reduce greenhouse gas emissions according to the Sustainable Development Goals SDG 6, SDG 13, and SDG 17

### Water management goals

#### Results of water management

## 6

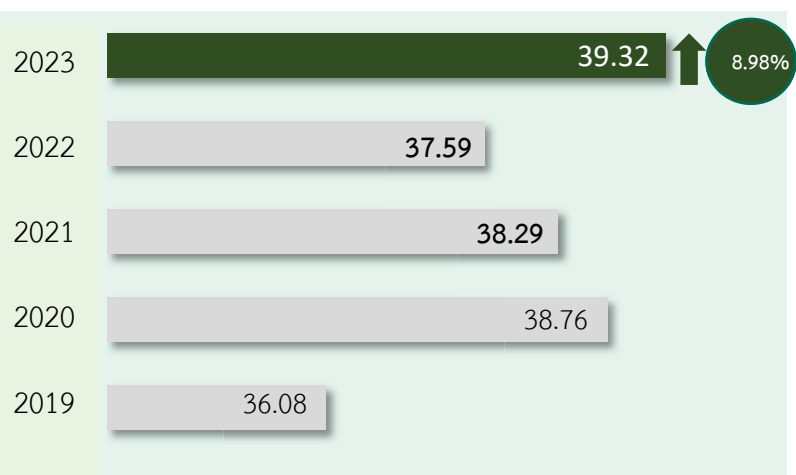
CLEAN WATER  
AND SANITATION



target: Reduce water use per production unit by 10 percent by 2024.  
compared to the base year 2019.

### Performance Water management

Water management in 2023 from indicators of intensity of water resource use found that the results of the eco-efficiency evaluation from Water usage per product unit is 39.32 liters/ EQ. The eco-efficiency value of the production of 1 EQ products using the amount of water increased by 8.98 percent compared to the base year 2019. During the past year,



the working group I encountered a Skip Defect problem with the workpiece after the plating process. The working group analyzed the causes. Rinse water that contains metals in the process must be changed every week. Affecting the amount of water used, the working group has joined the DE4CE project to find solutions to the problems. It was found that the main cause was from the molding process. Therefore, the working group will reduce the



frequency of washing water changes. To make the most of resources, the Circular Economy Working Group conducts a review. Efficiency in using recycled water according to the principles of the circular economy (CEPAS), along with creating a water balance for used water and wastewater (Water Balance), analyzing the quality of wastewater at each point to study the possibility of bringing wastewater into the recycling or water recovery process. Re-use and reduce water loss from the production process.

## Enhancing Water Resource Efficiency and Longevity

economic working group Implement the plan through the principles of the Circular Economy. The company has introduced the Circular Economy Performance Assessment System (CEPAS) to evaluate the efficiency of the organization's use of circular water. Including considering improving the quality of treated water. Through a project to improve the wastewater treatment system, the company has applied for investment promotion (BOI) for budget support for project improvements. To improve the quality of the treated water and increase the proportion of the company's use of recycled water. The details of the operation are as follows.

### Focusing on Performance Evaluation Performance Evaluation: Circular Water Management (CEPAS)

In collaboration with the Department of Primary Industries and Mines, the company has employed the Circular Economy Performance Assessment System (CEPAS) to evaluate the organization's water resource efficiency. This assessment revealed that 19.16% of the total water usage is currently attributed to circular water. The findings were reviewed by the Circular Economy Working Group, leading to the formulation of a comprehensive action plan. This plan aims to increase the proportion of circulating water and ultimately achieve the objective of more efficient water management within the organization.



### Wastewater treatment system improvement

The company is committed to enhancing wastewater management through several initiatives. Minimize the amount of chemicals employed in the treatment process. Further improve the quality of treated wastewater. Increase the feasibility of recycling or reusing the treated wastewater. The company has applied for investment promotion benefits (BOI) to secure financial support for these upgrades. The project is expected to be completed in 2023. This will significantly improve water use efficiency and sustainability within the organization.



## Issue 4: Guidelines for Managing Waste and Contaminants

In the past year, the company collaborated with stakeholders to create sustainable value for the business through the 7 Rs strategy for managing waste and contaminants. This strategy minimizes negative impacts on the environment and society by focusing on Lowering the use of materials through innovative 3D printing for product design and prototyping. Repurposing plastic pellets and other materials to maximize circulation within production processes. Utilizing recycled plastic to minimize reliance on virgin materials. Implementing new technologies and innovations to find alternative materials that can be used in other factories, aligning with the circular economy principles. Furthermore, in 2022, The company has begun implementing waste and contamination reduction management plans with the goal of achieving zero waste to landfill from production processes (Zero Waste to Landfill) and increasing the value of hazardous waste (Waste to Value). These long-term goals align with Sustainable Development Goals (SDGs) 12, 13, and 17. Details regarding waste and contaminant management operations are provided below.

### Goal: Waste and contaminant management

#### Results of waste and contaminant management



**target:** Reduce the amount of hazardous waste by 20 percent within Year 2023 compared to base year 2017.

**target:** Reduce the amount of new plastic pellets used per production unit by 10 percent by 2023 compared to the base year 2017.

**target:** Increase the proportion of resource recycling according to the 7 Rs principle by not less than 70 percent.

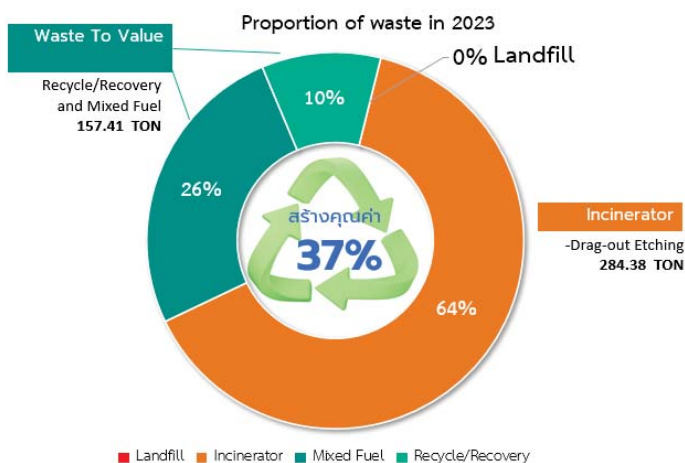
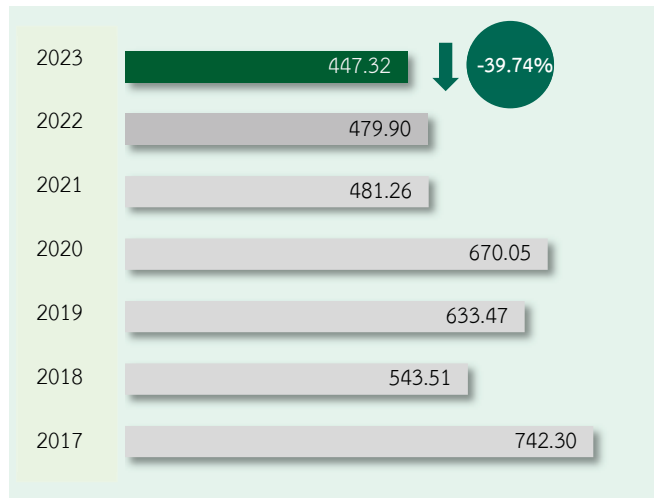
**target:** Increase the use of renewable raw materials in products by 93 percent by 2027.



## Performance: Waste and Contamination Management

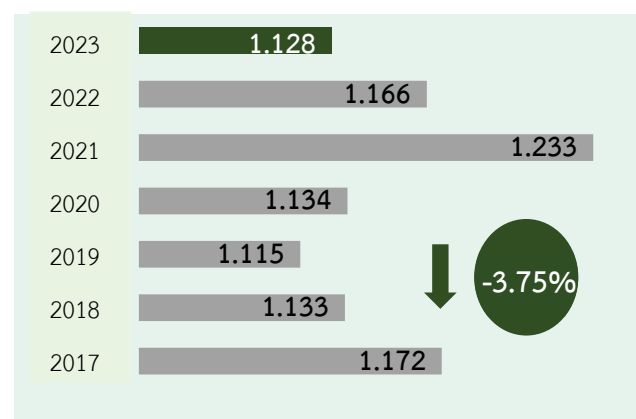
Performance of Waste and Contamination Management in 2023 Based on the indicators of hazardous waste from the production process in 2023, the total amount of hazardous waste was 447 tons, which is a 39.74% reduction compared to the baseline year of 2017. In parallel, the company has developed the potential to utilize hazardous waste through the acid/alkali regeneration process, leading to zero waste to landfill and value creation from all waste (Waste to Value) through the circular economy system. ,

integrating key environmental issues into business processes according to the 7 Rs strategy , adding value to sludge from wastewater treatment systems by recycling it to remove valuable metals in the sludge. Come back and use it again. As a result of operations in 2023, the past has sent sludge into the recycling process through purchase

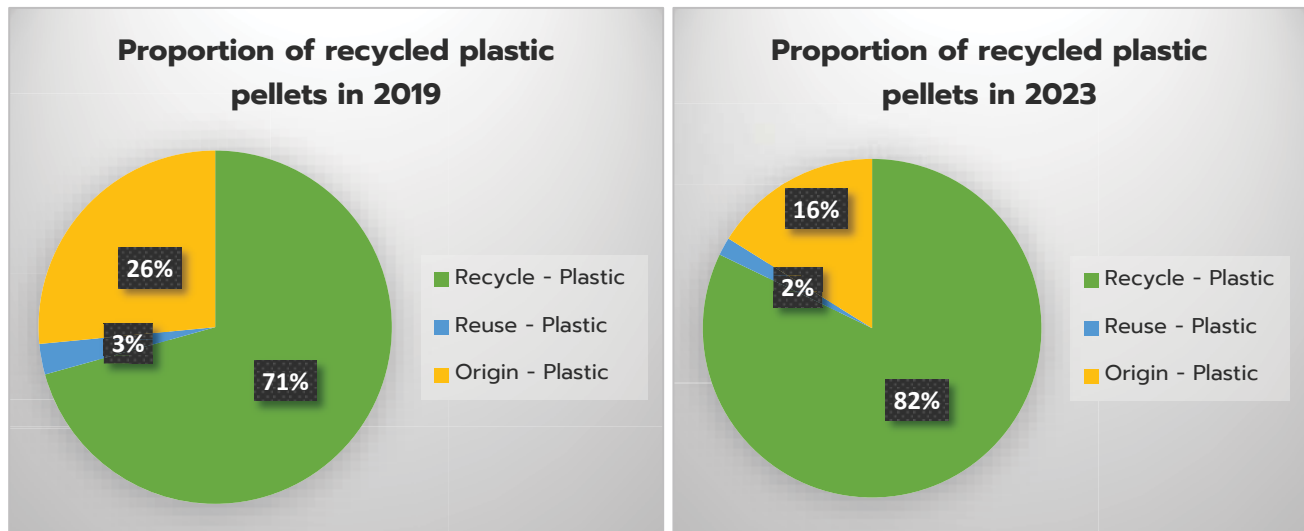


from the operator. To be used as a starting material and used More than 15,700 kilograms of benefits are used and fly ash from biomass boilers is used as a starting material for cement production. or developed as a soil improver Leading to zero waste management that goes to landfill. and reducing greenhouse gas emissions from landfills, ca using upgrading, and reducing environmental impacts and sustainable communities according to the standards of the

Department of Industrial Works during the year in the past, the proportion of sustainable waste disposal that could be reused the amount was 157.41 tons, accounting for 42 percent. and the Circular Economy Working Group, adding value to products along with reducing environmental impacts by increasing the proportion of recycled raw materials, reducing the use of new plastic pellets, reduce to use plastic pellets with maximum efficiency. Resulting in the use of renewable raw materials in products up to 8 percent 2 Ready to review the overall effectiveness of the machine (OEE) of the injection process. Plating and painting are used as indicators for managing machine operating rates (Availability),



machine efficiency. (Performance Efficiency) and quality rate (Quality Rate) in the production process in 2023, resulting in the results of the evaluation of eco-efficiency values from Plastic pellet usage per product unit is 1.128 kilograms/ EQ. by the eco-efficiency value of Production of product 1 EQ using plastic pellets decreased by 3.75 percent compared to the base year 2017. and has increased the use of renewable raw materials in products to 82 percent.



## Waste and Contamination Management: Projects, Measures, and Awards

The company is committed to a circular economy model that prioritizes creating value for its products while minimizing their environmental impact throughout the entire business value chain. This includes increasing the proportion of recycled raw materials in production to reduce reliance on virgin resources like new plastic pellets. By minimizing the use of virgin plastic and maximizing the efficiency of existing resources, the company aims to reduce its overall environmental footprint. This means constantly seeking ways to improve resource usage and waste reduction throughout the supply chain. Waste plastic or used plastic pellets are reintroduced into the production process by either reusing or recycling them, thereby reducing the environmental impact, and creating a sustainable closed-loop system. In 2023 1.72% of recycled plastic pellets used in production. 82.16% of plastic pellets are recycled. 0.37% reduction in overall plastic pellet usage. These results demonstrate the company's progress in transitioning towards a sustainable, low-carbon business model. The following section details the specific operations behind these achievements.

## Certified Circular Economy Management Systems for Organizations



Contributing to a Green Economy The company is committed to driving business growth along a sustainable and environmentally conscious path. This commitment is demonstrated by its participation in the development of a Circular Economy Management System for Organizations (CEMS) project. As one of the pilot companies in the plastics group, the company is actively involved in applying the principles of the circular economy within its existing environmental management standards. This collaboration aims to establish regulations and work standards for the circular economy system, ensuring its comprehensive implementation across all operational processes throughout the business value chain.

## standard of plastic recycling traceability and assessment of conformity and recycle content standard with TCAS9-2022



Fortune Parts Industry Public Company Limited (FPI) Achieves National Certification Standards and Participates in Knowledge Sharing Event FPI is proud to announce that it has received a certificate of participation and successfully passed the standard of plastic recycling traceability and assessment of conformity and recycle content standard (TCAS9-2022). The certificate was presented by Mr.Settharat Luetsakul, Deputy Director-

General of the Department of Primary Industries and Mining, at the Environmental Waste Management Expo 2023 held on October 5, 2023, at Hall 6, IMPACT Exhibition and Convention Center, Muang Thong Thani.

In addition to achieving this certification, FPI also actively participated in a discussion focused on transferring knowledge about proactive organizational strategies. This discussion explored how businesses can connect markets to the global value chain and contribute to a low-carbon society. The focus areas included international standards in the circular economy and recycling/upcycling technologies. FPI's commitment to these initiatives demonstrates its dedication to environmental sustainability and responsible business practices.

## Certified for the Upcycle Circular Economy Label

Driving Sustainable Growth with Upcycled Products. The company is committed to fostering a green economy by promoting sustainable growth at the product level. To achieve this, it collaborates with the Department of Environmental Quality Promotion to develop low-carbon products that meet the Upcycle Circular Economy label standards. This approach is exemplified by the development of upcycled front bumpers for 1-ton pickup trucks made from PP plastic. The estimated avoided greenhouse gas emissions from the amount of waste recovered through this process is equivalent to 7.6 kgCO<sub>2</sub>eq, which is comparable to the carbon dioxide storage capacity of approximately 108.5 trees per year. The development of upcycled products demonstrates the company's commitment to environmental responsibility and its dedication to creating a more sustainable future.



## Project to Drive Circular Economy in Target Industrial Sectors that Produce, Recycle, or Utilize Mineral and Metal Resources

The company is committed to driving business growth along a sustainable and environmentally conscious path. This commitment is demonstrated by its participation in a project led by the Department of Primary Industries and Mines, which aims to promote the circular economy in target industrial sectors focusing on the production, recycling, or utilization of mineral and metal resources. Applying established criteria and indicators to assess the company's implementation of circular economy principles within its operations. Undergoing an evaluation process covering all six categories and 19 specific indicators established for the project. The company achieved a remarkable score of 75 out of 76 points in the evaluation. Additionally, it was selected as one of the five model companies recognized for their exemplary operations within the circular economy framework. This recognition highlights the company's leadership in adopting circular practices. It demonstrates its dedication to sustainable resource management and its commitment to contributing to a greener future for the mineral and metal resource sectors.



### 3.4 Sustainability management in the social

#### 3.4.1 SOCIAL POLICY AND APPROACHES

The company is committed to creating business value alongside societal well-being. This is achieved by promoting development and improving the quality of life for communities in all aspects. Respecting human rights throughout the business value chain is paramount. Following the guidelines of the United Nations Universal Declaration of Human Rights (UDHR), the United Nations Guiding Principles on Business and Human Rights (UNGPs), the United Nations Global Compact (UNGC), the International Labor Organization (ILO) standards, and Good Labor Practices (GLP), as well as the National Action Plan on Business and Human Rights (NAP), the company prioritizes Fair and valuable employment Providing opportunities for meaningful work with fair compensation. Respectful treatment: Treating everyone with dignity, regardless of ideology, race, skin color, religion, gender, age, education, physical condition, or social status. Diversity and inclusion Encouraging a diverse workforce and fostering a culture free from discrimination and harassment. The company actively supports the advancement of women in the workplace. Employee well-being Creating a safe and healthy work environment that promotes a good quality of life for employees. This commitment extends to all stakeholders, including customers, suppliers, and subcontractors. The company strives for fair and equal treatment in all interactions. Furthermore, the company aligns its practices with the Sustainable Development Goals (SDGs) – specifically SDGs 1, 3, 4, 5, 8, 10, 16, and 17. This contributes to the transformation of the automotive parts industry towards a green economy and low-carbon society, as outlined in the Green Future strategy. Ultimately, the company aspires to be a role model for sustainable business practices.



Human Right Policy

#### 3.4.2 Labor Equitable Treatment and Human Rights

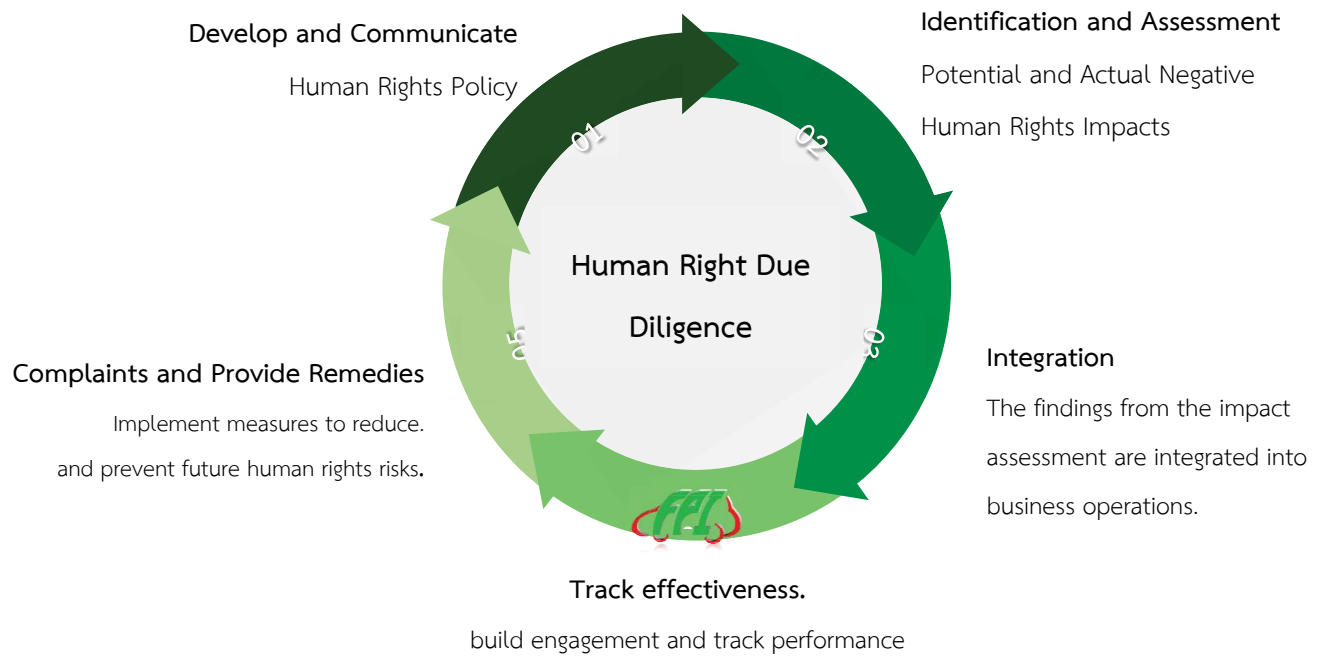
##### Labor Equitable Treatment and Human Rights Approaches

The Company respects the basic rights that every human being should have and should be protected equally and fairly. Therefore, we are committed to treating employees equally and equitably, and do not discriminate against or support harassment in any form. We promote Diversity, Equity, and Inclusion (DEI), giving importance to fair employment and open career opportunities for women by becoming part of the drive for Women's Empowerment Principles (WEPs). We support human capital development by promoting training for employees at all levels. We take care of occupational health, safety, and working environment, including the privacy of information of employees and those involved with the company's operations.

With a commitment to respecting human rights, the Company has established a comprehensive human rights due diligence (HRDD) process to identify, prevent, and mitigate human rights impacts that may occur from the organization's activities. This process is aligned with the United Nations Guiding Principles on Business and

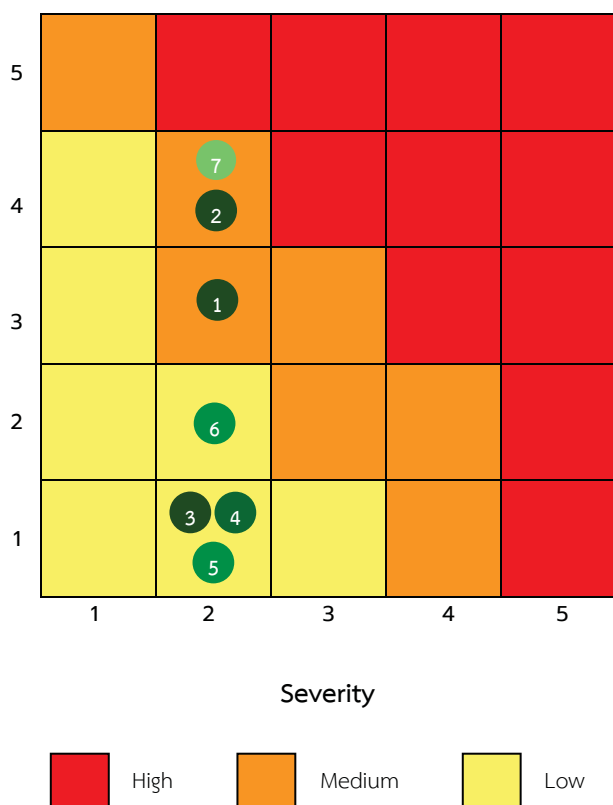


Human Rights (UNGPs) and consists of the following elements: setting a human rights policy, conducting human rights impact assessments, integrating findings into business operations, monitoring and evaluating effectiveness, and establishing mechanisms to receive complaints, provide remedies, and implement measures to prevent and reduce risks of human rights violations.



The Company conducts a comprehensive assessment of potential and actual human rights risks associated with its business operations. This includes considering both past incidents and potential future impacts. The assessment prioritizes these risks based on severity and likelihood. It covers all four key human rights areas: labor rights, customer rights, partner/supplier rights, and community and environmental rights. The Company has established human rights risk assessment criteria based on two factors: severity and likelihood. These criteria are applied to assess various potential human rights issues. The assessment found that most identified human rights issues pose a low level of risk. These include Illegal forms of labor, Discrimination towards customers, Discrimination against suppliers, Violation of Supplier Personal Data and Environmental impacts on the community. However, some issues were identified as moderate risks. These include

## Risk Heat Map



Labor rights	
1	Total hours worked per employee
2	Employee health and safety
3	Employing workers in violation of labor laws
Customer rights	
4	Discriminatory practices against customers
Partner/supplier rights	
5	Discriminatory practices against supplier
6	Mishandling of Supplier Personal Data
Community and environmental rights	
7	Contributing to environmental degradation in the community

The company has established channels for complaints and whistleblowing to receive feedback on potential human rights violations related to our operations. We are committed to maintaining the strict confidentiality of whistleblowers and complainant information, in accordance with our Personal Data Protection Policy. Furthermore, the company follows up on all reports and provides results to those involved. This process allows management to stay informed about human rights issues and implement necessary guidelines and measures to prevent, mitigate, and remedy negative impacts. Our goal is to reduce and control risks for individuals potentially affected by our business activities. This commitment includes ongoing assessment and review of human rights risks and impacts. In 2023, we are pleased to report that no complaints of human rights violations were identified within our business value chain.

## Significant achievements

Targets	Performance results for 2023
Zero complaints of human rights violations	0

## Whistleblowing Box

**LETTER**

Company Secretary/ Managing Director/ Audit Committee  
Fortune Parts Industry Public Company Limited  
11/22 Moo. 20 Nimit Mai Road, Lam Luk Ka , Lam Luk Ka ,  
Pathum Thani 12150

**TELEPHONE**

02-993-4970-77 ext 108

**E-MAIL**

tam.prasertsan@gmail.com; gatepithaya@gmail.com  
pumipatsina@gmail.com; anantachai@yahoo.com

**WEBSITES**

[www.fpiautoparts.com/ir/whistleblower\\_th/](http://www.fpiautoparts.com/ir/whistleblower_th/)

**CEO BOX**

Red Box Complaints  
Mr. Sompol Thanadumrongsak, Chief Executive Officer  
and Managing Director

## Risk mitigation strategies for human rights violations.

The Company initiated a comprehensive human rights audit process in 2018, beginning with a human rights risk assessment. This assessment method was designed to identify and prioritize potential human rights impacts on stakeholders, both internal and external. It allows the company to effectively plan for impact management and risk control measures related to human rights issues.

Human rights risk issues	Stakeholders	Risk mitigation
1. Total hours worked per employee	Employees	<ul style="list-style-type: none"> <li>Develop a comprehensive work plan and procedures to mitigate the risk of excessive employee overtime.</li> <li>Implement efficiency improvements in work methods and machinery.</li> </ul>
2. Employee health and safety	Employees	<ul style="list-style-type: none"> <li>Evaluate the effectiveness of the company's safety and occupational health measures, including the provision of personal protective equipment (PPE).</li> <li>Implement training initiatives to promote the adoption of best practices.</li> <li>Foster a workplace culture of safety by encouraging strict adherence to occupational health and safety regulations.</li> <li>Regularly inspect the work environment to ensure it is safe and hygienic.</li> <li>Arrange annual health examinations for employees based on risk factors.</li> </ul>

Human rights risk issues	Stakeholders	Risk mitigation
		<ul style="list-style-type: none"> <li>● Modify work equipment to adhere to ergonomic principles.</li> </ul>
3. Employing workers in violation of labor laws	Employee	<ul style="list-style-type: none"> <li>● We strictly enforce our Human Rights Policy, Occupational Health Policy, and all Safety and Labor Protection Laws.</li> <li>● Prohibit discrimination and all forms of forced or child labor.</li> <li>● Facilitate collective bargaining through the Welfare Committee.</li> </ul>
4. Discriminatory practices against customers	Employee	<ul style="list-style-type: none"> <li>● Train all employees in providing equal treatment to all customers, aligned with our human rights policy.</li> <li>● Maintain a system to receive, track, investigate, and respond to comments and complaints from various channels.</li> <li>● Customer Satisfaction Assessment</li> </ul>
5. Discriminatory practices against supplier	Suppliers	<ul style="list-style-type: none"> <li>● Our business partners are expected to strictly follow our code of conduct.</li> <li>● Announce a clarification of our criteria for selecting suppliers, trade terms, and procedures for conducting procurement according to the Company's established processes. This information will help ensure a fair and transparent procurement process for all potential suppliers.</li> <li>● Prohibit discrimination and all forms of forced or child labor.</li> </ul>
6. Mishandling of Supplier Personal Data	Suppliers	<ul style="list-style-type: none"> <li>● Strictly comply with the personal data protection policy.</li> <li>● Train employees on complying with personal data protection laws and fostering information security awareness.</li> </ul>

Human rights risk issues	Stakeholders	Risk mitigation
7. Contributing to environmental degradation in the community	community  Supplier	<ul style="list-style-type: none"> <li>Follow the Environmental Management Policy, the Circular Economy Management Policy, and the Sustainable Energy Management Policy.</li> <li>Track environmental performance (water, soil, air pollution, and waste management) for the reporting period.</li> <li>Collaborate with the community to collect agricultural materials and ocean waste for mixing with recycled plastic pellets.</li> <li>Participate in the invention and development of recycled plastics according to the principles of the Circular Economy for sustainable plastics and waste management.</li> </ul>

## Mitigation Approaches

The company implements remedial measures to assist those potentially affected by human rights violations throughout our business chain. This assistance can take monetary or non-monetary forms, including apologies, rehabilitation support, or other measures to alleviate the suffering of those impacted. We maintain a regular communication and monitoring process with affected individuals to track progress towards restoring them to the condition they were in before the human rights impact occurred.

## 3.4.3 Safe working environment

### Safe Working Environment Strategy

The company prioritizes creating a safe and healthy work environment to minimize illness, injury, and property damage, leading to employee well-being. We achieve this through a comprehensive safety, occupational health, and working environment management process that extends to our employees, contractors, and stakeholders. Our commitment is reflected in several ways

**Occupational Health and Safety Policies** (Full policy accessible via QR Code)

**Risk Management:** We proactively identify and manage potential hazards through risk assessments, risk reduction activities, and ongoing monitoring and evaluation.

**Regular Inspections:** We conduct regular inspections to identify and address potential safety issues, including unsafe working conditions and workspace limitations.

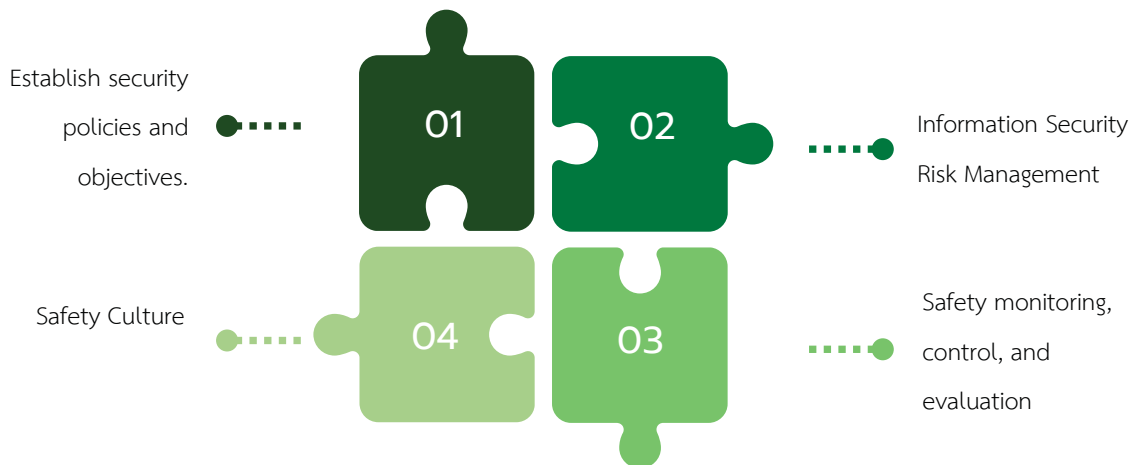
**Control measures** are implemented to mitigate risks and continuously improve safety practices.



**Occupational Health and Safety Policy**

Safe Work Culture: We cultivate a safe work environment by promoting safety training, annual health checks, and providing various legally mandated benefits like social security, life insurance, and accident insurance.

#### Occupational Safety and Health (OSH) and Working Environment Management Processes



#### Annual Health Checkup

The company prioritizes the health and well-being of its employees. We achieve this by Organizing health checks: This includes pre-employment health examinations and annual screenings based on individual risk factors. Monitoring health and disease risk: We offer various work-related activities, such as lung function tests, hearing screenings, eye exams, and blood tests, to monitor employee health and identify potential disease risks. Following up on abnormal results: If an employee's health check reveals abnormalities, we provide a confirmatory re-examination. When work-related factors are identified as contributing to abnormal results, we collaborate with a doctor to investigate the cause and recommend treatment options. We may also consider adjusting work duties to minimize the impact on the employee's health and recovery. Promoting long-term health: We track employee health data and use it to plan and implement programs that support long-term well-being.





## Safety training and awareness activities

The company provides safety, occupational health, and working environment training for employees and contractors. This training enhances their understanding of Their roles and responsibilities in workplace safety. Safety standards and regulations. How to identify and address potential safety hazards. How to prepare for and respond to unexpected safety events.

- Comprehensive Safety Training
- Crane safety course
- Low-Pressure Boiler Operator Training
- Fire Prevention and Suppression course.
- Safety Officer in Management Level course
- Safety Officer Supervisory level course
- Chemicals and Dangerous Good Spill Respond course.



## Creating a Safe Workplace and Monitoring Emissions Quality

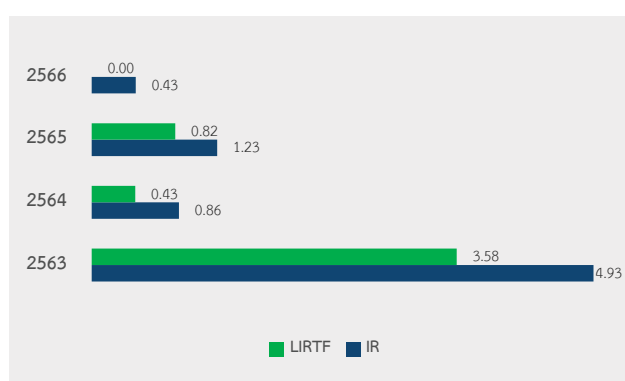
The company prioritizes a safe and healthy work environment. We achieve this by Monitoring and controlling environmental factors: This includes regular measurement of air quality, heat, noise levels, and lighting in all our workplaces to ensure they meet legal standards and promote employee well-being. Minimizing environmental impact: We actively control and reduce the environmental impact of our operations on surrounding communities. In 2023, monitoring results for air quality, heat, noise, and lighting across all our facilities confirmed compliance with established standards at every work point.



## Significant achievements

Targets	Performance results for 2023
Zero Injury Rate (IR)	0.43
Zero Lost Time Injury Rate (LTIR)	0

### Zero Injury Rate (IR) and Zero Lost Time Injury Rate (LTIR)



The company has operated according to the strategy of the Occupational Safety and Health Committee to create safety at work. In 2023, the management of employee safety and occupational health issues saw a significant improvement. The Lost Time Injury Rate (LTIFR) remained at zero, and the overall injury rate (IR) likely experienced a typo. Meant to be a lower percentage, the IR reflects a 65% decrease from 2022.

## 3.4.4 Human Capital Development

### Human Capital Development Approach

Recognizing employees as our most valuable resource and the foundation of our success, the company prioritizes their development. To drive operational efficiency, growth, and enhance competitiveness, we offer comprehensive training programs at all levels. These programs are tailored to specific needs and updated annually (Yearly Training Plan) to equip employees with the skills and knowledge required to Adapt to a changing environment: We prepare employees to navigate evolving economic, social, and environmental landscapes. Achieve Sustainable Development Goals (SDG 4): Our training aligns with SDG 4, focusing on measurable and sustainable development. Embrace innovation and technology: We empower employees to leverage technology for increased efficiency. Develop practical skills: Training focuses on acquiring and developing skills through real-world applications. Build employee engagement: We foster a supportive work environment that promotes active employee participation. Empower personal growth: Our proactive human resource practices encourage flexibility, knowledge creation, and full potential realization. This comprehensive approach empowers employees to effectively contribute to organizational goals and significantly enhance our international competitiveness.

## Human Resource Development



## Human Skill Development.

The company provides human skills development for new employees through various basic training programs. These programs cover essential topics such as Work rules and regulations, Management structure, Employee welfare, Business ethics, Anti-corruption and human rights, Occupational health and safety, Environmental and chemical management. Developing the organization towards sustainability and a circular economy, Personal data protection and cybersecurity These trainings aim to develop employees' work skills to be effective and adaptable, allowing them to integrate well with others and handle various situations appropriately.





## Technical Skill Development.

In line with the company's current business plan of becoming a leader in the future green economy, we offer targeted skill development programs for employees. These programs focus on technical skills related to circular economy principles. The programs include standard of plastic recycling traceability and assessment of conformity and recycle content standard (TCAS9-2022). and circular economy management system for organization (CEM2S. 2 Part 2 -2021). These courses equip employees with the knowledge and skills to Develop efficient operating systems based on circular economy principles. Implement effective resource management practices.

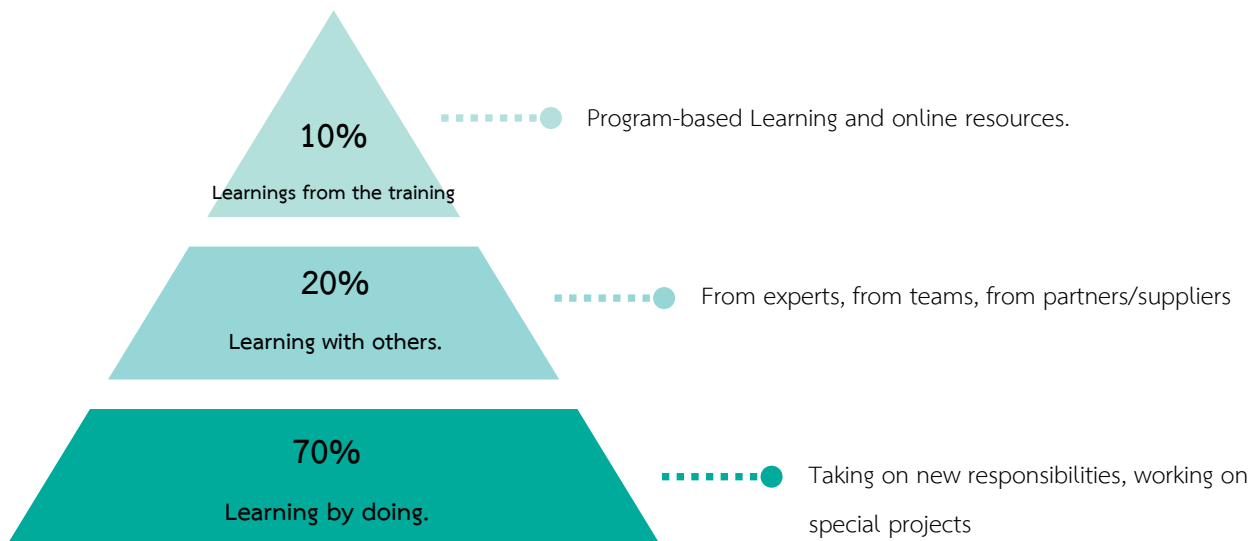


## Conceptual Skill Development.

The company invests in developing conceptual skills for future leaders through our Succession Plan and Smart Job Description (JD) courses. These programs equip employees with the knowledge, skills, and abilities (KSAs) necessary to excel in senior positions. Additionally, we offer sustainability training and workshops, including comprehensive human rights examinations and GRI 2021 Sustainability Reporting standards. This training empowers employees to Develop critical thinking skills. Stay informed about evolving social and environmental issues. Contribute to creating a more sustainable future.



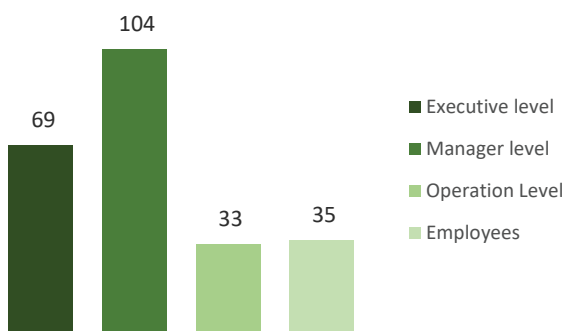
## Individual Development



## Significant achievements

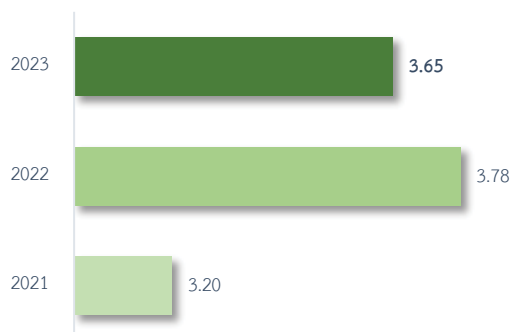
Targets	Performance results for 2023
Employees at all levels will participate in at least 12 hours of annual training.	35 hour/person/year
Target average annual revenue generation per employee of at least 2.43 million baht.	3.65 million baht./person/year
At least 75% of our employees demonstrate strong commitment to the organization.	84.25 %

## Training hours for employees at all levels



The company prioritizes employee development by providing a minimum of 12 training hours per person annually across all levels. In 2023, a total of 22,258 hours of training were delivered. This included an average of 69 hours per senior executive, 104 hours per manager/supervisor, and 33 hours per operational staff member. Overall, the average employee received 35 hours of training in 2023, reflecting a significant 126% increase from 2022.

## Employee contribution to annual revenue

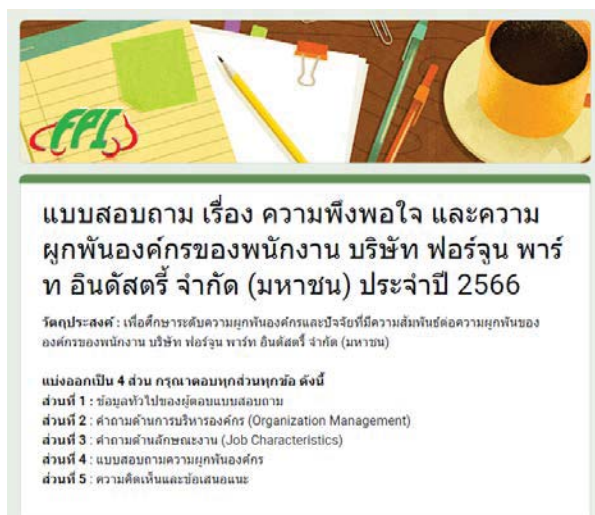


Based on the results of our systematic employee development program, the company's human capital generated an average income of 3.65 million baht per person in 2023. While this represents a 3.44 percent decrease from 2022, which was a record year for income generation, the ongoing investment in employee development remains a strategic priority.

## Create a good quality of life for the community and internal society.

### Employee Engagement Survey

In 2023, the company conducted an Employee Engagement Survey to assess employee satisfaction and commitment. The survey aimed to identify factors influencing employees' organizational engagement. The primary variable of interest was organizational commitment, and the dependent variables included 1) Leadership 2. Organizational Culture 3. Compensation Management 4. Quality of Life 5. Organizational Environment 6. Opportunities for Development and Advancement 7. Work Clarity 8. Work Challenges



The analysis of employee engagement revealed a positive overall score of 84.25 percent. Statistically significant factors (at p-value of 0.05) influencing employee engagement include job challenges, work clarity, positive corporate culture, and quality of life. This suggests that prioritizing these aspects – offering stimulating work, clear expectations, a supportive culture, and a good work-life balance – can lead to increased employee commitment to the organization.

### Creating a work-life balance and fostering job satisfaction. "Happy Workplace"

The company prioritizes employee development by fostering good character, ethics, and life skills. This holistic approach equips employees to reach their full potential and contributes to organizational efficiency. We achieve this through annual project plans (short- and long-term) that focus on creating happiness within the



organization. These projects address various aspects that contribute to employee well-being, including work atmosphere, physical and mental health, and work-life balance. By embracing the concept of a "Happy Workplace," our management philosophy prioritizes employee happiness and long-term well-being. This translates into fostering a positive work environment, encouraging social responsibility, and promoting sustainable happiness for our employees. We utilize the "Eight Basic Happiness (Happy 8)" framework through various initiatives, including Think Good, Speak Good, Do-Good Project Clean, Delicious Food Measures Project Elders Teach Younger Project Monthly Birthday Greeting Project Annual Travel Project Waste Value Added Project Behavioral Dissolution Project Care the Bear Project (Employee rewards and motivation) Care and Share Projects foster a positive and supportive work environment, promote employee well-being, and ultimately contribute to a thriving organization.

## 1 Happy Body



Promoting employee well-being through several initiatives  
Clean Food, Good Taste project: Ensures healthy and delicious food options in industrial canteens with certified hygiene standards. Annual sports activities: Employees participate in various sports competitions and games, promoting physical health and team building. Care the Bear project: Encourages employee participation in carbon reduction initiatives, promoting environmental responsibility alongside health.

## 2 Happy Heart



Promotes positive employee morale through the Elder Teaching Younger Project: Encouraging employees to help others whenever they have the opportunity and providing knowledge and advice; employees with more experience will mentor and support the development of work potential for employees with less experience. Additionally, a monthly birthday greeting project allows employees to sing happy birthday to fellow employees born in each month. This fosters a sense of community and belonging, which in turn boosts employee morale and gives a sense of pride to employees who are part of the company.

## 3 Happy Society



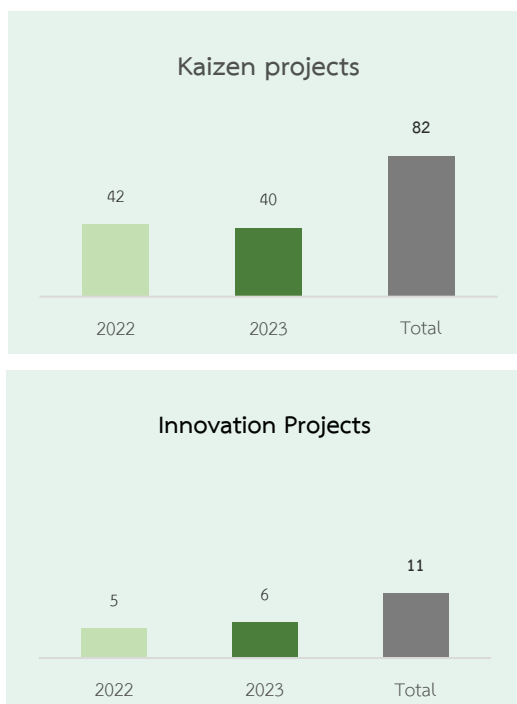
Contributes to a happy and sustainable society through the Care the Bear project by encouraging employees to participate in solving climate change problems through Reducing greenhouse gas emissions by Reducing paper and plastic use. Refraining from using foam. Using equipment that can be recycled. Scooping food in just the right amount to avoid leftovers. Including reducing the amount of trash in the sea and coastal areas by encouraging everyone to participate in beach trash collection activities. Raising awareness about reducing carbon dioxide emissions.

## 4 Happy Relax



Promotes employee well-being and relaxation by organizing party activities on various occasions such as Chinese New Year and executive birthday celebrations. Additionally, there's an annual tourism project, which is designed to promote employee development by giving them opportunities to demonstrate their talents, such as singing and playing music. These events also foster stronger relationships among team members. The variety of activities and the change of pace from daily work routines provide a welcome break for employees after a dedicated year.

## 5 Happy Brain



Fosters a culture of continuous learning (Happy Brain) by organizing knowledge management of the organization, along with continuous development and improvement. This includes creating a working atmosphere that encourages the exchange of knowledge and ideas. Employees are encouraged to dare to think, experiment, and accept change in creating new things, resulting in increased efficiency and innovation. As a testament to this approach, in 2023, there were a total of 40 Kaizen projects and 6 innovations.



## 6 Happy Soul



Celebrates good spirits (Happy Soul) through annual merit-making activities. By inviting monks and novices to chant Buddhist mantras, executives and employees join in offering food. The monks bless participants for good fortune and morale. This includes sharing a meal together afterwards. In addition, there is a program that recognizes and rewards outstanding employees who exemplify "think good, speak good, do good" through plaques of honor and prize money. It also acknowledges employees who have reached milestones of 5, 10, 15, 20, 25, 30, and over 30 years of service. The company has proudly carried out this project continuously for the seventh year.

## 7 Happy Money



Promotes financial wellness (Happy Money) by organizing financial planning training delivered by external agencies. This training helps employees develop financial literacy, covering essential skills like saving, budgeting, and avoiding debt. To promote long-term financial stability of employees, the company offers a 'Low Interest Loan Project for Employees' for the fifth consecutive year, providing employees with at least one year of experience access to low interest loans. This program helps reduce the burden of informal debt and high interest rates; the loan application process is clearly defined by the company and does not require securities or personal guarantors. Loan proceeds and repayments are conveniently handled through the borrower's salary account.

## 8 Happy Family



Promotes a Happy Society through by organizing a 'Scholarship Program for Employees' Children,' which has been running for eight years. This program aims to support the education of employees' children and alleviate their financial burden.



### 3.4.5 Building a Culture of Diversity, Equity, and Inclusion

#### Diversity, Equity, and Inclusion Approach

The company prioritizes listening to employee voices and needs to identify problems and develop solutions that meet the needs of all employees. To achieve successful operations and maintain a diverse, equitable, and inclusive (DEI) workplace, the company respects employee rights, adhering to human rights principles and labor laws. The company is committed to fair and equal employment practices, encouraging all employees to reach their full potential. It offers a comprehensive benefits package that includes both legally mandated benefits and additional perks. To create meaningful work and foster sustainable career growth, the company actively promotes a culture shift by increasing opportunities for women in leadership and entrepreneurship roles, empowering women at all levels, from leaders to employees. The company also complies with legal requirements regarding employment for people with disabilities.

## Building a Culture of Diversity, Equity, and Inclusion

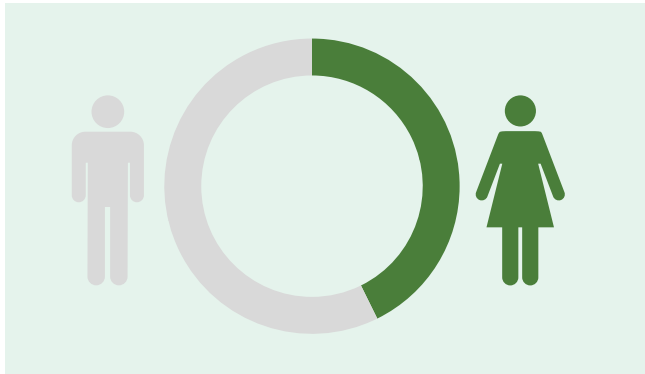


- Promote gender equality and equal employment opportunities, regardless of gender or gender identity.
- Encourage the balanced representation of female employees in the workplace.
- Support the creation of valuable jobs by ensuring that female employees earn the same pay as male employees for the same position and workload.
- Provide opportunities for positions that match their qualifications and abilities and offer equal opportunities for male and female employees to work on important projects and tasks.
- Establish a platform for employees and female executives to express their opinions and share new ideas without fear of judgment.
- Provide equal training and development opportunities for female and male employees, including skills development for higher positions and management levels.
- Consider the social responsibilities of women, such as caring for their families and children, by offering flexible work arrangements, such as family time, leave of absence, and compensation/support.
- Promotes continued employment for older workers and people with disabilities.

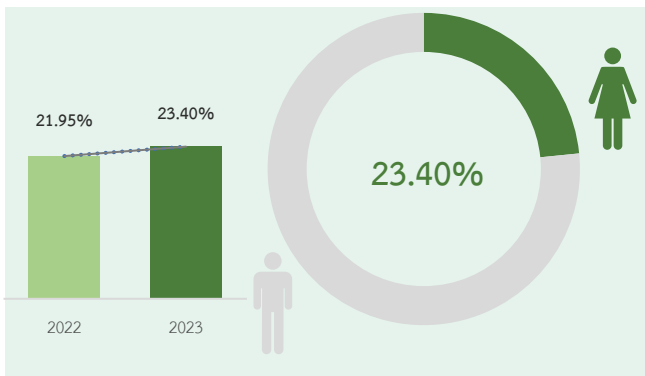


## Significant achievements

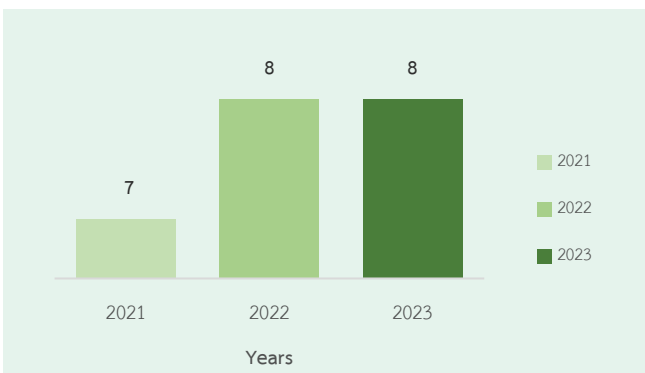
### Building a Culture of Diversity, Equity, and Inclusion



In support of gender equality, the company achieved a female employee ratio of 42.71% in 2023. This represents an increase of 8.62% from 2022.



Aiming to support the work of women in science and engineering, the company achieved a female to male employee ratio of 23.40% in these fields in 2023. This represents a significant increase of 6.61% from 2022.



In accordance with the Act on the Promotion and Development of the Quality of Life of Persons with Disabilities 2007, the company prioritizes the employment of disabled people. In 2023, the company hired 8 disabled employees, exceeding legal requirements.

## the community and internal society



The company has continuously developed strong communication channels within the organization to support. The exchange of important news Employee expression of opinions fostering understanding between the company and its employees. This includes regularly surveying employee needs and expectations. Additionally, the company publicizes various activities and solicits employee feedback to develop guidelines that better address those needs. These efforts contribute significantly to driving business growth while promoting the sustainable development of employee well-being.

### 3.4.6 Participation for Sustainable Development

#### Community Participation and Development Approach

The company is committed to creating shared value (CSV) by Developing new products that solve social and environmental problems. Partnering with private and public sectors to create value networks. Sharing knowledge and expertise to support community development. Disseminating knowledge about recycled plastics and the circular economy. Collaborating on low-carbon product design with communities, partners, and customers. Supporting community employment and career development. Disseminating knowledge about recycled plastics and the circular economy. Collaborating on low-carbon product design with communities, partners, and customers. Supporting community employment and career development. To create a green economy that improves the quality of life for surrounding communities and society.

#### Driving economic value through product development



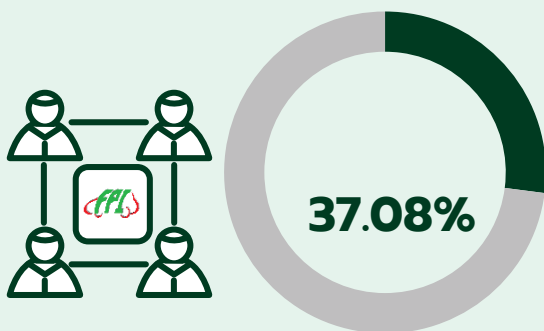
The company leverages its business potential and resources to achieve both growth and improved community well-being. This is accomplished by creating shared value through partnerships with communities. These partnerships focus on meeting local needs and reducing problems. Upgrading local recycled plastic products is one example of sustainable social advancement. By promoting circular economy principles in its operations, the company aims to minimize waste and maximize the value of used plastics. This leads to job creation and income distribution within the community. This is further supported by prioritizing

local procurement and hiring residents with career potential, ultimately promoting financial stability for residents.

## Significant achievements

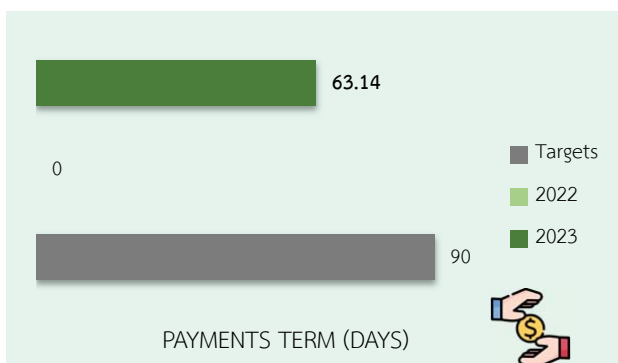
Percentage of employed people in Pathum Thani Province Targets Performance results for 2023	
Aim to achieve at least a 30% employment rate for Pathum Thani residents.	37.08 %
Aim to ensure a good quality of life for employees in the community, with a minimum monthly salary of 14,551 baht.	18,183 Baht/Month
The average payment term to partners is no more than 90 days.	63.14 Days.
Care and Share Project: Supporting 10 Organizations Annually	18 Companys

## Credit term policy

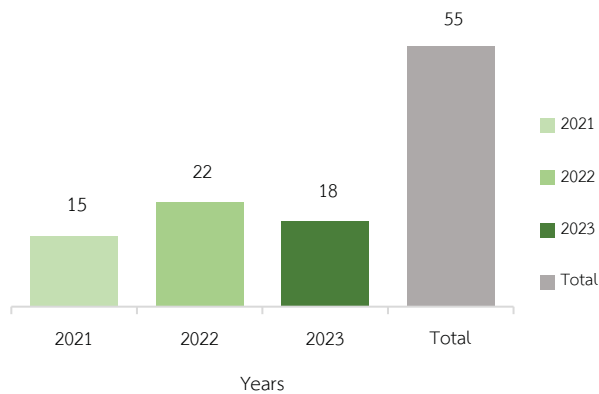


Our efforts to promote valuable jobs in the community yielded positive results in 2023. The employment rate for Pathum Thani residents reached 37.08%, exceeding the initial target of 30%. Furthermore, the average monthly income for these employed residents was 18,183 baht, a significant 24.96% increase compared to the provincial average.

## Sharing our experiences and knowledge about sustainability with the broader community.



The company aims for an average credit term of no more than 90 days. In 2023, we achieved a successful reduction in payment times, with an average payment period to suppliers reaching 63.14 days. This represents a 29.84% improvement compared to our target.



For three years running, the Care and Share project has demonstrated the company's commitment to creating both economic and social value. We share our expertise in sustainability – circular economy, Carbons neutrality, science-based target setting, and more – with government, businesses, and communities. This collaboration drives long-term economic growth while conserving natural resources and protecting the environment. In

2023, we exceeded our goal, supporting 18 organizations, and remain committed to ongoing operations. By working together, we can foster collaboration in sustainability and develop shared knowledge, ultimately reducing society's environmental impact.



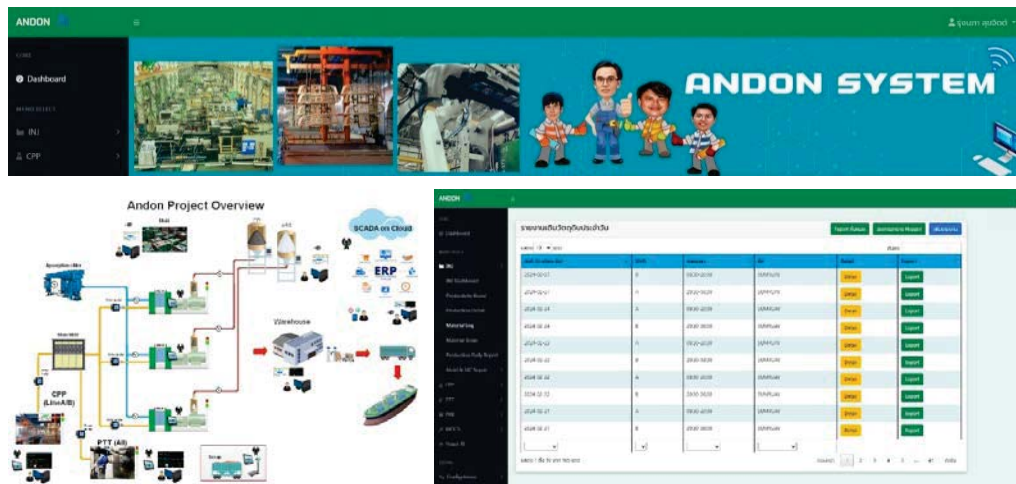
Join the SET Social Impact Gym and empower businesses to create social good.

For seven years, the company has partnered with the Stock Exchange of Thailand and the mai Exchange to develop social businesses through the SET Social Impact Gym project. In 2023, we served as volunteer coaches for Haze Free Limited Partnership, a social enterprise promoting the conversion of chemical farms to organic practices. We provided expertise on carbon credit certification, business plans for sustainable income, and financial statement improvement. Haze Free successfully leveraged the gained knowledge to refine their business plan and generate additional income for farmers through expanded retail sales. Additionally, Rak Health enhanced the Haze Free app to facilitate organic produce sales to retail customers. Furthermore, Haze Free developed a plan to attract private sector funding for agroforestry planting and reducing monoculture practices.



## Drive cooperative efforts in creating product traceability systems.




Building a low-carbon and sustainable Thai society is a core commitment for our company. We achieve this by delivering value through high-quality, environmentally friendly products made with state-of-the-art recycling technology. We prioritize sustainability throughout our supply chain, collaborating with partners and suppliers who provide recycled plastics that meet stringent national inspection and certification plastic recycling traceability and assessment of conformity and recycle content standard (TCAS9-2022). Our commitment to self-assessment makes us one of the first three companies in Thailand to achieve this standard. This focus on traceability and quality control elevates the Thai recycled plastic industry. We ensure all our products are traceable back to their source material, with a guaranteed proportion of domestically sourced recycled content. Customers can easily verify the origin and composition of recycled plastics using our "Andon Program," which provides real-time production data and enhances production control efficiency.







## 4 Management discussion and analysis

-  Financial performance
-  Factors or events that may affect the financial position or operations
-  Financial statement information and key financial ratios



## 4 Management Discussion & Analysis

---

4.1 Analysis of operations and financial status major changes Factors that cause or affect the financial position, operations or such changes during the past year

4.2 Explain factors or events that may significantly affect the financial position or operations in the future (forward looking) ) regardless of external factors such as economic trends changes in market conditions or industry and internal factors

### Total Revenue

In 2023 and 2022, total revenue is 2,513M and 2,679.8M respectively, a decrease of 166.8M or -6.2%. Revenue from sales and services accounted for 2,472.1M, a decrease of 165.4M or -6.3%

The main drivers for revenue decrease are related to lower sales in Q1 due to relocation of machinery and lower sales in domestic and Asia & Middle East zone due to China suppliers back in business post-COVID. The shortfall was partly compensated by the growth in Africa, South America, and Europe zones.

### Cost of Goods Sold and Service

In 2023 and 2022, total cost of goods sold and service is 1,711.5M and 1,867.7M respectively, a decrease of 156.3M. As a percentage of total revenue, the cost of goods sold and service is 68.1%, an improvement of 1.6%

The main improvement drivers are related to increase in gross profit driven by cost control in Thailand 0.6% and higher sales in India achieving 37% revenue growth YoY.

### Selling, General, and Administrative (SG&A) Expenses

In 2023 and 2022, total SG&A expenses is 295.9M and 281.2M respectively, an increase of 14.7M. As a percentage of total revenue, the SG&A expenses is 11.8%, an increase of 1.3%.

The main drivers are related to increase in logistic cost as an impact from Russia and Ukraine war. The higher expenses are partly compensated by improvement in expected credit loss. FX Loss and Devaluation of inventory are increased slightly.

### Net Profit

In 2023 the company posted a net profit of 374M, a decrease of 34.5M vs a net profit of 408.6M in 2022. Net profit of total revenue at 14.9% a decrease of 0.4%

Major drivers are decrease of sales from Thailand in Q1, higher freight cost, higher financial expense due to interest rate increased, with improvement in cost control, Expected credit loss and improvement in bottom line of FPI India YoY.

### Financial Position (in comparison to as of 31 December 2022)

Overall financial position of the Company as of 31 December 2023, compared to the statement of financial position as of 31 December 2022, total assets which were 3,547.9M and 3,719.2M, respectively, a decrease of 171.3M due to the following reasons:

#### Total Assets

As of 31 December 2023, total assets were 3,547.9M, a decrease of 171.3M from the balance as of 31 December 2022 at 3,719.2M.

Major drivers are decrease in Cash & cash equivalent (to minimize financing cost), increase in PPE and decrease in trade receivable, inventory, and intangible assets.

#### Total Liabilities

Total liabilities decreased by 333.4M from 1,600.2M million as of 31 December 2022 to 1,266.8M as of 31 December 2023.

Major drivers are decrease in short term loan (in line with decrease in Cash & cash equivalents) and trade payable, but increase in long-term loan supporting investment in PPE.

#### Shareholders' Equity

As of 31 December 2023, total shareholders' equity was 2,281M, an increase of 162M from 2,119M as of 31 December 2022. This is entirely due to gain from 2023 profit from operations offset by dividend paid.

4.3 Information from financial statements and key financial ratios that reflect the financial position and performance of the main businesses of the Company and its subsidiaries shall be presented. At least there must be comparative data for the past 3 years.

#### Statement of Financial Position

(Unit : Million Baht)	2023		2022		2021	
	Amount	%	Amount	%	Amount	%
<b>ASSETS</b>						
<b>CURRENT ASSETS</b>						
Cash and cash equivalents	221.41	6.2%	469.78	12.6%	197.87	6.3%
Trade receivables - general customers - net	1,190.02	33.5%	1,197.55	32.2%	1,027.75	32.8%
- related parties - net	23.46	0.7%	27.81	0.7%	24.49	0.8%
Other receivables - general customers - net	31.20	0.9%	23.36	0.6%	27.89	0.9%
- related parties - net	-	-	-	-	-	-
Inventories - net	681.37	19.2%	688.59	18.5%	489.90	15.6%
Other current financial assets	11.21	0.3%	5.35	0.1%	3.14	0.1%
Other current assets	31.61	0.9%	55.45	1.5%	36.53	1.2%
<b>Total Current Assets</b>	<b>2,190.27</b>	<b>61.7%</b>	<b>2,467.86</b>	<b>66.4%</b>	<b>1,807.57</b>	<b>57.7%</b>
<b>NON - CURRENT ASSETS</b>						
Restricted bank deposits	5.30	0.1%	5.14	0.1%	5.10	0.2%
Property, plant and equipment - net	1,273.28	35.9%	1,162.88	31.3%	1,238.38	39.5%
Intangible assets - net	2.25	0.1%	5.46	0.1%	6.55	0.2%
Goodwill - net	7.96	0.2%	7.96	0.2%	7.96	0.3%
Deferred tax assets - net	60.41	1.7%	60.44	1.6%	56.52	1.8%
Other non-current assets	8.44	0.2%	9.47	0.3%	9.41	0.3%
<b>Total Non - Current Assets</b>	<b>1,357.62</b>	<b>38.3%</b>	<b>1,251.34</b>	<b>33.6%</b>	<b>1,323.92</b>	<b>42.3%</b>
<b>TOTAL ASSETS</b>	<b>3,547.90</b>	<b>100.0%</b>	<b>3,719.20</b>	<b>100.0%</b>	<b>3,131.48</b>	<b>100.0%</b>



(Unit : Million Baht)	2023		2022		2021	
	Amount	%	Amount	%	Amount	%
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>						
<b>CURRENT LIABILITIES</b>						
Short-term loans from financial institutions	575.61	16.2%	868.80	23.4%	600.54	19.2%
Trade payables - general suppliers	248.43	7.0%	332.40	8.9%	232.69	7.4%
- related parties	8.34	0.2%	12.14	0.3%	14.33	0.5%
Other payables - general suppliers	34.20	1.0%	45.30	1.2%	99.05	3.2%
- related parties	1.18	0.0%	1.12	0.0%	1.10	0.0%
Current portion of						
- Long-term loans from financial institutions	102.01	2.9%	79.39	2.1%	107.44	3.4%
- Employee benefit obligations	1.34	0.0%	0.83	0.0%	1.12	0.0%
Accrued Expense	42.11	1.2%	47.08	1.3%	54.39	1.7%
Income tax payable	46.37	1.3%	58.67	1.6%	46.58	1.5%
Short-term provision	3.31	0.1%	3.51	0.1%	2.95	0.1%
Other current financial liabilities	3.43	0.1%	0.31	0.0%	8.39	0.3%
Other current liabilities	51.85	1.5%	60.36	1.6%	31.32	1.0%
<b>Total Current Liabilities</b>	<b>1,118.18</b>	<b>31.5%</b>	<b>1,509.90</b>	<b>40.6%</b>	<b>1,199.88</b>	<b>38.3%</b>
<b>NON - CURRENT LIABILITIES</b>						
Long-term loans from financial institutions - net	105.81	3.0%	53.26	1.4%	91.20	2.9%
Employee benefit obligations - net	42.86	1.2%	37.09	1.0%	31.42	1.0%
<b>Total Non - Current Liabilities</b>	<b>148.67</b>	<b>4.2%</b>	<b>90.34</b>	<b>2.4%</b>	<b>122.62</b>	<b>3.9%</b>
<b>TOTAL LIABILITIES</b>	<b>1,266.85</b>	<b>35.7%</b>	<b>1,600.24</b>	<b>43.0%</b>	<b>1,322.50</b>	<b>42.2%</b>
<b>SHAREHOLDERS' EQUITY</b>						
Share capital - common share at Baht 0.25 par value						
- Authorised 1,513,029,934 shares	378.26	10.7%	378.26	10.2%	378.26	12.1%
- Issued and fully paid - up						
1,513,029,934 shares	378.26	10.7%	378.26	10.2%	378.26	12.1%
Premium on share capital	745.08	21.0%	745.08	20.0%	745.08	23.8%
Premium on treasury stock	26.55	0.7%	26.55	0.7%	-	-
Retained earnings						
- Appropriated for legal reserve	39.57	1.1%	39.57	1.1%	39.57	1.3%
- Appropriated for treasury shares reserve	-	-	-	-	102.98	3.3%
- Unappropriated	1,086.99	30.6%	924.19	24.8%	636.80	20.3%
Treasury shares	-	-	-	-	(102.98)	-3.3%
Other components of shareholders' equity	4.60	0.1%	5.31	0.1%	9.27	0.3%
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>2,281.05</b>	<b>64.3%</b>	<b>2,118.96</b>	<b>57.0%</b>	<b>1,808.98</b>	<b>57.8%</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>3,547.90</b>	<b>100.0%</b>	<b>3,719.20</b>	<b>100.0%</b>	<b>3,131.48</b>	<b>100.0%</b>



## Statement of Comprehensive Income






	2023		2022		2021	
	Amount	%	Amount	%	Amount	%
(Unit : Million Baht)						
<b>Income</b>						
Sales and service income	2,472.12	98.4%	2,637.52	98.4%	2,098.09	98.2%
Other income	19.12	0.8%	19.12	0.7%	20.12	0.9%
Export incentive	21.76	0.9%	23.19	0.9%	18.38	0.9%
<b>Total income</b>	<b>2,513.00</b>	<b>100.0%</b>	<b>2,679.82</b>	<b>100.0%</b>	<b>2,136.58</b>	<b>100.0%</b>
<b>Expenses</b>						
Cost of sales and service	1,711.45	68.1%	1,867.72	69.7%	1,610.00	75.4%
Selling and distribution expenses	56.46	2.2%	52.95	2.0%	13.56	0.6%
Administrative expenses	163.59	6.5%	150.47	5.6%	143.65	6.7%
Loss (gain) on exchange - net	52.98	2.1%	59.15	2.2%	(31.15)	-1.5%
Loss (gain) arising from change in fair value of derivatives	(2.74)	-0.1%	(10.29)	-0.4%	8.07	0.4%
Allowance (reversal) for expected credit losses	9.39	0.4%	13.84	0.5%	(8.29)	-0.4%
Allowance (reversal) for devaluation of inventories	16.25	0.6%	15.10	0.6%	(7.55)	-0.4%
Allowance for impairment on investment in joint venture	-	-	-	-	3.93	0.2%
<b>Total expenses</b>	<b>2,007.38</b>	<b>79.9%</b>	<b>2,148.93</b>	<b>80.2%</b>	<b>1,732.21</b>	<b>81.1%</b>
<b>Profit from operating activities</b>	<b>505.61</b>	<b>20.1%</b>	<b>530.89</b>	<b>19.8%</b>	<b>404.37</b>	<b>18.9%</b>
Share of loss from investments in joint ventures	-	-	-	-	(3.12)	-0.1%
Finance income	1.32	0.1%	0.51	0.0%	0.34	0.0%
Finance cost	(34.01)	-1.4%	(18.79)	-0.7%	(16.67)	-0.8%
<b>Profit before income tax expenses</b>	<b>472.92</b>	<b>18.8%</b>	<b>512.61</b>	<b>19.1%</b>	<b>384.92</b>	<b>18.0%</b>
Income tax expense	(98.89)	-3.9%	(104.05)	-3.9%	(55.94)	-2.6%
<b>Profit for the year</b>	<b>374.04</b>	<b>14.9%</b>	<b>408.56</b>	<b>15.2%</b>	<b>328.98</b>	<b>15.4%</b>
<b>Other comprehensive income for the year</b>	<b>(0.13)</b>	<b>0.0%</b>	<b>(3.96)</b>	<b>-0.1%</b>	<b>12.16</b>	<b>0.6%</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	<b>373.91</b>	<b>14.9%</b>	<b>404.60</b>	<b>15.1%</b>	<b>341.14</b>	<b>16.0%</b>

## Statement of Cash Flows

	(Unit : Million Baht)	Consolidated F/S		
		2023	2022	2021
Net cash generated from operating activities		526.05	298.98	245.70
Net cash used in investing activities		(313.82)	(129.27)	(123.89)
Net cash general from (used in) financing activities		(463.62)	99.27	(241.50)
Increase (decrease) in cash and cash equivalents - net		(251.39)	268.99	(119.69)
Cash and cash equivalents at beginning of year		469.78	197.87	311.56
Cash and cash equivalents at end of year		221.41	469.78	197.87



## 5 General and other important information

-  General information
-  Other important information
-  Legal disputes
-  secondary market.
-  Frequently contacted financial institutions.





## 5. ข้อมูลทั่วไปของบริษัท

### 5.1 ข้อมูลทั่วไป



**Company Name** : Fortune Parts Industry Public Company Limited

**SET Symbol** : FPI

**Registration No.** : 0107547000508 Head Office

**Business Type** : Designing & producing automotive parts, designing products, and producing mold for plastic parts, provide injection, chrome plating, painting, and assembly services for all plastic products.

**Head Office and Factory** : 11/22 Moo 20 Nimitmai Road, Lamlukka, Lamlukka, Pathumthani

**Branch** : 99/10 Moo 20 Nimitmai Road, Lamlukka, Lamlukka, Pathumthani

**Telephone** : 0-2993-4970-77

**Facsimile** : 0-2993-0602

**Web Site** : <https://www.fpiautoparts.com>

**Registered Capital** : Baht 378,257,483.50 with a par value of Baht

**Paid-up Capital** : Baht 378,257,483.50 with a par value of Baht

**Company's Secretary** : Mr. Sarayuth Ouybuan

Telephone 0-2993-4970-77 ext. 108

e-mail: [sect@fpi.co.th](mailto:sect@fpi.co.th); [saryuht@fpiautoparts.com](mailto:saryuht@fpiautoparts.com)

- Investor Relation** :
1. Mr. Sompol Tanadumrongsak  
Telephone 0-2993-4970-77 ext. 200 e-mail: [ir@fpi.co.th](mailto:ir@fpi.co.th)
  2. Dr. Nussara Tanadumrongsak  
Telephone 0-2993-4970-77 ext. 100 e-mail: [ir@fpi.co.th](mailto:ir@fpi.co.th)
  3. Mr. Sarayuth Ouybuan  
Telephone 0-2993-4970-77 ext. 108 e-mail: [ir@fpi.co.th](mailto:ir@fpi.co.th)
  4. Mr. Chusak Funilkul  
Telephone 0-2993-4970-77 ext. 112 e-mail: [ir@fpi.co.th](mailto:ir@fpi.co.th)



### Joint Venture Company

Company Name : FORTUNE-PARTS INDUSTRY ECUADOR CIA.LTDA.

Business Type : Designing, producing, and wholesaling automotive parts and accessories in South America

Head Office and Factory : S/N KM 7 1/2 PANAMERICANA,  
SECTORSAMANGA,UNAMUNCHO,  
AMBATO, TUNGURAHUA, ECUADOR

Web Site : -

Registered Capital : 500,000 USD



### Subsidiary

Company Name : FPI AUTO PARTS INDIA PRIVATE LIMITED

Business Type : Designing, producing, and wholesaling automotive parts and accessories in India

Head Office and Factory : Plot No.673/4/6/7/8, 673/2274, Vill.-Gugalkota, P.O.Shahjahanpur, Alwar,  
Rajasthan, 301706

Web Site : <https://india.fpiautoparts.com>

Registered Capital : 315,757,249 INR





## Others Reference



<b>Registrar</b>	<b>Thailand Securities Depository Co., Ltd.</b>
<b>Address</b>	93 The Stock Exchange of Thailand Building, Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400
<b>Telephone</b>	0-2009-9000
<b>Facsimile</b>	0-2009-9991
<b>Website</b>	<a href="http://www.set.or.th">www.set.or.th</a>



<b>Auditor</b>	<b>Grant Thornton Limited</b>
<b>Address</b>	87/1 Capital Tower All Seasons Place 11th Floor, Wireless Road, Lumpini, Pathumwan, Bangkok 10330, Thailand
<b>Telephone</b>	0-2205-8222
<b>Facsimile</b>	0-2654-3339
<b>Website</b>	<a href="http://www.grantthornton.co.th">www.grantthornton.co.th</a>



## 5.2 Other important information

- None -

## 5.3 Legal Disputes

As of December 31, 2023, the company is not a party or a party. In the following cases

1. Cases that may have a negative impact on the company's assets which is higher than 5 percent of the shareholders' equity as of December 31, 2022
2. Cases that affect the business operations of the company Significantly But cannot assess the impact numbers.
3. Cases that are not caused by normal business operations of the company

## 5.4 Secondary market

- None -




## 5.5 Financial institutions that regularly contact (only if the company issues debt instruments)

- None -

ไม่มี



## Corporate Governance Policy

-  Overview of Corporate Governance policies and practices.
-  Business Ethics.
-  Major changes and developments in policies, practices and corporate governance system in the past year.



## 6. Corporate Governance

---

### 6.1 Overview of the Policy and Guidelines

#### Corporate Governance Policy

Fortune Parts Industry Public Company Limited is an organization that adheres to conducting business under the principles of good corporate governance. There is excellent management, morality, transparency, and auditability, free from corruption. Focus on creating the highest benefits for shareholders. Consider all stakeholders. Develop personnel to be good, talented people, knowledgeable, moral and have a good quality of life. along with raising the standards of the automotive parts industry to international standards. Develop products and services that are safe and environmentally friendly. To gain competitive advantage based on awareness of adding value to products and creating balance in the business chain. To create stable and sustainable growth of the company. It has adopted the principles of good corporate governance for listed companies in 2012 of the Stock Exchange of Thailand (SET), good corporate governance principles of the Organization for Economic Co-operation and Development (The Organization for Economic Co-operation and Development). : OECD) or OECD Principles of Corporate Governance, criteria for evaluating good corporate governance of listed companies in the ASEAN region by the ASEAN Corporate Governance Scorecard (ACGS) and good corporate governance practices that are consistent with international standards. To develop a framework for operating the company. For the board of directors, executives, and employees to use as a guideline for their work. The important principles are as follows:

1. Have a vision for running a business that focuses on creating added value product development and services that are safe and environmentally friendly.
2. Perform duties with competence Efficient enough and responsible for actions own decision
3. Treat stakeholders equally, equitably, and fairly.
4. There is transparency in operations that can be verified. and information is disclosed transparently. and correctly to those involved.
5. Have ethics and ethics in conducting business.

In addition to building confidence among shareholders and investors according to the above principles, the Board of Directors has established guidelines for corporate governance to create competitiveness and excellent performance. Considering the long-term effects Conducting business fairly and ethically Respect rights and have responsibility for society and the environment. Take care of all groups of stakeholders equally. Including the ability to adapt under changing factors. Therefore, we have adopted the Good Corporate Governance Principles for Listed Companies 2017 (CG Code 2017) issued by the Securities and Exchange Commission (SEC) to further define the Company's good corporate governance policy. To serve as a practice guideline for the Board of Directors. Which the leader or the most responsible person of the organization has applied as a practice guideline to create sustainable value for the business, the CG Code 2017 has laid down 8 main principles of practice for the board of directors as follows:



## นโยบายการกำกับดูแล | Corporate Governance

ตระหนักถึงบทบาทและความรับผิดชอบของคณะกรรมการในฐานะผู้นำองค์กรที่  
สร้างคุณค่าให้แก่กิจการอย่างยั่งยืน  
Establish Clear Leadership Role and Responsibilities of the Board

กำหนดวัตถุประสงค์และเป้าหมายหลักของกิจการที่เป็นไปเพื่อความยั่งยืน  
Define Objectives that Promote Sustainable Value Creation



**Principle 1:** Establish Clear Leadership Role and Responsibilities of the Board

**Principle 5:** Nurture Innovation and Responsible Business

**Principle 2:** Define Objectives that Promote Sustainable Value Creation

**Principle 6:** Strengthen Effective Risk Management and Internal Control

**Principle 3:** Strengthen Board Effectiveness

**Principle 7:** Ensure Disclosure and Financial Integrity

**Principle 4:** Ensure Effective CEO and People Management

**Principle 8:** Ensure Engagement and Communication with Shareholders



## 6. Corporate Governance

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

The Company's Board of Directors consists of knowledgeable people. Expertise and experience that can benefit the company very well, with dedication and full time In performing duties according to responsibilities The board of directors is appointed by shareholders. To supervise the company's operating guidelines. Appoint management to be responsible for business operations. Including appointing specific committees. To take responsibility only for assigned matters and appoint the company's auditor. Including appointing the company secretary. Responsible for meeting operations and legal compliance. The topics related to policies and guidelines related to the committee are specified as follows:

#### 1. Structure of the Board of Directors

The Board of Directors has established a diversity policy for the Board of Directors which must consist of gender diversity, professional skills and competency components of the Board of Directors (Skill Matrix), such as engineering, factory management, accounting, finance, management and business administration, etc., consisting of non-executive directors with relevant work experience with the company and knowledge of the company's business at least 3 people, at least 1 person in law, and at least 1 person in accounting and auditing, finance, capital management Civil society, enterprises, communities, natural resources, environment at least 1 person, including the Board of Directors must consist of independent directors. which must have Independent according to the Company's qualifications for independent directors, which are consistent and more stringent than those specified in the announcement of the Board of Directors. Member of the Capital Market Supervisory Board and must be at least one-third of the entire Board of Directors. And there are not less than 3 persons, which at present the number of independent directors exceeds than required by law The amount is appropriate and in accordance with the resolution of the shareholders' meeting. with a clear scope of duties and responsibilities There is an appropriate balance of power. does not give any person or group any unrestricted power.

The composition of the Board of Directors consists of non-executive directors. Executive Directors and have at least the number of independent directors stipulated by the Securities and Exchange Commission.

#### 1.1 Diversity in the structure of the Board of Directors

Board of Directors Consists of 11 experienced, professional, skilled, and specialized directors from a variety of fields, consisting of:

	1	2	3	4	5	6	7	8	9	10	11	Total
Independent Director							✓	✓	✓	✓	✓	5
Non-Executive Director	✓	✓		✓	✓		✓	✓	✓	✓	✓	9
Executive Directors			✓			✓						2
Sex	W	M	M	M	M	W	M	M	M	M	W	Man 8 Woman 3

**5 Independent directors** (more than 1/3 of the entire Board of Directors) \* 45.45 % of the Board of Directors

**9 Non-executive directors**, 81.82% of the Board of Directors (5 of them are independent directors)

**2 Executive directors** 18.18% of the Board of Directors

The Board of Directors consists of 3 female directors, accounting for 27.27% and 8 male directors, accounting for 72.73% of which the structure of the directors has been completed. and the company does not have a director who holds positions in more than 5 listed companies.

First-Last Name	Position	As of 31 December 2023, the Board of Directors comprises of nine members as follows			
		Year of appointment	Last Elected Year	Type of Director	Next election
1.Mrs. Raweewan Mathong	Chairman of the Board	20/9/1991	2022	Chairman of the Board	
2. Mr. Sangcharean Tanadumrongsak	Chairman	20/9/1991	2021	Chairman	2024
3. Mr. Sompol Tanadumrongsak	Director, Executive Chairman, corporate governance committee, Vice Chairman of the Risk Management Committee, Vice Chairman of Anti-Corruption Working Group, Managing Director	20/9/1991	2021	Executive Directors	2024
4. Mr. Somkit Tanadumrongsak	Director,	20/9/1991	2023	Non-Executive Director	
5. Mr. Yanyongchai Tanadumrongsak	Director,	20/9/1991	2023	Non-Executive Director	
6. Mrs. Nussara Tanadumrongsak	Director, Executive Vice Chairman, corporate governance committee, Risk Management Committee, Anti-Corruption Working Group, Deputy Managing Director	4/4/2017	2022	Executive Directors	

First-Last Name	Position	As of 31 December 2023, the Board of Directors comprises of nine members as follows			
		Year of appointment	Last Elected Year	Type of Director	Next election
7. Mr. Suthanai Presertsan	Independent Director and Audit Committee, Chairman of the Audit Committee Chairman of the Corporate Governance Committee Vice Chairman of the Risk Management Committee Vice President of the Anti-Corruption Working Group	4/4/2017	2023	Independent Director	
8. Mr. Anant Gatepithaya	Independent Director/ Audit Committee, Nomination and Remuneration Committee, Chairman of the Risk Management Committee Chairman of the Anti-Corruption Working Group	20/9/2004	2021	Independent Director	2024
9. Mr. Pumipat Sinacharoen	Independent Director/ Audit Committee, Chairman of the Nomination and Remuneration Committee Vice Chairman of the Corporate Governance Committee	20/9/2005	2022	Independent Director	
10. Mr. Anantachai Yoonprathom	Independent Director/ Audit Committee, Member of the Nomination and Remuneration Committee Vice Chairman of the Corporate Governance Committee	4/4/2017	2023	Independent Director	
11. Ms. Parichatra Laotheerasirivong	Independent Director/ Audit Committee,	22/4/2019	2021	Independent Director	

## 1.2. Criteria and Process for Nomination and Appointment of Directors

The committee will take care of the company. There is a transparent director selection process. It will appoint individuals with leadership, vision, professional skills, knowledge, abilities, and experience in business and related businesses. Specialized expertise (skill Matrix) and not limited by gender It is also consistent with the company's business strategy. As well as having the utmost responsibility for the company's operating results. Is committed to leading the organization to progress and grow steadily. accurate Have freedom to express opinions and make decisions in the best interests of the company for those who will become independent directors Must have the qualifications to be an independent director as specified by the company. which is more stringent than the requirements of the Stock Exchange Commission. (Qualifications of the company's independent directors can be seen in the Management Structure section) in addition to the features mentioned above.

Criteria and process for recruiting and selecting new directors: If there is a vacancy among the company's directors, the Nomination and Remuneration Committee will be responsible for considering the selection of new directors The criteria is that qualifications will be considered. Knowledge, ability, work experience Essential skills that are still lacking among company boards in accordance with the Company's business operations to perform duties fully Including not having prohibited characteristics according to the law and principles of good corporate governance. In recruiting and selecting the Company's directors the director pool will be considered, which will create diversity in the structure of the board and create a Board Skill Matrix to determine the qualifications of directors to be recruited. To be consistent with the company's business operations for example, in the case where the company has a strategy for operating a new business apart from the existing business. The selection of directors should select qualified people. Specific skills and experience to match the new business that the company will continue to operate. In addition, the company has a policy of giving shareholders the right to nominate names of suitable people to become directors. There is a Nomination and Remuneration Committee responsible for screening the qualifications and suitability of applicants. Nominees or company directors who are due to retire by rotation by submitting opinions to the Board of Directors for consideration and approval and inclusion in the agenda for the Annual General Meeting of Shareholders in order for the shareholder meeting to appoint Company directors. By considering the following properties:

**Qualifications of Directors:** Persons who hold the position of company director Must be knowledgeable, capable, and ready to perform duties. and have at least the following properties:

(a) Has qualifications and does not have prohibited characteristics as specified in the law on public companies. and must not have characteristics that indicate a lack of suitability to be trusted to manage the company by shareholders According to the announcement of the Securities and Exchange Commission

(b) have knowledge, skills, profession, experience, and expertise in specific fields Especially related to the production of automotive parts. Future automotive technology and international trade depends on the appropriateness of the company's situation at that time. According to the structure of the diverse committee the

selection and appointment of company directors will be based on knowledge and ability. and use diversity criteria for consideration.

(c) able to devote himself fully Especially in making important decisions and in performing duties for the benefit of the company. and attend the Board of Directors' meetings and hold shareholder meetings every time Unless there is a force majeure event.

(d) Be a person with morality, ethics, and any other additional qualifications required by law or as appropriate by the Board of Directors.

### 1.3 Director's term of office

At every annual general meeting of shareholders 1/3 (one-third) of the total number of directors shall retire from office. If the number of directors cannot be divided into three parts, The amount nearest to one-third shall be issued. Directors whose terms have expired may be re-elected. The appointment of new directors to replace those whose terms have expired is shown in *Corporate Governance Structure Topic 7.2*

### 1.4 Director's position in other companies

To ensure that directors can devote their time and be able to perform their duties and responsibilities in the company. get enough the committee determines the number of companies in which each director will serve in accordance with the regulations of the Stock Exchange of Thailand, Office of the SEC, as follows:

1. Company Director Will hold directorship positions in companies listed on the stock exchange both domestically and abroad, not exceeding 5 companies (including companies). Performance results: In 2023, no directors will hold directorship positions. in more than 5 listed companies

2. Company directors can be chairman of the board. Executive Director or a director with authority to sign one or more things in other companies, not more than 3 business groups (not including companies). However, if it is a company that is not a business group Count each company as one business group.

3. Directors must disclose information about holding directorship positions in other companies to the Company. Know the official requirements and regulations of the company (Attachment 2, details about directors of subsidiaries)

4. Directors are prohibited. who has been appointed to the position of Managing Director (CEO) holds directorship positions in other companies except Hold a position in a subsidiary, joint company, or affiliated company. To have enough time to manage the organization.



## 2. Performance of supervisory duties

### 2.1 Roles and responsibilities of the Chairman

The Chairman plays an important role in overseeing and supporting the Board of Directors to perform their duties fully in accordance with the established directions and strategies. for the best interests of the Company and its shareholders The Chairman of the Board plays a leading role in the Board of Directors. The duties of the chairman are:

1. Supervise, monitor, and ensure that the Board of Directors performs its duties efficiently. And achieve the main objectives and goals of overseeing and promoting ethics and good corporate governance.
2. Determine the agenda of the Board of Directors' meeting. By discussing with the Managing Director and there are measures to take care of the matter Important items were included in the agenda of the meeting.
3. Allocate enough time for the Board of Directors' meetings for the management to propose matters. And the directors will discuss important issues completely. and encourage directors to use their discretion carefully and express their opinions independently.
4. Strengthen good relationships between executive directors and non-executive directors. and between the Board of Directors and the Management

### 2.2 Principles of duties of the Board of Directors

In performing its duties, the committee must adhere to the following principles:

1. Understand and act on governance Including understanding the acceptable risk (Risk Appetite) of the Company
2. Perform duties according to "Accountability", "Duty of Loyalty" and "Duty of Care" according to Thai laws and regulatory standards.
3. Avoid having interests and causes that lead to such interests. including setting and enforcing various measures to control and avoid conflicts that may arise from the Company's personnel. liaison with third parties or other organizations
4. Dedicate enough time and energy to perform duties according to their responsibilities.
5. Avoid participating in the day-to-day management of the Company, except executive directors.
6. Receive management information so that the Board of Directors can perform its duties to achieve its goals, which is the duty of the Board of Directors. to decide what kind of information they want

7. Do not participate in decision-making on matters in which the Company's directors or persons related to or related to the Company's directors have interests. This causes the directors of the Company to be unable to perform their duties fully and not comply with the relevant laws or regulations.
8. Supervise senior executives of the company by virtue of authority and duty to inquire and obtain clear explanations from executives. Including requiring sufficient information and time to consider the performance of the executives.
9. Keep confidential business information of the company and customer information from leaking to other people. Including not using confidential information of the company and customers to seek benefits both deliberately and unintentionally Unless it is consented by the company or in accordance with the law.

### **2.3 Authority of the Board of Directors**

The committee plays an important role in setting policy. Taking care of the company There is a work process and sufficient appropriate resources to ensure operations are in accordance with the specified policy. and ensure that there is a system for monitoring, controlling, and inspecting compliance with the policy. Give importance and support the creation of innovations that create value for the business along with creating benefits for customers or related parties. and are responsible for society and the environment. The Board of Directors approves the company's vision, mission, and business operations strategy. and monitor and supervise the management to implement the company's vision, mission, and strategy, including reviewing the vision, mission, and business strategy every year to be consistent with changing economic and competitive conditions. Other duties and responsibilities of the committee are as follows.

#### **2.3.1 Policy**

The Board of Directors is responsible for approving policies, considering, and approving important matters related to the Company's operations such as vision, mission, business ethics, code of conduct, goals, and strategic plans for business operations. annual budgets approve financial statements and supervise the management to implement the specified policies.

#### **2.3.2 Supervise the business to comply with official regulations.**

The Board of Directors is responsible for overseeing the Company's operations. comply with laws, rules, regulations, and various practices relevant official to ensure that the company conducts business correctly and transparently. Free from corruption under the principles of good corporate governance

### 2.3.3 Internal control

The Board of Directors is responsible for supervising the Company. Have good internal control measures There is a management system that is effective enough to meet the acceptable risk level. are suitable for the nature of work or the operational process of that department by assigning the Audit Committee to monitor the internal control regularly. Evaluate the effectiveness and adequacy of internal controls periodically. To improve the internal control measures to be more concise and suitable for the changing situation. and regularly report to the Board of Directors

### 2.3.4 Risk management

The Board of Directors is responsible for supervising the Company. Have a risk management policy risk management process and efficient risk reporting Provide various risk management tools adequately and covering all aspects of risks Supervise the management to control the company's risks. to be at an appropriate and acceptable level Arrange for a regular review of the risk management process. and guidelines for anti-fraud and corruption for directors, executives, and employees of the Company Take it as a guideline for your work. All personnel are required to be responsible for internal control and maintaining an effective internal control system. and regularly report to the Board of Directors (As disclosed in the topic "Risk Management and Risk Factors")

### 2.3.5 Perform duties as a director with good governance

Directors must perform their duties with integrity. not seeking personal benefits and shall not participate or be involved in making decisions in transactions or businesses in which they have direct or indirect interests Monitor the performance of the management in accordance with the established policies and strategies. supervise the company Have written business ethics or employee code of conduct. Supervise the Company to have an appropriate segregation of duties and check and balance.

### 2.3.6 Director's stakeholder report

All directors have a duty to report on their interests. Both their own interests and those of related persons as required by law. By preparing a report of interest according to the report form provided by the company. Specify and certify the accuracy of the information in the report. and deliver them to the company within the specified time so that the company can collect them and present them to the Chairman of the Board of Directors. and Chairman of the Audit Committee Sign to acknowledge the said report every quarter. In addition, the company must prepare a report on the directors' shareholding in the company. Executives and those involved inform the committee. and recorded in the minutes of the committee meeting.

### 2.3.7 The company has assigned a responsible person or supervisory agency.

Establish a Compliance Unit to oversee compliance by appointing Mr. Sarayuht ouybuan, Company Secretary. Starting from 1 July 2022, the Supervision Department has taken care of Corporate Governance work as follows:

- (1) Promote and disseminate corporate governance policies, business ethics and work practices.
- (2) Study, improve, evaluate, review, and recommend criteria for corporate governance and business ethics and work practices of the company to be up to date. According to the law and criteria of the Stock Exchange of Thailand and the Securities Commission and the stock exchange and good practices of leading organizations that are international standards.
- (3) Ensure that there is an evaluation of compliance with the governance policy. Business and business ethics and work practices of the company, including reviewing the application of the CG Code principles to the company's business operations. Including supervision of opposition corruption by reporting to the Board of Directors every quarter through the Audit Committee.
- (4) Carry out other actions as assigned by the Audit and Good Governance Committee.

### **2.3.8 Board of Directors Meeting**

1 Meeting of the Board of Directors There must be an attendance of not less than half of the total number of directors to constitute a quorum. In the case where the Chairman of the Board is not present or unable to perform duties If there is a vice chairman or are just unable to perform their duties The committee members present at the meeting shall elect one committee member to be the chairman of the meeting.

2 The final decision of the Board of Directors' meeting A majority shall be considered, with one director having one vote. Except for directors who have an interest in any matter. There is no right to vote on that matter. If the votes are equal the chairman of the meeting shall cast one more vote as the deciding vote.

3 Regular meetings of the Board of Directors shall be held at least once every 3 months. The Chairman of the Board shall call a meeting of the Board of Directors. The Chairman of the Board shall set the meeting date within 14 days from the date of receipt of the request.

4 to the chairman or the committee member assigned by the Chairman of the Board determines the date, time, and place of the Board of Directors' meeting.

5 In calling a meeting of the Board of Directors the Chairman of the Board or the person assigned will send the meeting invitation letter by registered mail. or delivered to the committee Direct representative of the directors by specifying the date, time, place, and activities to the directors not less than 7 days before the meeting date. Except in cases of urgent necessity to preserve the rights or benefits of the company. The meeting appointment can be notified sooner than that.

6 Voting of any votes at the board meeting Set a minimum quorum. While the committee will vote at the meeting to consider approval. There must be no less than two-thirds of the total number of directors.

## 2.3.9 The company discloses policies and criteria for managing directors and executives.

### 2.3.9.1 Criteria and process for recruiting managing directors and senior executives

The company has criteria and processes for recruiting managing directors and senior executives. By assigning the Nomination and Remuneration Committee is responsible for recruiting, selecting, and nominating people with appropriate qualifications, knowledge, and qualifications. To propose to the Board of Directors to consider appointing the criteria are as follows:

1. Consider the suitability of knowledge, experience, abilities (Competency), specific skills that are beneficial to the company. or involved in the main business or industry in which the company operates in line with the strategy and business direction of the company.

2. Consider diversity in terms of gender, age, race, nationality, expertise, skills, and experience. Knowledge and ability both academically and factors supporting sustainability Have a good image Have leadership and behave according to the principles of good corporate governance to obtain senior executives who can perform their duties efficiently.

**2.3.9.2 Determine the remuneration policy for the managing director.** Including evaluating the performance of the Managing Director. Managing Director's remuneration, the objective is to reward success in implementing short-term and long-term strategies, including the performance results that the Managing Director has created for the company as assigned by the Board of Directors. By the Nomination and Remuneration Committee Be the assessor and present to the Board of Directors for consideration and approval. The results of the Managing Director's evaluation are considered confidential information that cannot be disclosed. There are criteria for evaluating the managing director for both short-term and long-term compensation, divided into 2 parts:

1. Index for measuring organizational success According to business plans and short-term and long-term strategies

2. Factors supporting transparent and sustainable growth which will cover Setting and implementing financial planning strategies and results. Administration and personnel relations Ability to lead an organization as well as solving problems that have an impact on the organization and stakeholders. The results of the evaluation will be taken into consideration in determining the salary increase rate. and bonus payments of the Managing Director This must be approved by the Board of Directors. (Details of disclosure of the Managing Director's remuneration are specified in Section 7.4.3 Total amount of the executive's remuneration)

**2.3.9.3 Evaluation of the performance of senior management** Board of Directors and Nomination and Remuneration Committee The performance of senior executives must be measured every year in the form of a key performance index (KPI) by comparing it with the KPIs set as targets. which is linked to the rate of compensation received According to the criteria set by the Nomination and Remuneration Committee. The



Nomination and Remuneration Committee will be the person who will consider the said compensation is appropriately defined According to the company's compensation structure and consider comparing from

1) Compensation survey data from trusted institutions, organizations, and agencies.

2) Growth rate of gross domestic product Inflation rate and net profit for the past 5 years as well as considering performance results. and in accordance with the assigned responsibilities with the annual information disclosure form / annual report for the year 2023, Form 56-1 ONE REPORT.

**2.3.9.4 Preparation of a succession plan for top executives.** Along with presenting guidelines for implementing a job succession plan. of the Managing Director and Deputy Managing Director To ensure that the company has knowledgeable executives. Ability sufficient to perform duties as follows:

(1) The Board of Directors has established a plan to develop the potential of executives to create a succession plan for positions consisting of the Managing Director. and Deputy Managing Director

(2) Nomination and Remuneration Committee Consider determining the knowledge, abilities (Competency), and experience of each job position. To select executives with qualifications consistent with the requirements Able to inherit the work of each position.

(3) Managing Director evaluates work performance and knowledge. Ability of qualified executives Compare with the desired competency level to create an individual development plan to close the competency gap.

(4) Assigned to the Human Resources Department Responsible for monitoring and following up on training and develop knowledge Ability of the successor to the position of Deputy Managing Director

(5) Managing Director Arrange for rotation of duties and responsibilities of executives. and assigned executives at the deputy managing director level Attend the Executive Committee meeting To gain understanding, experience and be ready to manage the organization in the future.

(6) Managing Director Performance report and results of development according to individual development plans of executives To the Nomination and Remuneration Committee 2 times a year

(7) Nomination and Remuneration Committee Review and summarize results

Preparing a succession plan for the managing director's position and Deputy Managing Director Regularly and report to the Board of Directors twice a year. In this regard, successor readiness is assessed within the organization. If not ready, consideration will be given to recruiting replacements from outside. The criteria for selection within the organization will be used as follows:

1. Qualifications must be consistent with competency.

2. Have experience in a comprehensive field of work
3. Be ready to manage the organization
4. Have good relationships with external organizations and the company's board of directors.

#### **2.3.9.5 Supervision of the use of inside information**

1. The company has designated directors, executives, and employees who are aware of significant inside information. that may affect changes in securities trading prices Trading in the company's securities must be suspended 1 month before the company announces operating results. or that internal information will be disclosed to the public.

2. Directors and executives Have a duty to report stock purchases/changes in securities holdings. This includes spouses and minor children. as well as related persons according to Section 59 of the Securities and Exchange Act B.E. 2535 within 3 business days from the date of buying, selling, transferring, or accepting transfer of securities to the Securities and Exchange Commission, including prohibiting trading of the company's securities. During the 1-month period before the financial statements are released to the public (including additional amendments)

3. Directors and executives must report stock purchases/sales/changes in securities holdings to the Securities and Exchange Commission. and must notify the company at least 1 day in advance before trading securities Through the company secretary and report to the Audit Committee every quarter. The Audit Committee will consider securities holdings and report to the Board of Directors every quarter in 2023.

1. There are no cases of corruption offenses.
2. There is no case of a non-executive director resigning due to corporate governance. issues of the company.
3. The company's board of directors and executives have committed no ethics violations.
4. The company has no history of violating the regulations of the Securities and Exchange Commission/ Stock Exchange of Thailand.

### **3. Remuneration for Directors**

1. The committee will determine fair criteria, composition, and remuneration for directors at an appropriate level. Using the principles of performing duties of the committee (Fiduciary Duty) and in a manner comparable to the level practiced in the industry, experience, duties, scope of roles and responsibilities. (Accountability and Responsibility) including expected benefits from each director. Directors who are assigned additional duties and

responsibilities, such as being a member of a sub-committee, should receive additional compensation at an appropriate rate as well.

2. The Selection Committee Directors' compensation will be reviewed annually. and present it to the Board of Directors for consideration and approval and include it as an agenda for the annual general meeting of shareholders for approval by the shareholders' meeting every year.

3. The board will ensure that the company discloses the compensation of individual directors in Report 56-1 (Benefits and compensation for directors and executives).

#### **Director's reward**

The board of directors plays an important role in setting strategies, policies, and supervising the company's operations to meet its goals. The committee may consider giving compensation to committee members at an appropriate rate. consistent with the company's operating results and the level at which it is practiced in the industry By the selection committee will be the one who will consider the reward and present it to the Company's Board of Directors for consideration and approval and include it as an agenda for the Annual General Meeting of Shareholders for approval by the Shareholders' Meeting. In addition, the Board of Directors will oversee the Company Disclose individual directors' remuneration in various reports. According to official regulations, such as report 56-1 in 2023 (shown in Benefits for directors and executives, Section 8.1.2)

### **4. Independence of the Board of Directors from the Management**

#### **4.1 Segregation of positions and checks and balances of non-executive directors**

1. Chairman and Executive Chairman not the same person and have different responsibilities.
2. The chairman does not hold any position. in sub-committees
3. Company directors (except executive directors) shall not be employees of the Company and shall not participate in the normal day-to-day management of the Company. There will also be a clear separation of duties and responsibilities between the Board of Directors and the management.

#### **4.2 Roles and responsibilities of the Chairman Executive Chairman and Managing Director**

Chairman To support the operation of the management department. but did not take part in the normal day-to-day management of the Company The main role is to supervise the performance of the Board of Directors to be effective and independent from the management. Set the meeting agenda according to the duties and responsibilities of the Board of Directors together with the Chief Executive Officer and the Managing Director. The Chairman of the Board of Directors effectively presides over the Board of Directors' meetings and shareholders' meetings. Encourage all directors to participate in the meeting. and ensure that the directors adhere to the principles of good corporate governance and the Company's business ethics. as well as being responsible to the shareholders and relevant stakeholders. in the sub-committees which are specified within the scope of duties of

the Board of Directors and all sub-committees to have a clear and appropriate division of duties and operations in terms of independence

## Chairman

The Board of Directors appoints the Chairman. According to the company's regulations The Chief Executive Officer has a duty to determine the vision, mission, strategy and to ensure smooth operation of the Company under the policies set by the Board of Directors. The Chairman of the Board of Directors is the person with the highest responsibility for the operations of the entire company.

## Executive Chairman and Managing Director

Executive Chairman or Managing Director Being the highest commander of employees in the organization The Board of Directors Select and appoint from among the directors according to the company regulations. Has a role and responsibility for managing the company according to policies, plans, budgets and under the authority given by the board of directors. and specified in the company regulations.

### 4.3 The Board of Directors arranges meetings among non-executive directors. without the management attending

The company has a policy for directors who are not executives. (Non-Executive Director: NED) had the opportunity to meet among themselves. To discuss various problems, whether related to business or other matters of interest. without the participation of the management team At least once a year. For 2023, a meeting of non-executive directors was held once on February 27, 2023, where the Chairman of the Board brought discussion points to discuss about business restructuring. and the results of the meeting were reported to the committee for information. It is included as an agenda in the Board of Directors' meeting. To provide opportunities for directors to discuss and express opinions together.

## 5. Development of directors and executives

1. The board will promote and support in providing knowledge to directors in performing their duties as directors of the company. By training courses of the Thai Institute of Directors Association (IOD Association) related to at least one director course, namely the Director Accreditation Program (DAP) or the Director Certification Program (DCP), including any other courses related to governance. good business Performing duties as a director under the provisions of the law and requirements of relevant official agencies or conducting business of the company to increase supervisory skills and abilities The company is responsible for all expenses.

2. The committee will oversee the management and organize the company's internal training courses. To the directors to increase their knowledge regarding the Company's business operations. and responsibilities as a company director

3. Board of Directors Require orientation for all new directors. To create knowledge and understanding of business Including various operations of the company to prepare for the performance of duties of the directors. There is a policy to enhance knowledge and new perspectives for all directors. in learning corporate governance Industry conditions technology business and new innovations so that directors can take up their duties as quickly as possible with efficiency. The company secretary is the coordinator. In various matters as follows:

1. Things you should know: Business structure Director structure Scope of authority Laws you need to know.
2. General knowledge of the business: operating guidelines, various policies, and visiting the production process.
3. Arrange a meeting Discuss with the whole committee to ask for in-depth information about business operations
4. The committee will ensure that the company discloses information on training and development of directors in various reports. According to good corporate governance principles such as annual reports

In 2023, the company did not recruit new directors. But for the directors to receive current information. The company reports changes in important laws, criteria such as corporate governance policies. Business ethics, anti-corruption, ASEAN CG Scorecard criteria that directors should know.

### Director training

The company has directors who are knowledgeable, capable, and always seek knowledge in their duties and business and the company encourages all directors to study and provide additional training. To continually increase knowledge about the duties of a director, including

1. All directors have attended training courses with the Thai Institute of Directors Association (IOD). Encourage directors to attend other training courses Related This creates a useful perspective to apply to the business of the company. In addition, the company's senior executives also participated in discussion activities to exchange ideas knowledge seminar activities in various fields that are related to operations as well as being a guest speaker in various seminar activities to exchange knowledge, experiences, and opinions with other agencies as well.

## 6. Performance Evaluation of Directors

Board of Directors Set up an evaluation of the performance of the Company's Board of Directors. Individual and group Regularly at least once a year to be aware of various problems and obstacles. During the past year and to make the work of the committee more effective Because they clearly know their own responsibilities and to help improve the relationship between the Board of Directors and management. Including guidelines for



improvement to be in accordance with the principles of good corporate governance. Using the form provided by the company Improved from the sample self-evaluation form of the board of directors of the Stock Exchange of Thailand. as appropriate and consistent with the characteristics of the Board of Directors The evaluation criteria are as follows: performance results, policies, guidelines for correcting operations if they are not as specified, preparation before attending meetings, practice of corporate governance of the company, performance of duties. Chairman and monitoring risk management, etc. Take the results of the committee's self-assessment. Let's analyze the statistical data. and report the results of the evaluation to the Board of Directors. To lead to further action by the administration. In addition, in 2022, the company has an evaluation of every sub-committee, including the Audit Committee. Nomination and Remuneration Committee Risk Management Committee and the Corporate Governance Committee Anti-Corruption Working Group The evaluation criteria are as follows:

1. The structure and qualifications of the subcommittees are appropriate. Make work efficient.
2. Subcommittees perform their duties in meetings efficiently.
3. Roles, duties, and responsibilities of the sub-committees

**(Evaluation details are specified in Section 8.1.1 Recruitment, Development, and Evaluation of the Committee's Performance)**

## 7. Supervision of operations of subsidiaries

Board of Directors Has given approval to establish guidelines for the governance of the company and its subsidiaries to have guidelines for operations / management that are consistent and in accordance with the framework of the organization's business practices. To provide oversight of the company's operations and subsidiaries is more efficient. The Board of Directors the Executive Chairman has been designated as having authority to set policies, criteria, requirements, and methods for determining employees or any persons. To hold the position of director in a subsidiary company is specified in the company's personnel management regulations. The person who is appointed as a director of the company in the subsidiary company Has a duty to act in the best interests of the company in which he holds the position of director.

In addition, the Board of Directors Has supervised various important policies of the subsidiaries such as management policy Good corporate governance policy Operational Supervision Policy Financial accounting policy Safety, occupational health, and environmental management policy Social Responsibility Policy Personnel management policy as well as other important policies to have operations that are consistent and in accordance with the regulations and requirements of the office. SEC, Stock Exchange, and related laws

### Compliance with good corporate governance principles in other matters

The company complies with the principles of good corporate governance in its entirety. By adding practices regarding director qualifications that require no restrictions on gender. nationality or religion and setting policies on

diversity in knowledge and abilities of directors Set a time for strategic review. “Every year” The Board of Directors Organize an evaluation of the work of every sub-committee to assess its annual performance. Prepare the company's financial, accounting, tax, and budget policies. to use as the same standard, Add the scope of duties of the Corporate Governance Committee regarding social responsibility to be consistent with current duties. Arrange for an assessment of risks that may occur in every dimension, covering the assessment of corruption risks that may occur to the company. and create an organization's internal control framework with the objective of covering corruption risk assessment at the process level. and to establish a process to regularly evaluate the company's internal control system to ensure that the company is an internal control system that is adequate and appropriate for business operations. Giving importance to preventing corruption, corruption, and money laundering good practice guidelines regarding the period of refraining from trading in company securities of directors and executives using information within 30 days before the disclosure of financial statements, etc.

## 6.1.2 Policies and practices relating to shareholders and stakeholders

The company complies with the principles of good corporate governance in its entirety. By adding practices regarding director qualifications that require no restrictions on gender, nationality or religion and setting policies on diversity in knowledge and abilities of directors Set a time for strategic review. “Every year” The Board of Directors Organize an evaluation of the work of every sub-committee to assess its annual performance. Prepare the company's financial, accounting, tax, and budget policies. to use as the same standard, Add the scope of duties of the Corporate Governance Committee regarding social responsibility to be consistent with current duties. Arrange for an assessment of risks that may occur in every dimension, covering the assessment of corruption risks that may occur to the company. and create an organization's internal control framework with the objective of covering corruption risk assessment at the process level. and to establish a process to regularly evaluate the company's internal control system to ensure that the company is an internal control system that is adequate and appropriate for business operations. Giving importance to preventing corruption, corruption, and money laundering good practice guidelines regarding the period of refraining from trading in company securities of directors and executives using information within 30 days before the disclosure of financial statements, etc.

### 6.1.2.1 The Rights of Shareholders

The Company realizes the importance of shareholders' rights. With the responsibility to manage the Company with care and prudence, considering the rights and equality of shareholders and maintaining the best interests of the shareholders. by the Company's shareholders have the following basic rights:

1. Right to buy, sell or transfer shares.
2. The right to attend the shareholders' meeting.
3. The right to grant proxy to others to attend and vote at the meeting.
4. Right to propose additional meeting agenda
5. Right to receive dividends
6. The right to nominate a person to be a director.

7. The right to vote for election or removal of directors individually.
8. Right to vote on the appointment and determination of auditor's remuneration
9. The right to vote on various agendas of the Company.
10. The right to express opinions and ask questions at the shareholders' meeting and submit questions in advance.
11. Right to receive information and information of the Company sufficiently and timely
12. Facilitating shareholders to fully exercise their rights to attend the meeting and vote.

The Company places importance on and respects the rights of every shareholder. Regardless of whether the shareholders are minor, major, institutional investors or foreigners. can be summarized as follows.

1. Providing important and necessary information for shareholders about business operations clearly and in a timely manner Although some matters are not in the criteria required by law to be disclosed, if the Company deems it necessary for shareholders to be informed, such information will be disclosed through the Company's website. and the information dissemination system of the Stock Exchange of Thailand immediately

2. Organizing the 2023 Annual General Meeting of Shareholders on April 10, 2023, at 2:00 p.m., The Emerald Hotel. Panorama Room 1, 14th Floor, No. 99/1 Ratchadaphisek Road, Din Daeng Subdistrict, Din Daeng District, Bangkok the company has taken care of shareholders. Attending the meeting Receive complete convenience in meetings on various matters, which can be summarized as follows:

### Before the meeting

1. Provide opportunities for shareholders to propose matters for consideration and set agenda items. and nominate qualified persons to be considered for election as directors before the 2023 Annual General Meeting of Shareholders, along with announcing the criteria for nominating persons. and specify clear steps Between October 6, 2022, and December 31, 2022, notified through the channels of the Stock Exchange. Including publishing it on the company's website. <https://www.fpiautoparts.com/ir> in the topic of shareholder information Shareholders' meeting to show the rights given to shareholders. as well as treating all shareholders fairly and equally. by the matter proposed or the person nominated Will be considered according to the criteria set by the company by the Nomination and Remuneration Committee. Consideration will be given to selecting people with appropriate qualifications. And the Corporate Governance Committee will consider and screen matters that are appropriate to propose as agenda items according to the specified criteria. before presenting it to the Company's Board of Directors meeting to consider again. The Board of Directors The results of the consideration along with reasons will be notified to shareholders at the shareholder meeting. It appears that in 2023, no shareholder proposed an agenda. and nominate persons to be considered for election as directors to the company.

2. For all shareholders to receive clear, sufficient information and have time to study the information in advance, the company has informed the stock exchange. To disseminate to shareholders immediately after the Board of Directors on February 27, 2023, resolved to set the date for the 2023 Annual General Meeting of

Shareholders on April 10, 2023, including notifying the date for granting rights to shareholders. Hold shares in meeting attendance (Record date) on March 15, 2023, by notifying via the company website as well.

3. Disseminate the meeting invitation letter. Both in Thai and English on the company's website. in advance more than 30 days prior to the meeting date along with meeting documents Procedure for proxy Important documents used in attending meetings and convenient proxy and it's not difficult to attend the meeting, along with a map to travel to attend the meeting. and telephone numbers for convenient inquiries regarding meeting attendance, set meeting agendas Objectives and reasons for the opinions of the Board of Directors on each proposed agenda with clearly illustrated information and sent the invitation letter to shareholders in advance by mail 21 days prior to the meeting date.

4. In case the shareholders are unable to attend the meeting in person, the company Opportunity for shareholders to appoint an independent director who has no interest in the proposed agenda or any person to attend the meeting on their behalf. They can choose to use any of the proxy forms prescribed by the Ministry of Commerce that the Company provides. was delivered together with the invitation letter to the meeting which the Company It is recommended to use a form in which shareholders can determine their voting direction. Download the proxy form Both Thai / English through the Company's website for convenience and speed of the shareholders. In addition, the Company also gives the right to shareholders who attend the meeting after the chairman of the meeting has opened the meeting. Can attend the meeting and vote on the agenda that is being considered and has no resolution yet. and counted as a quorum starting from the agenda of the meeting onwards the number of shareholders attending the meeting will be recorded in the minutes of the meeting.

### Shareholders' Meeting Day

1. The Company held its annual general meeting of shareholders on Monday, April 10, 2023, at 2:00 p.m., The Emerald Hotel. Panorama Room 1, 14th Floor, No. 99/1 Ratchadaphisek Road, Din Daeng Subdistrict, Din Daeng District, Bangkok the company has considered meeting locations where shareholders can travel easily. And prepare a conference room that can accommodate many shareholders attending the meeting so that shareholders can attend the meeting and ask questions. as well as express various opinions within the same meeting room This will make the meeting run smoothly. and effective in addition, there was an exhibition to provide knowledge about the business and operating results of the company. with speakers who are employees of the company Area in front of the meeting room for shareholders to receive information and inquire about the Company's operations in various aspects, as well as prepare enough food and drinks for the number of attendees.

2. The company has established meeting procedures that are in accordance with the law. and consider convenience The rights and equality of shareholders are the main principles. By organizing meeting registration using a barcode system for convenience. Making the registration process faster and providing staff with appropriate and sufficient technology to facilitate checking shareholder documents in advance It opened for shareholders to register more than 2 hours before the meeting.

3. At the 2023 Annual General Meeting of Shareholders, there were 10 directors attending the meeting out of 11 directors, the Vice Chairman of the Board as a shareholder. It was proposed that the Chairman of the Audit Committee act as chairman of the meeting. and the chairman of every sub-committee attended the meeting along with senior executives, auditors, legal advisors Rights Protection Volunteers There were also lawyers and volunteer shareholders acting as witnesses to the vote counting, with the Chairman of the Board serving as chairman of the meeting and introducing attendees. and announced the number of attendees and the total number of shares with voting rights to the meeting. In the 2023 Annual General Meeting of Shareholders, there were a total of 63 attendees, totaling 1,119,183,857 shares from the total number of shares sold. of the Company, amounting to 1,513,029,934 shares, representing 73.96 percent. In addition, voting methods have been clarified. and count the votes for shareholders to acknowledge before the meeting begins. Chairman of the meeting the meeting was conducted according to the agenda. There were no additional agenda items other than those specified in the meeting invitation letter. Voting ballots were provided for every agenda, both agreeing, disagreeing, and abstaining from voting. The chairman of the meeting allocated sufficient time to allow shareholders equal rights to express their opinions and ask questions both on matters related to the meeting agenda and on the Company's operations. The chairman of the meeting assigned the chairman of the subcommittee. as well as the Chief Executive Officer and Managing Director and relevant senior executives answered questions from shareholders on various issues. Important questions and comments were also recorded in the meeting minutes completely.

4. The Company has granted the right to select and appoint directors whose terms have expired in accordance with the Company's regulations. It also gives shareholders the right to consider and approve remuneration for the board of directors and sub-committees. Details about each director nominated for election along with details about the remuneration of the committee and sub-committees sufficient for shareholders to use for consideration. In addition to the rights of shareholders mentioned above, the Company does not prevent or create obstacles in providing opportunities for shareholders to communicate with each other.

### After the shareholders' meeting

1. The Company has disclosed the resolutions of the 2023 Annual General Meeting of Shareholders through the news system of the Stock Exchange. Within the next business day after the meeting ends. The said resolution specifies the votes of both shareholders in favor and approval. Disagree and abstain from voting on each agenda. and prepared a report of the meeting indicating the names of directors, executives, and related persons who attended the meeting. Important clarifications, questions/answers, complete summary comments. Both Thai/English Submit to the Stock Exchange, shareholders, and relevant agencies within 14 days from the meeting date (Published on April 25, 2023) as well as published on the company's website. <https://www.fpiautoparts.com/ir> So that shareholders can check from the continuous development and improvement of shareholder meetings. In 2023, the company received the results of the assessment of the quality of the 2023 Annual General Meeting of



Shareholders at the score level of 100 points. From the project to assess the quality of shareholder meetings (Annual General Meeting: AGM) from the Thai Investors Association

### 6.1.2.2 Protection of fundamental rights and equitable treatment of shareholders

The company is aware of its duty to look after the interests of shareholders, both major and minor, and institutional investors. or foreign shareholders according to rights fairly and there is a policy that treats all shareholders equally in attending shareholder meetings and voting. Receiving information Performance and management policy on a regular and timely basis as follows

1. Give importance to every shareholder. Regardless of gender, age, skin color, nationality, religion, beliefs, political opinions. or disability Set supervisory guidelines to protect the basic rights of shareholders equally and fairly and build confidence in investing in the company. Operate efficiently to create sustainable growth for the organization In order for shareholders to receive appropriate returns on a continuous basis. and stakeholders are treated sustainably and fairly Using modern management tools that are accepted to monitor and measure results.

2. Treating and caring for every shareholder Every shareholder can make suggestions. and express opinions or report a complaint to the Chairman of the Corporate Governance Committee (Independent Director) and Company Secretary via email [o.sarayuth@gmail.com](mailto:o.sarayuth@gmail.com) The company's independent committee will be the one to screen and consider various matters. To have appropriate action such as In the case of a suggestion that the Board of Directors has considered and is of the opinion that it is beneficial to the Company's business operations, the matter will be presented to the Board of Directors' meeting. To consider setting the agenda for the shareholder meeting. In addition, channels have been provided for institutional investors. You can request information or express your opinions via email [ir@fpi.co.th](mailto:ir@fpi.co.th) which has an investor relations department. Responsible for providing information to investors. And in the case that shareholders wish to appoint a person to attend the meeting and vote on their behalf, the company has sent a proxy form in which the shareholder can specify their approval vote. Disagree or abstain from voting in each agenda as desired along with details about the names and profiles of the company's independent directors as an alternative for shareholders in granting proxies. Including specifying evidence documents and how to appoint a proxy together with the meeting invitation letter in both Thai and English

3. Strengthening good relationships with shareholders. In 2023, the company also organized activities that were beneficial to society. It also builds good relationships with the company's shareholders. By giving equal rights to interested shareholders, whether they are major or minor shareholders. We organized activities for shareholders including Organizing a shareholder visit project "Company Visit 2023" at the company office where shareholders will meet the executives Listen to business operations information Visited the company's factory location on December 23, 2023. Also met shareholders through various activities such as

1. Analyst Meeting, 5 times
2. Visiting the company's business (Site Visit) 4 times or talking with the company's executives. (Company Visit)

3. Take analysts / investors / shareholders to visit the factory at FPI AUTO PARTS INDIA PRIVATE LIMITED, a subsidiary company in India.
4. Presentation of information at the Stock Exchange of Thailand's listed company meetings with investors (Opportunity Day) 4 times (every quarter).
5. Executives gave interviews with local newspapers 5 times.
6. Issuing earnings releases 10 times (if including business plan release news and analysis news) There will be a total of 14 times)
7. Lead the executive team of the group of companies. Tri Petch Isuzu Shells Limited factory visits
8. Analysts and funds Visited the factory 2 times



Credit: <https://twitter.com/thailandinindia/status/1715262606355927250>

### 6.1.2.3 Prevention of conflicts of interest

The company has policies and procedures to prevent the use of internal company information. Directors, executives, and employees are prohibited from engaging in transactions that may cause conflicts of interest and using opportunities to seek personal benefits and/or those involved.

#### Operations in 2023

**6.1.2.3.1.** Buying-selling shares/holding securities of the company: Set a policy for directors and executives to prepare reports on buying-selling shares/changes in holding securities. To the SEC Office and must notify the

company at least 1 day in advance before trading securities Through the company secretary and report to the audit committee and report to the Board of Directors every quarter.

**6.1.2.3.2.** The company sets policies and practices regarding the prevention of inside information use for directors, executives, and employees to know and practice. The Board of Directors has determined the use of inside information to be in accordance with the law and principles of good corporate governance by specifying it in writing in the Business Ethics and Code of Conduct to prevent the use of information for trading in the Company's securities. Company or seek illegal benefits as follows:

1) Directors and executives are prohibited. Including employees who are in positions or lines of work responsible for inside information. or who can access internal information about the company Buy and sell the company's securities within 1 month before the quarterly and annual financial statements are disclosed.

In 2023, the Supervision and Inspection Department will notify by email. to the relevant persons to be informed during the raid period, and it was not found that any directors, executives, or employees were involved were trading in securities during the period that the company specified to refrain from trading.

2) Require the first 4 directors and executives of the company who wish to trade securities to notify the company at least 1 day in advance before trading securities. Through the company secretary and has a duty to report changes in securities holdings to the SEC within 3 business days from the date of the change. Through the website of the SEC Office and the secretariat reports to the Audit Committee and reports to the Board of Directors.

In 2023, there will be no directors to trade the company's securities. But there were 2 executives who traded in the company's securities, but the executives who did the transactions also reported the buying and selling. to the Stock Exchange correctly

**6.1.2.3.3** The company places importance on the use of inside information. and prevention of using inside information to take advantage of personal gain and/or Related people or doing business that competes with the company or related businesses. The company has organized training on the use of inside information of the company. and prevent the use of inside information During the period of suspension of securities trading to use the opportunity to seek personal benefits and/or those involved through the course "Ethics...and Organizational Sustainability" for executives and new employees at all levels. To gain an understanding of business ethics and guidelines for working as follows:

1) Directors, executives, and employees must maintain secrets and/or Company internal information

2) Directors, executives, and employees must not disclose secrets and/or internal information of the company. or seek personal benefit or any other person, whether directly or indirectly.

3) Directors, executives, and employees must not Trading stocks/holding company securities using secrets and/or inside information and/or entering any other legal transactions using secrets. and/or internal information of the company that may cause damage to the company whether directly or indirectly.

Guidelines: Directors and executives acknowledge their duty to report changes in their securities holdings. Including spouses and children who are not yet of legal age with the company. as well as reporting to the Office of the SEC in accordance with Section 59 of the Securities and Exchange Act B.E. 2535

**6.1.2.3.4** The Board of Directors has established criteria for directors of the Company, subsidiaries, and executives to report their own interests and those of related persons in accordance with Section 89/14 of the Securities and Exchange Act B.E. 2535 by reporting When taking office for the first time and require that the report be reviewed every year and/or every time there is a change in information. The report must be sent to the Supervision and Audit Department within 7 business days. The results have been extended to management level employees of the company and its subsidiaries. From department manager level and up and employees involved at levels lower than managers in 2023, the survey results found that there will be no executives Employees and related persons Have an interest in and transact with the company and its subsidiaries. This was reported to the Audit Committee and the Board of Directors.

**6.1.2.3.5** In the event that there is a connected transaction that is considered related, approval must be sought from shareholders. According to the regulations of the Stock Exchange and SEC. Before making a transaction, the company discloses the details and reasons for making the transaction to shareholders first. to make a transaction every time

**6.1.2.3.6** The company has established a policy that important related transactions must be considered and approved by the Board of Directors. In 2023, there will be no related transactions. That may create a significant conflict of interest.

**6.1.2.3.7** Related transactions were conducted according to market prices. And according to the normal course of business, in 2023 the company has not violated or failed to comply with the rules for conducting related transactions.

**6.1.2.3.8** Prevention of conflicts of interest The Company has a policy that prohibits directors, executives, and employees from using the opportunity of being directors, executives, or employees of the Company to seek personal gain. and/or related persons in business ethics and work practices as follows:

1. Avoid making transactions that involve yourself and/or related persons. that may cause conflicts of interest with the company.
2. In the case where it is necessary to make the transaction for the benefit of the company

#### 6.1.2.4 The Company's Role towards Stakeholders

The Board of Directors places importance on treating stakeholders equally so that they receive full, fair and appropriate rights. The Board must ensure that the Company There is a system for receiving complaints from customers and solving problems with caution and fairness. Customer information is kept secret and strict compliance with contract conditions made with partners is maintained. Conduct business with the principles of fair competition and ethics. Honest Free from corruption Treat all employees fairly and equally. We focus on developing training to increase knowledge, abilities, and potential, and provide opportunities for employees to transfer positions in order to increase work efficiency. and fair compensation is determined comparable to those in the same industry. Including strengthening the culture of better corporate governance in the organization.

**The Board of Directors has established guidelines for treatment of each group of stakeholders as follows:**

##### Shareholder:

The committee will supervise the company's business operations to be transparent and free from corruption. Considering the creation of sustainable, long-term operational growth based on the full potential and capabilities of the Company to create additional value for the Company. both in the form of increased stock value and paying dividends at an attractive rate.

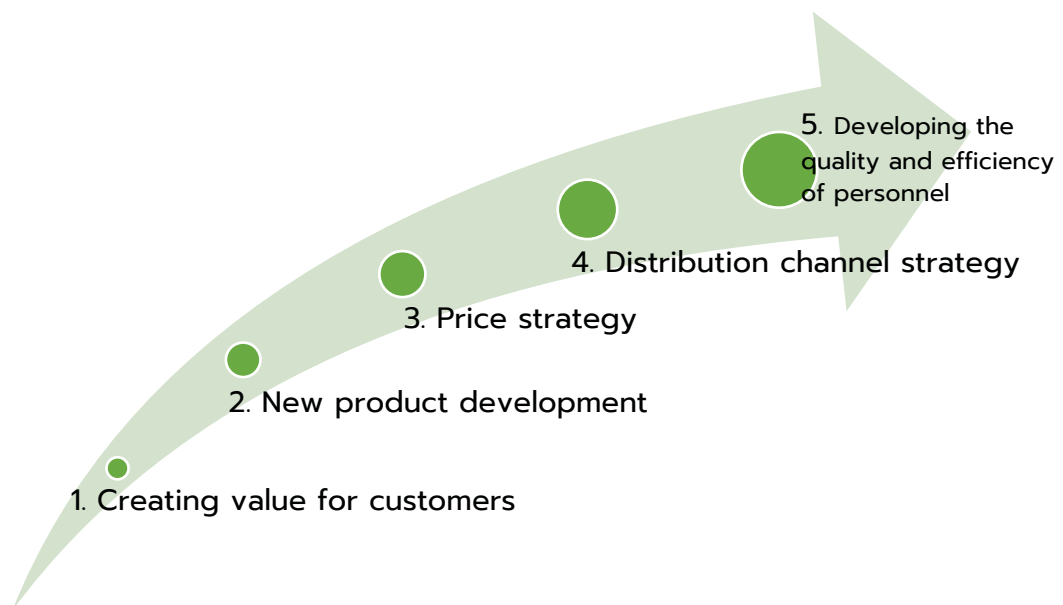
##### Employee:

Committed to developing the organization into a learning organization that enhances culture and working atmosphere Promote teamwork Give fair returns Maintain safety and maintain the working environment. Give importance to development Transfer knowledge and abilities of employees Listen to comments and suggestions from employees at all levels equally and equitably. Set and continue to cultivate organizational culture with awareness that Every employee is an important and valuable factor. Bring success, progress, and sustainable growth. The company adheres to the principles of good corporate governance. and the United Nations that respect human rights. The company has planned and determined human resource management action plans to be consistent with business operations. Adjust the management structure of the research, development, and innovation unit. To support the company's business groups linked to businesses abroad. and enhance the business context with greater size and diversity. Therefore, it is important to recruit personnel in groups that are necessary to drive the success of the organization's strategy. Prepare to recruit employees to be ready for the retirement of employees and to be in line with the expansion of the business abroad, plans have been made to expand the recruitment base. Recruit and hire both domestically and abroad through social media, including building networks abroad to be known in the labor market. and has more databases abroad. The company encourages employees to be happy at work. and have good quality of life, safety, and occupational health Including always striving to improve and strengthen organizational and personnel management capabilities. Because personnel are considered

a valuable resource for creating strong and sustainable growth of the organization, details of operations and human resource management appear in the topic. Policy for employee management and development

### Customer:

Committed to creating satisfaction and confidence for customers and the public to receive good quality products and services at reasonable prices and continuously raising standards. Including maintaining good and sustainable relationships, the company adheres to its mission to care for and develop product quality. and good service to be the best choice for customers with innovative products and services To build confidence and maximum satisfaction It is managed fairly, appropriately, transparently and can be examined. Create satisfaction and confidence for customers and the public to receive good quality products and services at reasonable prices. and continuously raise the standard to be higher Including maintaining good and sustainable relationships with the company. Responsible for taking care of customers in buying and selling raw materials and various products. Through various activities Including creating marketing excellence (Marketing Excellence) that focuses on the customer as the center in 5 areas:



Customer Satisfaction Survey In 2023, the company has improved and created a satisfaction measurement measure. To meet international standards and compare with the same industry As for the results of the Customer Satisfaction Survey in 2023, it was found that the average satisfaction was 80.05%, which can reflect success in strengthening relationships and responding to customer needs at a good level. Building good relationships with customers, the company regularly meets/visits customer businesses. To listen to opinions and exchange industry information with customers To provide information for customers to use in their business operations, as well as arrange for customers to visit the factory and production process. In order for customers to have confidence in the production process and product quality control of the company. and arrange for receiving and managing complaints



about products/services and carried out systematically so that customers receive a quick response. There are several channels, including websites, emails and telephones, and guidelines for solving and preventing problems that may occur in the future. Along with continuous monitoring and evaluation of the management of customer complaints. To use the results to develop and plan future business operations.

#### Partners:

The company considers equality and honesty in conducting business. Maintain mutual benefits with partners by strictly following the laws and rules set together. and has business ethics. The Company has business ethics in sourcing and treating business partners. Criteria for selecting and treating business partners fairly Including organizing company regulations Regarding the procurement of products in order to make operations related to products to be flexible. effective There is good control and inspection. and be able to conduct business with trading partners appropriately and have regulations and practices that are responsible to trading partners Including coordinating the interests of both parties in a fair and transparent manner. In addition, the company also considers equality and honesty in conducting business and maintaining mutual benefits with trading partners. By strictly following the laws and rules that are jointly set, including developing the quality of products and services. There is a warranty for products and services. There is complete disclosure of information about products and services. There is a system for receiving and managing complaints about products and services. There is a survey of partner satisfaction. Organize activities to provide knowledge and strengthen good relationships with trading partners. and determine the code of conduct of purchasing agencies.

The company takes into consideration not receiving or paying any benefits. that is dishonest in trading with trading partners in the Good Corporate Governance and Business Ethics Manual And the policy for supervising operations to be in accordance with laws, rules, and regulations (Corporate Compliance Policy) requires employees to comply with the law on prevention and anti-corruption (Corruption), giving or receiving bribes. (Bribery) with officials of government agencies or private sector agencies Both inside and abroad It is considered that any action Violating the said law is incorrect and does not comply with the work supervision policy. Personnel at all levels You must resist and refrain from doing that. and must perform duties with transparency for the benefit of the company or companies in the group only to prevent conflicts of interest and must not encourage other people to act or refrain from doing anything which is against the said law as well. The company has signed a written sales contract. and the contract is strictly followed. In addition, there are continuous meetings with trading partners. To develop and improve joint operations as well as finding solutions to problems in cases where conditions cannot be complied with, the company intends to solve problems in cases where conditions cannot be complied with. towards

trading partners by organizing meetings to find the causes of problems and find solutions together by that solution It must be a way for all parties to be satisfied together and proceed with solving the problem until it is completed. along with finding ways to prevent such problems from occurring again.

The company has procedures and procedures for selecting business partners. or contractor Project organization or guidelines for combating corruption Including supporting activities that promote and instill all employees to comply with the law. and related regulations

### Creditor

Adhere to fair practices according to the conditions and responsibility to creditors Including timely repayment The company treats creditors responsibly, fairly and adheres to good practices according to guidelines. The contract terms and financial obligations are strictly enforced. Especially the guaranteed conditions Capital management, debt repayment, and fairness to creditors Including timely repayment as well as not using dishonest methods to conceal information or facts that will cause damage to creditors in the event that one of the conditions cannot be complied with. Must notify creditors in advance to jointly consider finding solutions The company Has focused on disclosing information to stakeholders. Emphasis is placed on accuracy, completeness, speed, and transparency of the information disclosed. It consists of financial and non-financial information and the Company has not filed any lawsuits regarding defaults on debt payments. from every creditor

### Commercial competitor

The committee will take care of the company. Conduct business based on free, fair competition, straightforwardness, and honesty. Free from corruption, not destroying, damaging, obstructing, obstructing, or limiting the business operations of competitors. The board of directors must take care of the company. Act within the framework of the rules of good competition. Do not seek confidential information of business competitors through dishonest or inappropriate means, such as giving bribes or bribes to employees of competitors, etc. and do not destroy the reputation of business competitors by making malicious accusations.

### Investor

The board will ensure that the company Disclose accurate, complete, and sufficient information for investors to make decisions within the timeframe or at an appropriate time.

### Government agency

The board of directors will take care of the company. Conduct business by strictly adhering to the laws, rules, regulations, and regulations of relevant government agencies. and provide good cooperation with government agencies by assigning the legal department to review the legal register every 6 months and evaluate compliance with legal regulations every time after the legal register is updated. To confirm correctness and ability

to practice Whether it is consistent or not, in 2023, the company reviewed the legal register and practices a total of 2 times and found no inconsistent practice issues.

## Community, Society, and environment

The committee will take care of the company. Conducting business in conjunction with Corporate Social Responsibility, providing support and assistance in various activities. To promote and develop the quality of society and the environment in a sustainable way. Including building good relationships with communities where the company operates. located as well as the surrounding community. In addition, the committee will oversee that the company Various activities are revealed. and promoting employee participation in the company's social and environmental responsibility in Report 56-1.

### 6.1.2.5 Disclosure and Transparency

The company has a policy of disclosing data and information. Both financial information Important general information regarding the Company's business and operating results. that corresponds to reality Complete with important information Sufficient, reliable, straightforward, and timely, thorough, and equitable and demonstrates the status of the business. and the actual financial status of the company Including the direction of the company's business operations in the future so that shareholders and stakeholders can access information on various matters. Conveniently and quickly in both Thai and English. By disclosing information through the SET Portal system of the Stock Exchange and the website [www.fpiautoparts.com/ir](http://www.fpiautoparts.com/ir), the company adheres to the laws, rules, and regulations. Set by the Office of the SEC and the Stock Exchange and other agencies of the state strictly and follow up on changes regularly to ensure that what the company The practices are accurate and are a guarantee for shareholders to believe in conducting business that is transparent, correct, and straightforward, with Investor Relations (IR) and the Company Secretary (Corporate Secretary) taking care of it. Information and answering questions.

## Operations in 2023

1 Send quarterly and annual financial reports which have been unconditionally certified by the auditor. To the Office of the Securities and Exchange Commission/Stock Exchange of Thailand within the specified period. The Company has no history of being ordered to amend financial statements by the Securities and Exchange Commission and the Stock Exchange of Thailand.

2 Disclose information in the annual report and the company's website in its entirety, such as the shareholding structure Information about directors and executives Vision and Mission Nature of business Corporate Governance Policy Social responsibility policy, financial statements, analysis from analysts, various institutions, annual reports Sustainability report Annual data display form shareholder meeting List of major shareholders, news to inform the Stock Exchange and news from printed media

3 Reveal policies and criteria for remuneration of directors and executives.

4 Revealing the roles and duties of the Board of Directors and sub-committees. Number of meetings and the number of times each director attended meetings in the past year, including training and continuous professional knowledge development of the Board of Directors in the annual report.

5 Disclose information regarding shareholdings of directors and executives, both direct and indirect. and set a policy for directors and executives to report the following matters:

(1) Buying-selling shares/holding securities of the company: Set a policy for directors and executives to report changes in securities trading to the SEC and must inform the company promptly. Less than 1 day in advance before trading securities through the Supervision and Inspection Department and report to the Audit Committee every quarter. The Audit Committee will consider securities holdings. and report to the Board of Directors every quarter.

(2) Report on directors' interests. and Executives: The Company has established a policy for directors and executives to prepare reports on the interests of directors and executives to prevent conflicts of interest among directors and executives. Through the Supervision and Audit Department and report to the Audit Committee every quarter. The Audit Committee will consider related transactions and reports of interest and report them to the Board of Directors every quarter.

6 The company has established a policy for important related transactions to be considered and approved by the Board of Directors. In 2023, there will be no related transactions. that may cause a significant conflict of interest.

7 The company has appointed a certified public accountant who has been approved by the 2023 Annual General Meeting of Shareholders, which has considered the selection of the auditor. by the auditor Has qualifications that do not conflict with the regulations of the Stock Exchange of Thailand and has an audit fee for the year 2023 (Audit fee) in the amount of 2,300,000 baht (two million three hundred thousand baht) which is more than 2022 (2,000,000.00 baht). independent and has no relationship and/or interest in the company/subsidiary/executive/major shareholder or persons related to such persons.

**note\***

1. The auditor from Grant Thornton Company Limited has acted as an auditor for the company for 3 years.
2. For overseas subsidiaries, the company uses a different auditor's office. The committee will ensure that financial statements can be prepared in time.

8 Disclose information about directors and executives on the company's website, including names, positions, positions held in listed companies. and other companies, education, training, holding shares in companies Work experience meeting attendance Length of tenure and photos.

9 The Board of Directors has established a policy to prevent the use of inside information. By setting measures to prohibit the use of opportunities or information obtained from being a director, executive or employee for personal gain. or doing business that competes with the company or related businesses Including not using inside information for your own benefit in trading the company's shares. or provide inside information to other people for the benefit of trading the Company's shares. in the company's business ethics manual and trading in securities is prohibited at least 1 month before information on the company's operating results is available. and/or inside information will be disclosed to the public through the news system of the Stock Exchange of Thailand. and directors and executives must report Holding securities for the first time and reporting changes in securities holding to the Office of the SEC in accordance with Section 59 of the Securities and Exchange Act B.E. 2535

10 The Company's Board of Directors has established criteria for directors of the Company, subsidiaries, and executives to report their own interests and those of related persons in accordance with Section 89/14 of the Securities and Exchange Act B.E. 2535 and stipulates that There is a review of the report. Within January of every year and/or every time there is a change in information. The report must be sent to the Supervision and Audit Department within 7 business days and reported to the Audit Committee. To inform the meeting of the Board of Directors.

11 Establish an investor relations department. To be a channel for communicating a variety of information and answer questions from investors and the media by contacting them via electronic mail at [ir@fpi.co.th](mailto:ir@fpi.co.th) and by telephone 02-9934970-7 ext. 108

## Disclosure and Transparency

1. The board of directors will oversee the company. Disclose both financial and non-financial information related to the company's business and operating results. that is accurate, complete, adequate, reliable, and timely, showing the true status of the business and financial status of the Company. so that the stakeholders of the company Receive adequate information through various channels. that can access information equally Including the company's website Both in Thai and English formats.

2. The Board will ensure that the Company discloses important information to the public in accordance with the principles and disclosure requirements of the Stock Exchange of Thailand, the SEC Office, including the principles of good corporate governance in its entirety.

3. The Board places importance on managing relationships with both institutional and retail investors in the country and abroad. Accuracy and completeness will be considered. Quality and adequacy of the company's information disclosed to investors securities analysts, etc. to be accurate and transparent Thorough and up to date The committee will oversee the management of the company. Has regular meetings with investors and securities analysts. By organizing meetings to explain operating results, in 2023, they were conducted a total of 4 times, as well as regularly attending seminars with investors and securities analysts both domestically and abroad. To create confidence in the company's operations. including building good long-term relationships

4. The committee will take care of the company. Prepare management discussion and analysis (MD&A) to accompany the disclosure of financial statements every quarter so that investors can receive information and understand changes that have occurred in the financial position and operating results. of the company each quarter better than the numerical information in the financial statements alone.

5. The Board will establish an Investor Relations department to communicate with investors. General securities analysts, etc., to receive information about the company. Both financial and general information of the company are accurate, complete, timely and in accordance with the law. or various regulations to be useful in making investment decisions, build confidence and create a good image for the company.

6. The committee will take care of the company. Reveal general information of the company on the company's website or annual report Both Thai and English formats to allow shareholders, investors, the public, or interested parties to conveniently access company information with the following minimum information:

1. Vision and mission of the company
2. Nature of the Company's business operations
3. List of directors and executives
4. Financial statements and reports on financial status and operating results, both current and previous years.
5. Report 56-1, One Report format (annual report) that can be downloaded.
6. Any other information or documents that the company presents to analysts. Fund Manager or various media.
7. Subsidiary structure
8. Shareholding structure of the group of major shareholders, both direct and indirect, who hold shares of more than 5 percent of the total number of shares sold and have voting rights.
9. Shareholding by directors and senior executives
10. Invitation to general and extraordinary shareholders' meetings
11. Company regulations and memorandum of association
12. Corporate Governance Policy and anti-corruption policy



13. The Company's risk management policy, information technology supervision and management policy
14. Roles, duties and responsibilities of the committee and sub-committees
15. Code of Ethics for Directors and Employees
16. Agency contact information or the person responsible for investor relations, such as the name of the person who can provide information Telephone number Information about the person responsible for company secretary work.
17. Other information according to the principles of good corporate governance or related official regulations.

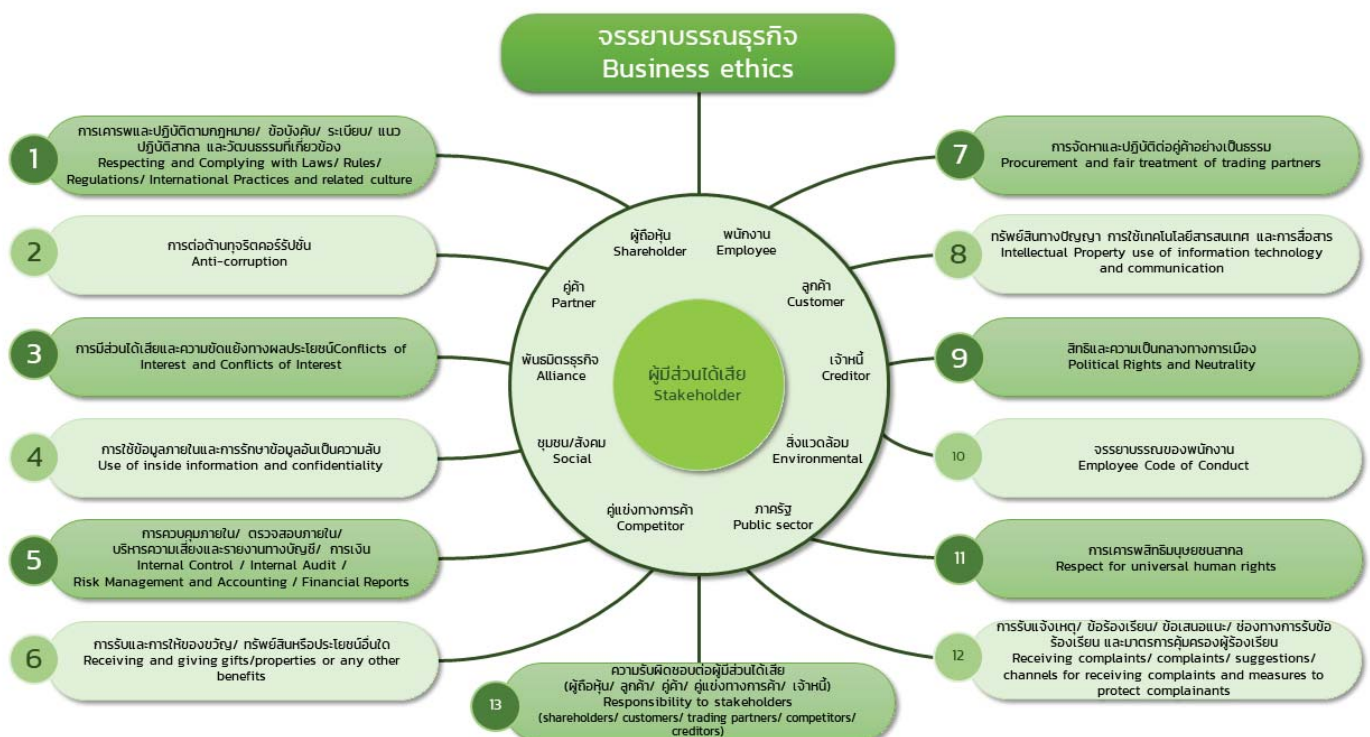
#### **Risk management internal control and internal audit.**

The company has established a risk management and internal control system. For operations to achieve their objectives, including obey the law Related regulations and reduce the risk of corruption There is an internal audit system to ensure that the system is in place to help achieve the objectives and goals that have been set.

## 6.2 Business ethics

### 6.2.1 Policy of business ethics of the Company Guidelines related to business ethics

The company has reviewed and improved the code of conduct for business operations. to prevent conflicts of interest Insider Trading and Confidentiality and use of technology information and communication It also promotes compliance with business ethics on important issues continuously as follows:



#### 1. Respecting and following laws/rules/rules/international guidelines and related culture.

- Strictly comply with the laws that govern business operations as well as customs, customs, traditions, and cultures of each locality. Moreover, they respect the principles of human rights. According to laws and international standards

#### 2. Anti-corruption

- Set policies and guidelines for strict compliance with the anti-corruption policy, including organizing training to provide knowledge. Establish risk management and audit processes. As well as supporting the creation of an organizational culture for directors, executives, and employees to adhere to honesty. Honest and righteous

### **3. Interests and Conflicts of Interest**

- Executives and employees should not do anything, which is a conflict of interest with the company, which includes activities or actions that may cause damage to the company. Lose benefits or receive less benefits than you should or share benefits from the company.

### **4. Use of inside information and keeping confidential information**

- Directors, executives, and employees who are aware of significant inside information that may affect the price of securities. Information must be kept with care and kept safe and not disclosed to unrelated and irresponsible persons. Including not using inside information. Confidential information of the company or affiliated companies for the benefit of oneself or another person illegally.

### **5. Internal control/internal audit/risk management and accounting/financial reporting**

- Disclose data and information. Both financial information. Important general information regarding the Company's business and operating results, that corresponds to reality. Complete with important information. Sufficient, reliable, straightforward, and timely, thorough and equitable and demonstrates the status of the business, and the actual financial status of the company. Recording accounting transactions. Preparation of reports and financial statements. Must be accurate and consistent with the facts according to accounting standards, and can be checked.

### **6. Receiving and giving gifts/property or any other benefits**

- Not calling, not accepting, or agreeing to receive. Including giving or offering to give inappropriate things such as money, items or any other benefits to customers, business partners, contractors, distributors. Sellers of goods and services to the company or any other person doing business with the company.

### **7. Providing and treating trading partners fairly**

- Relationship between buyers and sellers. It should be in the form of building confidence in each other. With honesty, integrity, and fairness, we should treat each other politely.

### **8. Intellectual property use of information technology and communication**

- Does not infringe on intellectual property rights. It will comply with laws and guidelines related to the use of technology. Company information strictly and bring technology. Information is used as part of creating business opportunities and operations.

## 9. Rights and political neutrality

- Respect the expression of opinions and political expression according to the democratic form. and encourage executives All employees exercise their political rights correctly and transparently.

## 10. Employee Ethics

- Perform duties responsibly, honestly, and carefully to protect the interests of the company. Comply with laws, rules, regulations, criteria, goals, and plans. Including not operating a business or participating in activities of the same nature and is in competition with the Company's business.

## 11. Respect for international human rights.

- Respect human rights principles of everyone equally Without discrimination or inferiority, disrespect, or disdain, must be respected, given importance, and given rights and equal opportunities. Regardless of whether there are laws or regulations prescribed or not.

## 12. Receiving reports/complaints/suggestions/channels for receiving complaints and measures to protect complainants.

- Any action of the company, directors, executives, employees, if it is incorrect, unfair, or creates distress for any person. person who has suffered Seeing incorrect actions Complaints can be made through the channels specified by the company.

## 13. Responsibility to stakeholders (shareholders/customers/partners/competitors/creditors)

- Treat stakeholders equally so that stakeholders receive full, fair and appropriate rights and strictly comply with contract conditions given to trading partners. Conduct business with the principles of fair competition and ethics. Honest Free from corruption as well as conducting business by considering duties and responsibilities to society, the environment, and the public interest.

### 6.2.2 Conflict of Interest Prevention

Board of Directors He determines the management tools. To ensure that the business is managed efficiently and transparently for the maximum benefit of the company. Therefore, policies and guidelines have been established for considering transactions that have or may have conflicts of interest. in the Company's Good Corporate Governance and Business Ethics Manual for directors, executives, and employees to abide by Including setting criteria for directors and executives from the executive committee level and up and persons holding positions related to finance According to the regulations of the SEC Office, they must report their own interests and those of related persons to the Company. Employees have a duty to report transactions that may have conflicts of interest annually. which when there is a transaction that may have a conflict of interest Those who have an interest in that matter must report it to the Company immediately. The Company is careful and considers

compliance with the rules for conducting connected transactions. or related transactions without making any connected transactions. that violates the rules of the SEC and the Stock Exchange of Thailand

The Company has established measures to prevent conflicts of interest as follows:

1. Directors, executives, employees, and related persons Avoid financial involvement. and/or relationships with other third parties. which will result in the company Must lose interest or causing a conflict of interest.

2. Directors, executives, and employees who have interests that may have conflicts of interest in the process of hiring, selecting, deciding, or approving any item. Must report to supervisor or those involved in the approval know by using the company's conflict of interest report form. or avoid participating in that process.

### 6.2.3 Preventing the use of insider information for profit

1. The board of directors will oversee the company. There are written policies and guidelines for preserving and preventing the use of information within the company. This includes information that has not yet been disclosed to the public which is material to changes in the price or value of securities. and ensure that there are serious practices to prevent directors, executives, and employees in positions or status who could gain access to the Company's internal information. Including related persons according to the definition set by the authorities. To take advantage of that information for oneself or others, such as trading securities before the information is publicly disclosed. Using information or secrets of the company / customers to do business in competition with the company / customers of the company or taking advantage of authority in an illegal way.

2. The committee will appoint directors. Executives from the level of the Executive Chairman Executive Committee Managing Director or Assistant Managing Director Chief Financial Officer Chief Operating Officer, Executive, Financial Accounting Manager Has a duty to disclose information and report holdings of securities issued by the Company, including oneself, one's spouse, and minor children. to the Office of the Securities and Exchange Commission (SEC), including reporting changes in holding such securities every time such securities are bought, sold, transferred, or received. According to the report form and within the period specified by the SEC Office.

In addition, the company secretary Has a duty to prepare a report on the Company's shareholding of directors, executives, and their spouses and minor children to the Board of Directors for information. and prepare a report summarizing changes in the Company's securities holdings of the directors, the executive chairman. Executive committee Managing Director or Assistant Managing Director Chief Financial Officer Chief Operating Officer and executives, including their spouses and minor children It must be disclosed in the annual report 56-1 One-Report.

## 6.2.4 Anti-fraud and corruption

The company has established a business code of ethics to combat all forms of corruption in the good corporate governance policy and campaign. Continuously emphasize the fight against corruption within the organization through various channels. To confirm the intention of doing business. In accordance with relevant laws and regulations under the principles of good corporate governance, without accepting any form of corruption, covering every business and transaction in every country and related agency. In addition, anti-corruption measures have been established for compliance. According to this policy, there will be regular reviews of operational measures. To comply with changes in the law business and maintain the reputation of the Company by emphasizing that all directors, executives, and employees comply with this policy. Including implementing related measures with subsidiaries, which the company has been certified as Thailand's Private Sector Collective Action Coalition Against Corruption (CAC: Thailand's Private Sector Collective Action Coalition Against Corruption). The company has set guidelines as follows.

1. Establish a corruption risk assessment project to analyze and assess the risk of corruption opportunities. and the potential impacts of corruption in various processes within the organization by using risk assessment tools developed from Risk Assessment of Enterprise Risk Management (ERM) to take such information into consideration in determining measures. internal control and internal investigation of corruption and corruption to be useful in supervising, monitoring, controlling, and reducing the opportunity for corruption within the organization.

2. Review anti-corruption measures and assessment of corruption risks. in the existing operating procedures of the company by internal departments with related responsibilities to be complete and up to date consistent with changing situations and risks and report to the Audit Committee and the Board of Directors received information in order

3. Improve the complaint receiving system (Whistleblower System) by adding channels for receiving complaints and establishing a work system that collects complaints to be more efficient. To be in line with the criteria of Thailand's Private Sector Collective Action Coalition Against Corruption (CAC).

4. Promote and communicate, create knowledge and understanding to make employees aware of the importance of anti-corruption, along with guidelines for anti-corruption for executives and employees.

5. Communicate with the company's customers/partners. In the matter of combating corruption, corruption and not asking for/not accepting gifts or other benefits through the Supplier Conference for those who do business with the company. Be informed and have practices that are consistent with the company's policy.



## 6.2.5 Whistleblowing

The company has established a policy for all groups of stakeholders to report clues or complaints about inappropriate actions. Violation of rights Violating the law or ethics Incorrect financial reports or the company's defective internal control system, including having a policy to protect whistleblowers, The complainant can choose not to reveal himself. The recipient of the complaint will keep the information confidential and disclose it as necessary, considering the safety and damage of the complainant. And those who have suffered damage will receive relief from the damage through an appropriate and fair process. (Details regarding receiving notifications published on the company's website)

The Company has provided measures and channels for whistle blowing or complaints to stakeholders from all sectors. They can report clues, complaints, as well as express their opinions to the Company. through the following channels

**Mail: Company Secretary / Managing Director / Audit Committee**

**Fortune Parts Industry Public Company Limited**

11/22 Moo 20 Nimitmai Road Lumlukka,

Lumlukka, PathumThani.

1	2	1	5	0
---	---	---	---	---

Tel: 02-993-4970-77 Ext. 108 (Company Secretary)

Fax: 02-993-0602 Website: [www.fpiautoparts.com](http://www.fpiautoparts.com) Email: [o.saryuht@gmail.com](mailto:o.saryuht@gmail.com)

**In the case of employees**, they can report clues or make complaints through supervisors they trust. agencies directly responsible for that matter or executives in charge of regulatory bodies

Channels to directly contact the Audit Committee/Board of Directors

**Stakeholders** who wish to contact the Audit Committee / Board of Directors You can make a complaint through.

Channel 1 The Company's Audit Committee	Channel 2 Company Secretary or a group of persons assigned by the Board of Directors
Mr. Suthanai Presertsan <a href="mailto:Tam.prasertsan@gmail.com">Tam.prasertsan@gmail.com</a>	Mr. Sompol Tanadumrongsak <a href="mailto:paulfpi@hotmail.com">paulfpi@hotmail.com</a>
Mr. Anant Gatepithaya <a href="mailto:gatepithaya@gmail.com">gatepithaya@gmail.com</a>	Dr..NussaraTanadumrongsak <a href="mailto:apple_fpi@hotmail.com">apple_fpi@hotmail.com</a>
Mr. Pumipat Sinacharoen <a href="mailto:pumipatsina@gmail.com">pumipatsina@gmail.com</a>	Mr. Sarayuht Ouybuan <a href="mailto:o.saryuht@gmail.com">o.saryuht@gmail.com</a>

### **Actions when receiving complaints.**

The company has prepared and announced operating procedures in accordance with the complaint policy. (Whistleblower Policy Procedure) consists of the following main processes:

1. Screening of complaints the assigned agency considers important information according to the policy. and steps even in the case of an interesting card If the information is reasonable and the evidence is clear, it will be considered. and report to the interested person who made the complaint.
2. Fact checking Consider preparing a report on the results of the investigation. with comments and suggestions Propose to the Chief Executive Officer Consider giving orders as appropriate.
3. Consideration of orders Executive Chairman Consider ordering the establishment of an investigation committee for complaints that have grounds. According to the company's work regulations to be fair to all parties.
4. Reporting of complaints that have been resolved Will report to the interested person who made the complaint. In the case that the complainant has provided contact information Including reporting to the Corporate Governance Committee and Audit Committee for acknowledgment.

### **Measures to protect complainants or those who cooperate.**

Complainant or person who cooperates in the investigation Investigations will be protected according to the criteria and in accordance with the policy for receiving complaints as follows:

1. Complainant or interested person or who cooperates in good faith at every step of the audit and investigation process will be protected or not retaliated against against the complainant. (non-Retaliation)
2. Information about the complainant and related persons will be kept secret. (Confidential) according to the company's regulations regarding the determination of levels of secrecy and security regarding documents.
3. Complainants or those affected will receive treatment and relief according to the Company's appropriate procedures.

In 2023, there will be no whistleblowing. or complaints related to violations of the law or ethics Violation of rights Incorrect financial reports Fraud and corruption or internal control system the company's shortcomings to the said channel.

## 6.3 Major changes and developments of Policy, Practice, and System of Corporate Governance for the past year

### 6.3.1 Significant changes and developments regarding the review of policies, practices, corporate governance systems and charter of the Board of Directors for the past year

#### 1. Establish a format and guidelines for evaluating compliance with the personal data protection policy.

The Corporate Governance Committee determines that the management Evaluate compliance with the personal data protection policy. To be consistent with policies and practices that are consistent with legal principles By making an assessment of work activities related to the use of personal information in activities that are under their own responsibility To verify that Operations are in accordance with criteria and regulatory measures. and management of personal information specified or not which is the result of the evaluation by the regulatory agency internal auditor There was no evidence of an action causing the violation. or at risk of violating the law regulations in any way

#### 2. Apply the management principles of the Circular Economy system to the organization.

The company has taken steps to preserve and create value from the resources available in the system for as long as possible. Through reversing product value according to the 7Rs principle, consisting of Replacement, Reduce, Reuse, Recycle, Repair, Recovery and Remanufacture. It is a tool for managing the technical cycle "Technical Cycle" in using limited natural resources as little as possible and releasing waste from the system as little as possible. Using the circular economy management system as a guideline to drive the Sustainable Development Goals of the United Nations (Sustainable Development Goals: SDGs) in joint action as follows:

1. Promote the circular economy management system throughout the business value chain in elevating the organization to neutrality. Carbon Neutrality

2. Promote the use of technology and innovation within the organization. Production process and products that use limited natural resources as little as possible and release waste from the system as little as possible.

3. Promote collaboration with stakeholders to create value and value throughout the product life cycle assessment from acquisition. which raw materials, production processes, transportation, use, reuse and waste management of products after use

4. Upgrade low-carbon products and production processes from waste materials or renewable energy to elevate the organization to Zero Waste to Landfill and creating value from waste materials (Waste to Value) according to the 7Rs principle.

5. Raise the level of sustainable procurement in business value chain management according to purchasing standards that take economic, social, energy and environmental aspects into account.

6. Raise standards for traceability of plastic recycling and assessment of recycled ingredient compliance.

7. Develop the knowledge and abilities of personnel to be consistent with the internal and external context of changes in technology and consumer behavior. Customer requirements Regulations for the continuous application of the circular economy system

8. Promote, communicate and support cooperation in circular economy management to stakeholders. and society in implementing the systemIntegrating circular economy management into routine work into organizational culture and achieving the Sustainable Development Goals (SDGs) together.

### 6.3.2 In the event that the company has not yet implemented the principles of good corporate governance for listed companies 2017 (CG Code) on any matter.

Applying the Principles of Good Corporate Governance for Listed Companies 2017 (CG Code) every year, the company reviews the appropriateness of compliance with the CGCode of listed companies. Year 2017 issued by the SEC Office and applied to suit the business context of the Company for the year 2023, the Company has Follow the CGCode as mentioned, except in the following matters.

1. The Chairman of the Board is not an independent director. Because the automotive parts business is highly competitive. Therefore, we need a leader who has the ability. Has experience, knowledge and understanding of automotive parts equipment. There are a lot Including having good relationships with customers in various groups. both inside and outside the country for a long time Even though the chairman of the board is not an independent director But the company There is an adequate internal control system. There is a mechanism for operations that has balance of power and transparency. It is based on the principles of good business governance and has always performed its duties by taking into account the interests of its stakeholders.

2. The company has independent directors. whose term of office exceeds 9 years from the date of first appointment to the position of independent director Due to the nature of the company's business It is complex and therefore requires independent directors. who have specialized knowledge and expertise They also have a thorough understanding of the company's business. which takes a long time to learn and understand and although the company's independent directors Will hold the position for more than 9 years, but with the qualifications and honor of each independent director. As a result, all independent directors There is still independence in performing duties very well. However, the company It has determined that the maximum term of office of the independent directors consecutively shall not exceed 9 years, except for the shareholders' meeting, which will be considered based on reasons. and necessity as proposed by the company and approve the selection of independent directors who have held the position of independent directors continuously for more than 9 years, who will continue to be independent directors

### 6.3.3 The company may disclose information on other matters according to the principles of good corporate governance to support various assessments

The Company and its subsidiaries have reviewed and implemented To level up and improve policies and practices according to Principles of good corporate governance every year In order to have standards according to Principles for governance of business within the country and at the international level include: Principles of Good Corporate Governance for Listed Companies Member of the Securities and Exchange Commission and the stock market and the Stock Exchange of Thailand Criteria according to the project to survey business supervision of Thai registered companies (CorporateGovernance Report of Thai Listed Companies – CGR) of the Thai Institute of Directors Association (IOD).

The Company and its subsidiaries received evaluation results regarding business supervision and various awards as follows:

1. Received the results of the survey on corporate governance of Thai listed companies (CGR) in 2023 by the Thai Institute of Directors Promotion Association (IOD) level 5 stars or excellent criteria (Excellent) have been in contact for the 4th year. In addition, the company is still in the group with a high score. The best (TopQuartile) of companies with market value (Market) Capitalization) size 3,000-9,999 million baht and up
2. The organization of the annual general meeting of shareholders received 100 points from the results of the evaluation of the quality of the annual general meeting of shareholders 2023 (AGMChecklist) by the Investors Promotion Association. Thai



Companies with Excellent CG Scoring by alphabetical order







No	Symbol	Public Company Limited	No	Symbol	Public Company Limited
121	FE	FAR EAST FAME LINE DDB	141	HARN	HARN ENGINEERING SOLUTIONS
122	FLOYD	FLOYD	142	HENG	HENG LEASING AND CAPITAL
123	FN	FN FACTORY OUTLET	143	HMPRO	HOME PRODUCT CENTER
124	FPI	FORTUNE PARTS INDUSTRY	144	HPT	HOME POTTERY
125	FPT	FRASERS PROPERTY (THAI) AND	145	HTC	HAAD THIP
126	FSX	FINANSIA X	146	ICC	I.C.C. INTERNATIONAL







## Corporate Governance Structure

-  Corporate Governance structure
-  BOD. information
-  Subcommittee information
-  Executive management information
-  Employee information
-  Other important information





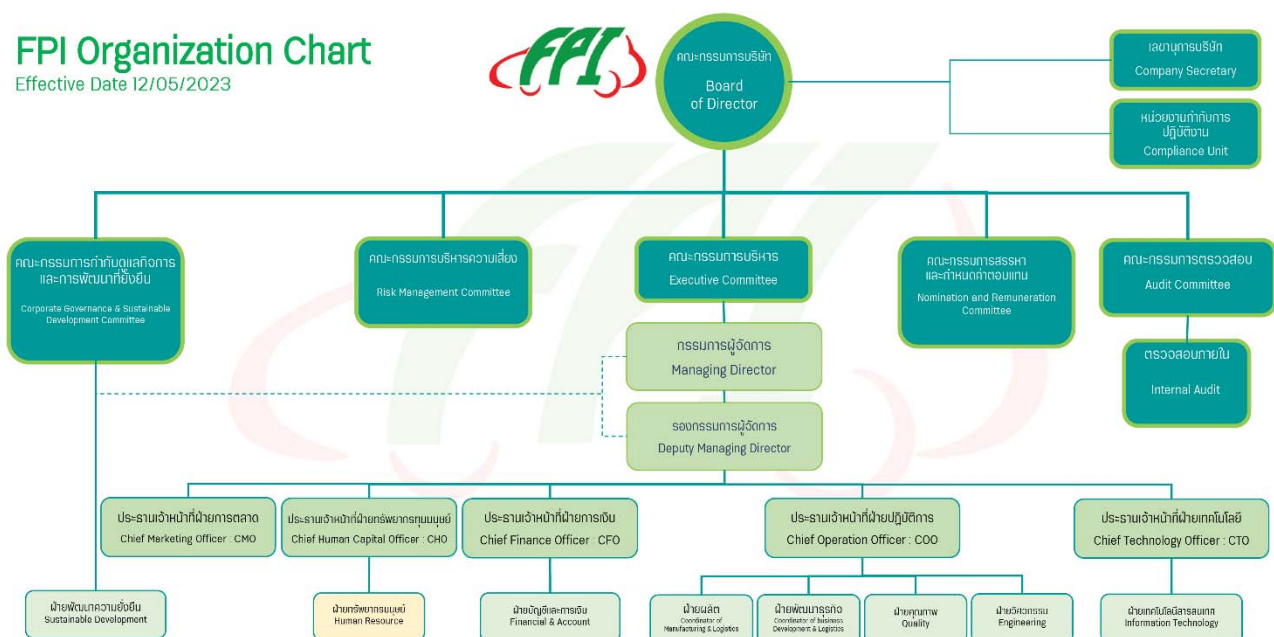
## 7. Corporate Governance Structure

### 7. Corporate Governance Structure and important information about the board sub-committees, executives, employees, and others

#### 7.1 Corporate Governance Structure

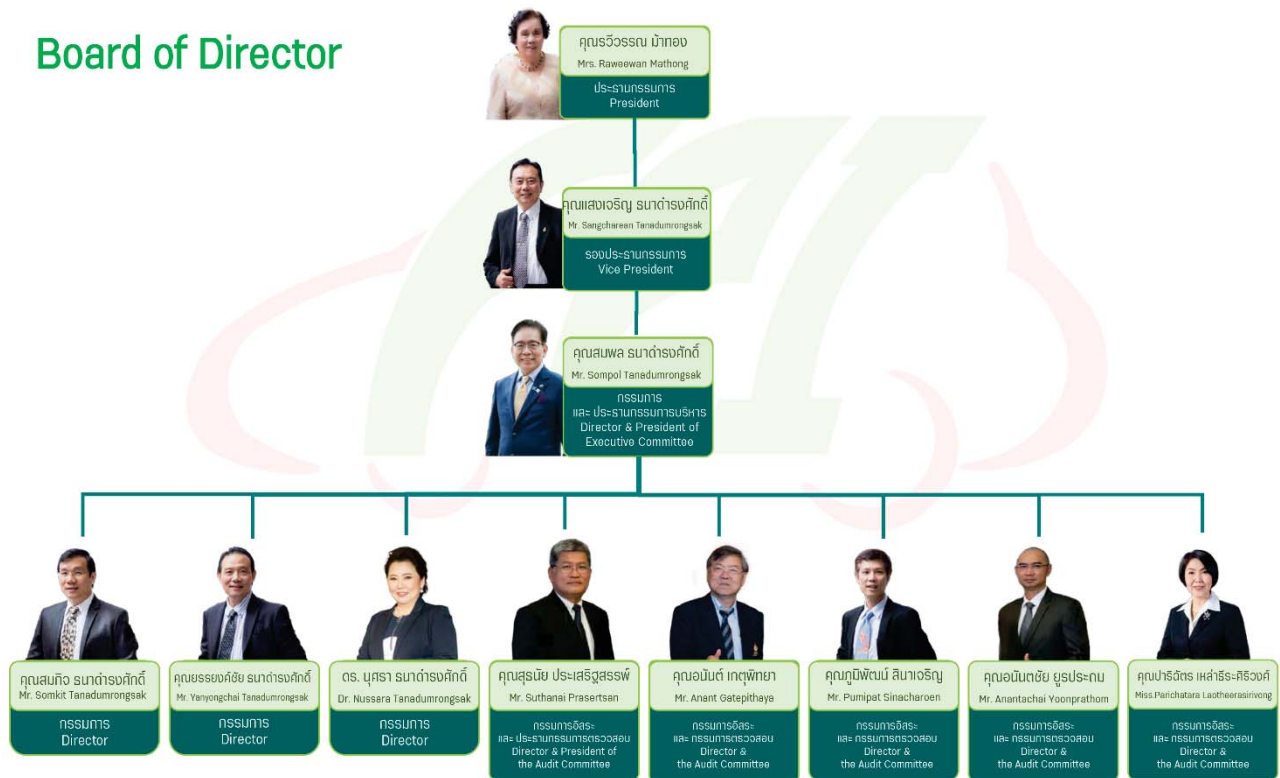
The Board of Directors and executives perform their duties for the benefit of the Company, and shareholders which have a clear management structure, checks, and balances, and can be audited. The board has followed up and supervised the management to carry out operations in accordance with the company's policies, plans, and strategies, including the separation of roles and responsibilities between the board and Management clearly the company's management structure consists of the company's board of directors, and another 7 sub-committees, namely the Audit Committee Nomination and Remuneration Committee Executive Committee Risk Management Committee Corporate Governance and Sustainability Development Committee the Anti-Corruption and Corruption Working Group and the management team have all the qualifications according to Section 68 of the Public Limited Companies Act B.E. 2535 and according to the relevant announcements of the Capital Market Committee. Details of the company's management structure are as follows.

**FPI Organization Chart**  
Effective Date 12/05/2023



## 7.2 Information of the Board of Directors

### Board of Director



### 7.2.1 Elements of the Board of Directors

Board of Directors Consists of 11 experienced, professional, skilled, and specialized directors from a variety of fields, consisting of:

**Independent Director** 5 persons (more than 1/3 of the entire Board of Directors) \* 45.45% of the Board of Directors

**Non-Executive Director** 9 Persons 81.82% of the Board of Directors (5 of them are independent directors)

**Executive Director** 2 Persons 18.18% of the Board of Directors

The Board of Directors has 3 **female directors**, representing 27.27%.

and 8 **male directors**, accounting for 72.73%

The Chairman of the Board of Directors is not the same person who holds the position of Chief Executive Officer and Managing Director and does not hold any position. in the subcommittee to have a clear separation of duties and operations

## Board of Directors

The Board of Directors consists of 11 members consisting of

NAME-SURNAME		POSITION
1. Mrs. Raweewan	Mathong	Chairman of the Board
2. Mr. Sangcharean	Tanadumrongsak	Chairman
3. Mr. Sompol	Tanadumrongsak	Director and Chief Executive Officer
4. Mr. Somkit	Tanadumrongsak	Director
5. Mr. Yanyongchai	Tanadumrongsak	Director
6. Dr. Nussara	Tanadumrongsak	Director
7. Mr. Suthanai	Prasertsan	Independent director and Chairman of Audit Committee
8. Mr. Anant	Gatepithaya	Independent director and Director of Audit Committee
9. Mr. Pumipat	Sinacharoen	Independent director and Director of Audit Committee
10. Mr. Anantachai	Yoonprathom	Independent director and Director of Audit Committee
11. Ms. Parichatara	Laotheerasirivong	Independent director and Director of Audit Committee

Board of Directors										
Non-Executive Director									Executive Director	
Independent Director					Director					
										
7	8	9	10	11	1	2	4	5	3	6

Name / Specialized knowledge	Board Skill Matrix								
	knowledge Company business	International business	Accounting and Finance	Organizational development and innovation	Compliance	Information and Digital technology	Society, Environment, and safety	Risk and crisis management	Management
1. Mrs. Raweewan Mathong	✓	✓	✓				✓	✓	✓
2. Mr. Sangcharean Tanadumrongsak	✓	✓	✓	✓		✓	✓	✓	✓
3. Mr. Sompol Tanadumrongsak	✓	✓	✓	✓	✓	✓	✓	✓	✓
4. Mr. Somkit Tanadumrongsak	✓	✓	✓	✓		✓	✓	✓	✓
5. Mr. Yanyongchai Tanadumrongsak	✓	✓	✓	✓		✓	✓	✓	✓
6. Mrs. Nussara Tanadumrongsak	✓	✓	✓	✓			✓	✓	✓
7. Mr. Suthanai Presertsan	✓	✓	✓	✓		✓	✓	✓	✓
8. Mr. Anant Gatepithaya	✓	✓	✓	✓	✓		✓	✓	✓
9. Mr. Pumipat Sinacharoen	✓		✓	✓	✓	✓	✓	✓	✓
10. Mr. Anantachai Yoonprathom	✓	✓		✓		✓	✓	✓	✓
11.Ms. Parichatra Laotheerasirivong	✓		✓	✓	✓	✓	✓	✓	✓
TOTAL	11	9	10	10	4	9	11	11	11

## 7.2.2 Information of the Board of Directors and Persons Controlling the Company Individually

Name-Surname	Position	Board of Directors There were 11 directors (As of December 31, 2023) as follows:			
		Appointment date	Last Election Year	type of director	next election
1. Mrs. Raweewan Mathong	Chairman of the Board	20/9/2012	2022	chairman	2024
2. Mr. Sangcharean Tanadumrongsak	Vice Chairman	20/9/2012	2021	Vice Chairman	2024
3. Mr. Sompol Tanadumrongsak	Director, Chief Executive Officer, Director of Corporate Governance, Vice Chairman of the Risk Management Committee, Vice Chairman of Anti-Corruption, Managing Director	20/9/2012	2021	Executive Director	
4 Mr. Somkit Tanadumrongsak	Director	20/9/2012	2023	Non-Executive Director	
5.Mr.Yanyongchai Tanadumrongsak	Director	20/9/2012	2023	Non-Executive	
6. Mrs. Nussara Tanadumrongsak	Director, Executive Vice President, Director of Corporate Governance and Sustainable Development, Director of the Risk Management Committee, Anti-Corruption Group	4/4/2017	2022	Executive Director	
7. Mr. Suthanai Prasertsan	Independent Director, Chairman of Audit Committee, Chairman of Corporate Governance and Sustainable Development, Vice Chairman of Risk Management Committee, Vice Chairman of Anti-Corruption	4/4/2017	2023	independent director	
8. Mr. Anant Gatepithaya	Independent Director, Director of Audit Committee, Director of Nomination and Remuneration, Chairman of Risk Management Committee, Chairman of Anti-Corruption	20/9/2012	2021	independent director	2024
9. Mr. Pumipat Sinacharoen	Independent Director, Director of Audit Committee, Chairman of Nomination and Remuneration Committee, Vice Chairman of Corporate Governance and Sustainable Development	20/9/2012	2022	independent director	

Name-Surname	Position	Board of Directors There were 11 directors (As of December 31, 2023) as follows:			
		Appointment date	Last Election Year	type of director	next election
10. Mr. Annantachai Yoonprathom	Independent Director, Director of Audit Committee, Director of Nomination and Remuneration Committee, Vice Chairman of Corporate Governance and Sustainable Development	4/4/2017	2023	independent director	
11. Ms. Parichatra Laotheerasirivong	Independent Director, Director of Audit Committee	22/4/2019	2021	independent director	

#### Directors authorized to sign to bind the Company.

The authorized director of the Company is Mr. Sompol Tanadumrongsak. Co-signed with Mr. Sangcharean Tanadumrongsak or Mr. Yanyongchai Tanadumrongsak or Mr. Somkit Tanadumrongsak or Mrs. Nussara Tanadumrongsak A total of two and the company's seal affixed.

### 7.2.3 Scope of duties and responsibilities of the Board of Directors

Board of Directors Responsible to shareholders in the Company's business operations. by supervising management to ensure that it is in accordance with policies, guidelines and goals that will generate maximum benefits for shareholders and within the framework of good corporate governance and ethics and taking into account the interests of all stakeholders Board of Directors Has a duty to comply with the law, objectives, regulations of the company. and resolutions of the shareholders' meeting which must perform duties with honesty and carefully protect the interests of shareholders Both now and in the future, including compliance with the rules. and regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission and stock exchange

In the performance of duties of the Board of Directors is the appointer Managing Director (Managing Director) is responsible for the business operations of the company.

In corporate governance of the Company, the following matters are the duties and responsibilities of the Board of Directors. to consider approving or approving

1. Determination of the Company's vision, mission, direction and strategy, policies, business guidelines, goals, plans and annual budgets of the Company and its subsidiaries.

2. Performance of the Company and subsidiaries quarterly of the Company Compare with goals, work plans, budgets and consider the trend of operations each year.
3. Investment in projects that are not included in the annual budget.
4. Issuing documents related to the company's securities.
5. Purchase and disposal of acquisition assets and participate in joint venture projects that are not against the rules of the Stock Exchange of Thailand The Securities and Exchange Commission and relevant laws exceed the amount authorized to the Managing Director.
6. Any transaction or action which has a significant impact on the financial status, liabilities, business strategies and reputation of the company.
7. Entering any contract that is not related to normal business and contracts relating to normal business operations that are important.
8. Connected transactions between the Company, its subsidiaries and connected persons according to the criteria of the Stock Exchange of Thailand and the Board of Governors of the Stock Exchange of Thailand and in accordance with relevant laws.
9. Authority to approve operations within the organization (Authority Table)
10. Interim dividend payment
11. Significant changes in accounting policies and practices risk management and internal control
12. Hiring Managing Director and senior management
13. Determination and change of approval authority assigned to the Managing Director and senior management.
14. Appoint an auditor and consider remuneration.
15. Appointment and termination of directorship company secretary
16. Delegation of authority to the Chairman of the Board Managing Director or Director of the Company including any change in the delegation of duties and responsibilities, provided that it is not contrary to the rules of the Stock Exchange of Thailand and Board of Governors of the Stock Exchange of Thailand and related laws
17. Appointment and Determination of Authority Duties of sub-committees



18. Appointment of Directors in Subsidiaries and Consideration of Remuneration for Sub-Committees (not more than the total amount approved by the shareholders)
19. Providing and supervising management according to the principles of corporate governance
20. Any other actions to comply with the law, objectives, regulations, and resolutions of the shareholders' meeting of the company.
21. Modifications and fix the organizational structure Deputy Managing Director level and above.
22. Establish a good corporate governance policy and business ethics. which consists of principles and good practices for directors, executives and employees appropriately aiming at creating a sense of responsibility in performing their duties, creating understanding and strictly adhering to them along with the regulations and rules of the Company to achieve fairness to all groups of stakeholders
23. Provide an accounting system. financial reporting and reliable auditing as well as to ensure that there is a process for evaluating the appropriateness of internal control. and internal audit for efficiency and effectiveness.
24. Consider important potential risk factors. and set a complete risk management guideline and overseeing that executives have an efficient system or process for risk management. Including seeking business opportunities that may arise from such risks.
25. Monitor and manage conflicts of interest that may occur. Including connected transactions, giving importance to consideration of key transactions with a focus on maximizing the benefits of shareholders and stakeholders.
26. Provide appropriate communication channels for each group of shareholders and supervise the disclosure of information. To ensure that it is accurate, transparent, reliable and of the highest standards.
27. Evaluate and review the performance of oneself and that of the Chief Executive Officer and Managing Director regularly once a year.
28. Set up a system or mechanism for determining remuneration for senior executives of the Company that is appropriate in line with the performance. To create both short-term and long-term motivation
29. Be a leader and role model in good performance with ethics in line with the Company's good corporate governance policy.
30. Arrange for an assessment of compliance with the good corporate governance policy and the Company's code of conduct. Not less than once a year

31. There is a system for selecting personnel who will be responsible for important management positions at all levels appropriately. and has a transparent and fair recruitment process. From the level of Deputy Managing Director up to Chief Executive Officer will be appointed by a majority vote of the Board of Directors.
32. Report to the company Acknowledge their own interests and those involved. which is a stake in the management of the Company or joint venture.
33. Attend the Board of Directors' Meeting and every shareholder's meeting If there is an important mission that is not possible to attend the meeting, inform the Chairman of the Board of Directors.
34. Give importance to business operations with social and environmental responsibility. Promote the sustainable well-being of Thai society It starts with improving the livelihoods of people in the communities around the factory. so that communities and factories can co-exist sustainably
35. Encourage the company to work in anti-corruption in all forms for progress and growth.

In addition, the actions of the Board of Directors which must be approved by the shareholders' meeting before proceeding on any matters are as follows.

- a. Entering into connected transactions and acquisition or disposition of important assets of the Company as required by law and the Capital Market Supervisory Board.
- B. Selling or transferring all or a significant portion of the company's business to others;
- C. Purchase or accept the transfer of business from other companies to the company.
- D. Sign, modify or terminate contracts related to the leasing of all or part of the company's business; Assign others to manage the company's business or merge with others with the aim of sharing profits and losses.
- E. Add or modify the company's memorandum or articles of association.
- F. Capital increase/decrease
- G. Public issuance of bonds
- H. Company dissolution/merger with other companies
- I. Annual dividend payment announcement
- J. Any other activities required by law/company bylaws to be approved by the shareholders' meeting.

## Election of directors

1. Let the shareholder meeting vote for the election of the Company's directors according to the following criteria:

1.1 One shareholder has one vote per share.

1.2 In the event that the number of persons nominated for directorship does not exceed the number of directors that will be available in that election, the shareholders' meeting shall elect the nominated directors by the directors that the shareholders hold. Voting shares will receive votes from shareholders according to the total number of shares that such shareholder has according to (1). Votes cannot be divided among any number of persons.

1.3 In the case where the number of persons nominated as directors exceeds the number of directors that can be held in the election. At that time, the method of voting shall be used individually. In voting, each person that the shareholder votes will receive votes from the shareholder according to the total number of shares that that shareholder has according to (1) by Such shareholders cannot allocate their votes to any one person, however much or how little. The persons who receive the highest number of votes in descending order are elected as directors equal to the number of directors to be elected at that time. If the persons elected in descending order have the same number of votes, the number of directors that should be or will be elected at that time exceeds the number of directors. Let the chairman have the deciding vote.

2. The board of directors shall elect one director to be the chairman of the board. The final decision of the meeting shall be made by a majority vote of the number of directors attending the meeting. If the votes are equal, the chairman of the meeting shall cast one more vote as the deciding vote in the case where the position of director is vacant for reasons other than retirement at the end of the term. Let the committee choose one person. who has the qualifications and does not have prohibited characteristics according to law, may be a substitute director at the next meeting of the board. Unless the term of the director is less than two (2) months remaining, the person who replaces him or her as a director will hold the position of director only for the remaining term of the director he or she replaces. The resolution of the board of directors in this case must consist of votes of not less than three-quarters (3/4) of the remaining directors.

3. In the case where the position of director is vacant until the number remaining is less than the number that will constitute a quorum. The remaining directors may act on behalf of the board of directors only by holding a shareholder meeting to elect directors to fill all vacant positions. This must be done within one (1) month from the date the number of directors becomes vacant less than the number that will constitute a quorum. and the person who becomes a replacement director may hold office only for the remaining term of the director he or she replaces.

## Term of being a director of the Company

1. At every annual general meeting of shareholders, 1 in 3 directors must retire from office. If the number of directors cannot be divided into 3 parts, then the number closest to 1 in 3 directors will be removed. who must resign from their positions in the first and second years after registration Use the method of drawing lots to determine who will leave. For subsequent years, the directors who have been in office the longest will be chosen. is the person who leaves the position Directors whose terms expire may be re-elected to hold new positions.

2. In addition to retiring from office at the end of the term Directors leave their positions when

A. die

B. resigns.

C. Lacks qualifications or has prohibited characteristics according to the law regarding public limited companies. and/or the law regarding securities and exchange

D. The shareholder meeting voted to remove with a vote of not less than three-quarters of the number of shareholders who attended the meeting and had the right to vote. and have shares totaling not less than half of the number of shareholders held by shareholders who attended the meeting and had the right to vote.

E. The court orders dismissal.

3. In the case where a director's position is vacant for reasons other than retirement at the end of the term, which person shall the directors choose? A person who has qualifications according to the law on public limited companies. Become a replacement director at the next meeting of the board of directors. Unless the director's term is less than 2 months remaining, the person who replaces him or her as director will hold the position of director only for the remaining term of the director he or she replaces.

4. Any director wishing to resign from their position must submit a resignation letter to the company. Resignation shall be effective from the date the resignation letter reaches the company. Directors who resigned according to paragraph one You may also notify your resignation to the Public Company Registrar.

5. Directors who have retired until 72 years of age, not including independent directors of the company.

## meeting

1 Meeting of the Board of Directors There must be an attendance of not less than half of the total number of directors to constitute a quorum. In the case where the Chairman of the Board is not present or unable to perform duties If there is a vice chairman or are just unable to perform their duties The committee members present at the meeting shall elect one committee member to be the chairman of the meeting.

2 The final decision of the Board of Directors' meeting A majority shall be considered, with one director having one vote. Except for directors who have an interest in any matter. There is no right to vote on that matter. If the votes are equal the chairman of the meeting shall cast one more vote as the deciding vote.

3 Regular meetings of the Board of Directors shall be held at least once every 3 months. The Chairman of the Board shall call a meeting of the Board of Directors. The Chairman of the Board shall set the meeting date within 14 days from the date of receipt of the request.

4 to the chairman or the committee member assigned by the Chairman of the Board determines the date, time, and place of the Board of Directors' meeting.

5 In calling a meeting of the Board of Directors The Chairman of the Board or the person assigned will send the meeting invitation letter by registered mail. or delivered to the committee Direct representative of the directors by specifying the date, time, place and activities to the directors not less than 7 days before the meeting date. Except in cases of urgent necessity to preserve the rights or benefits of the company. The meeting appointment can be notified sooner than that.

6 Voting of any votes at the board meeting Set a minimum quorum. While the committee will vote at the meeting to consider approval. There must be no less than two-thirds of the total number of directors.

#### **Roles and duties of the chairman of the board**

The Chairman of the Board of Directors plays an important role in overseeing and supporting the Board of Directors to perform their duties fully in accordance with the established directions and strategies. for the highest benefit of the company and shareholders The Chairman plays the leadership role of the Board of Directors. The duties of the Chairman of the Board include:

1. Supervise, follow up and ensure that the performance of duties of the Board of Directors is efficient. and achieve the main objectives and goals.
2. Take care and promote ethics and good corporate governance.
3. Set the meeting agenda for the Board of Directors. In consultation with the Managing Director And there are measures in place to ensure that important matters are included in the agenda.
4. Allocate sufficient time in the Board of Directors' meetings for the management to propose matters. and the committee members will discuss important issues in their entirety. and encourage directors to use careful discretion and express opinions independently.
5. Strengthen good relationships between executive directors and non-executive directors. and between the board of directors and management

## Information about the Subcommittee

### 7.3.1-a Audit Committee



### 7.3.2-a Details of the Audit Committee

As at 31 December 2023, the Audit Committee comprises of 5 members as follow;

NAME - SURNAME		POSITION
1.Mr. Suthanai	Prasertsan	Chairman of the Audit Committee (Independent Director)
2.Mr. Anant	Gatepithaya*	Audit Committee (Independent Director)
3.Mr. Pumipat	Sinacharoen*	Audit Committee (Independent Director)
4.Mr. Anantachai	Yoonprathom	Audit Committee (Independent Director)
5.Ms. Parichatara	Laotheerasirivong*	Audit Committee (Independent Director) *

*Remark: \* The members of audit committee have knowledge and experience to verify reliability of the financial statements. Miss Wanvimol Jongsureeyapa is the secretary of the Audit Committee.*

The composition of the Audit Committee consists of the Company's directors. who is an independent director At least 3 people have a term of office of 3 years or whose term of office has ended for cause. Termination of directorship or resignation or removal with qualifications, duties, and responsibilities Complete according to the



criteria specified in the announcement of the Securities and Exchange Commission. and scope of operations according to the announcement of the Capital Market Supervisory Board

In addition, the Board of Directors Approved the Audit Committee Charter. which has determined the elements Qualifications, term of office and scope of duties according to the principles of good corporate governance and disclosed in the good corporate governance manual and the company website.

All members of the Company's Audit Committee are independent directors and are members of the Company's Board of Directors. Believed to be knowledgeable Sufficient expertise and experience in accounting and finance. Be accepted and have received training to increase knowledge related to performing duties as an audit committee continuously. For the benefit of performing the review duties for the company. Reliable financial and audit reports accounting standards are followed. Related laws and standards There is an adequate and effective internal control and risk management system. Review the internal process regarding receiving notifications and receiving complaints. Has a duty to select Propose the appointment of an independent auditor. Including proposing to remove the auditor in cases where it is seen that he is unable to perform his duties or neglects to perform his duties. or performing duties illegally Including reviewing for the company There is an appropriate and effective internal audit system. and supervise the internal audit department to operate according to internal audit standards. and consider connected transactions or transactions that may have conflicts of interest to be in accordance with the laws and regulations of the Stock Exchange. To ensure that it is reasonable and in the best interest of the company. and has been fully disclosed.

In 2023, the Audit Committee held a total of 4 meetings and had meetings with the company's auditors. specifically, without management 1 time (February 27, 2023) to perform duties according to the scope of authority, duties and responsibilities specified in the Charter. and as assigned by the Company's Board of Directors, along with reporting the results of the audit to the Company's Board of Directors. on a quarterly basis and summarize and present to shareholders in the annual report.

#### **Scope of duties and responsibilities of the Audit Committee**

1. Review for the Company Accurate financial reporting and adequate disclosure
2. Review for the Company To have an appropriate and effective internal control and internal audit system and consider the independence of the internal audit unit. as well as to approve the appointment, transfer, termination of the head of the internal audit unit or any other department responsible for internal auditing
3. Review for the Company Comply with securities and exchange laws regulations of the Stock Exchange of Thailand and laws related to the Company's business.
4. Consider, select, nominate, or terminate the employment of an independent person to act as the Company's auditor. and propose the compensation of such person Including attending a meeting with the auditor without the presence of the management at least once a year.

5. Consider connected transactions or transactions that may have conflicts of interest in accordance with the law and regulations of the Stock Exchange of Thailand to ensure that such transactions are reasonable and in the best interests of the Company.
6. Prepare a report of the Audit Committee to be disclosed in the Company's annual report. The said report must be signed by the Chairman of the Audit Committee and must consist of at least the following information:
  - (a) an opinion on the accuracy, completeness and credibility of the Company's financial reports
  - (b) an opinion on the sufficiency of the Company's internal control system
  - (c) an opinion on compliance with the law on securities and exchange; market requirements securities or laws related to the business of the Company.
  - (d) an opinion on the suitability of the auditor
  - (e) an opinion on transactions that may have conflicts of interest
  - (f) Number of audit committee meetings and the attendance of each member of the Audit Committee
  - (g) Opinions or overall observations received by the Audit Committee from the performance of duties in accordance with the Charter.
  - (h) Other items that shareholders and general investors should know under the scope of duties and responsibilities assigned by the Board of Directors.
7. Perform any other tasks assigned by the Company's Board of Directors. Assigned with the approval of the Audit Committee

## 7.3.1-b Executive Committee

### Executive Committee

Effective Date 12/05/2023



## 7.3.2-b Details of the Executive Committee

The Executive Board consists of at least 2 persons holding the position of directors and/or executives. of the Company as the Chairman of the Executive Committee deems appropriate. At each meeting, the Board of Directors may invite other persons, such as executive representatives, to and/or outside consultants attend meetings as necessary.

Executive Board of the Company A total of 9 persons as follows:

NAME - SURNAME			POSITION
1.	Mr. Sompol	Tadadumrongsak	Chairman of Executive Committee
2.	Dr. Nussara	Tanadumrongsak	Vice Chairman of Executive Committee
3.	Ms. Kocharath	Tanadumrongsak	Executive Committee
4.	Mr. Noppawit	Tanadumrongsak	Executive Committee
5.	Mr.chusak	Funilkul	Executive Committee
6.	Mr. Sungvien	Meethong	Executive Committee
7.	Mr. Sarayuht	Ouybuan	Executive Committee
8.	Mr. Thongchai	Wiwong	Executive Committee
9.	Dr. Saruda	Siripattarapreecha	Executive Committee

## Scope of duties and responsibilities of the Executive Committee

1. Implement the policy assigned by the Board of Directors.
2. Determine both short-term and long-term business strategies. with the approval of the Board of Directors
3. Supervise and approve matters relating to the Company's normal operations in accordance with the authority assigned by the Board of Directors.
4. Approve the appointment of consultants in various fields. Necessary to the operation of the company under the budget approved by the Board of Directors each year.

The executive committee may sub-authorize the executive or any person to have the authority to carry out any matter or matters as the executive committee deems appropriate. Approval of transactions by executive directors and/or sub-authorization must not be approval of connected transactions. or transactions that may have conflicts of interest or item The Executive Board has interests as specified in the Company's Articles of Association and the Notification of the Capital Market Supervisory Board. without any approval Must be in accordance with the policy and approval authority as determined by the Board of Directors.

### 7.3.2-c Nomination and Remuneration Committee

The composition of the Nomination and Remuneration Committee consists of: At least 3 directors and more than half must be independent directors. The chairman of the Nomination and Remuneration Committee must be an independent director.

The Nomination and Remuneration Committee consists of 3 Independent Directors as follows:

Name – Surname	Position
1. Mr. Pumipat Sinacharoen	The Chairman of Nomination and Remuneration
2. Mr. Anant Gatephitaya	Nomination and Remuneration Committee
3. Mr. Anantachai Yoonprathom	Nomination and Remuneration Committee

*Mr. Sompol Tanadumrongsak is the secretary of Nomination and Remuneration Committee*

#### Qualifications of the Remuneration and Nominating Committee

1. Being a director of the company
2. have knowledge and ability understand the nature of business and roles and responsibilities of the Board of Directors sub-committee Including having a good knowledge of corporate governance.
3. have a broad vision Continuously follow up on changes in matters related to remuneration and nomination internationally. to improve the Company's remuneration and nomination policy.

4. Understand potential development guidelines and skills of directors and executives Each person is appropriate. to achieve a more efficient operation

5. Able to perform duties and express opinions Including reporting the performance according to the duties that have been assigned independently and can dedicate sufficient time to perform duties.

6. There is independence and impartiality in recruiting and selecting personnel. People who deserve to be nominated for holding the position of the Company's directors to replace the Company's directors who have completed their terms. or other cases Including preparing sufficient information of such persons for the Board of Directors to consider.

#### **Term of office of the Remuneration and Nominating Committee**

A member of the Remuneration and Nominating Committee has a term of office in accordance with the period of being a director of the Company. who retired by rotation May be re-appointed to hold another position as necessary and appropriate.

In addition to retiring by rotation as mentioned above, the Remuneration and Nominating Committee will leave the position when.

1. resign

2. Lack of qualifications for being a member of the Remuneration and Nominating Committee according to the Remuneration and Nominating Committee's charter.

3. The Board of Directors resolved to resign from the position of director. Remuneration and Nominating Directors who wish to resign from the position shall be made in writing to the Chairman of the Board of Directors. letter of resignation to the Chairman of the Board of Directors if the position of the Remuneration and Nominating Committee is vacant due to reasons other than retirement by rotation Appoint a fully qualified person to be a member of the Remuneration and Nominating Committee within 3 months from the date the position becomes vacant. for the members of the Remuneration and Nominating Committee to have the required number

#### **Responsibilities of the Supervisory Board Remuneration and Nomination of Directors**

1. Consider the payment criteria and the form of remuneration for directors and high-level executives to present their opinions to the Board of Directors in all forms. monetary and non-monetary forms in comparison with reference to the Company leading in the same industry Past performance, experience, responsibilities, scope of roles and responsibilities, business expansion, financial status, performance of the company and aligned with the strategy and long-term goals of the company to create incentives for Manage and retain qualified directors and executives The Board of Directors approves the remuneration of high-ranking executives. The Board of Directors will propose to the shareholders' meeting for approval every year.

2. Evaluate the remuneration of high-level executives in accordance with the performance by using goals and evaluation criteria linked to Strategic plans and work plans, both short and long term.

3. Consider the criteria and process for recruiting qualified individuals to hold directorship positions in accordance with the business strategy. business of the company by preparing a Board Skill Matrix to support recruitment and selection Select individuals according to the nomination process that has been established, for example, considering the names and backgrounds of those nominated as directors from the previous committee. Opportunity for shareholders to nominate directors to hold positions or consider using the company external consultants or consider individuals from the directory, career committees, etc. by considering qualifications that are appropriate and diverse in terms of qualifications, skills, age, experience, gender, race, religion, and locality. origins, expertise, and specific competencies that are required in the Board of Directors, as well as participation in creating benefits for the Company and submit opinions to the Board of Directors

4. Provide projects for the development of directors and high-level executives and the succession plan of high-level executives (Succession Plan) and review the projects and plans. This is done every year.

5. Supervise the orientation of new directors to understand their roles and responsibilities. along with providing information about policies and business practices of the Company Including the environment that must be considered.

6. Provide training and development plans for knowledge and expertise of the current directors that are suitable for changes in external circumstances and the development of the company. continuously sustainable both in business operations and corporate governance as well as reviewing whether the current Board of Directors still lacks the skills, knowledge, and expertise involved in any aspects as determined by the Director Skill Matrix. to appropriately select the necessary courses for further development of the Board of Directors

7. Suggest methods for evaluating results Performing duties of the Board of Directors Sub-committees are reviewed annually. may consider using the services of external consultants Including following up and summarizing the evaluation results to the Board of Directors for acknowledgment to improve work efficiency and enhance the knowledge and competence of the Board of Directors. company

8. Perform other duties as the Board of Directors deems appropriate and assigned to operate in perform tasks according to Scope of duties of the Board of Directors Remuneration and Nomination of Directors Have the power to summon the management or relevant employees to give opinions, attend meetings or submit documents deemed necessary. in the performance of duties under the scope of duties of the charter The Remuneration and Nominating Committee may seek advice from external independent consultants or other professional experts. if deemed necessary and appropriate

In 2023, the Nomination and Remuneration Committee held a total of 2 meetings to perform duties in accordance with the Charter. and as assigned by the Company's Board of Directors, including reporting work



performance to the Company's Board of Directors, and summarizing and presenting to shareholders in the annual report.

### 7.3.2-d Corporate Governance Committee

Corporate Governance Committee There are 5 people in total as follows:

Name - Surname		Position
1.	Mr. Suthanai Prasertsan	Chairman of the Corporate Committee
2.	Mr. Anantachai Yoonprathom	Vice Chairman of the Corporate Committee
3.	Mr. Pumipat Sinacharoen	Vice Chairman of the Corporate Committee
4.	Mr. Sompol Tanadumrongsak	Director of the Corporate Committee
5.	Dr.. Nussara Tanadumrongsak	Director of the Corporate Committee

Charter of the Corporate Governance Committee as follows:

#### 1. Composition and Qualifications of the Corporate Governance Committee

- 1.1 The Corporate Governance Committee consists of Board of Directors at least five people and more than half must be independent directors The Chairman of the Corporate Governance Committee must be an independent director.
- 1.2 Corporate Governance Committee There is a term of office of 3 years, whereby members of the Corporate Governance Committee who retire by rotation may be re-appointed by the Board of Directors.
- 1.3 In case the position of the Corporate Governance Committee is vacant due to other reasons In addition to the retirement by rotation according to item 2.2, i.e. termination of the Company's directorship or resignation or being removed for the Board of Directors Appoint a fully qualified person to be a member of the Corporate Governance Committee so that the number of Corporate Governance Committee members must be fulfilled as required by the Board of Directors set out in this Charter. The person who becomes a member of the Corporate Governance Committee will be in office only for the remaining term of the Corporate Governance Committee member he/she replaces.

#### 2. Scope of duties

To manage the organization honestly, openly, transparently, and verifiably. The Company therefore has defined the scope of duties and responsibilities of the Corporate Governance Committee as follows:

1 Be aware of the roles and responsibilities of the Board of Directors. as the leader of an organization that creates sustainable value for the business

- 1.1 Understand the role and recognize the responsibility as a leader to direct The organization has good management. which covers
  - (1) Setting objectives and goals
  - (2) Formulating strategies, operating policies as well as allocate important resources to achieve objectives and goals.
  - (3) Monitoring, evaluating and supervising performance reports.
- 1.2 Create sustainable value for the business The Board of Directors should supervise the business to lead to at least the following results:
  - (1) Be competitive and have good operating results with regard to long-term effects
  - (2) Conduct business with ethics, respect for rights and responsibility towards shareholders. and stakeholders
  - (3) Beneficial to society and develop or reduce negative impacts on the environment.
  - (4) Adaptable under changing factors
- 1.3 Supervise all directors and executives to perform their duties with responsibility. Be careful and honest to the organization and ensure that the operation is in accordance with the law, regulations, and resolutions of the shareholders' meeting.
- 1.4 Understand the scope of duties and responsibilities of the Board of Directors and set the scope. Clearly delegating duties and responsibilities to the President and the management as well as monitoring and supervising the President and the management to perform their duties as assigned.

2 Determine objectives and main goals of the business that are sustainable.

- 2.1 Determine or ensure that the main objectives and goals of the business are sustainable as the objectives and goals are consistent with creating value for the entire business, customers, stakeholders. and society as a whole
- 2.2 Supervise to ensure that objectives and goals as well as the medium-term and/or annual strategies of the Company in line with the achievement of the objectives and main goals of the Company by using innovations and technologies appropriately and safely

### 3. Strengthen effective committees.

- 3.1 Responsible for setting up and reviewing the structure of the committee. Both in terms of size the composition of the proportion of independent directors that is appropriate and necessary to lead the organization to its objectives and main goals.
- 3.2 Select an appropriate person to be the chairman of the board. and ensure that the components and the operation of the Board of Directors conducive to the exercise of independent discretion.
- 3.3 Supervise the recruitment and selection of directors to have a transparent and clear process. in order to obtain a qualified committee in accordance with the specified elements
- 3.4 Propose remuneration for the Board of Directors for shareholders' approval. The board should consider the structure and the remuneration rate is appropriate to the responsibilities and motivates the Board of Directors to lead the organization Implement both short-term and long-term goals.
- 3.5 Supervise and ensure that all directors are responsible for their operations. Duties and allocate sufficient time.
- 3.6 Supervise the establishment of a framework and mechanism for supervising policies and operations of Subsidiaries and other businesses in which the Company invests significantly at the level appropriate to each entity, including Subsidiaries and other businesses invested by the Company have the same understanding as well.
- 3.7 Organize an annual assessment of the performance of the Board of Directors, sub-committees. and individual directors the evaluation results should also be used for the further development of performance.
- 3.8 Supervise the Board of Directors and each director to have knowledge and understanding about their roles, duties, nature of business operations and laws related to business operations as well as support To ensure that all directors receive skills and knowledge enhancement for performing their duties on a regular basis.
- 3.9 Ensure that the Board of Directors' operations run smoothly, have access to necessary information, and have a Company Secretary with knowledge and experience that is necessary and suitable for Supporting the operation of the Board of Directors

#### 4 Recruitment and development of senior executives and personnel management

- 4.1 Ensure that There is recruitment and development of managing directors and senior executives. To have knowledge, skills, experience, and characteristics necessary to drive the organization towards its goals.
- 4.2 Supervise the determination of appropriate compensation and evaluation structures.
- 4.3 Should understand the structure and relationship of shareholders that may affect the management and operation of the business.
- 4.4 Follow up and supervise the management and personnel development to have the appropriate amount of knowledge, skills, experience and motivation.

#### 5 Promote innovation and responsible business practices

- 5.1 Emphasize and support the creation of innovations that create value for the business along with Go with creating benefits for customers or related parties and are responsible for society and the environment.
- 5.2 Monitor and ensure that the management operates business with social and environmental responsibility and is reflected in the action plan to ensure that all departments of the organization are Operate in accordance with the objectives, main goals and strategic plans of the business.
- 5.3 Supervise the management to allocate and manage resources efficiently and effectively by taking into account the impact and development of resources throughout the value chain in order to achieve the objectives and main goals sustainably.
- 5.4 Establish a framework for governance and management of information technology at the organization level. that corresponds to the needs of the business including supervising the use of information technology in Increase business opportunities and improve operations risk management so that the business can achieve its objectives and the main goals of the business.

#### 6 Ensure that there is an appropriate risk management and internal control system.

- 6.1 Supervise to ensure that The company has a risk management system and internal control to achieve objectives effectively and in compliance with relevant laws and standards.
- 6.2 Establish an audit committee that can perform duties efficiently and independently.

- 6.3 Monitor and manage conflicts of interest that may occur between companies. with the management, board of directors or shareholders Including the prevention of misuse of information assets. and opportunities for the company and conducting transactions with people connected with the Company in an inappropriate manner.
- 6.4 Supervise the establishment of anti-corruption policies and practices. Clear and communicated at all levels of the organization and to outsiders for practical implementation.
- 6.5 Ensure that the business has a mechanism for receiving complaints and taking action in case of whistleblowing.

#### 7 Maintain financial credibility and disclosure.

- 7.1 Supervise the system of financial reporting and disclosure. Important information is correct, sufficient, timely, in accordance with relevant regulations, standards and practices.
- 7.2 Monitor the adequacy of financial liquidity and ability to pay debts.
- 7.3 There is a plan to solve the problem or have other mechanisms that can solve the financial problem. In situations where the business is facing financial problems or is likely to experience problems, consider the rights of stakeholders.
- 7.4 Prepare sustainability reports as appropriate.
- 7.5 Supervise the management to have a unit or person responsible for investor relations responsible for communicating with shareholders and other stakeholders such as investors and analysts in an appropriate, equitable and timely manner.
- 7.6 Promote the use of information technology in disseminating information.

#### 8 Encourage participation and communication with shareholders.

- 8.1 Ensure that Shareholders are involved in decision making on important matters of the company.
- 8.2 Supervise to ensure that the proceedings on the meeting date are smooth, transparent, efficient and allow shareholders to exercise their rights.
- 8.3 Ensure that the disclosure of meeting resolutions and the preparation of minutes of the shareholders' meeting are in line with correctly and completely

### 3. Responsibility

The Corporate Governance Committee is directly responsible to the Board of Directors in accordance with the assigned duties and responsibilities. And the Board of Directors is still responsible for the operations of the Company. to outsiders

### 4. Meeting

- 4.1 Arrange a meeting at least once a quarter by inviting the management or executives or employees of the company. Related or those who deem fit to attend the meeting to give opinions or submit documents Information as deemed relevant or necessary.
- 4.2 At every meeting of the Corporate Governance Committee The quorum must consist of No less than two-thirds of the total number of Corporate Governance Committee members in office at that time shall constitute a quorum.
- 4.3 Members of the Corporate Governance Committee who have interests In any matter to be considered, voting is not allowed on that matter.
- 4.4 In voting for the Corporate Governance Committee to vote with 1 vote per person and using the majority vote as a basis in case of a resolution with equal votes The Chairman of the Corporate Governance Committee has one more vote as a casting vote.

### 5. Reporting

Report the performance of the Corporate Governance Committee to the Board of Directors for acknowledgment and prepare a report of the Corporate Governance Committee. to be disclosed in the Company's annual report. and signed by the Chairman of the Corporate Governance Committee

### 6. Performance Evaluation

The Corporate Governance Committee will evaluate the performance of the Corporate Governance Committee and report the results of the annual assessment to the Board of Directors.

The composition of the Corporate Governance Committee consists of at least 5 directors and more than half of them must be independent directors. The Chairman of the Corporate Governance Committee must be an independent director. Having a term of office for 3 years or ending the term of office due to the termination of the Company's director status or resignation or removal



Corporate Governance Committee Responsible for determining guidelines and recommending policies on code of conduct and business ethics according to the good corporate governance system to the Board of Directors. To define the organization's regulations, to be a standardized and correct practice for the organization.

### 7.3.2-e Risk Management Committee

The composition of the Risk Management Committee consists of at least 3 members of the Board of Directors and at least 1 person must be an independent director having a term of office of 3 years or ending the term of office due to termination of the position as a director of the Company. or resignation or removal

The Risk Management Committee consists of 15 members as follows:

Name - Surname		Position
1. Mr. Anant	Gatephitaya	Chairman of the Risk Management Committee/Independent Director
2. Mr. Suthanai	Prasertsan	Vice Chairman of Risk Management Committee/Independent Director
3. Mr. Sompol	Tanadumrongsak	Vice Chairman of the Risk Management Committee
4. Dr. Nussara	Tanadumrongsak	Risk Management Committee
5. Ms. Kocharath	Tanadumrongsak	Risk Management Committee
6. Mr. Chusak	Funilkul	Risk Management Committee
7. Mr. Sarayuht	Ouybuan	Risk Management Committee
8. Mr. Sungvien	Meethong	Risk Management Committee
9. Mr. Thongchai	Wiwong	Risk Management Committee
10. Mr. Bunphai	Khumsaensuk	Risk Management Committee
11. Dr. Saruda	Siriphattarapreecha	Risk Management Committee
12. Mr. Prajak	Sripha	Risk Management Committee
13. Ms. Nattiya	Klinchan	Risk Management Committee
14. Mr. Natthawat	Rotkeaw	Risk Management Committee
15. Ms. Nachayada	Sanomnao	Risk Management Committee

#### Scope, powers, duties, and responsibilities of the management-level risk management committee

1. Define enterprise-level risk management strategies and acceptable risks Ready to integrate risk management into the business management of the organization. and reviewing strategies to suit the business environment.
2. Define processes, criteria, and measures for risk management. Including identifying, analyzing, evaluating, monitoring, and communicating at the overall level of the organization. To keep relevant people informed continuously according to the established management guidelines.

3. Follow up on risk review. and formulate a risk management plan at the corporate level (corporate risk) to achieve the goals and report to the Audit and Corporate Governance Committee respectively.
4. Appoint a risk management working group at the level of each department as appropriate. And follow up on the performance of the risk management working group at the department level of each department every quarter.
5. Promote awareness of risk management to business units and supporting agencies, as well as provide advice and support necessary resources for managing the risk of the organization for maximum efficiency and effectiveness.
6. Organize a meeting to review the performance according to the risk management system. for the organization to maintain its ability to achieve its goals. There are measures to control risks to be at an acceptable level. and consistent with the business environment

In 2023, the Risk Management Committee held a total of 2 meetings to perform duties according to the scope of authority, duties and responsibilities specified in the Charter. and as assigned by the Company's Board of Directors, including reporting performance results to the Company's Board of Directors on a quarterly basis and summarizing and presenting them to shareholders in the annual report.

### 7.3.2-f Anti-Corruption Working Group

The composition of the Anti-Corruption Working Group consists of at least 3 members of the Board of Directors and at least 1 person must be an independent director with a term of office of 3 years or termination of office due to Termination of being a director of the Company or resignation or being dismissed.

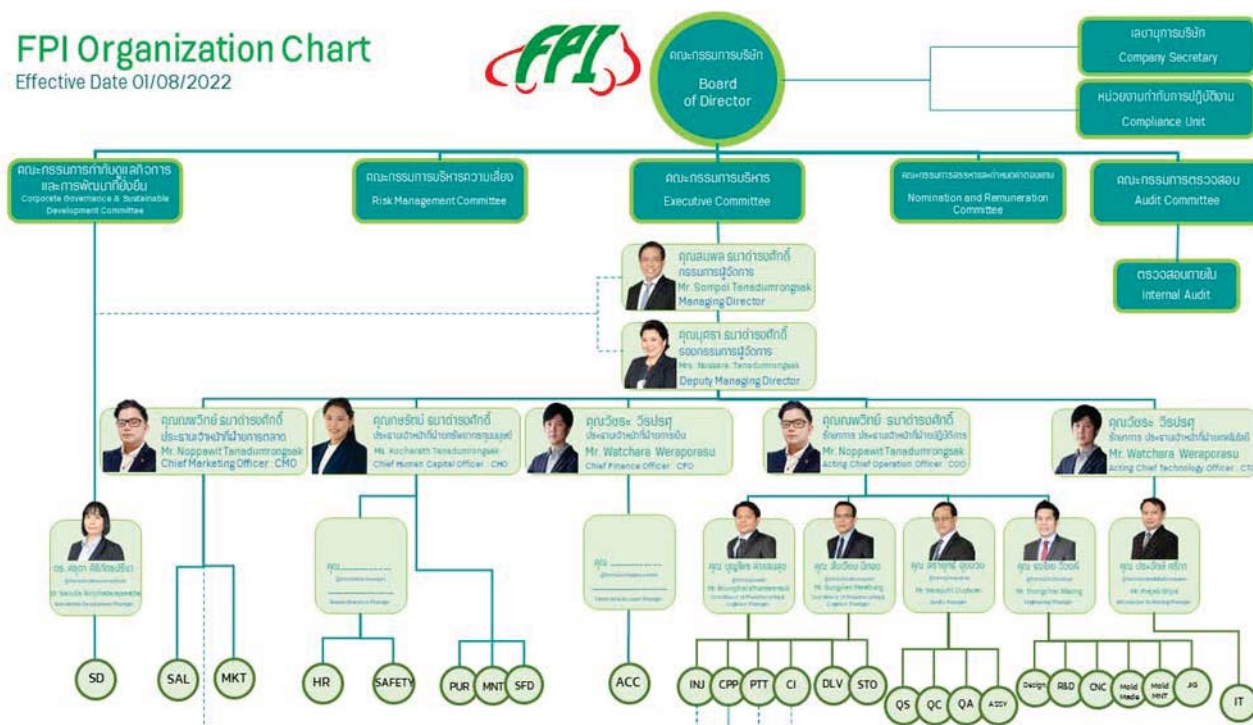
NAME - SURNAME		POSITION
1. Mr. Anant	Gatephitaya	Chairman of the Anti-Corruption Working Group
2. Mr. Suthanai	Prasertsan	Vice Chairman of the Anti-Corruption Working Group
3. Mr. Sompol	Tanadumrongsak	Vice Chairman of the Anti-Corruption Working Group
4. Dr. Nussara	Tanadumrongsak	Anti-Corruption Working Group
5. Ms. Kocharath	Tanadumrongsak	Anti-Corruption Working Group
6. Mr. Chusak	Funilkul	Anti-Corruption Working Group
7. Mr. Sarayuht	Ouybuan	Anti-Corruption Working Group
8. Mr. Sungvien	Meethong	Anti-Corruption Working Group
9. Mr. Thongchai	Wiwong	Anti-Corruption Working Group
10. Mr. Bunphai	Khumsaensuk	Anti-Corruption Working Group
11. Dr. Saruda	Siriphattarapreecha	Anti-Corruption Working Group
12. Mr. Prajak	Sripha	Anti-Corruption Working Group

NAME - SURNAME		POSITION
13. Ms. Nattiya	Klinchan	Anti-Corruption Working Group
14. Mr. Natthawat	Rotkeaw	Anti-Corruption Working Group
15. Ms. Nachayada	Sanomnao	Anti-Corruption Working Group

#### Scope of duties and responsibilities of the Anti-Corruption Measures Working Group

1. The Board of Directors has a duty and responsibility to formulate a policy and supervise a system that supports effective anti-corruption. To ensure that the management recognizes and places importance on anti-corruption and cultivating it as a corporate culture.
2. The Audit Committee is responsible and responsible for reviewing financial and accounting reporting systems, internal control systems, internal audit systems, and risk management systems to ensure that they meet international standards, concisely, appropriately, modernly, and efficiently.
3. The Risk Management Committee has duties and responsibilities in determining criteria, policies and processes for assessing and managing risks that affect the company. The risk management process consists of the following main steps: risk identification; risk assessment risk management Control, Monitoring and Evaluation and Risk Reporting To ensure that there is adequate and effective risk management on a regular basis. The risk management process covers strategic risks. Operational Risk Financial risk and the risk of non-compliance with laws and regulations, including the risk of corruption, whereby the Company will implement the anti-corruption policy. Including providing clues about unethical acts or corruption as well.
4. The Executive Committee is responsible for establishing a system and promoting and supporting anti-corruption policies. To communicate to all employees and related parties including reviewing the appropriateness of the system and various measures to be in line with the changes in business rules and regulations and legal requirements
5. The Managing Director and Deputy Managing Director are responsible and responsible for inspecting and reviewing the operation to ensure that it is correct. in accordance with the policy Operating power regulations and laws, regulatory requirements to ensure that there is a control system that is appropriate and sufficient for potential corruption risks and reports to the Audit Committee.
6. Department managers are responsible and responsible for controlling operations in accordance with the policy.
7. The working group is appointed from the responsible persons of various departments in the organization.

## 7.4 Management team



### 7.4.1 Details of the management team

The company has a total of 12 executives, including:

Name - Surname			Position
1.	Mr. Sompol	Tanadumrongsak	Executive Chairman*/ Managing Director
2.	Dr..Nussara	Tanadumrongsak	Executive Vice Chairman*/ Deputy Managing Director
3.	Ms. Kocharath	Tanadumrongsak	Chief Human Resources Officer*
4.	Mr. Noppawit	Tanadumrongsak	Chief Marketing Officer*
5.	Mr.chusak	Funilkul	Chief Financial Officer *
6.	Mr. Sungvien	Meethong	Business Development Manager
7.	Mr. Sarayuht	Ouybuan	Quality Development Manager
8.	Mr. Thongchai	Wiwong	Engineering Manager
9.	Dr. Saruda	Siripattarapreecha	Sustainability Development Manager
10.	MS. Nachayada	Sanomnao	Accounting and Finance Manager *
11.	Mr. Prajak	Sripa	Information and Technology Manager
12.	Mr. Bunphai	Khumsaensuk	Production manager

**Remark \*** The top executives and the first 4 executives from the top executives.

## Scope of duties and responsibilities of the Managing Director

1. Formulate policies, business strategy guidelines Goals, plans and annual budget of the company and its subsidiaries proposed to the Board of Directors for approval.
2. Implementation in accordance with the policy Business strategy guidelines, goals, plans and annual budgets of the company and its subsidiaries. as approved by the Board of Directors
3. Monthly and quarterly performance reports and results of the company. and its subsidiaries compared to plans and budgets Let the Board of Directors know with suggestions.
4. Approve expenses up to 3 million baht per time. It must be reported to the Board of Directors.
5. Approve investment projects in the amount not exceeding 20 million baht. Must be an investment project related to the core business of the company and have a rate of return on investment in the project (IRR Project) not less than 15% and must comply with the selling price policy. of the Executive Committee and report to the Executive Committee, except investment projects that do not meet the criteria above, to be proposed to the Executive Committee for approval, including investment projects for maintenance Efficiency improvement or replacement of existing machines.
6. Approval for improvement change and modify the organizational structure department level down.
7. Other matters assigned by the Board of Directors. The exercise of authority of the President does not include (must not conflict with the rules of the SEC) The power to approve transactions that cause the Managing Director or persons who may have conflicts. having an interest Or there may be a conflict of interest in any other manner with the company. and its subsidiaries including designated items Seek approval from the Board of Directors' meeting. or the shareholders' meeting, such as connected transactions or the acquisition or disposition of the Company's assets. and its subsidiaries, etc.

### 7.4.2 Remuneration Policy for Executive Directors and Executives

The Board of Directors has established a policy for high-level executive remuneration to be at an appropriate level. Fair and consistent with the duties that must be implemented to meet the expectations of various stakeholder groups and it is in accordance with the laws and regulations involved in finding information and giving advice on setting criteria and methods for appropriate compensation. to senior executives to present their opinions to the Board of Directors for approval by considering various factors consisted as follows

- Business performance based on various business indicators which has not been defined.
- Compare business performance with the same industry
- Ability to develop business and improve operational efficiency year after year
- Comparison based on compensation rates from the same industry

## 7.4.3 Executive Compensation Details

### Salary and remuneration of executives

The Company has clearly and appropriately determined remuneration for executives. The compensation is at an appropriate level, sufficient to maintain the executives with desired qualifications. be considered by the Board of Directors The details are as follows.

#### Monetary compensation

Unit : thousand baht

Monetary compensation	Year 2021		Year 2022		Year 2023	
	Number of cases	Amount	Number of cases	Amount	Number of cases	Amount
Total	10	27,332	8	24,101.47	7	26,313.96

Year 2023 Remuneration which is the accumulated cash of the whole company **26.3 million baht**

Remuneration of executives as a percentage of the total remuneration of the company **12.53%**

#### Other compensation



#### Provident Fund

The company has provided a provident fund, in which the company has contributed at the rate of 3% of salary. High level contributions in the amount of 0.57 million baht, while in 2022 and 2021, the company paid contributions in the amount of 0.58 million baht and 0.49 million baht, respectively.

Other compensation	Year 2021	Year 2022	Year 2023
- Provident Fund	493,654.14	573,968.28	567,286.34







## 7.5 information about employees

### Number of Employees Remuneration Nature of Remuneration

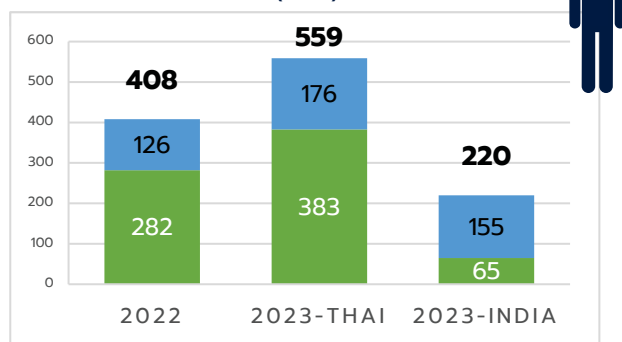
The number of employees as of December 31, 2022 and the number of employees as of December 31, 2023 of the Company and its subsidiaries Details are as follows:

Company	Number of Employees (Person)			
	As of December 31, 2022		As of December 31, 2023	
	Man	Woman	Man	Woman
1. Fortune Parts Industry Public Company Limited	495	179	383	249
2. FPI AUTO PARTS INDIA PRIVATE LIMITED	142	30	220	28
<b>Total</b>	<b>637</b>	<b>209</b>	<b>603</b>	<b>277</b>

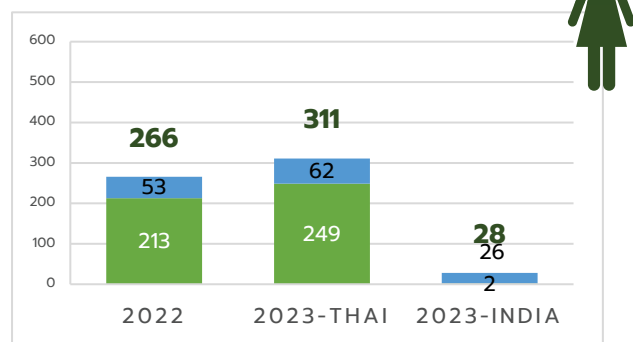
  

Number of employees by type of employment	Man	Woman	Man	Man	Woman	Woman
						
full time employees	282	213	383	65	249	2
Sub contract employees	126	53	176	155	62	26
<b>Total</b>	<b>408</b>	<b>266</b>	<b>559</b>	<b>220</b>	<b>331</b>	<b>28</b>

Number of employees by type of employment  
(Man)



Number of employees by type of employment  
(Woman)





The number of employees as of December 31, 2022 and the number of employees as of December 31, 2023 of the Company and its subsidiaries separated by work lines as follows:

Department	Fortune Parts Industry Public Company Limited				FPI AUTO PARTS INDIA PRIVATE LIMITED			
	2022		2023		2022		2023	
	Man	Woman	Man	Woman	Man	Woman	Man	Woman
Production	222	111	162	89	124	6	160	25
Engineering	50	9	49	9			4	1
Quality Development	36	85	35	88	4	1	18	0
Accounting and Finance		13	1	13	3		3	0
Management	4	4	4	4	5	1	3	0
Purchasing	2	2	2	2	1		1	0
Information Technology	13	2	12	2	1		1	0
Sales and Marketing	4	12	6	14	1		0	0
Logistics	65	14	67	14	3		12	1
Sustainability Development	4	3	3	3			0	0
Human Resources	8	12	8	9	3		2	1
Admin							3	0
Maintenance			34	2			13	0
<b>Total</b>	<b>408</b>	<b>267</b>	<b>383</b>	<b>249</b>	<b>145</b>	<b>8</b>	<b>220</b>	<b>28</b>

The ratio of female employees to male employees is **female 31.5%** **male 68.5%**

#### Employee Compensation (Million THB)

Compensation	2022		2023	
	Number of employees	Amount (THB)	Number of employees	Amount (THB)
	679	226.68	632	234.45

## Other compensation



### Contributions to provident funds

The company has established a provident fund with a provident fund. Ayutthaya Master Fund to build morale and encouragement for employees and to motivate employees to work with the company in the long run

In the year 2023, the company contributed money to the provident fund for the company's employees. are as follows:

Compensation	2022		2023	
	Number of employees	Amount (THB)	Number of employees	Amount (THB)
	242	2,488,284.56	322	1,840,624.48

The portion of employees who have accumulated contributions to the company's provident fund 50.94% of total employees.

The company has accident insurance for all employees who have passed the trial with the company. The company has not significantly changed the number of personnel that may affect the business of the company in any way

### Major labor disputes in the past 3 years

-None-

## 7.6 Other significant information

### 7.6.1 Assignee

#### The person supervising accounting

**Name - Surname** Miss Nachayada Sanomnao **Age: 41 years old**

**Date of Appointment:** 15 August 2022

**Education:**

- Bachelor of Business Administration in Accounting, Rajamangala Institute of Technology
- Master of Business Administration in Finance and Banking, Ramkhamhaeng University

**Email** nachayada@fpiautoparts.com

**Tel.** 02-9934970-7 Ext. 105 Mobile 087-5390055

#### Company secretary

According to the Securities and Exchange Act B.E. 2535, Section 89/15 and Section 89/16 The Board of Directors' Meeting No. 2/2019 held on February 21, 2019, resolved to appoint Mr. Sarayuht Ouybuan as Company Secretary. The duties and responsibilities of the Company Secretary are as follows:

1. Prepare and keep the following documents.
  - (a) Director Registration
  - (b) Invitation letter for the board meeting Board Meeting Minutes and the company's annual report
  - (c) Invitation letter for the shareholders' meeting and minutes of the shareholders' meeting
  - (d) the company's annual report
2. Keep reports of conflicts of interest reported by directors and executives.
3. Other operations as specified by the Capital Market Supervisory Board
4. Supervise the disclosure of various information. to comply with the requirements of the Stock Exchange of Thailand Securities and Exchange Commission and other relevant regulatory bodies
5. Communication with shareholders and investors Regulatory agencies as well as providing general information to interested parties and stakeholders.
6. Providing advice to directors and sub-committees to comply with regulations, laws and regulations. Related and principles of corporate governance Code of Conduct and Business Ethics
7. Training and development of relevant knowledge Including the duty of company secretary. Perform duties as assigned by the Board of Directors.



## Brief Profile of Company Secretary

Name - Surname      **Mr. Sarayuht Ouybuan**      Age: 55 years old

Date of Appointment: 15 August 2019

### Education

- Bachelor of Law, Ramkhamhaeng University
- Master of Business Administration in Management, Eastern Asia University

### Training course:

- Social Business Program for Executives, Asian Institute of Technology
- Training course "Sustainability Risk and Materiality Analysis"
- Training courses "Social Responsibility Management for Sustainable Development"
- In-depth assessment criteria for CG Report
- Risk management for modern organizations
- Corporate Sustainability Advisory Program 2016
- Training course "Management of social responsibility for sustainable development"
- Get to know the new securities law How to act correctly
- Class action proceedings by the SEC
- CSR-Management
- Secretary Operator (Advance For Corporate Secretaries)
- Basic Company Secretary (Fundamentals For Corporate Secretaries)
- Smart Disclosure Program (SDP)
- The Corporate Responsibility to Respect Human Rights
- Preparation of reports on conflicts of interest and policies on the use of inside information.
- Risk management COSO-ERM.
- AGM. Notice

Email                      **sarayuht@fpiautoparts.com**

Tel.                        **02-9934970-7 Ext. 108      Mobile 087-7986530**

## Head of Internal Audit

The Company has hired an external agency, P&L Corporation Company Limited, to be the auditor of the Company's internal control system. The head of the internal control audit team has qualifications, educational background and work experience as follows:

**Name-Surname**      **Miss Wanvimol Jongsureeyapas**

### Education

Bachelor's Degree - Bachelor of Accounting in Accounting (Bachelor of Accounting - 2<sup>nd</sup> Class Honors) Dhurakij Pundit University

Master's degree - Business Administration for Executives Faculty of Business Administration  
National Institute of Development Administration

### Certificate

- Certificate of Internal Auditors of Thailand (CPIAT), Institute of Internal Auditors of Thailand
- Internal Auditing (Internal Auditing Certificate Program - IACP), Federation of Accounting Professions Royal Patronage (TFAC)

**Email**                plia@plgroup.co.th

**Tel.**                    02-5266100 , 02-5260300

## Head of Corporate Governance

The Company has established a Compliance Unit to supervise its operations (Compliance) by appointing Mr. Sarayuht Ouybuan, Company Secretary. Starting from July 1, 2022, the Compliance Department has overseen corporate governance as follows:

(1) Promote and disseminate corporate governance policy, business ethics and work practices.

(2) Study, improve, evaluate, review and recommend the principles of corporate governance and business ethics and work practices of the company to be up to date. according to the laws and regulations of the Stock Exchange of Thailand of Thailand and the Securities and Exchange Commission and stock exchange and good practices of leading organizations that are international standards.

(3) Supervise the assessment of compliance with the governance policy. business and business ethics and code of conduct in the work of the company, including reviewing the application of the CG Code principles to the



business operations of the company Including supervising the anti- Corruption By reporting to the Board of Directors every quarter through the Audit Committee.

(4) Perform other tasks as assigned by the Audit and Corporate Governance Committee.

**Email** sarayuht@fpiautoparts.com  
**Tel.** 02-9934970-7 Ext. 108 Mobile: 087-7986530

## 7.6.2 Investor Relations

The company has appointed investor relations that serves to gradually provide necessary information related to performance Past, present and future developments, including other necessary details. to stakeholders as follows:

1. Mr. Sompol Tanadumrongsak	Tel. 0-2993-4970-77 ext. 200 E-mail <a href="mailto:ir@fpi.co.th">ir@fpi.co.th</a>
2. Dr.. Nussara Tanadumrongsak	Tel. 0-2993-4970-77 ext. 100 E-mail <a href="mailto:ir@fpi.co.th">ir@fpi.co.th</a>
3. Mr. Sarayuht Ouybuan	Tel. 0-2993-4970-77 ext. 108 E-mail <a href="mailto:ir@fpi.co.th">ir@fpi.co.th</a>
4. Mr.chusak Funilkul	Tel. 0-2993-4970-77 ext. 112 E-mail <a href="mailto:ir@fpi.co.th">ir@fpi.co.th</a>

## 7.6.3 Company's auditor

The Board of Directors has considered and agreed to propose to the Annual General Meeting of Shareholders to consider and approve the appointment of the auditors from Grant Thornton Company Limited to be the Company's auditors for the year 2022 and to approve the audit fees. The year 2022 has the following details.

### Name of auditors

1. Mr. Somkid Tiatrakul,	CPA license No. 2785	or
2. Ms. Kanyanat Srirat Chatchaval	CPA license No. 6549	or
3. Ms. Saranya Akharamahaphanit	CPA license No. 9919	or
4. Ms. Luxsamee Deetrakulwattanapol	CPA license No. 9056	or
5. Ms. Kesanee Srathongphool	CPA license No. 9262	

Determine the audit fees for the year 2023 as follows:

1. Quarterly review fee of 230,000 baht per quarter, totaling 3 quarters totaling 690,000 baht
2. Annual audit fee is 1,150,000 baht.
3. Annual audit fee of FPI Auto Parts India Private Limited 232,000 baht.
4. Quarterly review fee of 76,000 baht per quarter, totaling 3 quarters totaling 228,000 baht.

Included are quarterly review fees and annual audit fees. For an amount of 2,300,000 baht

The said four auditors have no relationship or conflict of interest with the Company, its executives, major shareholders or connected persons.

A summary of the auditors' remuneration for the years 2021, 2022 and 2023 is as follows:

Year	Remuneration of Auditors	Comparison with the previous year	Auditor
2021	2,000,000 Baht	Lower than the year 2020 (50,000 baht)	Grant Thornton Company Limited
2022	2,000,000 Baht	Equal to the remuneration in 2021	Grant Thornton Company Limited
2023	2,300,000 Baht	more than the remuneration in 2022 (300,000 bath)	Grant Thornton Company Limited

Below is a summary of other fees such as transportation fees, photocopy fees that were paid to the auditors for the years 2021, 2022 and 2023:

Year	Other fee	Auditor
2021	101,135 Baht	Grant Thornton Company Limited
2022	221,389 Baht	Grant Thornton Company Limited
2023	444,305 Baht	Grant Thornton Company Limited



## Key Performance Report Corporate Governance



Performance of the Board of Directors  
in the past year



Performance of the Board of Auditors  
in the past year



Results of other committees  
performing their duties



## 8. Corporate Governance Performance

### 8.1 Summary of the performance of the Board of Directors in the past year

#### 8.1.1 Recruiting, developing and evaluating the performance of the Board of Directors

The Company's management structure consists of the Board of Directors, and 7 sub-committees namely the Audit Committee Nomination and Remuneration Committee Board of Directors Risk Management Committee Corporate Governance and Sustainability Development Committee the Anti-Fraud and Corruption Working Group and the management team are fully qualified in accordance with Section 68 of the Public Limited Companies Act B.E. 2535 and the related announcements of the Capital Market Supervisory Board.

Board of Directors Arrange for the number of directors suitable for the size of the business. Currently, there are 11 directors in total, consisting of

2 executive directors	18.18%
4 non-executive directors	36.36%
5 independent directors	45.45%

#### Independent Director 45.45% of the Board of Directors consists of

1. Mr. Suthanai	Prasertsan
2. Mr. Anant	Gatepithaya
3. Mr. Pumipat	Sinacharoen
4. Mr. Anantachai	Yoonprathom
5. Ms. Parichatara	Laotheerasirivong

The definition of “**Independent Director**” is as follows:

- 1) Possess qualifications as stipulated in relevant laws, especially the law on securities and stock exchange and the regulations of the Stock Exchange of Thailand
- 2) Shareholders not exceeding 5% of the company's paid-up capital Affiliates Associated or related companies are counted. Including shares held by related persons.
- 3) Being a member of the Board of Directors But must not participate in the management of the company. Affiliated companies Associated companies related companies or major shareholders of the Company.
- 4) Being a director who is not an employee, staff or advisor who receives regular salary from the Company. Affiliated companies, associated companies, related companies or major shareholders of the Company.
- 5) Being a director who has no benefit or personal interest whether directly or indirectly in terms of finance and management of the Company affiliated companies, associated companies or major shareholders of the Company, including no interest in Any nature of the Company's transactions in the past 2 years prior to being appointed as a member of the Audit Committee
- 6) Being a director who is not a related person or close relatives of executives or major shareholders of the Company



- 7) Being a director appointed as a representative to protect the interests of company directors, major shareholders or holds shares that are related to the Company's major shareholders
- 8) Be able to perform duties and express opinions or report the performance according to the assigned duty Independent without being under the control of executives or major shareholders of the Company, including related persons or close relatives of such persons.
- 9) Not being a political official holder of political office local councilor Local executives, political advisors, executive committee members of political parties or officials of political parties
- 10) Be trusted and generally accepted
- 11) Be able to devote sufficient time to perform duties of the Audit Committee.

## Nomination of Directors

The committee will take care of the company. There is a transparent director selection process. It will appoint individuals with leadership, vision, professional skills, knowledge, abilities, and experience in business and related businesses. Specialized expertise (skill Matrix) and not limited by gender It is also consistent with the company's business strategy. As well as having the utmost responsibility for the company's operating results. Is committed to leading the organization to progress and grow steadily. accurate Have freedom to express opinions and make decisions in the best interests of the company for those who will become independent directors Must have the qualifications to be an independent director as specified by the company. which is more stringent than the requirements of the Stock Exchange Commission. (Qualifications of the company's independent directors can be seen in the Management Structure section) in addition to the features mentioned above.

Criteria and process for recruiting and selecting new directors: If there is a vacancy among the company's directors, the Nomination and Remuneration Committee will be responsible for considering the selection of new directors The criteria is that qualifications will be considered. Knowledge, ability, work experience Essential skills that are still lacking among company boards in accordance with the Company's business operations to perform duties fully Including not having prohibited characteristics according to the law and principles of good corporate governance. In recruiting and selecting the company's directors the director's pool will be considered, which will create diversity in the structure of the board and create a Board Skill Matrix to determine the qualifications of directors to be recruited. To be consistent with the Company's business operations, such as in the case where the Company has a strategy for operating a new business in addition to the existing business. The selection of directors will select qualified people. Specific skills and experience to match the new business that the company will continue to operate. In addition, the company has a policy of giving shareholders the right to nominate names of suitable people to become directors. There is a recruitment and compensation committee. Responsible for screening the qualifications and suitability of applicants. Nominated persons or company directors who are due to retire by rotation by submitting opinions to the Board of Directors for consideration and approval and inclusion in the agenda for the Annual General Meeting of Shareholders for the shareholder meeting to appoint Company directors. By considering the following properties:

### **Directors' qualifications:**

Persons who will serve as directors of the company Must be knowledgeable, capable, and ready to perform duties. and have at least the following properties:

(a) Has qualifications and does not have prohibited characteristics as specified in the law on public companies. and must not have characteristics that indicate a lack of suitability to be trusted to manage the company by shareholders According to the announcement of the Securities and Exchange Commission

(b) have knowledge, skills, profession, experience, and expertise in specific fields Especially related to the production of automotive parts. Future automotive technology and international trade depends on the appropriateness of the company's situation at that time. According to the structure of the diverse committee the selection and appointment of company directors will be based on knowledge and ability. and use diversity criteria for consideration.

(c) able to devote himself fully Especially in making important decisions and in performing duties for the benefit of the company. and attend the Board of Directors' meetings and hold shareholder meetings every time Unless there is a force majeure event.

(d) Be a person with morality, ethics, and any other additional qualifications required by law or as appropriate by the Board of Directors.

### **Term of being a director of the Company**

At every annual general meeting of shareholders One-third (1/3) of the directors shall retire from office if the number of directors cannot be divided into three parts. Issue the amount closest to one-third. Directors must retire from their positions in the first and second years after the company is registered. Let lots be drawn to see who will leave. As for the following years, the directors who have been in office the longest will be chosen. is the person who leaves the position Directors who have resigned from their positions may be re-elected.

### **Consideration for selection of new directors**

In 2023, the company will not recruit or appoint new directors. that has been considered by the Nomination and Remuneration Committee To present to the Board of Directors for approval and to present to the 2023 Annual General Meeting of Shareholders.

### **Consideration and selection of former directors who are due to retire by rotation.**

In 2023, there will be 4 out of 11 directors who are due to retire by rotation.



## list of directors

## Type of director proposed for appointment.

- |                                    |  |
|------------------------------------|--|
| (1) Mr. Suthanai Prasertsan        | Chairman of the Audit Committee/ Independent Director and<br>Member of Audit Committee |
| (2) Mr. Somkit Tanadumrongsak      | Director   |
| (3) Mr. Yanyongchai Tanadumrongsak | Director   |
| (4) Mr. Anantachai Yoonprathom     | Independent Director and Member of Audit Committee                                     |

**Selection Criteria and Methods:** The selection process for the Company's director position has been considered by the Nomination and Remuneration Committee and the Company's Board of Directors. The Company's Board of Directors has considered the qualifications of Company Directors in accordance with the Public Limited Companies Act. B.E. 2535 and the Securities and Exchange Act B.E. 2535. Educational qualifications, skills, work experience in businesses related to the Company's operations. and professional diversity that can be beneficial to business operations and can help develop the company, including work performance as a company director in the past

In addition, the company has given shareholders an opportunity to propose meeting agendas. Including nominating people to be considered for election as company directors at the 2023 Annual General Meeting of Shareholders between 6 October 2022 and 31 December 2022. However, no one proposed an agenda or nominated a person for consideration. Be elected as a company director at the 2023 Annual General Meeting of Shareholders.

**Opinion of the Nomination and Remuneration Committee:** The committee is of the opinion that the four directors have all the qualifications according to the Public Limited Companies Act, B.E. 2535 and the Securities and Exchange Act, B.E. 2535, that is, they are not bankrupt. Incompetent person or quasi-incompetent person and has never been imprisoned by a final judgment for an offense involving property that was committed dishonestly. and has never been punished or dismissed from government service or organization or government agencies base of malpractice and not becoming a partner or being a shareholder in another legal entity that has the same status and competes with the Company's business, etc.

For independent directors and audit committee members There are 2 persons who are due to retire according to their terms:

Suthanai Prasertsan Independent Director and Audit Committee Member that are due according to the term The term of office is 5 years and 8 months and Mr. Anantachai Yoonprathom, independent director and member of the audit committee. that are due according to the term The term of office is 5 years and 8 months. The committee has considered it. Consider that the person to be nominated as an independent director has the qualifications in accordance with the law regarding the requirements regarding independent directors.

In addition, all four directors are knowledgeable and capable, and have experience in businesses related to the company's operations. Able to help develop the company. Therefore, it is considered appropriate to propose to the Board of Directors for consideration and approval in order to propose to the 2023 Annual General Meeting of Shareholders to consider re-electing directors who will retire by rotation for the year 2023 to return to their positions as directors of the Company, including the positions of sub-committees in accordance with same time for another term.

**Director's opinion:** The Board of Directors, excluding directors with conflicts of interest, has considered and is of the opinion that the person nominated this time has been considered according to the process set by the company, and have qualifications that meet relevant regulations and are appropriate for the company's business operations. Therefore, it was agreed to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the election of four directors who will retire by rotation, namely 1) Suthanai Prasertsan 2) Mr. Somkit Tanadumrongsak 3) Mr. Yanyongchai Tanadumrongsak 4) Mr. Anantachai Yoonprathom returned to the position of director of the Company. Including holding the position of sub-committee as usual for another term. According to the opinion of the Nomination and Remuneration Committee.

### Nomination of Directors and Senior Executives

To be consistent with corporate governance policy Board of Directors. Therefore, a policy has been established. Recruitment criteria Directors and senior executives of the company by assigning the Nomination and Remuneration Committee to recruit knowledgeable people. suitability for selection and is the person who determines the criteria and methods for recruitment and selection. This depends on the suitability of the company's situation. During that time.

#### Development of directors and executives

The Company's Board of Directors has promoted and supported training, and providing relevant knowledge to directors and executives in order to continuously improve operations, such as promoting meetings between directors and senior executives, to exchange opinions with each other. Encourage the preparation of plans to develop the potential of executives at the managing director level. Deputy Managing Director, etc., assigned to the Nomination and Remuneration Committee. Follow up on the preparation of the succession plan for the Managing Director, and Deputy Managing Director. To ensure that the company has knowledgeable executives. Adequate ability to perform duties as follows:

1. The Board of Directors Establish a plan to develop the potential of executives. To prepare a job succession plan, consisting of the Managing Director and Deputy Managing Director.
2. Nomination and Remuneration Committee Consider determining knowledge, abilities (Competency), and experience for each job position. To select executives with qualifications consistent with the requirements. Able to inherit the work of each position.

3. Managing Director Evaluate work performance and knowledge Ability of executives with corresponding qualifications Compare with the desired competency level to create an individual development plan to reduce the Competency Gap.

4. Assigned to Human Resources Development Department Responsible for monitoring and following up on training and develop knowledge Ability of the successor to the position of Deputy Managing Director

5. Managing Director Arrange for rotation of duties. Responsibilities of executives with corresponding qualifications and assigned to executives at the deputy managing director level. Attend the Executive Committee meeting to gain understanding, experience, and readiness to manage the organization in the future.

6. Managing Director Performance report and development results according to the individual development plan of qualified executives as determined by the Nomination and Remuneration Committee twice a year.

7. Nomination and Remuneration Committee Review and summarize the results of preparing the succession plan for the Managing Director. and Deputy Managing Director on a regular basis and report to the Board of Directors once a year.

#### **Director development**

1. The board will promote and support in providing knowledge to directors in performing their duties as directors of the company. By training courses of the Thai Institute of Directors Association (IOD Association) related to at least one director course, namely the Director Accreditation Program (DAP) or the Director Certification Program (DCP), including any other courses related to governance. good business Performing duties as a director under the provisions of the law and requirements of relevant official agencies or conducting business of the company to increase supervisory skills and abilities The company is responsible for all expenses.

2. The committee will oversee the management and organize the company's internal training courses. To the directors to increase their knowledge regarding the Company's business operations. and responsibilities as a company director

3. Board of Directors Require orientation for all new directors. To create knowledge and understanding of business Including various operations of the company to prepare for the performance of duties of the directors. There is a policy to enhance knowledge and new perspectives for all directors. in learning corporate governance Industry conditions technology business and new innovations so that directors can take up their duties as quickly as possible with efficiency. The company secretary is the coordinator. In various matters as follows:

1. Things you should know: Business structure Director structure Scope of authority Laws you need to know.

2. General knowledge of the business: operating guidelines, various policies, and visiting the production process.
3. Arrange a meeting Discuss with the whole committee to ask for in-depth information about business operations.
4. The committee will ensure that the company discloses information on training and development of directors in various reports. According to good corporate governance principles such as annual reports

### **Director training**

The Company has directors who are knowledgeable, capable, and always seeking knowledge in their duties as directors and the business, and the Company encourages all directors to receive additional education and training. To continually increase knowledge about acting as a director, including:

1. Board of Directors Participated in national activities that helped promote and raise the level of good corporate governance. and exchange opinions with those with experience at the regional level, such as organizing a Plant Visit to tour the work sites of companies that have joint ventures abroad. To enable the Board of Directors to understand the Company's business. and bring knowledge and experience to benefit the company even more.
2. All directors have attended training with the Thai Institute of Directors Association (IOD). Moreover, the company Encourage directors to participate in other training courses. related This creates a useful perspective to apply to the company's business. In addition, the company's senior executives Also participated in activities to exchange ideas. Knowledge seminar activities in various fields that are related to operations as well as being a guest speaker in various seminars to exchange knowledge, experiences and opinions with various agencies as well.

### **Assessment of the performance of the Board of Directors**

1. The Board of Directors and Sub-Committees will conduct a self-evaluation at least once a year for the Board of Directors to jointly consider their performance and problems. to develop and improve the performance of duties The criteria must be established to be used in comparison with the operational results with criteria.
2. Methods for evaluating the Board's performance include (1) self-evaluation. (Self-Assessment) both as a group and individually (2) cross-assessment (Cross-Assessment) and including disclosure of criteria the process and results of the assessment are summarized in the annual report.

3. The committee may consider having outside consultants to assist in setting guidelines. and make suggestions on issues for evaluating the performance of the Board of Directors And disclose such operations in the annual report.

### **Assessment of the performance of the Board of Directors**

#### **Board self-assessment.**

Board of Directors Set up an evaluation of the performance of the Company's Board of Directors. Individual and group Regularly at least once a year to be aware of various problems and obstacles. During the past year and to make the work of the committee more effective Because they clearly know their own responsibilities and to help improve the relationship between the Board of Directors and management. Including guidelines for improvement to be in accordance with the principles of good corporate governance. Using the form provided by the company Improved from the sample self-evaluation form of the board of directors of the Stock Exchange of Thailand. as appropriate and consistent with the characteristics of the Board of Directors The evaluation criteria are as follows: performance results, policies, guidelines for correcting operations if they are not as specified, preparation before attending meetings, practice of corporate governance of the company, performance of duties. Chairman and monitoring risk management, etc. Bring the results of the committee's self-assessment. Let's analyze the statistical data. and report the results of the evaluation to the Board of Directors. To lead to further action by the administration. In addition, in 2023, the company has an evaluation of every sub-committee, including the Audit Committee. Nomination and Remuneration Committee Risk Management Committee and the Corporate Governance Committee Anti-Corruption Working Group The evaluation criteria are as follows:

1. The structure and qualifications of the subcommittees are appropriate. Make work efficient.
2. Sub-committees perform their duties in meetings efficiently.
3. Roles, duties, and responsibilities of the sub-committees

#### **Managing Director's performance appraisal**

Board of Directors Assess the performance of the Managing Director annually. by using the form that the company has improved from the example Self-assessment form of the Managing Director of the Stock Exchange of Thailand as appropriate and consistent with the goals and strategic plans of the organization The evaluation criteria are divided into the following topics:

The results of the evaluation of the managing director were an average score of 95.02, in the excellent level.

#### **Assessment topic**

- |               |               |
|---------------|---------------|
| 1. Leadership | average 96.88 |
|---------------|---------------|

2. Strategy determination,	average 92.19
3. Strategy implementation,	average 95.31
4. Financial planning and performance,	average 94.27
5. Relationship with the committee,	average 92.71
6. External relations	average 97.50
7. Administration and personnel relations,	average 93.23
8. Succession,	average 91.67
9. Knowledge of products and services,	average 100
10 personal characteristics,	average 96.88

**Additional comments/observations from the evaluation** found that scores in every category were high. The managing director is outstanding. regarding knowledge and ability in business Especially knowledge about products and services and relationships with external personnel is at an excellent level but there are some categories that need to be improved, such as setting strategies during the technology transition period of the automotive industry. Building good relationships with personnel in the organization to retain good, knowledgeable people in the organization. Including planning the succession of positions. The company must set clear guidelines. To create representatives/successors Because the level of knowledge and ability of the current CEO is at a high level. and has a great impact on business operations.

## Board of Directors

In 2023, it was scheduled to review the performance evaluation form of the committee. To evaluate the company's directors annually for the committee to consider and review the performance of various problems and obstacles. During the past year by evaluating the entire board of directors, evaluating themselves by dividing the scoring criteria into 5 levels and summarizing the overall evaluation results to present to the Board of Directors. and disclosed in the annual report for the said evaluation to have appropriate criteria, the Company has revised the questions and evaluation criteria to be consistent with the guidelines for evaluating the Board of Directors. Assessment to the Board of Directors the Company's Board of Directors has been informed of the results of the said assessment. and make suggestions from the evaluation Let's set guidelines to improve the performance of the committee's duties in a concrete way.



(1) Results of self-assessment of the entire board of directors for the year 2023, average score of 93.50, in an excellent level.

#### Assessment topic

Structure and qualifications of directors,	average 96.15.
Roles/duties/responsibilities of directors,	average 90.15
Committee meeting	average 91.67.
Performance of duties by the committee,	average 97.86
Relationship with management,	average 95.00
Personal and executive development, average value 93.33	

**Additional comments/observations from the assessment** It was found that scores in every category were high. Especially the section on performing duties of the committee. /Structure and qualifications of directors /Relationship with management has a very high score level The Board of Directors gives importance to the performance of duties of directors. who play a role in corporate governance Including playing an important role in pushing Organizational strategies and goals to be achieved according to the specified plan. There will be a meeting to follow up on the management's performance every month in 2023.

#### Assessment Topics

Structure and qualifications of directors,	average 96.59.
Committee meeting	average 96.02.
Roles, duties, and responsibilities of directors,	average 97.73

**Additional comments/observations from the assessment** It was found that the Board of Directors gave importance to Structure and qualifications that demonstrate the knowledge and abilities of the committee, including the roles, duties, and responsibilities of directors. And the organization of committee meetings should be improved to be adequate and appropriate for supervision. improve Including having sufficient and appropriate meeting time to consider various matters.

(3) Result of self-assessment of sub-committees for the year 2023

#### 3.1 Executive Committee.

- Results of the self-assessment of the entire executive committee, average score of 98.46, is at an excellent level.

- The results of the self-assessment of the individual executive directors, average score of 98.01, is at an excellent level.

**Additional comments/observations from the evaluation** found that the executive committee should review the organization's strategies and goals at appropriate intervals. To make the business stable and sustainable, including establishing control measures effectively inside and outside

### 3.2 Audit Committee

- Results of the self-assessment of the entire audit committee, average score of 97.86, is at the excellent level.

- The results of the self-assessment of the individual audit committee members had an average score of 96.82, in the excellent level.

**Additional comments/observations** from the evaluation found that the Audit Committee gave importance to Accuracy and reliability of financial statements and compliance with laws and regulations. including a good internal audit system

### 3.3 Nomination and Remuneration Committee

- Results of the self-assessment of the entire Nomination and Remuneration Committee, average score of 95.20, in the excellent level.

- Results of the self-evaluation of the Nomination and Remuneration Committee Individual average score of 94.70 is at the excellent level.

**Additional comments/observations from the evaluation** found that the Nomination and Remuneration Committee Give importance to the qualifications and knowledge and abilities of directors and executives. that one should have knowledge and abilities appropriate to the business Including the development of the potential of directors and executives. Because of the present Directors and executives are a group of elderly people who are nearing retirement. There should be a project for developing and inheriting the work of directors and Systematic executives.

### 3.4 Corporate Governance Committee

- Results of the self-assessment of the Corporate Governance Committee as a whole, with an average score of 97.15, in the excellent level.

- The results of the self-assessment of the corporate governance committee members individually, with an average score of 98.18, is at an excellent level.

**Additional comments/observations from the evaluation** found that the Corporate Governance Committee give importance to Guidelines for governance of society, community, and environment, including monitoring to ensure proper and appropriate operations.

### 3.5 Risk Management Committee

- Results of the self-assessment of the Risk Management Committee as a whole group, average score of 99.58, is at the excellent level.

- Results of the individual risk management committee self-assessment, average score of 88.83, in the excellent level.

**Additional comments/observations from the evaluation** found that the Risk Management Committee Give importance to overseeing and implementing the organization's risk management in accordance with strategic plans, laws, including new risk management measures arising from technological developments, innovations, war conditions, and business goals. including changing circumstances

### 3.6 Anti-Corruption Working Group

- Results of the self-assessment of the entire Anti-Corruption Working Group, average score of 93.41, in the excellent level.

- Results of the self-assessment of the individual anti-corruption working group, average score of 97.16, in the excellent level.

**Additional comments/observations from the evaluation** found that the Anti-Corruption Working Group Give importance to the risk of corruption that may occur, including setting effective risk control measures and encouraging employees to participate in supporting the fight against corruption. Tion

## 8.1.2 Attendance and remuneration of individual committees

The Board of Directors has set the schedule for the Board of Directors' meetings in advance each year and will meet at least 4 times a year, including special meetings which may be considered as necessary. In each meeting, a clear agenda is set. Both the agenda for acknowledgment and the agenda for consideration. There are sufficient supporting documents for the meeting, and delivered to the directors at least 7 working days in advance of the meeting date so that the Board of Directors can have enough time to study the information before attending the meeting.

In the year in the past 2023, the Board of Directors subcommittee and independent directors have a meeting with details of the meeting attendance of each director. can be summarized as follows.

Name-Surname	Position	attendance /total meetings		
		Board meeting	Non-executive board meeting	Annual General Meeting of Shareholders on April 22, 2022
1. Mrs. Raweewan Mathong	Chairman of the Board	2/4	1/1	-
2. Mr. Sangcharean Tanadumrongsak	Chairman	3/4	1/1	1/1
3. Mr. Sompol Tanadumrongsak	Director and Chief Executive Officer	4/4	-	1/1
4. Mr. Somkit Tanadumrongsak	Director	4/4	1/1	-
5. Mr. Yanyongchai Tanadumrongsak	Director	4/4	1/1	1/1
6. Dr.. Nussara Tanadumrongsak	Director	4/4	-	1/1
7. Mr. Suthanai Prasertsan	Independent director and Chairman of Audit Committee	4/4	1/1	1/1
8. Mr. Anant Gatepithaya	Independent director and Director of Audit Committee	4/4	1/1	1/1
9. Mr. Pumipat Sinacharoen	Independent director and Director of Audit Committee	4/4	1/1	1/1
10. Mr. Anantachai Yoonprathom	Independent director and Director of Audit Committee	4/4	1/1	1/1
11. Ms. Parichatra Laotheerasirivong	Independent director and Director of Audit Committee	4/4	1/1	1/1

### Benefits for directors and executives

In 2023, the remuneration of 11 members of the Company's Board of Directors and Audit Committee members received in the form of remuneration for directors and meeting allowance and bonuses for directors. The total amount is 4,418,000 baht, compared to the total amount of 4,190,000 baht in 2021 and 4,210,000 baht in 2020, with the following details

(Unit : Baht)

Name-Surname		Year 2021	Year 2022	Year 2023	Number of times attended
1. Mrs. Raweewan	Mathong	240,000	240,000	230,000	4/6
2. Mr. Sangcharean	Tanadumrongsak	250,000	250,000	240,000	5/6
3. Mr. Somkit	Tanadumrongsak	250,000	250,000	250,000	6/6
4. Mr. Yanyongchai	Tanadumrongsak	250,000	250,000	250,000	6/6
5. Mr. Sompol	Tanadumrongsak	250,000	250,000	250,000	14/14
6. Dr.. Nussara	Tanadumrongsak	250,000	250,000	250,000	12/12
7. Mr. Anant	Gatepithaya	530,000	572,000	572,000	18/18
8. Mr. Pumipat	Sinacharoen	530,000	572,000	572,000	14/14
9. Mr. Suthanai	Prasertsan	615,000	670,000	670,000	16/16

10. Mr. Anantachai	Yoonprathom	530,000	572,000	572,000	12/12
11. Ms. Parichatara	Laotheerasirivong	500,000	542,000	542,000	10/10
<b>Total</b>		<b>4,190,000</b>	<b>4,418,000</b>	<b>4,398,000</b>	

The Annual General Meeting of Shareholders for the year 2023, held on April 10, 2023, resolved to determine the directors' remuneration for the year 2023 as follows:

- Compensation for the Chairman of the Audit Committee is 250,000 baht/person/year.
- Remuneration of the Chairman of the Board Company Director and Audit Committee members, amount of 210,000 baht per person per year
- Director meeting allowance in the amount of 10,000 baht/person/meeting
- Meeting allowance for the Audit Committee in the amount of 10,000 baht/person/meeting.
- Special bonus for the Audit Committee for the year 2022, considering the company's operating results ending December 31, 2022, in the amount of 1,308,000 baht.
- There is 1 annual general meeting of shareholders.
- There was a board meeting without executive directors 1 time.
- There were a total of 4 Audit Committee meetings.
- There were a total of 4 meetings of the Board of Directors.
- There were 2 meetings of the Nomination and Remuneration Committee.
- There were a total of 2 Risk Management Committee meetings.
- There were a total of 2 corporate governance committee meetings.
- There were 2 anti-corruption committee meetings.
- There are no other forms of indirect benefits to directors.

### 8.1.3 Supervision of Subsidiaries and Associated Companies

The company conducts business through subsidiaries. Details appear in section 1.3 Shareholding structure. The Company's Board of Directors has a governance mechanism that allows it to oversee the management and be responsible for the operations of its subsidiaries. To protect the interests of the Company's investments, which includes

- Sending a person to represent the company. to serve as directors and executives by committee The company is considering appointing individuals as representative directors. Details appear in section 7. Corporate governance structure.

- Establishing guidelines for the supervision of subsidiaries for representative directors to adhere to maintain the operations of the subsidiaries. It's in the same direction. Consistent with the company's policy guidelines and related laws Voting or acting on important matters must be approved by the Managing Director. Board of Directors or shareholders.

- Providing a good corporate governance policy and a comprehensive, appropriate, and adequate internal control system in the Company's subsidiaries.

- Supervision of disclosure of financial status and operating results. Including making important transactions correctly and consistent with the company's criteria• Supervision of information disclosure of financial position and operating results. Including making important transactions to be correct and consistent with with the company's criteria

## 8.1.4 Monitoring to ensure compliance with corporate governance policies and guidelines

### 8.1.4.1 Prevention of conflicts of interest

The committee will be strict in supervising transactions that may have conflicts of interest or related transactions or related transactions. In considering such items the committee will take care of the company. Operate in accordance with the requirements and rules of the relevant authorities. By specifying that these transactions will be considered as if they were transactions with outsiders (arm's length basis), in which stakeholders in any transaction will not be involved in the process of considering and approving such transactions. In addition, the board will oversee the company. There is a policy for employees to conduct transactions with people who may have conflicts of interest. So that transactions that may have conflicts of interest are treated fairly, transparently, and in line with relevant official rules. and must ensure that information is disclosed correctly and completely in accordance with the principles of good corporate governance.

In considering the agenda in which any member of the committee has an interest. That director must declare his or her interest. At least before considering that agenda. and have the company secretary record it in the minutes of the board meeting Including refraining from participating in the meeting to consider that agenda.

In 2023, the Company did not find any conflicts of interest or related transactions or related transactions. which may cause conflicts, disputes, or disputes in any way

### 8.1.4.2 Using inside information to seek benefits



1. The board of directors will oversee the company. There are written policies and guidelines for preserving and preventing the use of information within the company. This includes information that has not yet been disclosed to the public which is material to changes in the price or value of securities. and ensure that there are serious practices to prevent directors, executives, and employees in positions or status who could gain access to the Company's internal information. Including related persons according to the definition set by the authorities. To take advantage of that information for oneself or others, such as trading securities before the information is publicly disclosed. Using information or secrets of the company / customers to do business in competition with the company / customers of the company or taking advantage of authority in an illegal way

2. The committee will appoint directors. Executives from the level of the Executive Chairman Executive Committee Managing Director or Assistant Managing Director Chief Financial Officer Chief Operating Officer, Executive, Financial Accounting Manager Has a duty to disclose information and report holdings of securities issued by the Company, including oneself, one's spouse, and minor children. to the Office of the Securities and Exchange Commission (SEC), including reporting changes in holding such securities every time such securities are bought, sold, transferred, or received. According to the report form and within the period specified by the SEC Office.

In addition, the management department has a duty to prepare a report on the Company's shareholding of directors, executives, and their spouses and minor children for the board of directors for information. and prepare a report summarizing changes in the Company's securities holdings of the directors, the executive chairman. Executive committee Managing Director or Assistant Managing Director Chief Financial Officer Chief Operating Officer and executives, including their spouses and minor children It must be disclosed in the annual report.

In 2023, the Company did not find any offenses arising from the use of inside information to seek improper benefits by directors, executives, employees, or related persons.

### 8.1.4.3 Anti-Corruption

The company conducts business by giving importance to good corporate governance. Under the framework of ethical management Conduct business with transparency and can be audited. There is a control and inspection process to reduce and prevent the risk of corruption within the organization. Including all forms of corruption, whether direct or indirect. This is in addition to setting the company's good corporate governance policy. and provide a policy to prevent and combat corruption. Giving or receiving a bribe in addition to having written guidelines regarding anti-corruption, the company has also joined parties related to anti-corruption at the national level. is a member of the Thailand Private Sector Collective Action Coalition Against Corruption (CAC) and received certification in the 4th quarter of 2019 from the Thai Institute of Directors Association. By taking

action that demonstrates commitment to combating corruption and corruption of the company and preparation for auditing (Recertification) that the IOD requires to be evaluated every 3 years and the Company's Audit Committee Scheduled to be evaluated every year. In 2023, the company has acted on important matters. It can be summarized as follows:

1. Establish a corruption risk assessment project to analyze and assess the risk of corruption opportunities. and the potential impacts of corruption in various processes within the organization by using risk assessment tools developed from Risk Assessment of Enterprise Risk Management (ERM) to take such information into consideration in determining measures. internal control and internal investigation of corruption and corruption to be useful in supervising, monitoring, controlling, and reducing the opportunity for corruption within the organization.
2. Review anti-corruption measures and assessment of corruption risks. in the existing operating procedures of the company by internal departments with related responsibilities To be complete and up to date consistent with changing situations and risks and report to the Audit Committee and the Board of Directors received information in order
3. Improve the complaint receiving system (Whistleblower System) by adding channels for receiving complaints and establishing a work system that collects complaints to be more efficient. To be in line with the criteria of Thailand's Private Sector Collective Action Coalition Against Corruption (CAC).
4. Promote and communicate, create knowledge and understanding to make employees aware of the importance of anti-corruption, along with guidelines for anti-corruption for executives and employees.
5. Communicate and communicate with the company's customers/partners. In the matter of combating corruption, corruption and not asking for/not accepting gifts or other benefits through the Supplier Conference for the year 2023 for those who do business with the company. Be informed and have practices that are consistent with the company's policy.

#### 8.1.4.4 Whistleblowing

The Company has established a policy for all groups of stakeholders to be able to report clues or complain about inappropriate actions. infringement Illegal or unethical acts inaccurate financial reports or defective internal control system of the Company Including having a policy to protect whistleblowers The complainant can choose to remain anonymous. Complaint recipients will keep the information confidential and disclose it as necessary, considering the safety and damage of the complainant. And those who have suffered damage will receive relief from damages through appropriate and fair procedures. (Details about receiving clues published on the company's website)

The Company has provided measures and channels for whistleblowing or complaints of stakeholders from all sectors. They can report clues, complaints, as well as express their opinions to the Company. through the following channels

Mail : Company Secretary / Managing Director / Audit Committee

Fortune Parts Industry Public Company Limited

11/22 Moo 20 Nimit Mai Road, LamLukka, LamLukKa, Pathum Thani

1	2	1	5	0
---	---	---	---	---

Tel: 02-993-4970-77 Ext. 108 (Company Secretary)

Fax: 02-993-0602 Website: [www.fpiautoparts.com](http://www.fpiautoparts.com) Email: [o.saryuht@gmail.com](mailto:o.saryuht@gmail.com)

In the case of employees, they can report clues or make complaints through supervisors they trust. agencies directly responsible for that matter or executives in charge of regulatory bodies

#### Channels to directly contact the Audit Committee/Board of Directors

Stakeholders who wish to contact the Audit Committee / Board of Directors You can make a complaint through.

Channel 1 The Company's Audit Committee	Channel 2 Company Secretary or a group of persons assigned by the Board of Directors
Mr. Suthanai Prasertsan Tam.prasertsan@gmail.com	Mr. Sompol Tanadumrongsak paulfpi@hotmail.com
Mr. Anant Gatepithaya gatepithaya@gmail.com	Dr..NussaraTanadumrongsak apple_fpi@hotmail.com
Mr. Pumipat Sinacharoen pumipatsina@gmail.com	Mr. Sarayuht Ouybuan o.saryuht@gmail.com

#### Actions when receiving complaints.

The company has prepared and announced the implementation of procedures according to the complaint handling policy. (Whistleblower Policy Procedure) consists of the following main processes:

1. **Screening complaints**, the assigned department considers important information according to the policy. and procedures even in the case of an anonymous card If the information is reasonable and clear evidence will be considered. and report to stakeholders who make complaints.

2. **Fact checking** Consider preparing a fact-finding report, with comments and suggestions To the Chief Executive Officer and Managing Director consider ordering as appropriate
3. **Order consideration** The Chairman of the Executive Committee and the Managing Director shall appoint an investigative committee for the complaints that have well-founded evidence. According to the company's work regulations to achieve fairness to all parties.
4. **Reporting of settled complaints** Will report to the stakeholders who complain. If the complainant has notified the contact information Including reporting to the Corporate Governance Committee and the Audit Committee for acknowledgment.

#### Measures to protect complainants or those who cooperate.

complainant or person who cooperates in the investigation Investigations will be protected in accordance with the following rules and complaints policy:

1. Complainant or stakeholders or those who cooperate in good faith at all stages of the investigation and investigation process will receive protection or non-retaliation.
2. The information of the complainant and those involved will be kept confidential. (Confidential) in accordance with the company's requirements regarding the level of confidentiality and security of documents.
3. The complainant or the affected person will be treated and relieved according to the Company's appropriate procedures.

In 2023, there will be no whistleblowing, or complaints related to illegal acts or ethics or rights violations Incorrect financial reports corruption or the company's defective internal control system to the said channel.

### Duty of the Board of Directors in 2022

Q1



1. Consider and approve setting the date for the 2023 Annual General Meeting of Shareholders.
  - Consider and approve the record date to determine the names of shareholders who have the right to attend the 2023 Annual General Meeting of Shareholders and the right to receive dividends.
  - Consider acknowledging the company's operating results.
  - Consider and approve and propose to the general meeting of shareholders to approve the financial statements ending on December 31, 2022.
  - Consider the interim dividend payment report.
  - Consider and approve and propose to the general meeting of shareholders to approve the announcement of dividend payment for the 2022 operating results.

- Consider and approve the election of directors to replace those whose terms expire in 2023.
- Consider and approve and propose to the general meeting of shareholders to approve directors' remuneration in 2023.
- Consider, approve, and propose to the general meeting of shareholders to appoint an auditor. and determine the audit remuneration for 2023.
- 2. Consider the financial statements and operating results for the past year.
- 3. Consider acknowledging the performance of the Audit Committee in the past year.
- 4. Consider and approve the budget and investment plan for 2023.
- 5. Consider giving opinions on the assessment of the adequacy of the company's internal control system.
- 6. Consider and approve the criteria for employee bonus payments for the year 2022.
- 7. Consider the risk management plan.
- 8. Consider acknowledging the report on the performance of the investor relations plan.
- 9. Consider the succession plan for senior executives and the organizational structure.
- 10. Board of Directors meeting Only Non-Executive Directors (NED)

## Q2



1. Annual General Meeting of Shareholders 2023 on 10 April 2023
2. Consider and approve the appointment of directors to return to positions in the sub-committees.
3. Consider acknowledging the employee wage adjustment for the year 2023.
4. Consider and approve financial statements and operating results. For the three-month period ending March 31, 2023
5. Consider acknowledging the work results of Audit Committee 1st Quarter 2023
6. Consider changing the management structure of the company and subsidiaries in 2023.

## Q3



1. Consider acknowledging the company's operating results for the 2nd quarter.
2. Consider approving the payment of interim dividends for operating results for the six-month period ending June 30, 2023.
3. Consider and approve financial statements and operating results. For the six-month period ending 30 June 2023
4. Consider acknowledging the performance of the Audit Committee in the 2nd quarter.
5. Reporting on the performance of the Risk Management Committee
6. Report on operating results and review action plans to prevent fraud and corruption.

## Q4



1. Consider acknowledging the Company's operating results for the 3rd quarter of 2023.
2. Consider and approve financial statements and operating results. For the nine-month period ending September 30, 2023
3. Consider acknowledging the performance of the Audit Committee in the 3rd quarter.

4. Consider and approve meeting plans/activities of the committee and sub-committees. in advance
5. Consider acknowledging the performance of the Corporate Governance Committee in 2023.
6. Consider and approve investment budgets in the country. Saudi Arabia
7. Consider and approve the management. Considering the possibility of joint investment with Helli Mold Company. (India) and JMT Mold (China)
8. Consider acknowledging the results of corporate governance operations in 2023 and summarize recommendations for development.  
Govern the business according to the CGR project for the year 2023, with a resolution to improve the charter of the board of directors.
  - Set a policy prohibiting the CEO from serving as a director at another company. Except for subsidiaries, the Company joint venture and affiliated companies to have sufficient time to manage the organization.
  - Set a policy regarding the minimum number of quorums at the time the committee votes at the meeting. The committee said Directors must be present not less than two-thirds of the total number of directors.
9. Approval to corporate governance agencies Training to provide knowledge to executives and employees about guidelines Regarding the use of internal information of the company
10. Consider and approve the management. Lead a group of securities analysts and investors from Thailand to visit the factory in India.
11. Consider and approve the management. Carry out land purchasing Plot next to the factory building, amounting to 6-2-20 rai, to support the company's business expansion.



## 8.2 Report on performance of the Audit Committee for the past year

### 8.2.1 Number of meetings and meeting attendance of individual members of the Audit Committee

#### Audit Committee

In the year 2023, the Audit Committee held 4 meetings with the details of attendance of each director as follows:

Name-Surname	Position	Number of times attended
1. Mr. Suthanai Prasertsan	Independent director and Chairman of Audit Committee	4/4
2. Mr. Anant Gatepithaya	Independent director and Director of Audit Committee	4/4
3. Mr. Pumipat Sinacharoen	Independent director and Director of Audit Committee	4/4
4. Mr. Anantachai Yoonprathom	Independent director and Director of Audit Committee	4/4
5. Ms. Parichatra Laotheerasirivong	Independent director and Director of Audit Committee	4/4

### 8.2.2 Performance of the Audit Committee

#### Audit Committee Report

Audit Committee It consists of 5 independent qualified members who are qualified and experienced in law, administration, accounting, finance, and economics. At present, the Audit Committee consists of Mr. Suthanai Prasertsan. as the Chairman of the Audit Committee, Mr. Anant Gatepithaya, Mr. Pumipat Sinacharoen, Mr. Anantachai Yoonprathom and Ms. Parichatra Laotheerasirivong as a member of the Audit Committee which has components, qualifications according to the announcement of the Capital Market Supervisory Board and regulations of the Stock Exchange of Thailand

The Audit Committee performed its duties as assigned by the Board of Directors. According to the Charter of the Audit Committee of Fortune Parts Industry Public Company Limited which is in line with the announcement of the Stock Exchange of Thailand. and the Securities and Exchange Commission The policy focuses on compliance with good corporate governance principles. and according to the law Regulations related to business operations both within the country and abroad. Including the importance of sufficiency. and the effectiveness of the internal control system and internal audit system. Performance of Associates and Joint Ventures and important investments

In 2023, the Audit Committee There were a total of 4 meetings, with Mr. Suthanai Prasertsan Mr. Anant Gatepithaya, Mr. Pumipat Sinacharoen, Mr. Anantachai Yoonprathom and Ms. Parichatra Laotheerasirivong Attended all 4 meetings, which can summarize the essence of the duties and opinions of the Audit Committee as follows:

### 1. Review of financial reports and not a financial report

The Audit Committee reviewed the quarterly financial statements and the 2023 annual financial statements, including related transactions. Items that may have conflicts of interest by inviting the relevant management department and the auditor to attend the meeting on the agenda for considering the financial statements. To clarify and answer questions from the Audit Committee. regarding accuracy, completeness, and adjustments to important accounting items that affect the financial statements. Sufficiency of the information disclosed in the financial statements and the auditor's observation which the Audit Committee is of the opinion that the financial statements have been presented correctly and in accordance with financial reporting standards. The Audit Committee held a specific meeting with the auditor. To discuss with the auditor on various matters. related to accounting and financial reporting, including the scope, guidelines, and annual audit plan of the auditor, risks, and internal control internal audit Complaints and corruption and other matters which the auditor has not raised or explained elsewhere It was seen that the auditor received good cooperation from the management. Have independence in performing work Including knowledge, experience, and guidelines for reviewing or inspecting financial reports that are sufficient and appropriate for the performance of the auditor's duties.

### 2. Risk Management Review

The Board of Directors Risk Management Committee and the management have given importance to risk management. Both internal and external risk factors are assessed. Chances of impact occurring and create a risk management plan to prevent or reduce impacts that may occur on business operations to an acceptable level, including defining key risk indicators (Key Risk Indicator: KRI) to track changes in various factors. and establish additional measures for responding to changes in an efficient and timely manner. Board of Directors Has appointed a risk management committee to supervise the company's risk management. Including the company, the progress of risk management was reported to the Board of Directors. In addition, the Audit Committee has reviewed the effectiveness of risk management in reporting the operating results of subsidiaries. Results of the internal auditor's inspection and auditor which makes it believed that the company There is risk management that supports risks to be at an acceptable level.

### 3. Reviewing the effectiveness of the internal control system

From the review of the Company's internal control system According to the assessment of the adequacy of the internal control system prepared by the management according to the guidelines of the Securities and Exchange Commission and the audit results of internal auditors and auditors There were no issues or shortcomings that could significantly affect the Company. as well as organizing continually making improvements according to the recommendations of the audit committee, auditors and internal audit departments shows that the company Give importance to internal control able to reasonably assure that the Company There are adequate and effective internal controls.

#### 4. Supervision of internal audit work

The company hired P&L Corporation Co., Ltd. to be the auditor of the company's internal control system. The Audit Committee has considered and approved the revision of the Internal Audit Charter. An audit plan prepared according to the risk base covering activities Control important risks of the company. Strategic plan that focuses on developing auditing capabilities SUPPORTING THE COMPANY STRATEGIES and building good relationships with stakeholders and key performance indicators covering the company. internal auditor from monitoring and evaluating the performance according to the plan, it was found that the auditing company had successfully performed the work according to the plan and the specified performance indicators. International Standards for the Professional Practice of Internal Auditing are adopted. and applicable good practices Adhere to the code of conduct of internal auditors. are independent according to the structure specified as well as having good coordination with the management and auditors. and provide good support to the performance of the Audit Committee. which shows that the company There is an internal audit that is independent with international practices. and productive

#### 5. Compliance with the laws on securities and stock exchange, regulations of the Stock Exchange of Thailand and/or laws related to the business of the Company

The Audit Committee has assigned the head of the regulatory agency and the internal auditor to check compliance with laws that affect the Company's operations by requiring a review of the legal register and assessment of compliance. laws every 6 months. The results of the inspection concluded that the company has put in place a control system to ensure compliance with the law, which includes Compilation of a list of relevant laws and always follow updates or new legislation. Determining the person responsible for implementing the law and monitoring compliance with the law, which the head of the regulatory agency and the internal auditor No non-compliance with laws that affected the company was found. significantly In addition, the audit committee did not receive a report from the auditor. Complaints from outsiders or disclosures by management that indicate that the company Failure to comply with the law which may have an impact on the company. significantly This makes us believe that the company has a process to effectively control compliance with the law.

#### 6. Consideration of connected transactions or transactions that may have conflicts of interest in accordance with the laws and regulations of the Stock Exchange of Thailand.

The Audit Committee has assigned an internal auditor. Review related transactions in the case of purchasing raw materials/services. and sell the company's products with connected persons of the company The results of the review concluded that the purchase of raw materials/services and sell randomly reviewed products mentioned above No transactions were found that deviated from the contract conditions that had passed the approval process according to the announcement of the Securities and Exchange Commission. Regarding the criteria for conducting connected transactions

## 7. Consideration for the appointment of the auditor and audit fee for the year 2023

The Audit Committee considers, selects, proposes the appointment of auditors, as well as determines the auditor's remuneration for the year 2023 by considering the auditor's performance in the past year according to the company's evaluation criteria. Qualifications of auditors Independence in work, quality, and standards of work Satisfactory and the auditor has qualifications according to the announcement of the Securities and Exchange Commission. and the Stock Exchange of Thailand, therefore, the Audit Committee Therefore, it has been proposed to appoint Grant Thornton Company Limited as the Company's auditor for the year 2023 by

### Name of auditors

1. Mr. Somkid	Tiatrakul,	CPA license No. 2785	or
2. Ms. Kanyanat	Srirat Chatchaval	CPA license No. 6549	or
3. Ms. Saranya	Akharamahaphanit	CPA license No. 9919	or
4. Ms. Luxsamee	Deetrakulwattanapol	CPA license No. 9056	or
5. Ms. Kesanee	Srathongphool	CPA license No. 9262	

Being the company's auditor and is not the same auditor who has performed the duty of reviewing or inspecting and giving opinions on the Company's finances for 5 consecutive fiscal years and has set the annual audit fee for a total of 2,300,000 baht.

## 8. Review of Self-Assessment Forms on Anti-Corruption Measures According to Thailand's Private Sector Collective Action Coalition Against Corruption Program

The Audit Committee has reviewed the results of the review of anti-corruption measures. In the Company's existing operating procedures, it was found that in 2023 the Company has improved its operations in assessing corruption risks that may occur to the Company. By providing a process for self-assessment of controls. and assessment of corruption risks Including organizing activities to promote and communicate anti-corruption to employees at all levels.

## 9. Review of Audit Committee Requirements and charter of the internal audit department

The Audit Committee has reviewed the requirements of the Audit Committee to ensure they are appropriate and consistent with the duties and responsibilities of the Audit Committee. and various laws related matters, the Audit Committee has performed its duties with due diligence. It is independent and transparent. For the highest benefit of the company The Audit Committee is confident that the Company's financial statements are accurate, reliable, and consistent with generally accepted accounting standards and financial reporting standards. It has been operated under an effective and adequate risk management and internal control system. In addition, the Audit Committee has reviewed the charter. of the internal audit department to be appropriate and consistent

with the duties and responsibilities of the internal audit department to use as a guideline for work and to be aware of the importance of a good corporate governance system. The internal audit department can perform its duties independently and is ready to provide advice and consultation, and provide information that is useful for making decisions to improve the company's operations.

## 10. Report on the performance of the Audit Committee

### Duty of the Audit Committee 2023

1. Certify the financial statements Company profit and loss account for the year ending 31 December 2022 and the auditor's opinion.
2. Certify related transactions of the company and determination of purchase/sale prices to related companies for 2022
3. Consider the appointment of auditors and the auditor's remuneration for the year 2023 before presenting it to the Company's Board of Directors. For consideration and approval by the annual general meeting of shareholders.
4. Report on the results of the internal audit for the year 2023 and the results of the audit on issues that required improvement and correction in the past.
5. Consider the internal audit plan and auditor compensation within 2023 before presenting it to the company's directors. to consider and approve
6. Consider evaluating the adequacy of the internal control system for the year 2023.
7. Review for the company financial reporting is accurate and adequate information is disclosed.
8. Review for the company There is an appropriate and effective internal control and internal audit system, and the independence of the internal audit unit is considered. As well as giving approval to consider the appointment, transfer, and termination of the head of the internal audit department. or any other agency responsible for internal auditing
9. Review for the company Comply with the laws governing securities and the stock exchange. Stock Exchange Requirements and laws related to the company's business.
10. Consider, select, propose the appointment or dismissal of an independent person to serve as the Company's auditor and propose compensation for such person. Including attending a meeting with the auditor without the management attending at least once a year.
11. Consider connected transactions. or transactions that may have conflicts of interest to be in accordance with the law and the regulations of the Stock Exchange, to ensure that such transactions are reasonable and of maximum benefit to the Company.
12. Prepare a report from the Audit Committee and disclose it in the company's annual report. This report must be signed. By the chairman of the audit committee and must contain at least the following information.
  - (a) An opinion on the accuracy, completeness, and reliability of the company's financial reports.
  - (b) Opinions on the adequacy of the company's internal control system.

- (c) Opinions regarding compliance with the law on securities and exchange. Market requirements Securities or laws related to the company's business.
- (d) Opinion on the suitability of the auditor.
- (e) Opinions on transactions that may have conflicts of interest.
- (f) Number of audit committee meetings. and attendance of meetings of each audit committee member
- (g) Overall opinions or observations received by the Audit Committee from performing their duties in accordance with the charter.
- (h) Other items that shareholders and general investors should know within the scope of duties and responsibilities received.

Assigned by the Company's Board of Directors

- 13. Verify the balance sheet. and the company's profit and loss account for the period 1-3 in collaboration with the auditor in 2023
- 14. Consider internal audit issues. improvement Measures for inspection and control according to the specified plan
- 15. Certify related transactions of the company. and determining the purchase/sale price for Related companies
- 16. Assess the adequacy of the internal control system for the year 2023.
- 17. Self-evaluation form of the Board of Directors for the year 2023
- 18. Self-evaluation form of each sub-committee, year 2023
- 19. Self-evaluation form for individual committees, year 2023



## 8.3 Summary of performance of other sub-committees

### 8.3.1 Number of meetings and meeting attendance of individual committees

#### Risk Management Committee

In the year in 2023, the Risk Management Committee held 2 meetings with details of attendance of each committee as follows:

Name-Surname	Position	Number of times attended
1. Mr. Anant Gatepithaya *	Chairman of the Risk Management Committee	2/2
2. Mr. Suthanai Presertsan *	Vice Chairman of the Risk Management Committee	2/2
3. Mr. Sompol Tanadumrongsak	Vice Chairman of the Risk Management Committee	2/2
4. Mrs. Nussara Tanadumrongsak	Risk Management Committee	2/2

#### Nomination and Remuneration Committee

In the year in 2023, the Nomination and Remuneration Committee held 2 meetings with the details of attendance of each director as follows:

Name-Surname	Position	Number of times attended
1. Mr. Pumipat Sinacharoen *	Chairman of the Nomination and Remuneration Committee	2/2
2. Mr. Anant Gatepithaya *	Member of the Nomination and Remuneration Committee	2/2
3. Mr. Anantachai Yoonprathom *	Member of the Nomination and Remuneration Committee	2/2
4. Mr. Sompol Tanadumrongsak	Member of the Nomination and Remuneration Committee	2/2

#### Corporate Governance and Sustainability Committee

In the year in 2023, the Corporate Governance and Sustainability Committee held 2 meetings with the details of attendance of each committee as follows:

Name-Surname	Position	Number of times attended
1. Mr. Suthanai Presertsan *	Chairman of the Corporate Governance and Sustainability Committee	2/2
2. Mr. Anant Gatepithaya *	Vice Chairman of the Corporate Governance and Sustainability Committee	2/2
3. Mr. Pumipat Sinacharoen *	Vice Chairman of the Corporate Governance and Sustainability Committee	2/2
4. Mr. Sompol Tanadumrongsak	Corporate Governance and Sustainability Committee	2/2
5. Mrs. Nussara Tanadumrongsak	Corporate Governance and Sustainability Committee	2/2

## Anti-Corruption Working Group

In the year in 2023, the Anti-Corruption Working Group held 2 meetings with the details of attendance of each director as follows:

Name-Surname	Position	Number of times attended
1. Mr. Anant Gatepithaya *	Chairman of the Anti-Corruption Working Group	2/2
2. Mr. Suthanai Presertsan *	Vice Chairman of the Anti-Corruption Working Group	2/2
3.Mr.Sompol Tanadumrongsak	Vice Chairman of the Anti-Corruption Working Group	2/2
4.Mrs.Nussara Tanadumrongsak	Anti-Corruption Working Group	2/2

Independent Director \*

## 8.3.2 Performance of such sub-committees assigned by the Board of Directors

### Risk Management Committee

Risk Management Committee Oversaw the organization's risk management within the scope. Authorities and responsibilities assigned from the Board of Directors. In the year 2023, there were 2 meetings of the Risk Management Committee, which can be summarized as follows:

1. Require a risk assessment according to COSO principles twice a year by executives in each department throughout the organization to find risks that exist in the organization. And a risk improvement plan has been issued for each matter to control the risk. Including creating a risk management plan.

2. Identify risks related to important external factors over time so that the Board of Directors and executives are informed, for example, of the risk of war in the Middle East Risks from the Russian-Ukrainian war Risks from the growth rate of electric vehicles (EV) and technology in which vehicles have more self-protection systems, which may affect sales of replacement parts. Global Inflation Risk from fluctuating currency values around the world that may affect customers' ability to repay debts. Including measures related to new laws related to the control of waste and unused materials. (Announcement of the Ministry of Industry regarding Management of waste or unused materials B.E. 2023)

3. Evaluate risks related to internal factors, plan reports, and material improvement measures, such as measures to improve the energy system (BOILER), measures to improve the crane system in factory buildings, etc.

4. Provide comments and suggestions on risk management measures. For organizational risk factors and key risk indicators (Key Risk Indicator) to ensure that the company's risk management Important issues have been covered at an acceptable level. along with following up on progress reports Risk management on a quarterly basis.

5. Give comments and suggestions on risk assessment. and risk management measures for new risks such as cyber threats. Including setting up an emergency plan to practice prevention on November 10, 2023, to ensure that appropriate and adequate risk management measures are in place. To present to the Board of Directors Considered in the next order.

6. Provide comments and suggestions on organizational risk factors for 2023 in line with business operations directions, strategies, and organizational goals. and the changing environment

7. Report the performance of the Risk Management Committee to the Company's Board of Directors every quarter.

8. Evaluate the performance of the Risk Management Committee, both as a group and individually, on an annual basis. The results of the said evaluation are presented to the Company's Board of Directors for acknowledgment.

In summary, the Risk Management Committee has given importance to organizational risk management to have good efficiency and effectiveness that can enable the Company. Achieve specified objectives and goals. Create additional value for shareholders and stakeholders of the company. sustainable in the long term

#### **Duty of the Risk Management Committee for the year 2023**

1. Consider and approve the results of risk assessments, plans, and measures for improvement for the year 2023.
2. Present the performance results of the Risk Management Committee in 2022.
3. Present the results of the risk assessment. Risk status that still requires continuous improvement and Risk management plan for the Board of Directors
4. Present the results of compliance. Personal data protection law measures According to the regulations set by the company in the past year.
5. Consider and approve the improvement of acceptance criteria for risk assessment related to investments in foreign markets. that may affect business operations.
6. Present measures to control risks arising from exchange rate fluctuations. that may affect the results of operations submitted to the Board of Directors
7. Consider and approve emergency drills. To be prepared when unexpected events occur. As specified in the regulations regarding emergency plans, such as emergency drills for public utilities. / Incident about insufficient staff / Incident about mold Main machinery malfunction
8. Review the personal information protection policy. and provide opinions on measures for controlling, storing, and using personal data in the Company's business operations.
9. Consider acknowledgment and give opinions in preparing regulations on Activity assessment Related to the use of personal information and collecting personal information related to various activities.

10. Consider and review the effects of the war between Israel and Hamas
11. Consider, review, and approve. Machine moving plan Crane rail system improvement plan.
12. Present measures to control risks arising from exchange rate fluctuations. that depreciated quickly and quickly regained its value. which may affect the operating results To the Board of Directors
13. Consider and review trade debt control measures. arising from giving credit for sales Because many countries' currencies It depreciates quickly and may affect our ability to service debt.
14. Review and approve the implementation of emergency drills. from cyber threats to the company's information systems
15. Assess the risk from fluctuations in the prices of main raw materials and approve the procurement committee Make an agreement to purchase enough raw materials in advance. To control prices and prevent shortages of key raw materials.

## Nomination and Remuneration Committee

In 2023, the Nomination and Remuneration Committee consists of Mr. Pumipat Sinacharoen, Chairman of the Nomination and Remuneration Committee, Mr. Anant Ketpithaya, Member of the Nomination and Remuneration Committee. and Mr. Anantachai Yoonprathom, Member of the Nomination and Remuneration Committee There was a total of 2 meetings and the duties were performed according to the missions specified in the charter and as assigned by the Company's Board of Directors, with the main points summarized as follows.

### 1. Nomination of Directors

- Consider recruiting directors to replace those who must retire by rotation at the 2023 Annual General Meeting of Shareholders by giving shareholders an opportunity to nominate people who are qualified and suitable to be directors of the Company. in advance for a period of more than two months, from October 12, 2023, to December 31, 2023, and when the deadline expired, no person was nominated to join the Company. The Board therefore considered nominating people with qualifications, experience, expertise, and suitability. The company's business, the shareholder meeting resolved to approve and approve the proposal.

- Consider nominating directors to act as sub-committee member to fill the vacant position. By considering the elements according to the requirements of the SEC. Stock Exchange Company regulations and the charter of each specialized committee as well as considering qualifications, knowledge, expertise, and experience in specific areas that will be beneficial to the performance of duties as a committee member.

### 2. Remuneration

- Consider proposing remuneration for company directors. Sub-committee members for the year 2023 and directors' remuneration for the year 2023 based on information on the performance of the Board of Directors and economic conditions. Including the company's operating results Compare with data on remuneration of directors

of listed companies in industries and businesses with similar sizes. To propose to the Company's Board of Directors and request approval at the 2023 Annual General Meeting of Shareholders.

- Consider evaluation Performance and remuneration of managing director by considering Performance during the tenure of office in the past year Compare with the remuneration of managing directors of other companies in the same industry group. as well as duties and responsibilities Fairly, reasonably and presented to the Board of Directors. to consider approval

### **3. Evaluation of the performance of the Board of Directors for the year 2023**

- Considered reviewing and improving the performance evaluation form of the Board of Directors in all three forms, namely, group, self, and cross-based for the year 2021, to ensure that they are complete and up to date, in line with best practices. and the Stock Exchange of Thailand In order to use the evaluation results as part of determining the annual remuneration of directors. In addition to the performance of the company

- Organized an evaluation of the performance of the Nominating Committee. And determine the remuneration for the year 2022 and report the results of the assessment to the Board of Directors. And disclosed in the company's annual report.

### **4. Improving and improving the performance of duties**

- Participate in setting the company's personnel development policy guidelines. There is consideration of improving the company's management structure. Updated on May 12, 2023. Compensation structure for employees at each level. To be modern and consistent with the nature of business operations It also has a relationship with both short-term and long-term business strategies. To be in line with good practices according to the revised principles of good corporate governance.

- Prepare the Skill Matrix for the year 2023 of the Company's Board of Directors. To have variety Suitable for business according to international standards. For use in considering the recruitment and selection of directors.

Nomination committee and determine compensation Adhere to performing duties with care and transparency. According to the principles of good corporate governance to create confidence for both shareholders and all stakeholders. This will result in creating additional value for the company. In the next long term

### **Mission of the Nomination and Remuneration Committee in 2023**

1 Consider proposing the appointment of new directors.

(a) Appointment of new directors to replace the directors who have resigned from their positions upon completion of their terms. To present to the Company's directors for consideration and to shareholders for approval at the 2023 Annual General Meeting of Shareholders.

2 Consider determining the remuneration of directors and sub-committees in 2023.

2.1 Annual compensation / meeting allowance

2.2 Consider the directors' remuneration (Based on operating results in 2022) to present to the Board of Directors for consideration. and present to shareholders for consideration and approval at the 2023 Annual General Meeting of Shareholders on April 10, 2023

3. Acknowledge the manpower plan for 2022 and the manpower utilization plan for 2023 of the company presented by the management.

4. Consider and acknowledge the results of the implementation of the succession plan for the Managing Director. and senior executives in the year 2023 by the management

5. Consider and approve wage adjustments for employees and executives for the year 2023, effective 1 July 2023 (according to the consideration period for wage adjustments once a year).

6. Consider and approve human resource management policies. and regulations to serve as a guideline for management resource use Granting various rights Welfare management to achieve equality

7. Review the approval authority of the directors. and service providers of the company to present to the Board of Directors Consider and approve the year 2023 according to the revised management structure on May 12, 2023.

## Corporate Governance and Sustainability Committee

Duty of the Corporate Governance and Sustainability Committee in 2023

1. Report performance results on corporate governance and sustainability for 2023 to the Company's Board of Directors.
2. Present the 2023 sustainability operational plan to the Board of Directors.
3. Set guidelines for organizational development aligned with the company's policy and sustainable development framework, "Creating Shared Value." This framework focuses on creating economic value alongside social value by addressing societal needs and problems through business operations. It emphasizes innovation, new markets, and productivity improvements within the business value chain, while also developing the potential of local communities. Good corporate governance ensures all stakeholders are considered in value creation for long-term sustainability. The goal is to achieve organizational objectives through eco-operational excellence and foster a culture of sustainability.



4. Establish sustainability management goals that generate societal benefits through business processes. These goals should address global social and environmental challenges and opportunities. By leveraging existing expertise and assets, the committee will create economic benefits for both the company and society at large, focusing on product, value chain, and cooperation group levels. This approach aims to achieve long-term growth and profits aligned with Sustainable Development Goals (SDGs) 7, 9, 12, and 13. Secondary SDGs include 4, 6, 8, and 17, with the possibility of considering others (1, 3, 5, 5, 10, 14, 15, and 16).

5. Elevate the organization's development according to local and international standards. Highlight FPI's past achievements, including its ranking as a climate leader in the Asia Pacific region by the Financial Times and Nikkei Asia, the Outstanding Greenhouse Gas Management Organization (CALO) Award, the TGO gold level evaluation, the PM's EXPORT AWARD 2023 (Best Exporter and Best BCG Exporter), and the pioneering adoption of the circular economy management system for organization (CEM2S. 2 Part 2 -2021). Additionally, mention the company's receipt of the Best Sustainability Awards from the Stock Exchange of Thailand (SET) and Sustainability Disclosure Recognition from Thai pat Institute.

6. The Company is committed to achieving carbon neutrality by 2040. This mission reflects our social responsibility to transition towards a green economy through the development of safe and environmentally friendly products and services. This approach contributes to the SDGs and ensures a balanced approach to resource conservation and utilization throughout the product life cycle, addressing key sustainability issues like the circular economy, product responsibility, and climate change management.

7. Business Results and Societal Impact: Analyze the relationship between economic and environmental impacts using indicators such as the Eco-Efficiency value. Highlight the increase in Eco-Efficiency value from 55,710.00 baht per ton of CO2 equivalent in 2016 to 83,570.00 baht in 2023, representing a 46% improvement. This demonstrates the organization's progress towards a low-carbon and sustainable future, achieved through the development of safe and environmentally friendly business processes and products, paving the way for a future green economy.

## Anti-Corruption Working Group

### Duty of the Anti-Corruption Working Group in 2023

1. Report the results of anti-corruption operations for the year 2023 to the Board of Directors.
2. Provide training for employees Let employees know the policy. and guidelines for practice About guidelines for anti-corruption practices Between 13-16 November 2023 by the executive team
3. Evaluate activities related to operations both related to the government sector and customers for the year 2023 that may cause corruption. to assess risk Set corrective and improvement measures.

4. Review the complaint reporting policy so that all stakeholder groups can report clues or complain about inappropriate actions. Violation of rights Violating the law or ethics Incorrect financial reports or a defective internal control system of Including a policy to protect whistleblowers. The complainant can choose not to reveal himself. The recipient of the complaint will keep the information confidential and disclose it as necessary, considering the safety and damage of the complainant. And those who have suffered damage will receive relief from the damage through an appropriate and fair process.

5. Review procedures when receiving complaints. (Additional training on how to file a complaint for foreign employees)

6. Review anti-corruption measures and annual assessment of corruption risks. in the existing operating procedures of the company by internal departments that have related responsibilities to be complete and up to date consistent with changing situations and risks and report to the Audit Committee and the Board of Directors received information in order

7. Give advice, suggestions, and results of compliance. Corruption risk assessment project to analyze and assess the risk of corruption occurring. and the potential impacts of corruption in various processes within the organization by using risk assessment tools developed from Risk Assessment of Enterprise Risk Management (ERM) to take such information into consideration in determining measures. internal control and internal auditing to be useful in supervising, monitoring, controlling, and reducing the opportunity for corruption within the organization.



## 9 Internal Control and Related Transactions



Internal Control



Related Transactions

## 9. Internal control and related party transactions

---

### 9.1 Internal control

The Board of Directors of Fortune Parts Industry Public Company Limited has assigned the Audit Committee to review the suitability and effectiveness of the internal controls that the management has in place to ensure that the company has a system in place. internal control and monitoring operations to be appropriate and adequate in overseeing operations to meet goals, objectives, laws, and regulations that are in line with the guidelines of the SEC and the Stock Exchange of Thailand. And give importance to the internal control system according to international standards of The Committee of Sponsoring Organization of the Treadway Commission: COSO to support the work of the company. It is accurate, transparent, and verifiable and can reduce or prevent damage that may occur.

In the Company's Board of Directors meeting No. 1/2024 on February 27, 2024, with all 5 members of the Audit Committee also attending the meeting. The Company's Board of Directors has assessed the adequacy of the internal control system for 2023 according to the assessment form of the Securities and Exchange Commission (SEC), which covers 5 different aspects: organization and environment. (Organizational and Control Environment), risk management (Risk Management), operational control (Management Control), information and communication systems (Information and Communication), as well as monitoring systems (Monitoring) as prepared by the management. and the results of the review and evaluation of the internal control system by the Audit Committee. which the Board of Directors After considering that the company's internal control system It is adequate and appropriate, with the Company providing sufficient personnel to operate the said system efficiently, including an internal control system for monitoring and supervising the Company's operations. To be able to protect the company's assets from being used illegally or without authority by directors or executives.

Management of the company's internal control system Can be summarized by internal control components as follows:

#### 1. Environment and control.

The Board of Directors and executives support a corporate culture that focuses on honesty and business controls with supervising the business operations of the company in accordance with the vision and mission There is a good and appropriate internal control environment as follows:

Board of Directors Be independent from the management responsible for overseeing the overall business operations. Give opinions on the strategic direction of the company. for use as a guideline for preparing business plans and operational plans as well as monitoring the Company's performance and the performance of specific committees on a regular basis to ensure that the operations of the company. will achieve the set goals.



The Company's Board of Directors and executives have established policies on good corporate governance and business ethics. Policy for supervising operations to be in accordance with laws, regulations, and internal control system policy and guidelines for combating fraud and corruption for the directors, executives and employees of the company Adhere to it as a guideline for working. By requiring all personnel to have responsibility for internal control and maintaining an effective internal control system. The company policy has been communicated and publicized to all executives and employees regularly. Through courses and activities such as training on good corporate governance policy and business ethics. Regarding supervision of operations to be in accordance with the law Related regulations Regarding enterprise risk management and internal control, etc.

The company determines the organizational structure and work lines. For the management of the company Efficient and operating in the same direction throughout the company There is segregation of duties in important work areas. to create a balance between each other and has assigned duties responsibility Delegate authority appropriately according to the organizational structure.

The company determines the qualifications of personnel for each job position. to be a criterion for recruiting and personnel development Establish a succession plan for important positions. As well as setting up a standard and systematic performance evaluation process. To consider the award fairly and create motivation for personnel to perform their jobs more efficiently.

## 2. Risk assessment.

Company Board of Directors and Executives Give importance to risk management to build confidence in leading the organization to both short-term and long-term goals. Therefore, there is a Risk Management Committee appointed by the Executive Committee. and establish a risk management committee to supervise the company's risk management. To be appropriate and efficient and effectiveness the management guidelines are as follows:

### 1. Objective Setting

The company has set objectives for risk management. To be consistent with strategic goals and risks that the organization can accept to set the organization's risk management goals clearly and appropriately.

### 2. Risk Identification

Executives in each line of work will compile events that may occur with the agency, processes, both internal and external risk factors and factors that, when they occur, result in the organization not achieving its objectives or goals, such as management policies and personnel. operations, finance, information systems, laws, regulations, etc., to understand events and situations and so that executives can consider setting guidelines and policies for dealing with risks that may occur well.

### **3. Risk Assessment**

Risk assessment measures the severity of a risk. To consider prioritizing existing risks by evaluating their likelihood of occurrence (Likelihood) and Impact (Impact) as well as opportunities for improvement. which each department must choose and propose measures for improvement. The company requires a risk assessment every 6 months. High risks or are at a level that must be corrected will be presented to the Risk Management Committee Consider determining immediate corrective measures. As a result of the improvement The Risk Management Committee will report this to the Board of Directors every quarter.

### **4. Risk Response**

The company will respond to risks. After the company Risks can be identified and their level assessed. The risk must be taken to reduce the chance of risk occurring and reduce the severity of the impact. Keep it at a level acceptable to the organization using the most appropriate risk management method that is worth the investment.

### **5. Control Activities**

Defining various activities and practices to help reduce or control risks To ensure that the risk can be managed correctly. and enable operations to achieve the objectives and goals of the organization Prevent and reduce risk levels to levels acceptable to the organization.

### **6. Information and Communication**

The company has an efficient information and communication system. Because it is an important basis to consider in implementing risk management according to the framework and procedures set by the organization.

### **7. Monitoring and evaluation (Monitoring)**

Specify that risk management results be followed up every 6 months to know whether the operating results are appropriate and whether risks can be managed effectively or not.

Risk management: The Company has assessed and controlled the entire organization, consisting of (1) managing organizational risks by creating a Risk Profile at the corporate level; and department level (2) investment risk management and (3) risk management at various process levels. The risk assessment considers changes in both internal and external factors. Including the possibility of fraud and corruption. Along with setting guidelines for risk management to keep risks at an acceptable level, there is a process to review risks and regularly monitor the implementation of the risk management plan. It is considered the duty and responsibility of every department to manage and manage risks to an acceptable level.



### 3. control activities.

The company has established effective and efficient control activities. This helps reduce the risk of not achieving the company's objectives. to an acceptable level as follows:

The company defines control activities. Considering the principles of good internal control, such as segregation of duties. There are policies and guidelines related to transactions that have or may have conflicts of interest. Conducting transactions that are transparent, verifiable, and fair. Approval of transactions considering the best interests of the company, etc.

The Company has established both manual and automatic controls for various important processes. The Company has established processes for controlling the security of information technology systems. To ensure the efficiency and effectiveness of the company's information security.

The company prepares written rules, regulations, policies, specifications, and operational manuals. By specifying the scope of power Duties of the Executive Chairman, executives, and employees at each level and clear operating procedures. To serve as a guideline for work and operations are regularly reviewed to ensure compliance with regulations, policies, requirements, and various work manuals.

The Company has a process in place to supervise the companies in which the Company invests according to the Company's structure. in each business group for the company to join There are operational guidelines that are consistent and in line with the policy framework, practices, and business strategic direction of the company. along with following up on the company's operations Associate companies on a regular and continuous basis.

### 4. Information and communication systems

The company places importance on the quality of information and communication, which is an important part that supports internal control to be able to operate effectively. The guidelines for information and communication management are as follows:

The company determines the level of confidentiality of information. Guidelines for storing important documents and controlled documents Including information related to operations both internally and externally. To ensure that important information related to the Company's business operations is accurate, complete, and sufficient for operations. and is up to date with use.

The Company has appropriate communications with the Board of Directors, executives, employees, and stakeholders. The main points are related to the operating results of the company. and meeting documents were sent to the Company's Board of Directors in advance of the Company's Board of Directors meeting For the Board of Directors Able to analyze information before making adequate decisions. By the Board of Directors Additional information can be requested from relevant agencies or individuals. for consideration

The company has organized several channels for communication within the organization, including communication from senior executives to employees via electronic mail, providing important information to new employees through orientation activities, and providing useful knowledge in company operations. Etc. has arranged several channels for communicating with external stakeholders, such as the Company's Website, Electronic mail, and has directly responsible departments. To regularly disclose important information to stakeholders

The company has established channels for receiving complaints and has established guidelines for managing complaints. (Whistleblower System) clearly so that employees and outsiders can be confident that complaints will be considered transparently, honestly, fairly, and confidentially within a reasonable time.

## 5. Evaluation

The company has a process for monitoring and evaluating the adequacy of internal controls and setting guidelines for development and improvement. To ensure that the company's internal control system It is efficient and effective as follows:

The company evaluates internal controls at the organizational level. and evaluate internal control at the process level Passed the internal control evaluation process by the operators themselves (Control Self-Assessment) on an annual basis. The Company has assigned P&L Corporation Company Limited to inspect the Company's internal control system. To perform the duty of inspecting and evaluating the internal control of various work systems. As well as giving advice on determining guidelines for improvement and correction. If deficiencies in internal control are found, the company also has a process for reporting deficiencies found to management in a timely manner. Includes a monitoring process to ensure that improvements are made effectively. and completed at the specified time

## 9.2 Related Party Transaction

### Connected transactions with related companies.

The company has related party transactions with related person and related parties who may have conflict of interest in which all of these being made in a normal course of business of the company. To approve the related party transactions, the company implement policies to proceed according to normal trading terms by referring to appropriate market prices and conditions. In case when the transaction is not the ordinary business transaction or trading terms, such transaction must be approved in the Board of Directors' meeting. For the approval of the related party transaction, the directors, person, and parties who may have conflict of interest will not be entitled to vote of such transaction. Moreover, the transactions must be reported to the company's Board of Directors for further acknowledgement accordingly and it must be ensured that the transaction provides maximum benefit to the company.

To examine the transactions, the Audit Committee must attend the meeting for review its necessity and reasonableness by considering price and rate of return of such transaction unless the transaction is the normal business transaction or has normal trading terms which can be approved by the Executive Board of Directors or Chief Executive Officer within the predetermined authorized limit. Nonetheless, if the Audit Committee does not have expertise in reviewing the arisen transaction, the company would arrange to have person with expertise and skill such as the company's auditor and independent expert to provide opinion on the related transaction. Opinion of the Audit Committee or expert may be used to support the decision making of the company's Board of Directors or shareholders.

Furthermore, the information of related party transactions will be disclosed in the notes to financial statements which is audited by the company's independent auditor. The related party transaction must be made in accordance with the Securities and Exchange Act, rules and regulations, notifications, orders or terms and conditions of the Office of Securities and Exchange Commission and/or the Stock Exchange of Thailand which concern the related party transactions or the acquisition and disposal of the company's asset in a strictly manner. The company must also comply with the procedure concerning the disclosure of information of the related transaction, and the acquisition or disposal of major assets of the company.

To enter in the potential related party transaction in the future, the company has approval procedures of the transactions stipulated above. The company has policy to operate in accordance with the ordinary course of business by referring to applicable market prices and condition to maximize the benefit of the company.

### Details of Related Party Transactions

According to the resolution from the Board of Directors meeting No. 1/2024 on 27 February 2024 with the participation of Audit Committee and the independent directors to review the related party transaction for the period ended 31 December 2023 and 31 December 2022. The Board of Directors provided an opinion regarding

the company's related party transactions that such related party transactions were necessary for the ordinary course of business while the terms of such related party transactions with related person and parties during the period followed the market prices, purchase prices from other sellers and weight average price of the region which are reasonable and in accordance with the business. The details of the transaction can be summarized as follows.

(Unit: Thousand Baht)

Related person and parties	Type of transactions	Value of related party transaction for the year ended		Nature of the transactions
		31 December 2022	2023	
Sangthong Auto Partsworld Co., Ltd.  Company owned by related person of the company's management	Sales	80,696	74,269	Remark-1
	Trade Receivable	27,808	23,457	
Sangthong Auto Partsworld Co., Ltd.  Company owned by related person of the company's management	Purchases of Goods	12,655	8,709	Remark-1
	Trade Payable	3,979	1,763	
United Auto Co., Ltd. (Previous name: Tongfong Automobile (Thailand) Co., Ltd.)  Company owned by related person of the company's management	Sales	-	-	Remark-1
	Trade Receivable	-	-	
EMP Innovation Co., Ltd. (Previous name: United Engine Co., Ltd.)  Company owned by related person of the company's management	Sales	-	-	Remark-1
	Trade Receivable	1,727	1,727	
FPI INDIA PRIVATE LIMITED  Subsidiary	Sales	7,778	6,649	Remark-1
	Trade Receivable	28,493	22,763	
FPI INDIA PRIVATE LIMITED  Subsidiary	Other Receivable	7,934	12,901	Remark-1
	Interest Income	1,639	1,625	
	Other Income	-	-	
Safe Energy Holdings Co., Ltd.  Joint Venture	Other Receivable	-	-	Remark-1
	Interest Receivable	-	-	
FPI INDIA PRIVATE LIMITED  Subsidiary	Purchases of Goods	479	1,440	Remark-1
	Trade Payable	-	-	

Related person and parties	Type of transactions	Value of related party transaction for the year ended		Nature of the transactions
		31 December 2022	2023	
FORTUNE-PARTS INDUSTRY ECUADOR CIA.LTDA	Other Payable	1,054	1,079	Remark-1
Joint Venture				
Fortune Box Industry Co., Ltd.	Sales	-	16	Remark-1
	Trade Receivable	-	4-	
Company owned by related person of the company's management				
Fortune Box Industry Co., Ltd.	Purchase of Goods	35,998	27,161	Remark-1
	Trade Payable	8,158	6,090	
Company owned by related person of the company's management				
S.C.G. Industry Co., Ltd.	Purchase of Goods	72	1,048	Remark-1
	Trade Payable	-	487	
Common director and shareholding	Other Payable	-	96	
S.C.G. Industry Co., Ltd.	Services	-	-	Remark-1
Common director and shareholding				
Imperial Cable Industry Co., Ltd.	Sales	-	6	Remark-1
	Trade Receivable	-	-	
Common shareholding				
Imperial Cable Industry Co., Ltd.	Purchase of Goods	-	9	Remark-1
	Trade Payable	-	-	
Common shareholding				
Joint Ventures	<b>Non-Current Assets</b>	-	-	Remark-1
K-Mart Service Co., Ltd.	Oil and Gas	-	-	Remark-1
	Other Payable	-	-	
Common director and shareholding				
S C G Hatairath Co., Ltd.	Oil and Gas	361	-	Remark-1
	Other Payable	32	-	
Common director and shareholding				
Super Central Gas Co., Ltd.	<b>Service fees</b>	-	-	Remark-1
	<b>Other Payable</b>	-	-	
Common director and shareholding				

**Remark-1:** Related party transactions are in accordance with an ordinary course of business and support the operation of the company to maximize profit. This transaction is reviewed by Audit Committee and approved by the Board of Directors.

#### **Measures or Process of Related Party Transaction Approval**

To prevent any conflict of interest that could be arisen from the transaction, the process to perform the related transaction between the company and related person/parties, and the benefit that is not in the normal course of business or normal commercial terms must be presented to the Board of Directors' meeting for approval. Directors and any person with interest or potential conflict of interest in such transaction will not be entitled to vote on such matter and must report the Board of Directors accordingly. Such transaction must be entered for the maximum benefit of the company.

To examine the transactions, the Audit Committee must attend the meeting for review its necessity and reasonableness by considering price and rate of return of such transaction unless the transaction is the normal business transaction or has normal trading terms which can be approved by the Executive Board of Directors or Chief Executive Officer within the predetermined authorized limit. The related party transaction must be made in accordance with the Securities and Exchange Act, rules and regulations, notifications, orders or terms and conditions of the Office of Securities and Exchange Commission and/or the Stock Exchange of Thailand which concern the related party transactions or the acquisition and disposal of the company's asset in a strictly manner. The company must also comply with the procedure concerning the disclosure of information of the related transaction, and the acquisition or disposal of major assets of the company.

#### **Policy or Tendency of Related Party Transactions**

To enter in the potential related party transaction in the future, the company has approval procedures of the transactions stipulated above. The company has policy to operate in accordance with the ordinary course of business by referring to applicable market prices and condition to maximize the benefit of the company. The Audit Committee and/or Independent Directors are required to audit and provide opinions, considering the necessity and appropriateness of price and return of the transactions. To enter in the potential related party transaction in the future, the company has approval procedures of the transactions stipulated above. The company has policy to operate in accordance with the ordinary course of business by referring to applicable market prices and condition to maximize the benefit of the company.

The company has a policy to sell and buying with people who may have conflicts as well as customers or other vendors. The main policy is Products that are traded must be based on market prices. According to normal business conditions. The policy of selling and buying products with persons who may have conflicts can be summarized as follows:



## Product sales policy

The selling price is determined from the cost price plus the margin. Which is the price according to normal business conditions Based on the market price of that product Which the price is close to the competitor's price or in the average selling price range of Asia and the Middle East. The selling price may be higher or lower than plus / minus 15% depending on

- Product quality
- Order quantity
- Competition in each market
- Special product characteristics

In the case of not being in the plus / minus 15% range, the Managing Director can approve up to 800,000 baht per product item. And with a total value of not more than 1,200,000 baht per item per month, more than 800,000 baht per product item or with a total value of more than 1,200,000 baht per month, must be approved by the Audit Committee.

## Product purchase policy

**OEM products** - Purchases must be purchased from various dealers of each brand The price will be equal to all companies. Because it is determined from the parent company as the market price, with the Price List referenced by each dealer giving discounts with a similar price range, approximately plus / minus no more than 5 percent.

**REM products** - Purchase Group will compare prices from other vendors. By considering the price Including the ability to deliver products according to the schedule of each vendor In the case of REM products with a few major manufacturers such as starter, generator, car cable Will be the price that is similar to the supplier who may have a conflict of interest to sell to other customers The said price may be different from other customers depending on market conditions and competition of each country and the amount ordered.

**In the case of depositing goods to the cabinet** - in some cases, the company's customers Contact to buy directly from the supplier. But because the order cannot be delivered in full The customer therefore gave the company As a buyer and delivery of goods, including making export documents In order to deliver with other products purchased by the customers with the Company, which the Company will buy from suppliers who are in conflict with the Company At the same price as the supplier who may have a conflict Set the selling price for such customers but use the exchange rate less than Baht 1.50-2.00. The difference is considered as an expense for the export operation. Or accounted for approximately 5-8 percent of the operation cost, which is the same rate as if the customer bought from another supplier who is not a person who may have a conflict and let the company Manage export matters.



## Financial Statements



Responsibility of the Board of Directors  
for the financial report



Financial Statements



Data Validation (Certificated)



## Report of the Board of Directors' Responsibilities toward the Financial Reports

---

The main priority of the Board of Director is to supervise the company's operations, making sure they are in line with good corporate governance policy and that the financial statements and financial information appearing in the Company's annual report are accurate, complete, and adequate. Also to make sure that the financial statements are in line with Thai Financial Reporting Standards and that an appropriate accounting policy has been chosen and is being carefully pursued on a regular basis. In addition, the Board of Directors must also ensure that the company has an effective internal control system to assure the credibility of its financial statements. Furthermore, the Board ensures protection over potential conflicts of interest through systems which are installed to prevent unusual transactions. Connected transactions which might lead to possible conflicts of interest are closely monitored to ensure they are genuine transactions and are reasonably carried out, based on the normal course of business and for the Company's maximum benefits, and that the company follows relevant laws and regulations. The Audit Committee has already reported the result of its action to the Board of Directors and has also reported its opinions in the Audit Committee's Report as seen in 56-1 One Report / annual report 2023.

The Board of Director believes that the company's internal control system has been proven to be satisfactory. The Board was able to obtain reasonable assurance on the credibility of the company's financial statements as of 31 December 2023 which the company's auditor has audited based on the Generally Accepted Accounting Standards. The auditor provides the opinion that the financial statements fairly present the company's financial position and the results of its operations in accordance with generally accepted accounting principles.



(Mr. Sangcharean Tanadumrongsak)  
Vice Chairman



(Mr. Sompol Tanadumrongsak))  
Chief Executive Office





# INDEPENDENT AUDITOR'S REPORT

---

To the Board of Directors and the Shareholders of Fortune Parts Industry

Public Company Limited

## *Opinion*

I have audited the consolidated and separate financial statements of Fortune Parts Industry Public Company Limited (the Company) and its subsidiaries (the Group), which comprise the consolidated and separate statements of financial position as at 31 December 2023, the consolidated and separate statements of comprehensive income, the consolidated and separate statements of changes in equity and the consolidated and separate statements of cash flows for the year then ended; and notes to the consolidated and separate financial statements, which include significant accounting policies.

In my opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of Fortune Parts Industry Public Company Limited (the Company) and its subsidiaries (the Group) as at 31 December 2023, and its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRS).

## *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 (TFAC Code) that are relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with the TFAC Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

## *Key Audit Matters*

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the 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.

Key audit matter	How the matter was addressed in the audit
<p><b>Impairment of investment in subsidiary and goodwill</b></p> <p>The Company has an investment in subsidiary of Baht 230.19 million approximately 6.34% of total assets in the separate financial statements and goodwill from acquired such subsidiary of Baht 7.96 million approximately 0.22% of total assets in the consolidated financial statements.</p> <p>An impairment assessment requires significant judgement by management, specifically in determining the assumptions to develop the cash flows projections of the subsidiary and the selection of the of discount rate which may be affected by changes in the economic condition, market situation and specific risks.</p> <p>Refer to Notes 14 which provide details of the impairment testing performed by management.</p>	<p>My audit procedures included:</p> <ul style="list-style-type: none"> <li>- Obtaining an understanding of how management identified impairment indicators and the testing process</li> <li>- Reviewing the supporting documents prepared by management to assess whether the goodwill is impaired at the end of year and assess the appropriateness of the valuation model and key assumptions used by management</li> <li>- Assessing the reasonableness of the discount rate applied to the estimated future cash flows</li> <li>- Testing the calculation of the recoverable amount</li> <li>- Review the sensitivity analysis provided by management and considered the impact to recoverable amount</li> <li>- Considering the adequacy and appropriateness of the disclosure of the assumptions, methodology and recoverable amount of goodwill and investment in subsidiary.</li> </ul>

### *Other Information*

The directors are 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 the audit committee.

### *Responsibilities of the directors for the consolidated and separate financial statements*

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with TFRS, and for such internal control as the directors determine 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, the directors are 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 the directors either intend to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee assists the directors in discharging their responsibilities for overseeing the Group's and the Company's financial reporting process.



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

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

As part of an audit in accordance with TSAs, I exercise professional judgement 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 internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the 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 to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated and separate financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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

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

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current year 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.

Luxsamee Deetrakulwattanapol

Certified Public Accountant

Registration No. 9056

Grant Thornton Limited

Bangkok

27 February 2024

## STATEMENTS OF FINANCIAL POSITION

FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY

### STATEMENTS OF FINANCIAL POSITION

(Unit : Thousand Baht)

		Consolidated F/S		Separate F/S	
		31 December	31 December	31 December	31 December
	Note	2023	2022	2023	2022
<b>ASSETS</b>					
<b>CURRENT ASSETS</b>					
Cash and cash equivalents	8	221,406	469,777	221,406	468,419
Trade receivables - general customers - net	9	1,190,021	1,197,545	1,164,068	1,169,525
- related parties - net	7, 9	23,461	27,805	46,224	56,298
Other receivables - general customers - net		31,203	23,357	31,156	23,357
- related parties - net	7	-	-	12,901	7,934
Inventories - net	10	681,367	688,586	643,096	662,424
Other current financial assets	25, 27	11,207	5,347	11,207	5,347
Other current assets		31,609	55,445	30,430	48,312
<b>Total Current Assets</b>		<b>2,190,274</b>	<b>2,467,862</b>	<b>2,160,488</b>	<b>2,441,616</b>
<b>NON - CURRENT ASSETS</b>					
Restricted bank deposits		5,296	5,135	421	421
Long-term loans to subsidiary	7	-	-	159,983	162,506
Investment in joint venture	11	-	-	-	-
Investment in subsidiary	12	-	-	230,188	230,188
Property, plant and equipment - net	13	1,273,275	1,162,875	1,044,021	933,917
Intangible assets - net		2,245	5,460	2,042	5,376
Goodwill - net	14	7,961	7,961	-	-
Deferred tax assets - net	21	60,410	60,442	29,548	24,110
Other non-current assets		8,436	9,465	1,359	1,371
<b>Total Non - Current Assets</b>		<b>1,357,623</b>	<b>1,251,338</b>	<b>1,467,562</b>	<b>1,357,889</b>
<b>TOTAL ASSETS</b>		<b>3,547,897</b>	<b>3,719,200</b>	<b>3,628,050</b>	<b>3,799,505</b>

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

FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY  
STATEMENTS OF FINANCIAL POSITION

(Unit : Thousand Baht)

		Consolidated F/S		Separate F/S	
		31 December	31 December	31 December	31 December
	Note	2023	2022	2023	2022
<u>LIABILITIES AND SHAREHOLDERS' EQUITY</u>					
CURRENT LIABILITIES					
Short-term loans from financial institutions	15	575,606	868,801	547,865	847,294
Trade payables - general suppliers		248,433	332,396	229,658	312,869
- related parties	7	8,340	12,136	8,340	12,616
Other payables - general suppliers		34,203	45,300	34,118	45,231
- related parties	7	1,175	1,122	1,175	1,122
Current portion of					
- Long-term loans from financial institutions	16	102,012	79,387	102,012	79,387
- Employee benefit obligations	17	1,343	833	1,343	833
Accrued Expense		42,113	47,076	39,379	44,071
Income tax payable		46,366	58,668	46,366	58,668
Short-term provision		3,308	3,505	3,308	3,505
Other current financial liabilities	25, 27	3,432	310	3,432	310
Other current liabilities		51,846	60,361	46,575	57,332
Total Current Liabilities		1,118,177	1,509,895	1,063,571	1,463,238
NON - CURRENT LIABILITIES					
Long-term loans from financial institutions - net	16	105,811	53,255	105,811	53,255
Employee benefit obligations - net	17	42,863	37,086	40,852	35,626
Total Non - Current Liabilities		148,674	90,341	146,663	88,881
TOTAL LIABILITIES		1,266,851	1,600,236	1,210,234	1,552,119

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



FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY  
STATEMENTS OF FINANCIAL POSITION

(Unit : Thousand Baht)

		Consolidated F/S		Separate F/S	
		31 December	31 December	31 December	31 December
	Note	2023	2022	2023	2022
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>					
<b><u>(Continued)</u></b>					
<b>SHAREHOLDERS' EQUITY</b>					
Share capital - common share at Baht 0.25 par value					
- Authorised 1,513,029,934 shares		378,257	378,257	378,257	378,257
- Issued and fully paid - up					
1,513,029,934 shares		378,257	378,257	378,257	378,257
Premium on share capital		745,079	745,079	745,079	745,079
Premium on treasury stock		26,551	26,551	26,551	26,551
Retained earnings					
- Appropriated for legal reserve	18	39,573	39,573	39,573	39,573
- Unappropriated		1,086,985	924,193	1,228,356	1,057,926
Other components of shareholders' equity		4,601	5,311	-	-
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<b>2,281,046</b>	<b>2,118,964</b>	<b>2,417,816</b>	<b>2,247,386</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>					
		3,547,897	3,719,200	3,628,050	3,799,505

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



FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY  
STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME  
FOR THE YEARS ENDED 31 DECEMBER

(Unit : Thousand Baht)

		Consolidated F/S		Separate F/S	
	Note	2023	2022	2023	2022
Income					
Sales and service income	24	2,472,120	2,637,517	2,307,997	2,511,728
Other income		19,115	19,119	21,404	17,991
Export incentive		21,761	23,188	21,760	23,188
Total income		2,512,996	2,679,824	2,351,161	2,552,907
Expenses					
Cost of sales and service		(1,711,450)	(1,867,715)	(1,579,850)	(1,731,340)
Selling and distribution expenses	19	(56,461)	(52,946)	(54,041)	(50,429)
Administrative expenses	19	(163,594)	(150,473)	(135,299)	(132,217)
Loss on exchange - net		(52,981)	(59,152)	(53,422)	(59,717)
Gain arising from change in fair value of derivatives		2,738	10,287	2,738	10,287
Allowance for expected credit losses		(9,386)	(13,840)	(10,837)	(12,094)
Allowance for devaluation of inventories		(16,249)	(15,095)	(15,657)	(14,328)
Total expenses		(2,007,383)	(2,148,934)	(1,846,368)	(1,989,838)
Profit from operating activities		505,613	530,890	504,793	563,069
Finance income		1,322	512	2,497	1,776
Finance cost	20	(34,012)	(18,794)	(32,200)	(18,453)
Profit before income tax expenses		472,923	512,608	475,090	546,392
Income tax expense	21	(98,885)	(104,046)	(93,414)	(104,096)
Profit for the year		374,038	408,562	381,676	442,296

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





FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY  
STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (CONTINUED)  
FOR THE YEARS ENDED 31 DECEMBER

(Unit : Thousand Baht)

		Consolidated F/S		Separate F/S	
	Note	2023	2022	2023	2022
Other comprehensive income					
Items that will be reclassified subsequently to profit or loss					
Translation adjustment on foreign currency financial statements		(710)	(3,962)	-	-
Items that will not be reclassified subsequently to profit or loss					
Actuaries gain - net of tax	17	578	-	578	-
Other comprehensive income for the year		(132)	(3,962)	578	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		373,906	404,600	382,254	442,296
EARNINGS PER SHARE					
Basic earning per share	22	0.247	0.274	0.252	0.296

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



FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY  
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY  
FOR THE YEARS ENDED 31 DECEMBER

(Unit : Thousand Baht)

Equity attributable to the Company's shareholders											
Note	Paid – up share capital	Premium on share capital	Premium on treasury stock	Retained earnings				Other components of shareholders' equity			Total shareholders' equity
				Appropriated for legal reserve	Treasury stock	Unappropriated	Treasury stock	Other comprehensive income			
								Translation adjustment on foreign currency financial statements	Share of other comprehensive income from investments in joint ventures	Total	
<u>Consolidated F/S</u>											
Balance as at 1 January 2022	378,257	745,079	-	39,573	102,984	636,802	(102,984)	9,080	193	9,273	1,808,984
Reissuance of treasury shares	-	-	26,551	-	(102,984)	102,984	102,984	-	-	-	129,535
Dividend paid	23	-	-	-	-	(224,155)	-	-	-	-	(224,155)
Total transactions with shareholders	-	-	26,551	-	(102,984)	(121,171)	102,984	-	-	-	(94,620)
Profit for the year	-	-	-	-	-	408,562	-	-	-	-	408,562
Comprehensive income for the year	-	-	-	-	-	-	-	(3,962)	-	(3,962)	(3,962)
Total comprehensive income for the year	-	-	-	-	-	408,562	-	(3,962)	-	(3,962)	404,600
Balance as at 31 December 2022	378,257	745,079	26,551	39,573	-	924,193	-	5,118	193	5,311	2,118,964
Balance as at 1 January 2023	378,257	745,079	26,551	39,573	-	924,193	-	5,118	193	5,311	2,118,964
Dividend paid	23	-	-	-	-	(211,824)	-	-	-	-	(211,824)
Total transactions with shareholders	-	-	-	-	-	(211,824)	-	-	-	-	(211,824)
Profit for the year	-	-	-	-	-	374,038	-	-	-	-	374,038
Comprehensive income for the year	-	-	-	-	-	578	-	(710)	-	(710)	(132)
Total comprehensive income for the year	-	-	-	-	-	374,616	-	(710)	-	(710)	373,906
Balance as at 31 December 2023	378,257	745,079	26,551	39,573	-	1,086,985	-	4,408	193	4,601	2,281,046

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



FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY  
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (CONTINUED)  
FOR THE YEARS ENDED 31 DECEMBER

(Unit : Thousand Baht)

				Retained earnings				
Note	Paid - up share capital	Premium on share capital	Premium on treasury stock	Appropriated for legal reserve	Treasury shares reserve	Unappropriated	Treasury stock	Total
<u>Separate F/S</u>								
Balance as at 1 January 2022	378,257	745,079	-	39,573	102,984	736,801	(102,984)	1,899,710
Reissuance of treasury shares	-	-	26,551	-	(102,984)	102,984	102,984	129,535
Dividend paid	23	-	-	-	-	(224,155)	-	(224,155)
Total transactions with shareholders	-	-	26,551	-	(102,984)	(121,171)	102,984	(94,620)
Profit for the year	-	-	-	-	-	442,296	-	442,296
Comprehensive income for the year	-	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	-	442,296	-	442,296
Balance as at 31 December 2022	378,257	745,079	26,551	39,573	-	1,057,926	-	2,247,386
Balance as at 1 January 2023	378,257	745,079	26,551	39,573	-	1,057,926	-	2,247,386
Dividend paid	23	-	-	-	-	(211,824)	-	(211,824)
Total transactions with shareholders	-	-	-	-	-	(211,824)	-	(211,824)
Profit for the year	-	-	-	-	-	381,676	-	381,676
Comprehensive income for the year	-	-	-	-	-	578	-	578
Total comprehensive income for the year	-	-	-	-	-	382,254	-	382,254
Balance as at 31 December 2023	378,257	745,079	26,551	39,573	-	1,228,356	-	2,417,816

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



FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY  
STATEMENTS OF CASH FLOWS  
FOR THE YEARS ENDED 31 DECEMBER

(Unit : Thousand Baht)

	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Profit before income tax	472,923	512,608	475,090	546,392
<b>Adjustments to reconcile profit before income tax to net cash generated from (used in) operating activities</b>				
Depreciation and amortization expenses	211,860	199,759	198,777	188,040
Allowance for expected credit losses	9,386	13,840	10,837	12,094
Allowance for devaluation of inventories to net realizable value	16,249	15,095	15,657	14,328
Loss on disposal of fix assets	8,167	900	8,167	900
Gain on sales of equipment	(18,506)	(11,611)	(18,506)	(11,611)
Short-term provision	(196)	553	(196)	553
Provision for employee benefit obligations	8,417	7,140	7,756	6,487
Unrealised loss on exchange	3,278	60,703	2,707	53,250
Gain arising from change in fair value of derivatives	(2,738)	(10,287)	(2,738)	(10,287)
Finance costs	34,012	18,794	32,200	18,453
<b>Cash generated from operations before changes in operating assets and liabilities</b>	<b>742,852</b>	<b>807,494</b>	<b>729,751</b>	<b>818,599</b>
<b>Decrease (increase) in operating assets</b>				
Trade receivables	10,389	(250,622)	543	(229,474)
Other receivables	(17,743)	7,371	(12,729)	5,738
Inventories	(11,761)	(215,187)	3,671	(210,357)
Other current assets	23,753	(16,517)	17,883	(20,586)
Other non-current assets	936	(545)	12	80
<b>Increase (decrease) in operating liabilities</b>				
Trade payables	(86,879)	99,693	(86,528)	89,284
Other payables	(10,713)	(47,807)	(9,063)	(49,254)
Accrued expense	(4,384)	(8,795)	(4,147)	(11,280)
Other current liabilities	(7,723)	21,476	(10,757)	23,932
Employee benefit paid	(1,379)	(1,681)	(1,299)	(1,425)
<b>Cash generated from operations</b>	<b>637,348</b>	<b>394,880</b>	<b>627,337</b>	<b>415,257</b>
Income tax paid	(111,297)	(95,900)	(111,297)	(95,900)
<b>Net cash generated from operating activities</b>	<b>526,051</b>	<b>298,980</b>	<b>516,040</b>	<b>319,357</b>

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



FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY  
STATEMENTS OF CASH FLOWS (CONTINUED)  
FOR THE YEARS ENDED 31 DECEMBER

(Unit : Thousand Baht)

	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
<b>Cash flows from investing activities</b>				
Increase in restricted bank deposits	(215)	(323)	-	-
Increase in long-term loans to related parties	-	-	-	(29,495)
Acquisition of plant and equipments	(357,074)	(142,920)	(340,684)	(114,009)
Acquisition of intangible assets	(1,549)	(60)	(1,549)	(60)
Proceeds from sale of equipment	45,018	14,038	45,018	14,038
<b>Net cash used in investing activities</b>	<b>(313,820)</b>	<b>(129,265)</b>	<b>(297,215)</b>	<b>(129,526)</b>
<b>Cash flows from financing activities</b>				
Proceeds from short-term loans from financial institutions	2,699,941	2,459,524	2,482,073	2,384,006
Repayment of short-term loans from financial institutions	(2,992,889)	(2,186,110)	(2,781,502)	(2,124,363)
Cash receipt from long-term loans from financial institutions	184,519	63,248	184,519	63,248
Repayment of long-term loans from financial institutions	(106,359)	(127,122)	(106,359)	(127,122)
Cash paid for interest expenses	(37,008)	(15,646)	(32,745)	(15,646)
Dividend paid	(211,824)	(224,155)	(211,824)	(224,155)
Cash receipt from reissuance of treasury shares	-	129,535	-	129,535
<b>Net cash general from (used in) financing activities</b>	<b>(463,620)</b>	<b>99,274</b>	<b>(465,838)</b>	<b>85,503</b>
<b>Increase (decrease) in cash and cash equivalents - net</b>	<b>(251,389)</b>	<b>268,989</b>	<b>(247,013)</b>	<b>275,334</b>
Cash and cash equivalents at beginning of year	469,777	197,868	468,419	193,085
Exchange gain on cash and cash equivalents	3,018	2,920	-	-
<b>Cash and cash equivalents at end of year</b>	<b>221,406</b>	<b>469,777</b>	<b>221,406</b>	<b>468,419</b>
<b>Supplemental cash flows information</b>				
Non cash transactions:				
Undue installments for asset purchases	1,867	3,875	1,867	3,875

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

# NOTES TO FINANCIAL STATEMENTS

## FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

### NOTES TO FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 31 DECEMBER 2023

#### 1. NATURE OF OPERATIONS AND GENERAL INFORMATION

Fortune Parts Industry Public Company Limited (“the Company”) is a public company limited which is incorporated and domiciled in Thailand. It is listed on the Stock Exchange of Thailand. The registered address of the Company’s office is at 11/22 Moo 20, Nimitmai Road, Lamlukka, Pathumthani.

The Group is principally engaged in the manufacturing and distribution of the automotive replacement parts, dipping and painting services.

#### 2. BASIS OF FINANCIAL STATEMENTS PREPARATION

##### 2.1 Statement of compliance

The accompanying financial statements have been officially prepared in accordance with Thai Financial Reporting Standards (“TFRS”) issued under the Accounting Professions and the financial reporting requirements promulgated by the Securities and Exchange Commission under the Securities and Exchange Act. These financial statements are officially prepared in the Thai language. The translation of these financial statements to another language must be in compliance with the official report in Thai.

The consolidated and separate financial statements have been prepared on a historical cost basis, except as otherwise disclosed specifically.

##### 2.2 Principles of consolidation

The consolidated financial statements are prepared by including the financial statements of Fortune Parts Industry Public Company Limited and its subsidiaries are as follows:

Company’s name	Nature of business	Country of incorporation	Percentage of shareholding	
			2023	2022
			Percent	Percent
FPI AUTO PARTS INDIA PRIVATE LIMITED (formerly known as “ALP FPI PARTS PRIVATE LIMITED”)	Manufacture and distribution of the automotive replacement parts	India	100	100



Significant inter-company transactions with subsidiaries included in the consolidated financial statements have been eliminated.

The consolidated financial statements have been prepared using the same accounting policies for similar transactions or accounts of similar nature that are used in the preparation of the Company's financial statements.

### 3. SIGNIFICANT ACCOUNTING POLICIES

#### 3.1 Thai Financial Reporting Standards and guidance which are amended and effective for the accounting period beginning on or after 1 January 2023

##### 3.1.1 Thai Accounting Standard 16, "Property, Plant and Equipment"

The amendments prescribe the recognition of the proceeds from selling any items, produced while the entity is preparing that assets for its intended use, as revenue instead of deducting from the cost of an item of those property plant and equipment.

##### 3.1.2 Thai Accounting Standard 37, "Provisions, Contingent Liabilities and Contingent Assets"

The amendments are to clarify the incremental cost of fulfilling the contract and an allocation of other costs that relate directly to fulfilling contracts which need to be considered whether a contract is onerous.

##### 3.1.3 Thai Accounting Standard 41, "Agriculture"

This standard was amended to remove the requirement to exclude cash flows for taxation when measuring fair value of biological assets.

##### 3.1.4 Thai Financial Reporting Standard 1, "First-time Adoption of Thai Financial Reporting Standards"

The amendment provides the application for a subsidiary that is a first-time adopter to measure cumulative translation differences for all foreign operations at amounts included in the consolidated financial statements of the parent at the parent's date of transition to TFRS.

##### 3.1.5 Thai Financial Reporting Standard 3, "Business Combinations"

This standard was amended to clarify the references to the present Conceptual Framework for Financial Reporting and added a consideration to recognize liabilities and contingent liabilities acquired from business combinations together with the contingent assets that cannot be recognized at the acquisition date.

### 3.1.6 Thai Financial Reporting Standard 9, “Financial Instruments”

The amendment is to clarify the fees in assessing derecognition of financial liabilities when performing the 10 percent test by included those fees paid net from fees received (only fees paid or received between the borrow and the lender, including fee paid or received by either the borrower or lender on the other's behalf).

However, the amendments do not have any significant impact to the Group’s financial statements.

## 3.2 Thai Financial Reporting Standards which are amended and effective for the accounting period beginning on or after 1 January 2024 are as follows:

### 3.2.1 Thai Accounting Standard 1, “Presentation of financial statements”

The amendment also provides guidelines on identifying when the accounting policy information is material. Consequently, immaterial accounting policy information does not need to be disclosed. If it is disclosed, it should not obscure material accounting information.

### 3.2.2 Thai Accounting Standard 8, “Accounting policies, changes in accounting estimates and errors”

The amendments are to the definition of ‘accounting estimates’ to clarify how companies should distinguish between changes in accounting policies and changes in accounting estimates. The distinction is important because changes in accounting estimates are applied prospectively to transactions, other events and conditions from the date of that change. Whereas changes in accounting policies are generally applied retrospectively to past transactions and other past events as well as the current period as if the new accounting policy had always been applied.

### 3.2.3 Thai Accounting Standard 12, “Income taxes”

The amendments are requires companies to recognise deferred tax related to assets and liabilities arising from a single transaction that, on initial recognition, gives rise to equal amounts of taxable and deductible temporary differences. Example transactions are leases and decommissioning obligations.

The amendment should be applied to transactions on or after the beginning of the earliest comparative period presented. In addition, entities should recognise deferred tax assets (to the extent that they can probably be utilised) and deferred tax liabilities at the beginning of the earliest comparative period for all deductible and taxable temporary differences associated with:

- right-of-use assets and lease liabilities, and
- decommissioning, restoration and similar liabilities, and the corresponding amounts recognised as part of the cost of the related assets.

The impact of amendment amount that would have been recognized for retained earnings or other components of shareholder's equity as appropriate.

The Group did not early adopt these standards. The Group's management is currently assessing the impact of adoption of these standards.

### 3.3 New Thai Financial Reporting Standards announced in the Royal Gazette but not yet effective

On 19 August 2022, Thai Financial Reporting Standard No.17 "Insurance Contracts" has been announced in the Royal Gazette and will be effective for the financial statements for the period beginning on or after 1 January 2025 onwards.

The Company did not early adopt this standard. The management is currently assessing the impact of adoption of this standard.

## 4. SIGNIFICANT ACCOUNTING POLICIES

### 4.1 Revenue recognition and expenses

#### *Sales of goods*

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods. Revenue is measured at the amount of the consideration received or receivable, excluding value added tax, of goods supplied after deducting returns, discounts, allowances and price promotions to customers.

#### *Transportation revenue*

Transportation revenue, which is measured at the amount in invoice after deducting cost of services, is recognised when services have been rendered.

#### *Rendering of services*

Service revenue is recognised when services have been rendered.

#### *Revenue of consultation*

Consultation revenue is recognised over time when services have been rendered.

#### *Export incentive*

Export incentives, which are received in the form of tax coupons, are recognised as income when the Company exports the goods.

#### *Interest income*

Interest income is calculated using the effective interest method and recognised on an accrual basis. The effective interest rate is applied to the gross carrying amount of a financial asset.

#### *Expenses*

Expenses are recognised on an accrual basis.

### 4.2 Finance cost

Interest expense from financial liabilities at amortised cost is calculated using the effective interest method and recognised on an accrual basis.

### 4.3 Cash and cash equivalents

Cash and cash equivalents consists of cash on hand, cash at banks and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

### 4.4 Inventories

Finished goods and work in process are valued at the lower of cost (under the weighted average method) and net realisable value. The cost of inventories includes all production costs and attributable factory overheads.

Raw materials, packaging material and supplies are valued at the lower of cost (under the weighted average method) and net realisable value and are charged to production costs whenever consumed.

#### 4.5 Investments in subsidiary and joint ventures

##### *Investment in subsidiary*

Subsidiary is an entity over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiary is fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognizes any non-controlling interest in the acquiree, either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

If the business combination is achieving in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measured are recognized in profit or loss.

Any contingent consideration to be transferred by the Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized either in profit or loss or other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognize and previously held interest measured less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognized directly in profit or loss.

Intercompany transactions, balances, unrealized gains or losses on transactions between Group companies are eliminated. Accounting policies of subsidiaries are adjusted where necessary to ensure consistency with the policies adopted by the Group.

In the separate financial statements, investment in subsidiaries are accounted for at cost less impairment. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments. Cost also includes direct attributable costs of investment.

#### *Joint arrangement*

A joint arrangement is an arrangement of which two or more parties have joint control in an entity. A joint control as the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. Investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor. A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement. A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement.

#### *Joint operations*

The Company recognizes its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the financial statements under the appropriate headings.

### 4.6 Property, plant and equipment

Property is stated at cost. Plant and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials, direct labor, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located, and capitalized borrowing costs.

#### *Subsequent costs*

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of property, plant and equipment are recognized in profit or loss as incurred.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.



Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets concerned as follows:

Land improvement, factory and office buildings	20 - 30	Years
Machinery and equipment	5 - 20	Years
Moulds and printing blocks	5 - 10	Years
Fixtures and office equipment	5 - 10	Years
Motor vehicles	5 - 8	Years

Depreciation is included in determining income. No depreciation is provided on land and construction in progress.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset is included in profit or loss when the asset is derecognised.

#### 4.7 Intangible assets

The intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses (if any).

Acquired computer software are capitalized based on the costs incurred to acquire and for intended bring into use of the specific software acquired.

Intangible assets with finite lives are amortised on a systematic basis over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

Computer software	3, 5	Years
-------------------	------	-------

#### 4.8 Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary or undertaking at the date of acquisition. Goodwill on acquisitions of subsidiaries is reported in the consolidated of financial position as an intangible asset.

Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash generating units or groups of cash generating units that are expected to benefit from the business combination in which the goodwill arose.

#### 4.9 Related parties

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

#### 4.10 Foreign currency translation

##### *Functional and presentation currency*

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Thai Baht, which is the Company's functional and presentation currency.

##### *Transactions and balances*

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the profit or loss.

When a gain or loss on a non-monetary item is recognized in other comprehensive income, any exchange component of that gain or loss is recognized in other comprehensive income. Conversely, when a gain or loss on a non-monetary item is recognized in profit and loss, any exchange component of that gain or loss is recognized in profit and loss.

##### *Group companies*

The results and financial position of all the group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position.
- Income and expenses for each statement of profit or loss and other comprehensive income are translated at average exchange rates and
- All resulting exchange differences are recognized in other comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

#### 4.11 Provisions

Provisions are recognised when the Group company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made. Where the Company expects a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

#### 4.12 Employee benefits

##### *Short-term employment benefits*

Salaries, wages, bonuses and contribution to the social security are recognised as expenses when incurred.

##### *Post-employment benefits (Defined contribution plan)*

The Group and its employees have jointly established a provident fund plan whereby monthly contribution are made by employees and by the Group. The fund's assets are held in a separate trust fund from the Group's assets. The Group's contribution to the fund is recognised as expenses when incurred.

##### *Post-employment benefits and other long-term employee benefits*

The Group has obligations in respect of the severance payments it must make to employees upon retirement under the labor law and other employee benefit plan. The Group treats these severance payment obligations as a defined benefit plan and the obligation is determined by a qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains or losses arising from post-employment benefits are recognised in other comprehensive income. Actuarial gains or losses arising from other long-term employee benefits are recognised in profit or loss.

The defined benefit obligation comprises the present value of the defined benefit obligation and actuarial gain or loss.

#### 4.13 Treasury shares

Treasury shares are stated at cost and presented as a deduction from shareholders' equity. Gains on disposal of treasury shares are determined by reference to the carrying amount and are presented as premium on treasury shares. Losses on disposal of treasury shares are determined by reference to the carrying amount and are presented net of premium on treasury shares and retained earnings, consecutively.

#### 4.14 Income tax

Income tax expense for the year comprises current and deferred taxes. Current and deferred taxes are recognised in profit or loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income.

##### *Current income tax*

Current income tax is the expected tax payable or claimable, under the income tax prevailing, on the taxable profit or loss for the year, using tax rates enacted or substantially enacted at the end of the reporting year, and any adjustment to tax payable in respect of previous years.

##### *Deferred tax*

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purpose. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, using tax rates enacted or substantively enacted at the end of the reporting year.

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

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

#### 4.15 Financial instruments

##### *Recognition and derecognition*

The Group shall recognise a financial asset or a financial liability when the Group becomes party to the contractual provisions of the instrument.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership of the financial assets.

##### Initial recognition and measurement of financial assets

The Group classify financial assets as subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL) on the basis of both:

- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset

with the exception of allowance for impairment losses from trade accounts receivable as separable.

##### *Subsequent measurement of financial assets*

##### Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions:

- They are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows.
- The contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI).

##### Financial assets at fair value through profit or loss (FVTPL)

Financial assets that are held within a different business model other than 'hold to collect' or 'hold to collect and sell' are categorized at fair value through profit and loss. Further, irrespective of business model financial assets whose contractual cash flows are not solely payments of principal and interest are accounted for at FVTPL.

#### *Impairment of financial assets*

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

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

#### *Initial recognition and measurement of financial liabilities*

At initial recognition the Group's financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost.

#### *Subsequent measurement of financial liabilities*

##### Financial liabilities at amortised cost

After initial recognition, carrying amounts are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

#### Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### 4.16 Derivatives

The Group uses derivative contracts to manage exposure to foreign exchange. The Group recognized the initially cost of derivative contracts using fair value at the contract date. The related transaction cost will be recognized in profit or loss when incurred. Subsequent to initial recognition, derivative contracts will be remeasured at fair value at the end of the period. Gain or loss on remeasurement to fair value is recognized in profit or loss because the Group's derivative contracts do not qualify for hedge accounting.



## 5. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTION AND JUDGMENT

The preparation of the financial statements in accordance with the Thai Financial Reporting Standards requires management to make estimates and assumption that affect the reporting amounts of revenues, expenses, assets, liabilities and disclosure of contingent assets and liabilities. The actual result may differ from those estimates.

5.1 Critical accounting estimates, assumption and judgments are as follow:

### 5.1.1 Allowance for expected credit losses of trade receivables

In determining an allowance for expected credit losses of trade receivables, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the forecast economic condition for groupings of various customer segments with similar credit risks. The Group's historical credit loss experience and forecast economic conditions may also not be representative of whether a customer will actually default in the future.

### 5.1.2 Reduction of inventory cost to net realizable value

In determining a reduction of inventory cost to net realisable value, the management makes judgement and estimates net realisable value of inventory based on the amount the inventories are expected to realise. These estimates take into consideration fluctuations of price directly relating to events occurring after the end of the reporting period. Also, the management makes judgement and estimates expected loss from stock obsolescence based upon aging profile of inventories and the prevailing economic condition.

### 5.1.3 Useful lives and impairment of property plant and equipment

In determining depreciation of plant and equipment, the management is required to make estimates of the useful lives and residual values of the plant and equipment and to review estimate useful lives and residual values when there are any changes.

In addition, the management is required to review property, plant and equipment for impairment on a periodical basis and record impairment losses when it is determined that their recoverable amount is lower than the carrying amount. This requires judgements regarding forecast of future revenues and expenses relating to the assets subject to the review

#### 5.1.4 Goodwill and intangible assets

The initial recognition and measurement of goodwill and intangible assets, and subsequent impairment testing, require management to make estimates of cash flows to be generated by the asset or the cash-generating units and to choose a suitable discount rate in order to calculate the present value of those cash flows.

#### 5.1.5 Deferred tax assets

Deferred tax assets are recognised for deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the temporary differences and losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of estimate future taxable profits.

#### 5.1.6 Post-employment benefits under defined benefit plans

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

### 5.2 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

## 6. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Classification of financial assets and financial liabilities

The balance of financial assets and financial liabilities as at 31 December 2023 are as follows:

(Unit : Thousand Baht)

	Consolidated F/S			Total
	Amortized cost	Fair value through profit or loss	Fair value through other comprehensive profit or loss	
<b>Financial assets</b>				
Cash and cash equivalents	221,406	-	-	221,406
Trade receivables - general customers - net	1,190,021	-	-	1,190,021
Trade receivables - related parties - net	23,461	-	-	23,461
Other receivables - general customers - net	31,203	-	-	31,203
Other current financial assets	-	11,207	-	11,207
Restricted bank deposits	5,355	-	-	5,355
<b>Total</b>	<b>1,471,446</b>	<b>11,207</b>	<b>-</b>	<b>1,482,653</b>

### Financial liabilities

Short-term loans from financial institutions	575,606	-	-	575,606
Trade payables - general suppliers	248,433	-	-	248,433
Trade payable - related parties	8,340	-	-	8,340
Other payables - general suppliers	34,203	-	-	34,203
Other payables - related parties	1,175	-	-	1,175
Long-term loans from financial institutions	207,823	-	-	207,823
Other current financial liabilities	-	3,432	-	3,432
<b>Total</b>	<b>1,075,580</b>	<b>3,432</b>	<b>-</b>	<b>1,079,012</b>

(Unit : Thousand Baht)

	Separate F/S			Total
	Amortized cost	Fair value through profit or loss	Fair value through other comprehensive profit or loss	
<b>Financial assets</b>				
Cash and cash equivalents	221,406	-	-	221,406
Trade receivables - general customers - net	1,164,068	-	-	1,164,068
Trade receivables - related parties - net	46,224	-	-	46,224
Other receivables - general customers - net	31,156	-	-	31,156
Other receivables - related parties - net	12,901	-	-	12,901
Other current financial assets	-	11,207	-	11,207
Restricted bank deposits	421	-	-	421
Long-term loans to subsidiary	159,983	-	-	159,983
<b>Total</b>	<b>1,636,159</b>	<b>11,207</b>	<b>-</b>	<b>1,167,366</b>

(Unit : Thousand Baht)

	Separate F/S			Total
	Amortized cost	Fair value through profit or loss	Fair value through other comprehensive profit or loss	
<b>Financial liabilities</b>				
Short-term loans from financial institutions	547,865	-	-	547,865
Trade payables - general suppliers	229,658	-	-	229,658
Trade payable - related parties	8,340	-	-	8,340
Other payables - general suppliers	34,118	-	-	34,118
Other payables - related parties	1,175	-	-	1,175
Long-term loans from financial institutions	207,823	-	-	207,823
Other current financial liabilities	-	3,432	-	3,432
Total	1,028,979	3,432	-	1,032,411

## 7. TRANSACTIONS WITH RELATED PARTIES

The Company has significant business transactions with related parties (related in term of common shareholders and/or management). Such transactions have been complied with the terms and bases determined by the Company and related parties, which are summarized below.

The relationship between the Company and related parties are summarized below:

Name of related person or related parties	Relationship
FPI AUTO PARTS INDIA PRIVATE LIMITED	Subsidiary
FORTUNE-PARTS INDUSTRY ECUADOR CIA LTDA	Joint venture
Sangthong Auto Partsworld Co., Ltd.	Company owned by related person of the Company's management
Fortune Box Industry Co., Ltd.	Company owned by related person of the Company's management
United Auto Co., Ltd.	Company owned by related person of the Company's management
EMP Innovation Co., Ltd.	Company owned by related person of the Company's management
Sangchai Morterbike Co., Ltd.	Company owned by related person of the Company's management
S.C.G. Industry Co., Ltd.	Common director and shareholding
Super Central Gas Co., Ltd.	Common director and shareholding
K-Mart Service Co., Ltd.	Common director and shareholding
S C G Hatairath Co., Ltd.	Common director and shareholding
Imperial Cable Industry Co., Ltd.	Common shareholding
Mr. Sompol Tanadumrongsak	The Company's management
Mrs. Nussara Tanadumrongsak	The Company's management

For the year ended 31 December 2023, the Group has transactions as follows:

Transactions	Pricing policies
Sales and service income	Mutually agreed price in the agreement
Other income	Mutually agreed price in the agreement
Cost of sales and service	Mutually agreed price in the agreement
Selling and distribution expenses	Mutually agreed price in the agreement
Interest expense	Mutually agreed price in the agreement
Management personnel compensation such as salary, bonus, meeting fee and other	Approved by the Company's Board of Directors and shareholders

Significant transactions with related parties for the year ended 31 December 2023 and 2022 are as follows:

Transactions with related parties	Consolidated F/S		(Unit : Thousand Baht)	
	Separate F/S			
	2023	2022	2023	2022
<u>Subsidiary</u>				
Interest income	-	-	1,625	1,639
Sales of goods	-	-	761	7,557
Sales of fixed asset	-	-	5,887	-
Purchases of goods	-	-	1,440	458
<u>Related parties</u>				
Sales of goods	74,292	80,709	74,292	80,709
Purchases of goods	36,927	48,726	36,927	48,726
Other expenses	402	361	402	361
<u>Key management compensation</u>				
Short-term employee benefits	25,285	26,951	25,285	26,951
Provision for post-employment benefits	1,029	1,574	1,029	1,574

Significant balances with related parties as at 31 December 2023 and 2022 are as follows:

	(Unit : Thousand Baht)	
	Consolidated F/S	Separate F/S
	2023	2022
<b>Trade receivables</b>		
Subsidiary	-	-
Related parties	23,461	27,805
Total	23,461	27,805
<b>Other receivables</b>		
Subsidiary	-	-
	12,901	7,934
<b>Long-term loans</b>		
Subsidiary	-	-
	159,983	162,506
<b>Trade payables</b>		
Subsidiary	-	-
Related parties	8,340	12,136
Total	8,340	12,136
<b>Other payables</b>		
Joint venture	1,079	1,089
Related parties	96	33
Total	1,175	1,122
<b>Employee benefit obligation of key management</b>		
- Post employee benefit	11,407	10,378





#### Long-term loans to subsidiary

The balance of long-term loans to subsidiary and the movement during the year are as follows:

(Unit : Thousand Baht)

Borrower	Interest rate (% per annum)	Currency (INR) (Unit: Thousand Rupee)	Maturity date	Separate F/S			
				1 January 2023	Increase	Unrealize loss from exchange rate	31 December 2023
FPI AUTO PARTS INDIA							
PRIVATE LIMITED	1% per annum	250,000	2025	98,250	-	(1,525)	96,725
	1% per annum	113,500	2026	44,606	-	(693)	43,913
	1% per annum	50,000	2032	19,650	-	(305)	19,345
Total		413,500		162,506	-	(2,523)	159,983

The long-term loans to subsidiary which are unsecured long-term loans in full amount.

## 8. CASH AND CASH EQUIVALENTS

			(Unit : Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Cash	150	182	150	150
Cash at bank				
Saving accounts	192,955	288,284	192,955	288,284
Current accounts	28,301	181,311	28,301	179,985
Total	221,406	469,777	221,406	468,419

As at 31 December 2023, bank deposits in saving accounts carried interests between 0.01% and 6.60% per annum (2022: between 0.01% and 6.10% per annum).

## 9. TRADE RECEIVABLES - NET

As at 31 December 2023 and 2022, the aged of trade receivables are as follows:

			(Unit : Thousand Baht)	
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
<u>Trade receivables – general</u>				
Not yet due	830,726	955,638	806,987	945,503
Less than 3 months	128,934	120,822	127,070	108,370
3 - 6 months	112,900	57,631	112,514	52,444
6 - 12 months	72,797	59,353	72,347	58,862
Over 12 months	98,802	48,744	96,856	45,098
Total	1,244,159	1,242,188	1,215,774	1,210,277
<u>Less</u> Allowance for expected credit losses	(54,138)	(44,643)	(51,706)	(40,752)
Net	1,190,021	1,197,545	1,164,068	1,169,525
<u>Trade receivables – related parties</u>				
Not yet due	16,755	20,403	16,755	27,799
Less than 3 months	7,469	7,405	7,469	13,664
3 - 6 months	-	-	7,324	-
Over 12 months	971	1,727	16,651	16,796
Total	25,195	29,535	48,199	58,259
<u>Less</u> Allowance for expected credit losses	(1,734)	(1,730)	(1,975)	(1,961)
Net	23,461	27,805	46,224	56,298

Movements of allowance for expected credit losses are as follow:

	(Unit : Thousand Baht)	
	Consolidated F/S	Separate F/S
<u>Trade receivables – general</u>		
Balance as at 1 January 2023	44,643	40,752
Allowance for expected credit losses	24,926	24,087
Reversal allowance for expected credit losses	(15,386)	(13,133)
Differences on translation of financial statements	(45)	-
Balance as at 31 December 2023	54,138	51,706
<u>Trade receivables – related parties</u>		
Balance as at 1 January 2023	1,730	1,961
Allowance for expected credit losses	(35)	206
Reversal allowance for expected credit losses	39	(192)
Balance as at 31 December 2023	1,734	1,975

#### 10. INVENTORIES – NET

	(Unit : Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Finished goods	565,815	501,146	550,319	486,383
Work in process	63,156	43,091	49,988	40,360
Raw materials	99,697	102,777	85,224	87,605
Packaging materials and supplies	29,435	29,836	28,139	29,105
Goods in transit	5,208	77,524	3,637	77,525
Total	763,311	754,374	717,307	720,978
<u>Less</u> Allowance for devaluation of inventories	(81,944)	(65,788)	(74,211)	(58,554)
Net	681,367	688,586	643,096	662,424

Movements in the allowance for devaluation of inventories for the year ended 31 December 2023 are summarised below.

	(Unit : Thousand Baht)	
	Consolidated F/S	Separate F/S
Balance as at 1 January 2023	65,788	58,554
Allowance for devaluation of inventories	29,903	28,033
Reversal allowance for devaluation of inventories	(13,654)	(12,376)
Differences on translation of financial statements	(93)	-
Balance as at 31 December 2023	81,944	74,211

#### 11. INVESTMENT IN JOINT VENTURE

(Unit : Thousand Baht)								
Joint venture	Nature of business	Country of incorporation	Shareholding percentage		Consolidated F/S		Separate F/S	
					Carrying amounts based on equity method		Carrying amounts based on cost method	
			2023	2022	2023	2022	2023	2022
			(%)	(%)				
FORTUNE-PARTS INDUSTRY ECUADOR CIA LTDA	Manufacture and distribution of the automotive replacement parts	Ecuador	45.00	45.00	3,928	3,928	7,317	7,317
Less Allowance for impairment of investment in joint venture					(3,928)	(3,928)	(7,317)	(7,317)
Total					-	-	-	-

The financial statements of FORTUNE-PARTS INDUSTRY ECUADOR CIA LTDA in the above were prepared by the managements and had not yet been audited by the auditor. However, the management believes that there would be no material differences if the financial statements has been audited by the auditor.

The Company had set up full allowance for impairment of the investment in FORTUNE-PARTS INDUSTRY ECUADOR CIA LTDA because the Company changed the business plan in 2021.



## 12. INVESTMENT IN SUBSIDIARY

Investment in subsidiary as presented in separate financial statements is as follows:

(Unit : Thousand Baht)

Company's name	Nature of business	Country of incorporation	Shareholding percentage		Paid-up capital		Cost	
			2023	2022	2023	2022	2023	2022
			(%)	(%)				
FPI AUTO PARTS INDIA PRIVATE LIMITED	Manufacturing and distribution of the automotive	India	100	100	INR 416 million	INR 416 million	230,188	230,188

The financial statements of FPI AUTO PARTS INDIA PRIVATE LIMITED are prepared by the management which was audited by its auditor.



### 13. PROPERTY, PLANT AND EQUIPMENT - NET

(Unit: Thousand Baht)

	Consolidated F/S								Total
	Land	Land improvement	Factory and office buildings	Machinery and equipment	Molds and printing blocks	Fixtures and office equipment	Motor vehicles	Construction in progress	
<b>Cost</b>									
1 January 2022	185,706	15,864	595,786	962,111	2,237,377	66,562	33,082	71,123	4,167,611
Additions	-	-	-	19,727	62,170	2,014	9,255	49,754	142,920
Disposals/write-off	-	-	-	(22,657)	(18,097)	(506)	(3,177)	(900)	(45,337)
Transfer in/(transfer out)	-	-	-	3,388	13,661	-	-	(17,049)	-
Translation adjustment	(3,929)	-	(4,281)	(6,659)	(2,798)	(213)	(24)	(1,657)	(19,561)
31 December 2022	181,777	15,864	591,505	955,910	2,292,313	67,857	39,136	101,271	4,245,633
Additions	52,927	-	736	74,850	162,643	4,933	8,016	50,957	355,062
Disposals/write-off	-	-	-	(12,704)	(45,623)	(1,910)	(7,143)	(4,016)	(71,396)
Transfer in/(transfer out)	-	-	5,875	78,303	21,002	1,415	552	(107,147)	-
Translation adjustment	(680)	-	(767)	(1,750)	(503)	(97)	(47)	75	(3,769)
31 December 2023	234,024	15,864	597,349	1,094,609	2,429,832	72,198	40,514	41,140	4,525,530

[illegible]





(Unit: Thousand Baht)

	Separate F/S								Total
	Land	Land improvement	Factory and office buildings	Machinery and equipment	Moulds and printing blocks	Fixtures and office equipment	Motor vehicles	Construction in progress	
<b>Cost</b>									
1 January 2022	125,127	15,864	539,215	864,394	2,191,650	63,251	32,696	62,788	3,894,985
Additions	-	-	-	9,636	62,654	1,884	9,255	30,580	114,009
Disposals/write-off	-	-	-	(22,657)	(18,097)	(506)	(3,177)	(900)	(45,337)
Transfer in/(transfer out)	-	-	-	3,388	13,661	-	-	(17,049)	-
31 December 2022	125,127	15,864	539,215	854,761	2,249,868	64,629	38,774	75,419	3,963,657
Additions	52,927	-	547	68,188	165,041	1,747	5,733	44,493	338,676
Disposals/write-off	-	-	-	(12,704)	(45,623)	(1,910)	(7,143)	(4,016)	(71,396)
Transfer in/(transfer out)	-	-	4,593	53,536	21,002	1,415	552	(81,098)	-
31 December 2023	178,054	15,864	544,355	963,781	2,390,288	65,881	37,916	34,798	4,230,937
<b>Accumulated depreciation</b>									
1 January 2022	-	(14,025)	(220,504)	(722,083)	(1,841,050)	(60,046)	(26,696)	-	(2,884,404)
Depreciation for the year	-	(562)	(24,911)	(47,158)	(110,387)	(1,321)	(3,007)	-	(187,346)
Depreciation on disposals / write-off	-	-	-	22,641	17,542	505	1,322	-	42,010
31 December 2022	-	(14,587)	(245,415)	(746,600)	(1,933,895)	(60,862)	(28,381)	-	(3,029,740)
Depreciation for the year	-	(562)	(25,048)	(56,024)	(111,720)	(1,364)	(3,327)	-	(198,045)
Depreciation on disposals / write-off	-	-	-	8,286	28,254	1,893	2,436	-	40,869
31 December 2023	-	(15,149)	(270,463)	(794,338)	(2,017,361)	(60,333)	(29,272)	-	(3,186,916)



(Unit: Thousand Baht)

	Separate F/S								
	Land	Land improvement	Factory and office buildings	Machinery and equipment	Moulds and printing blocks	Fixtures and office equipment	Motor vehicles	Construction in progress	Total
Net book value									
31 December 2022	125,127	1,277	293,800	108,161	315,973	3,767	10,393	75,419	933,917
31 December 2023	178,054	715	273,892	169,443	372,927	5,548	8,644	34,798	1,044,021
Depreciation for the year 2022									187,346
Depreciation for the year 2023									198,045

As at 31 December 2023, the Company has fully depreciated plant and equipment but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets approximately Baht 2,431 million (2022: Baht 2,324 million).

As at 31 December 2023, the Company has mortgaged certain property, plant and equipment approximately of Baht 62.70 million (2022: Baht 71 million) as collateral against credit facilities received from financial institutions, as described in Note 15 and Note 16 to the financial statements.

#### 14. GOODWILL - NET

(Unit : Thousand Baht)

	Consolidated F/S	
	2023	2022
Goodwill	12,525	12,525
<u>Less</u> Allowance for impairment of goodwill	(4,564)	(4,564)
Net	7,961	7,961

As at 31 December 2023 and 2022, the Group has goodwill, net from acquired the subsidiary in India of Baht 7.96 million.

##### Impairment testing

The Group tests impairment of goodwill annually by comparing the net book value of goodwill with the recoverable amount of a CGU, which is determined based on value-in-use calculations. These calculations use cash flow projections from financial budgets that are approved by the management. Cash flows beyond the projected period are extrapolated using the estimated growth rates stated below. The growth rate does not exceed the average long-term growth rate for the business in which the CGU operates.

As at 31 December 2023, the key assumptions used for value-in-use calculations are as follows:

	Consolidated F/S	
	2023	2022
Growth rate (%)	4.00	4.00
Discount rate (%)	10.77	12.68

If the discount rate used in the calculation decreases by 1.91% per annum, there is no impairment of goodwill recorded in the consolidated financial statements for the year ended 31 December 2023.

# 15. SHORT-TERM LOANS FROM FINANCIAL INSTITUTIONS - NET

(Unit : Thousand Baht)

	Interest rate (% per annum)	Consolidated F/S		Separate F/S	
		2023	2022	2023	2022
Bank overdraft	MIBOR*+3.50	27,741	21,507	-	-
Short-term loans - letters of credit	3.05 – 3.42	161,199	184,367	161,199	184,367
Short-term loans - packing credit	2.71 – 2.90	386,666	662,927	386,666	662,927
Total		575,606	868,801	547,865	847,294

(\*MIBOR: Mumbai Interbank Offer Rate)

Short-term loans from financial institutions are secured by the mortgage of certain land with premises thereon and certain machinery and equipment of the Company, as described in Note 13 to the financial statements.

# 16. LONG-TERM LOANS FROM FINANCIAL INSTITUTIONS - NET

(Unit : Thousand Baht)

Loans	Principals (% per annum)	Repayment	Consolidated F/S		Separate F/S	
			2023	2022	2023	2022
1	4.80% - 8.45%	Monthly installments of principal and interest amounting to not less than Baht 7,665,176 each (2022 : Baht 6,176,017 each)	207,302	117,270	207,302	117,270
2	4.58%	Monthly installments of principal and interest amounting to not less than Baht 1,172,354 each	521	15,372	521	15,372
Total			207,823	132,642	207,823	132,642
Less Current portion			(102,012)	(79,387)	(102,012)	(79,387)
Portion due more than one year			105,811	53,255	105,811	53,255

Movements in the long-term loans account for the year ended 31 December 2023 are summarised below.

(Unit : Thousand Baht)

	Consolidated F/S	Separate F/S
Balance as at 1 January 2023	132,642	132,642
Add Additional borrowings	184,519	184,519
Less Repayment	(106,359)	(106,359)
Less Unrealised loss on exchange	(2,979)	(2,979)
Balance as at 31 December 2023	207,823	207,823

Long-term loans are secured by the mortgage of certain land with premises thereon and certain machinery and equipment of the Company, as described in Note 13 to the financial statements.

Under the terms of the long-term loan agreements, the Company is required to maintain the financial ratios under the condition of the loan covenants.

As at 31 December 2023, the Company has been able to maintain the financial ratio as stipulated and non-financial covenants in the loan agreements with the financial institution.

## 17. EMPLOYEE BENEFIT OBLIGATIONS

Movement of Employee benefit obligations for the years ended 31 December 2023 and 2022 as follows:

	Consolidated F/S		(Unit : Thousand Baht) Separate F/S	
	2023	2022	2023	2022
As at 1 January	37,919	32,544	36,459	31,397
Current service cost	7,422	6,496	6,843	5,925
Interest cost	995	644	914	562
Actuarial gain arising from				
financial assumption changes	(722)	-	(722)	-
Benefit paid during the year	(1,381)	(1,681)	(1,299)	(1,425)
Differences on translation of				
financial statements	(27)	(84)	-	-
As at 31 December	44,206	37,919	42,195	36,459
<u>Less</u> Current portion	(1,343)	(833)	(1,343)	(833)
<b>Net</b>	<b>42,863</b>	<b>37,086</b>	<b>40,852</b>	<b>35,626</b>

- Defined benefit plan expenses

	Consolidated F/S		(Unit : Thousand Baht) Separate F/S	
	2023	2022	2023	2022
Current service cost	7,422	6,496	6,843	5,925
Net interest expense	995	644	914	562
Total expenses recognized in				
profit or loss	8,417	7,140	7,757	6,487

- Amounts recognized in other comprehensive income related to the employee benefits obligation plans are as follows:

	(Unit : Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Actuarial gain (loss) from changes in experience assumptions	(1,071)	-	(1,071)	-
Actuarial gain (loss) from changes in demographic assumptions	52	-	52	-
Actuarial gain (loss) from changes in financial assumptions	297	-	297	-
Total income (loss) recognized in other comprehensive income	(722)	-	(722)	-

Principal actuarial assumptions at the reporting date for the years ended 31 December 2023 and 2022 are as follows:

	Consolidated and Separate F/S	
	2023	2022
Discount rates (%)	2.65 - 7.25	1.79 - 7.25
Salary increment rates (%)	5 - 10	4 - 10
Employee turnover (%)	0 - 34	0 - 35
Mortality	Thai mortality rate (TMO2017) Indian Assured Lives Mortality (2012 - 2014) ULT	Thai mortality rate (TMO2017) Indian Assured Lives Mortality (2012 - 2014) ULT

### Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation as at 31 December 2023 by the amounts shown below.

	(Unit : Thousand Baht)	
	31 December 2023	
	Consolidated F/S	Separate F/S
	Increase (Decrease)	Increase (Decrease)
Mortality rate (increase of 0.5% - 1% per annum)	(3,559)	(3,034)
Mortality rate (decrease of 0.5% - 1% per annum)	3,960	3,434
Increase in future salary (increase 0.5% - 1% per annum)	2,603	3,237
Increase in future salary (decrease 0.5% - 1% per annum)	(2,484)	(2,922)
Turnover rate of employees (increase 1% per annum)	(3,829)	(3,321)
Turnover rate of employees (decrease 1% per annum)	2,475	1,930

### 18. LEGAL RESERVE

Under the Public Limited Company Act. B.E. 2535, the Company is required to set aside as a legal reserve at least 5 percent of its net income for the year net of deficit (if any), until the reserve reaches 10 percent of the registered capital. This reserve shall not be distributable for dividends.

### 19. EXPENSES BY NATURE

	(Unit : Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Change in inventories	1,219,237	1,377,270	1,109,054	1,283,551
Employee expenses	247,129	239,679	234,448	228,624
Depreciation and amortization	211,860	199,759	198,777	188,040
Freight charges	36,397	36,527	33,913	34,373



## 20. FINANCE COST

	Consolidated F/S		Separate F/S	
	(Unit : Thousand Baht)			
	2023	2022	2023	2022
Interest expenses on borrowings	30,433	15,482	28,712	15,119
Other	3,579	3,312	3,488	3,334
Total	34,012	18,794	32,200	18,453

## 21. DEFERRED INCOME TAX AND INCOME TAX

### 21.1 Income tax

#### *Income tax recognised in profit of loss*

	Consolidated F/S		Separate F/S	
	(Unit : Thousand Baht)			
	For the year ended 31 December			
	2023	2022	2023	2022
Current income tax	104,485	107,985	98,996	107,985
Deferred income tax	(5,600)	(3,939)	(5,582)	(3,889)
Total income tax expenses	98,885	104,046	93,414	104,096

#### *Income tax recognized in other comprehensive income*

	Consolidated F/S					
	(Unit : Thousand Baht)					
	For the year ended 31 December					
	2023			2022		
	Tax			Tax		
	(expense)			(expense)		
	Before tax	benefit	Net of tax	Before tax	benefit	Net of tax
Actuaries gain	722	(144)	578	-	-	-
Total	722	(144)	578	-	-	-

(Unit : Thousand Baht)

	Separate F/S					
	2023			2022		
	Tax (expense)			Tax (expense)		
	Before tax	benefit	Net of tax	Before tax	benefit	Net of tax
Actuaries gain	722	(144)	578	-	-	-
Total	722	(144)	578	-	-	-

Reconciliation of income tax are as follows:

	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Profit before income tax	472,923	512,608	475,090	546,392
Tax calculated at a tax rate (%)	20, 25	20, 25	20	20
Accounting profit before tax multiplied				
by income tax rate	95,018	109,279	95,018	109,279
Tax effect of:				
Non-deductible expenses	6,411	175	6,198	225
Additional expense deductions				
allowed	(7,802)	(5,408)	(7,802)	(5,408)
Loss for the current year which				
no deferred tax asset was				
recognized	5,258	-	-	-
Income tax	98,885	104,046	93,414	104,096

## 21.2 Deferred tax

The movements in deferred tax assets and liabilities are as follows:

(Unit : Thousand Baht)

	Consolidated F/S				
	Recognised in revenue (expense)				
	1 January	Profit or	Other	Translation	31 December
	2023	Loss	comprehensive	adjustment	2023
			income		
<b>Deferred tax assets:</b>					
Allowance for diminution in value of inventories	11,711	3,131	-	-	14,842
Provision for long-term employee benefits	7,237	1,146	(144)	-	8,239
Provision for product warranty	702	(39)	-	-	663
Allowance for expected credit losses	8,588	2,203	-	-	10,791
Revaluation loss of land and buildings	3,944	(133)	(5,258)	2	(1,445)
Unused tax loss	32,325	-	-	-	32,325
<b>Total</b>	<b>64,507</b>	<b>6,308</b>	<b>(5,402)</b>	<b>2</b>	<b>65,415</b>
<b>Deferred tax liabilities:</b>					
Deferred revenue from customs duty	3,175	311	-	-	3,486
Revaluation surplus of intangible assets	(117)	82	-	(1)	(36)
Adjustment from revaluation according to forward exchange contracts	1,007	548	-	-	1,555
<b>Total</b>	<b>4,065</b>	<b>941</b>	<b>-</b>	<b>(1)</b>	<b>5,005</b>
<b>Net</b>	<b>60,442</b>	<b>5,367</b>	<b>(5,402)</b>	<b>3</b>	<b>60,410</b>

(Unit : Thousand Baht)

	Consolidated F/S				
	Recognised in revenue (expense)				
	1 January	Profit or	Other	Translation	31 December
	2022	Loss	comprehensive income	adjustment	2022
<b>Deferred tax assets:</b>					
Allowance for diminution in value of inventories	8,845	2,866	-	-	11,711
Provision for long-term employee benefits	6,155	1,082	-	-	7,237
Provision for product warranty	591	111	-	-	702
Allowance for expected credit losses	6,205	2,383	-	-	8,588
Revaluation loss of land and buildings	4,099	(141)	-	(14)	3,944
Unused tax loss	32,325	-	-	-	32,325
Total	58,220	6,301	-	(14)	64,507
<b>Deferred tax liabilities:</b>					
Deferred revenue from customs duty	2,679	496	-	-	3,175
Revaluation surplus of intangible assets	75	(191)	-	(1)	(117)
Adjustment from revaluation according to forward exchange contracts	(1,050)	2,057	-	-	1,007
Total	1,704	2,362	-	(1)	4,065
Net	56,516	3,939	-	(13)	60,442

(Unit : Thousand Baht)

	Separate F/S		
	Recognised in revenue (expense)		31 December 2023
	1 January 2023	Profit or loss	Other comprehensive income
<b>Deferred tax assets:</b>			
Allowance for diminution in value of inventories	11,710	3,131	-
Provision for long-term employee benefits	7,292	1,146	(144)
Provision for product warranty	702	-	-
		(39)	
Allowance for expected credit losses	8,588	2,203	-
<b>Total</b>	<b>28,292</b>	<b>6,441</b>	<b>(144)</b>
<b>Deferred tax liabilities:</b>			
Deferred revenue from customs duty	3,175	311	-
Adjustment from revaluation forward exchange contracts	1,007	548	-
<b>Total</b>	<b>4,182</b>	<b>859</b>	<b>-</b>
<b>Net</b>	<b>24,110</b>	<b>5,582</b>	<b>(144)</b>

(Unit : Thousand Baht)

	Separate F/S		
	Recognised in revenue (expense)		31 December 2022
	1 January 2022	Profit or loss	Other comprehensive income
<b>Deferred tax assets:</b>			
Allowance for diminution in value of inventories	8,845	2,865	-
Provision for long-term employee benefits	6,210	1,082	-
Provision for product warranty	590	112	-
Allowance for expected credit losses	6,205	2,383	-
<b>Total</b>	<b>21,850</b>	<b>6,442</b>	<b>-</b>
<b>Deferred tax liabilities:</b>			
Deferred revenue from customs duty	2,679	496	-
Adjustment from revaluation forward exchange contracts	(1,050)	2,057	-
<b>Total</b>	<b>1,629</b>	<b>2,553</b>	<b>-</b>
<b>Net</b>	<b>20,221</b>	<b>3,889</b>	<b>-</b>

The Company has unused taxable loss carried forward of Baht 114.30 million which expire in 2025 to 2030. The Company has not recognized this item as deferred tax assets because it is not probable that the Company will have sufficient future taxable profit to utilize the benefits therefrom.

## 22. EARNING PER SHARE

	(Unit : Thousand Baht)			
	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
Net profit for the year attributable to ordinary shareholders of the Company	374,038	408,562	381,676	442,296
Weighted overage number of ordinary shares outstanding (shares)	1,513,030	1,468,994	1,513,030	1,468,994
Increase in number of ordinary shares during the year (shares)	-	22,196	-	22,196
Weighted average number of ordinary shares outstanding (shares)	1,513,030	1,491,190	1,513,030	1,491,190
Basic earnings per share (Baht per share)	0.247	0.274	0.252	0.296

## 23. DIVIDEND PAID

Dividends	Approved by	(Unit: Thousand Baht)	
		Dividend payment	Dividends per share
Dividends for 2021	Annual General Meeting of the shareholders on 22 April 2022	103,112	0.070
Interim dividend from the operating result for the six-month period ended 30 June 2022	Board of directors Meeting on 10 August 2022	121,043	0.080
Dividends for 2022	Annual General Meeting of the shareholders on 10 April 2023	121,042	0.080
Interim dividend from the operating result for the six-month period ended 30 June 2023	Board of directors Meeting on 11 August 2023	90,782	0.060

## 24. SEGMENT REPORTING

The Group has identified 4 reporting segments according to the type of products and services, both domestic and oversea.

Segment reporting is reported in the same manner as internal reports presented to the chief operating decision maker (who is considered to be the managing director) for use in resource allocation and performance evaluation.

The chief operating decision maker considers the segment reporting is presented as following:

(Unit : Thousand Baht)

Consolidated F/S										
For the year ended 31 December										
	Domestic sales		Export sales		Services		Services		Total	
	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
Revenues	438,293	454,938	2,031,835	2,176,174	914	6,405	1,078	-	2,472,120	2,637,517
Segment income	125,743	81,432	633,208	682,655	689	5,715	1,030	-	760,670	769,802
Loss on exchange									(52,981)	(59,152)
Other income									19,115	19,119
Export incentive									21,761	23,188
Selling and distribution expenses									(56,461)	(52,946)
Administrative expenses									(163,594)	(150,473)
Gain arising from change in fair value of derivatives									2,738	10,287
Allowance for devaluation of inventories									(16,249)	(15,095)
Allowance for probable credit losses									(9,386)	(13,840)
Finance income									1,322	512
Finance cost									(34,012)	(18,794)
Income tax expenses									(98,885)	(104,046)
Profit for the year									374,038	408,562
Property, plant and equipment									1,273,275	1,162,875
Total assets									3,547,897	3,719,200

Revenue based on geographical segment which are over 10% of total revenue are as follows:

(Unit : Thousand Baht)

	Consolidated F/S			
	2023		2022	
	Amount	Percentage	Amount	Percentage
<b>Revenue from external customers</b>				
Thailand	280,268	11	335,039	13
Saudi Arabia	662,887	27	838,066	32
Others	1,528,965	62	1,464,412	55
<b>Total</b>	<b>2,472,120</b>	<b>100</b>	<b>2,637,517</b>	<b>100</b>

The Group has core revenues from sale of goods and service revenue and assesses the performance obligation as a single performance obligation, and therefore recognizes revenues according to their natures as follows:

Revenue from contracts	Revenue recognition
Sales of goods	Point in time
Service revenue	Point in time
Consultation	Over time

The Group recognizes revenues from sales of goods and service revenue when satisfies a performance obligation and the customer obtains control of the goods or services at an amount that reflects the consideration to which the Group expect to be entitled to received. The Group will not recognize revenue if the Group are still involved with the goods or if there are significant uncertainties regarding recovery of the consideration due.

## 25. FINANCIAL INSTRUMENTS

### 25.1 Derivatives

(Unit : Thousand Baht)

	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
<b>Derivative assets</b>				
Derivative assets not designated as hedging instruments				
Foreign exchange forward contracts	11,207	5,347	11,207	5,347
<b>Total derivative assets</b>	<b>11,207</b>	<b>5,347</b>	<b>11,207</b>	<b>5,347</b>



(Unit : Thousand Baht)

	Consolidated F/S		Separate F/S	
	2023	2022	2023	2022
<b>Derivative liabilities</b>				
Derivatives liabilities not designated as hedging instruments				
Foreign exchange forward contracts	3,432	310	3,432	310
<b>Total derivative liabilities</b>	<b>3,432</b>	<b>310</b>	<b>3,432</b>	<b>310</b>

#### Derivatives not designated as hedging instruments

The Group uses foreign exchange forward contracts and foreign currency put option to manage some of its transaction exposures. The contracts are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally from months 6 months to 12 months.

#### 25.2 Financial risk management objectives and policies

The Group's financial instruments principally comprise cash and cash equivalents, trade accounts receivable, loans, investments, and short-term and long-term loans. The financial risks associated with these financial instruments and how they are managed is described below.

##### Credit risk

The Group has exposure to credit risk primarily with respect to accounts receivable and loans. The Group manages the risk by adopting appropriate credit control policies and procedures. In addition, credit exposure is not concentrated due to its diverse and large customer base. Therefore, the Group does not expect to incur material financial losses from the credit granting besides the amount of the allowance for expected credit loss recorded in the account.

##### Trade receivables

The Group manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. Outstanding trade receivables are regularly monitored. More than 80% of customers have been with long term relationship without experiencing bad debt.

An impairment analysis is performed at each reporting date to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar credit risks. The Group classifies customer segments by general customer, mold customer, reliable or long-term relationship or favorable customer, and customer with high risk of financial settlement.

The calculation of impairment reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions, and forecasts of future economic conditions. Generally, trade receivables may overdue more than one year are overseas customers with various situations e.g. country financial issue, currency devaluation or political situation. However, the Group maintain collection performance. Legal action would be taken for domestic bad debt, while negotiation is more appropriate for overseas cases.

#### Financial instruments and cash deposits

The Group manages the credit risk from balances with banks and financial institutions by making investments only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits and may be updated throughout the year subject to approval of the Group's Director. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments.

The credit risk on derivatives is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

#### **Market risk**

The Company has launched new models each year following the customers demand in each country. In some cases, the order quantity and price may be different from what agreed on the contract and it is not a serious issue for the Company as we do have a strong customer base covering 141 countries worldwide that we can also supply to. However, there are certain toolings that the company specially made targeting one specific country, in which breach of contract or import issue could be the serious issue. In such case, the Company will rent or sell out those toolings. In the past, the Company was able to control over 90% of these toolings. Apart from breach of contract and import issue, an epic increase of almost 1000% in freight charge last year is another reason the Company rent and sell out number of toolings to save in transportation cost and maximize the utilization of toolings.

## Interest rate risk

Interest rate risk arises from the fluctuation of interest rates in the future which will affect operations and cash flows of the Group. The Group is exposed to interest rate risk in respect of assets and liabilities as follows:

(Unit: Million Baht)

Consolidated F/S				
As at 31 December 2023				
	Floating interest rate	Fixed interest rate	Total	Effective Interest rate (% per annum)
<b>Financial assets</b>				
Cash and cash equivalents	221	-	221	0.01 – 6.60
Restricted bank deposits	5	-	5	0.01 – 6.60
<b>Financial liabilities</b>				
Short-term loans from financial Institutions	576	-	576	2.71 – 3.42
Long-term loans	208	-	208	4.58 – 8.45

(Unit: Million Baht)

Consolidated F/S				
As at 31 December 2022				
	Floating interest rate	Fixed interest rate	Total	Effective Interest rate (% per annum)
<b>Financial assets</b>				
Cash and cash equivalents	469	-	469	0.01 – 6.10
Restricted bank deposits	5	-	5	1
<b>Financial liabilities</b>				
Short-term loans from financial Institutions	869	-	869	1.25 – 2.38
Long-term loans	133	-	133	1.93 – 7.30

(Unit: Million Baht)

Separate F/S				
As at 31 December 2023				
	Floating interest rate	Fixed interest rate	Total	Effective Interest rate (% per annum)
<b>Financial assets</b>				
Cash and cash equivalents	221	-	221	0.01 – 1.85
Restricted bank deposits	0.42	-	0.42	0.01 – 1.85
Long-term loan to subsidiary	-	160	160	1
<b>Financial liabilities</b>				
Short-term loans from financial				
Institutions	548	-	548	2.71 – 3.42
Long-term loans	208	-	208	4.58 – 8.45

(Unit: Million Baht)

Separate F/S				
As at 31 December 2022				
	Floating interest rate	Fixed interest rate	Total	Effective Interest rate (% per annum)
<b>Financial assets</b>				
Cash and cash equivalents	468	-	468	0.01 – 0.25
Restricted bank deposits	0.42	-	0.42	0.01 – 0.25
Long-term loan to subsidiary	-	163	163	1
<b>Financial liabilities</b>				
Short-term loans from financial				
Institutions	847	-	847	1.25 – 2.38
Long-term loans	133	-	133	1.93 – 7.30

### Liquidity risk

The Group monitors the risk of a shortage of liquidity through the use of Packing Credit, Trade on Demand and Bank Loan. The Group has a policy that if we do not have any investment throughout the year, the Group will operate by using working capital, packing credit and trade on demand. However, long-term financing will be considered when the group plan to invest in fixed assets or expanding new business. The Group's policy is that borrowing balance not more than 80 % of sales revenue of 180 days. The Group's debt approximately 90% will mature in less than one year at 31 December 2021 based on the carrying value of borrowings reflected in the financial statements. The Group has assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Group has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

## 26. PROVIDENT FUND

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the Company contribute to the fund monthly at the rate of 3% of basic salary. The fund, which is managed by Krungsri Asset Management Co., Ltd., will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2023 amounting to approximately Baht 1.84 million (2022: Baht 2.28 million) were recognised as expenses.

## 27. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

### 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.

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: no observable inputs for the asset or liability.

Financial assets and financial liabilities which measure at amortized cost is closed to fair value.

(Unit : Thousand Baht)

	Consolidated F/S			
	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
Other current financial assets	11,207	-	-	11,207
Total	11,207	-	-	11,207
<b>Financial liabilities</b>				
Short-term loans from financial institutions	-	575,606	-	575,606
Long-term loans from financial institutions	-	207,823	-	207,823
Other current financial liabilities	3,423	-	-	3,423
Total	3,423	783,429	-	786,852

(Unit : Thousand Baht)

	Separate F/S			
	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
Other current financial assets	11,207	-	-	11,207
Total	11,207	-	-	11,207
<b>Financial liabilities</b>				
Short-term loans from financial institutions	-	547,865	-	547,865
Long-term loans from financial institutions	-	207,823	-	207,823
Other current financial liabilities	3,432	-	-	3,432
Total	3,432	755,688	-	759,120

Fair value of financial instruments which are not traded in an active market, measured based on a valuation technique. These valuation techniques maximize the use of observable market data where it is available and rely as little possible on the group's specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

As at 31 December 2023 and 2022, the Group has forward exchange contracts with commercial banks to hedge foreign exchange risk in paying debts in foreign currency. The Group has not yet recorded such forward foreign exchange contracts in the financial statements. The maturity date of the open forward foreign exchange contract is not more than 1 year with the details as follows:

(Unit : Million Baht)

Contract Value			
Consolidated and Separate F/S			
USD currency		BAHT currency	
2023	2022	2023	2022
24.80	9.71	857.11	359.00

The net fair value of open-held derivatives, which is considered fair value based on Level 2 information has gains as follow:

(Unit : Million Baht)

Consolidated and Separate F/S		
2023	2022	
Net fair value according to forward foreign exchange contracts	(7.78)	(5.04)

## 28. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The changes in the Group's liabilities arising from financing activities can be classified as follows:

(Unit : Thousand Baht)

	Consolidated F/S		
	Short-term loans from financial institutions	Long-term loans from financial institutions	Total
<b>1 January 2023</b>	<b>868,801</b>	<b>132,642</b>	<b>1,001,443</b>
<b>Cash-flows:</b>			
Repayment	(2,992,889)	(106,359)	(3,099,248)
Proceeds	2,699,941	184,519	2,884,460
<b>Non-cash</b>			
Unrealized loss on exchange rate	-	(2,979)	(2,979)
Translation adjustment	(247)	-	(247)
<b>31 December 2023</b>	<b>575,606</b>	<b>207,823</b>	<b>783,429</b>

(Unit : Thousand Baht)

	Consolidated F/S		
	Short-term loans from financial institutions	Long-term loans from financial institutions	Total
<b>1 January 2022</b>	<b>600,536</b>	<b>198,631</b>	<b>799,167</b>
<b>Cash-flows:</b>			
Repayment	(2,186,110)	(127,122)	(2,313,232)
Proceeds	2,459,524	63,248	2,522,772
<b>Non-cash</b>			
Unrealized loss on exchange rate	(4,636)	(2,115)	(6,751)
Translation adjustment	(513)	-	(513)
<b>31 December 2022</b>	<b>868,801</b>	<b>132,642</b>	<b>1,001,443</b>



(Unit : Thousand Baht)

	Separate F/S		
	Short-term loans from financial institutions	Long-term loans from financial institutions	Total
1 January 2023	847,294	132,642	979,936
<b>Cash-flows:</b>			
Repayment	(2,781,502)	(106,359)	(2,887,861)
Proceeds	2,482,073	184,519	2,666,592
<b>Non-cash</b>			
Unrealized loss exchange rate	-	(2,979)	(2,979)
31 December 2023	547,865	207,823	755,688

(Unit : Thousand Baht)

	Separate F/S		
	Short-term loans from financial institutions	Long-term loans from financial institutions	Total
1 January 2022	592,287	198,631	790,918
<b>Cash-flows:</b>			
Repayment	(2,124,363)	(127,122)	(2,251,485)
Proceeds	2,384,006	63,248	2,447,254
<b>Non-cash</b>			
Unrealized loss exchange rate	(4,636)	(2,115)	(6,751)
31 December 2022	847,294	132,642	979,936

## 29. COMMITMENTS

As at 31 December 2023, the Group had significant obligations and contingent liabilities as follows:

### 29.1 Capital commitments

The Company had capital commitments of approximately Baht 31.21 million, relating to the construction of factory and office buildings and the acquisition of equipment.

### 29.2 Purchase of raw material and finished goods commitments

The Company had commitments of approximately Baht 63.63 million relating to purchase of raw materials and finished goods.

## 30. EVENTS AFTER THE REPORTING PERIOD

At the meeting on 27 February 2024, the Company's Board of Director passed a resolution to propose the payment of dividend of Baht 0.04 per share to the common shareholders, of 1,513.03 million shares, total of Baht 60.52 million from operating results for the year ended 31 December 2023. The dividend payment must be approved at the Annual General Meeting of the Company's shareholders.

## 31. AUTHORISATION OF FINANCIAL STATEMENTS

These financial statements have been approved by the Company's Board of Directors on 27 February 2024.

### Certification

The company has conservatively reviewed this form 56-1, the company would like to certify that such information is correct, complete, truth, does not lead to misunderstanding or does not lack of the important information that should be notified. Moreover, the company certified that.

(1) The financial statements and financial information shown in Form 56-1 are correctly and completely presented with the important matter related to financial position, financial performance and cash flow of the company and joint ventures.

(2) The company has appropriate disclosure system to ensure that the company correctly and completely discloses all significant information of the company and joint ventures. Also, the company has supervised to ensure the company complies with such system.

(3) The company has provided a good internal control system and supervise the implementation of such systems. The company informed the assessment of internal control system on 31 December 2023 to the auditor and the Audit Committee of the company, which includes the deficiencies and significant change in the internal control system. Moreover, the company also informed misconduct that could affect the financial report of the company and joint ventures.

In this regard, as evidence that all documents are the same set of documents that the company has verified, the company has assigned Mr. Sompol Tanadumrongsak and Miss Nachayada Sanomnao as the person to provide signature on every page of this document. If any documents do not have the signature of Mr. Sompol Tanadumrongsak or Miss Nachayada Sanomnao, the company will consider that information as unverified information as mentioned above.

## Fortune Parts Industry Public Company Limited

Name	Position	Signature
Mr. Sompol Tanadumrongsak	Chief Executive Officer and Managing Director	- Mr. Sompol Tanadumrongsak - _____ - Mr. Yanyongchai Tanadumrongsak -
Mr. Yanyongchai Tanadumrongsak	Director	_____ Tanadumrongsak -

### Proxy holders

Name	Position	Signature
Mr. Sompol Tanadumrongsak	Chief Executive Officer and Managing Director	-Mr. Sompol Tanadumrongsak- _____
Miss Nachayada Sanomnao	Accounting and Financial Manager	- Miss Nachayada Sanomnao - _____

In addition, Section 89/20 of the Securities and Exchange Act BE 2535 that has been amended by the Securities and Exchange Act (No. 4) BE 2551, requires the directors and executives must jointly be liable to any person who trades the company's securities in any damage, which occurs due to the disclosure of information to shareholders or the general public by showing false statements in essence or concealing the true message that should be notified in the case of financial statements and reports relating to financial status and operating results of the company or any other reports that must be disclosed under Section 56 Or Section 199. The regulation does not limit the responsibility to only the directors and executives who sign, certify the accuracy of the information in such documents only. However, directors or executives who can prove that by the position that he may not know the truth of the information or lack of information that should be reported shall have no liability under Section 89/20.



# 11

## Appendix



**Details of Directors, Executives, Controlling Persons** The person assigned to the highest responsibility in accounting and finance. The person assigned to be directly responsible for supervising the accounting. Company secretary and coordinating agent in the case of a foreign company



**Details of Directors of Subsidiaries**



**Details of Internal Audit Supervisor**  
Corporate Compliance Office



**Assets used in business operations**



**Full version of corporate governance**  
policies and guidelines and full version of the Code of Conduct



**Audit Committee Report**







### Mrs. Raweewan Mathong

Age: 94 years old

Chairman of the Board of Director

Date of Appointment: 26 November 1991

Education:-

Training Program:-

### Directorship(s) in Listed Companies

#### Chairman

- Fortune Parts Industry Public Company Limited

### Directorship(s) in Other Company

#### Director

- Super Central Gas Co., Ltd.
- SCG (Thailand) Co., Ltd.
- SCG Industry Co., Ltd.
- Siam City Group Development Co., Ltd.
- SCG Hathairath Co., Ltd.

### Work Experience

1979 – PRESENT	Director	Super Central Gas Co., Ltd.
1987 – PRESENT	Director	SCG (Thailand) Co., Ltd.
1988 – PRESENT	Director	SCG Industry Co., Ltd.
1991 – 13/09/2017	Director	Fortune Parts Industry Public Company Limited
14/09/2017-PRESENT	Chairman	Fortune Parts Industry Public Company Limited
1994 – PRESENT	Director	Siam City Group Development Co., Ltd.

### Percentage of the company's shareholding (Ordinary shares)

(as at 31 December 2023): 87,183,000 shares (5.76%)

### Family Relationship among Directors and Executives:

Spouse of Mr. Por Tanadumrongsak;

Mother of Mr. Sangcharean Tanadumrongsak, Mr. Somkit Tanadumrongsak,

Mr. Yanyongchai Tanadumrongsak and Mr. Sompol Tanadumrongsak

Illegal record in the last 10 years: -



## Mr. Sangcharean Tanadumrongsak

Age: 68 years old

### Vice Chairman (Authorized Signature)

Date of Appointment: 26 November 1991

Education: Bachelor of Living Design, Chiyoda Institute of Technology, Japan

### Training Program

- Director Accreditation Program (DAP) # 19/2004
- Thammasat Leadership Program “Thammasat for Social” # 5  
Thammasat University

## Directorship(s) in Listed Companies

### Vice Chairman

- Fortune Parts Industry Public Company Limited

## Directorship(s) in Other Companies

### Director

- Super Central Gas Co., Ltd.
- SCG (Thailand) Co., Ltd.
- SCG Industry Co., Ltd.
- Siam City Group Development Co., Ltd.
- S.C.G Hathairat Co., Ltd.

## Work Experience

1991 – PRESENT	Vice Chairman	Fortune Parts Industry Public Company Limited
1979 – PRESENT	Director	Super Central Gas Co., Ltd.
1987 – PRESENT	Director	SCG (Thailand) Co., Ltd.
1988 – PRESENT	Director	SCG Industry Co., Ltd.
1994 – PRESENT	Director	Siam City Group Development Co., Ltd.
2011 – PRESENT	Director	S.C.G Hathairat Co., Ltd.

## Percentage of the company's shareholding (Ordinary shares)

(as at 31 December 2023): 27,472,150 shares (1.82%)

## Family Relationship among Directors and Executives:

Son of Mr. Por Tanadumrongsak and Mrs. Raweewan Mathong,

Brother of Mr. Yanyongchai Tanadumrongsak,

Mr. Somkit Tanadumrongsak and Mr. Sompol Tanadumrongsak

Illegal record in the last 10 years: -





## Mr. Sompol Tanadumrongsak

Age: 58 years old

**Director/ Managing Director/Chairman of Executive Committee/**

Vice Chairman of the Risk Management Committee/

Director of the Corporate Governance Committee/ Vice Chairman of Anti-Corruption/ Investor Relation

**(Authorized Signature)**

**Date of Appointment:** 26 November 1991

**Education and Scholarship:**

- Bachelor of Finance & Banking, Chulalongkorn University
- Master of Finance and Management Information System, Houston University, Texas, U.S.A
- Scholarship of University of Houston, Clayton Fund, Scholarship, Fall 1991

### Training Program:

- |   |   |
|---|---|
| <ul style="list-style-type: none"> <li>- Director Accreditation Program (DAP) # 93/2011 Thai Institute of Directors (IOD)</li> <li>- ACEP 12/2014 Thai Institute of Directors (IOD)</li> <li>- Anti-Corruption: The Practice Guideline (ACPG)12/2014 Thai Institute of Directors (IOD)</li> <li>- Anti-Corruption for Executive Program (ACEP)12/2014 Thai Institute of Directors (IOD)</li> <li>- The Securities and Exchange Commission Capital Market Leader Program (CMLP) SASIN &amp; SEC</li> <li>- Financial Instrument for Directors: FID in 2014</li> <li>- Guest Speaker ST.664 (Business Vision) # 1/2014 MBA in Business Economics</li> <li>- Faculty of Economics, Thammasat University</li> <li>- SET's IR Advisory Program 2014</li> <li>- Capital Market Academy Program # 21 Capital Market Academy</li> </ul> | <ul style="list-style-type: none"> <li>- CG Report Seminar</li> <li>- IR Workshop # 4/2015 "Simplifying the IR message"</li> <li>- Enterprise Risk Management</li> <li>- Opp Day Audition 2015</li> <li>- Corporate Sustainability Advisory Program 2016</li> <li>- CG Forum 1/2016 "Ethics: Corporate Governance Consciousness" Stock Exchange of Thailand</li> <li>- "ESG for IR" Stock Exchange of Thailand</li> <li>- Sustainability Reporting Course</li> <li>- Training course on "Corporate Social Responsibility Management for Sustainable Development</li> <li>- CSR-Management, Stock Exchange of Thailand</li> <li>- Innovation Management, NIA</li> <li>- Training for DRP, WMS Program</li> <li>- Team building project, 7 values</li> <li>- Training courses to promote innovation capabilities for senior executives (NIA).</li> <li>- Positive thinking for life</li> <li>-</li> </ul> |
|---|---|

**Directorship(s) in Listed Companies**

**Directorship(s) in Other Company**

● Fortune Parts Industry Public Company

Limited

- » Director
- » Managing Director/
- » Chairman of Executive Committee
- » Risk Management Committee
- » Corporate Governance Committee
- » Vice Chairman of Anti-Corruption
- » Investor Relation

Director

- » SCG (Thailand) Co., Ltd
- » SCG Industry Co., Ltd.
- » Siam City Group Development Co., Ltd.
- » S.C.G. Hathairat Co., Ltd.
- » mai Association (mai. A)

Chairman

- » Thai Auto-Parts Manufacturers Association (TAPMA) Export and Exhibition Development Department

Work Experience

1993 – PRESENT	Managing Director	Fortune Parts Industry Public Company Limited
1991 - 1992	Credit Manager 2	Super Central Gas Co., Ltd.
1993 - PRESENT	Director	SCG (Thailand) Co., Ltd
1994 – PRESENT	Director	SCG Industry Co., Ltd.
1996 – PRESENT	Director	Siam City Group Development Co., Ltd.
2009 – PRESENT	President	Thai Auto-Parts Manufacturers Association (TAPMA)
2011 – PRESENT	Director	S.C.G Hathairat Co., Ltd.
2015 – 2021	Director	mai Association (mai A)

Percentages of the company's shareholding (Ordinary shares)

(as at 31 December 2023): 415,616,844 shares (27.47%)

Family Relationship among Directors and Executives:

Son of Mr. Por Tanadumrongsak and Mrs. Raweevan Mathong,

Brother of Mr. Sangcharean Tanadumrongsak, Mr. Yanyongchai Tanadumrongsak and Mr. Somkit

Tanadumrongsak

Illegal record in the last 10 years: -



## Mr. Yanyongchai Tanadumrongsak

Age: 63 years old

Director (Authorized Signature)

Date of Appointment : 26 November 1991

Education:

Bachelor of Engineering, University of Illinois, U.S.A

### Training Program:

- Director Accreditation Program (DAP) #19/2004 Thai Institute of Directors (IOD)
- Thammasat Leadership Program “Thammasat for Social” # 7 Thammasat University

### Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Director

### Directorship(s) in Other Company

#### Director

- » SCG (Thailand) Co.,Ltd.
- » Super Central Gas Co.,Ltd.
- » SCG Industry Co.,Ltd.
- » Siam City Group Development Co., Ltd.
- » S.C.G. Hathairat Co., Ltd.

### Work Experience

1979 – PRESENT	Director	Super Central Gas Co., Ltd.
1987 – 1992	Director	SCG (Thailand) Co., Ltd.
1988 – PRESENT	Director	SCG Industry Co., Ltd.
1991 – PRESENT	Director	Fortune Parts Industry Public Company Limited
1994 – PRESENT	Director	Siam City Group Development Co., Ltd.
2007– PRESENT	Director	Kmart Service Co., Ltd.

Percentage of the company's shareholding) (as of 31 December 2023) : 51,974,300 shares (3.44%)

### Family Relationship among Directors and Executives:

Son of Mr. Por Tanadumrongsak and Mr. Raweewan Mathong,  
 Brother of Mr. Sangcharean Tanadumrongsak,  
 Mr. Somkit Tanadumrongsak and Mr. Sompol Tanadumrongsak

Illegal record in the last 10 years: -



## Mr. Somkit Tanadumrongsak

Age: 61 years old

### Director (Authorized Signature)

Date of Appointment: 26 November 1991

#### Education:

- Bachelor of Engineering, University of New South Wales, Australia
- Master of Computer Engineering, Assumption University

### Training Program:

- Director Accreditation Program (DAP) #93/2011 Thai Institute of Directors (IOD)
- Thammasat Leadership Program “Thammasat for Social” # 7 Thammasat University

### Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Director

### Directorship(s) in Other Company

#### Director

- » SCG (Thailand) Co.,Ltd.
- » Super Central Gas Co.,Ltd.
- » SCG Industry Co.,Ltd.
- » Siam City Group Development Co., Ltd.
- » S.C.G. Hathairat Co., Ltd.
- » Kmart Service Co., Ltd.

### Work Experience

1979 – PRESENT	Director	Super Central Gas Co., Ltd.
1987 – 1992	Director	SCG (Thailand) Co., Ltd.
1988 – PRESENT	Director	SCG Industry Co., Ltd.
1991 – PRESENT	Director	Fortune Parts Industry Public Company Limited
1994 – PRESENT	Director	Siam City Group Development Co., Ltd.
2007– PRESENT	Director	Kmart Service Co., Ltd.
2011 – PRESENT	Director	S.C.G Hathairat Co., Ltd.

Percentage of the company's shareholding) (as of 31 December 2023) : 51,974,300 shares (3.44%)

#### Family Relationship among Directors and Executives:

Son of Mr. Por Tanadumrongsak and Mr. Raweewan Mathong,  
 Brother of Mr. Sangcharean Tanadumrongsak,  
 Mr. Somkit Tanadumrongsak and Mr. Sompol Tanadumrongsak

Illegal record in the last 10 years: -



## Dr. Nussara Tanadumrongsak

Age: 55 years old

Deputy Managing Director/

Vice Chairman of Executive Committee/

Risk Management Committee/ Director of the Corporate Governance Committee/ Anti-Corruption/ Investor Relation

Date of Appointment : 5 April 2017

### Education:

- Bachelor of Arts, Songklanakarin University
- Master of Business Administration in Management, Eastern Asia University
- Doctor of Business Administration, Sripatum University

### Training Program:

- |   |  |
|---|--|
| <ul style="list-style-type: none"> <li>- Director Accreditation Program (DAP) SEC/2013 Thai Institute of Directors (IOD)</li> <li>- Thammasat Leadership Program “Thammasat for Social” # 4 Thammasat University</li> <li>- Social Enterprise for Executive, Asian Institute of Technology</li> <li>- Anti-Corruption for Executive Program (ACEP)12/2014 Thai Institute of Directors (IOD)</li> <li>- Financial Instrument for Directors: FID in 2014</li> <li>- Corporate Sustainability Advisory Program 2016</li> <li>- CG Forum 1/2016 "Ethics: Corporate Governance Consciousness" Stock Exchange of Thailand</li> <li>- “ESG for IR, Stock Exchange of Thailand</li> <li>- Training course on "Corporate Social Responsibility Management for Sustainable Development</li> <li>- Sustainability Reporting</li> </ul> | <ul style="list-style-type: none"> <li>- AGM Meeting Quality Assessment Program "Full Tutoring for 100" for the year 2014, Thai Investors Association</li> <li>- Financial Instrument for Directors: FID, 2014</li> <li>- SET’s IR Advisory Program 2014</li> <li>- CG Report</li> <li>- Opp Day Audition 2015</li> <li>- IR Workshop # 4/2015 “Simplifying the IR message"</li> <li>- Supply chain linkages and stakeholders</li> <li>- CSR-Management</li> <li>- Project to promote the use of technology Logistics, DRP, WMS</li> <li>- Positive thinking for life</li> <li>- Training and development of advanced potential for innovation for entrepreneurs (NIA)</li> <li>- Project Team building, 7 values</li> </ul> |
|---|--|

## Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Deputy Managing Director
  - » Vice Chairman of Executive Committee
  - » Director of the Risk Management Committee
  - » Director of the Corporate Governance Committee
  - » Anti-Corruption
  - » Investor Relation

## Work Experience

1994 – PRESENT	Deputy Managing Director/ Vice Chairman of Executive Committee/ Director of the Risk Management Committee/ Director of the Corporate Governance Committee/ Investor Relation	Fortune Parts Industry Public Company Limited
2018-2021	Consultancy	Mai Association (Mai. A)

### Percentage of the company's shareholding (Ordinary shares)

(as at 31 December 2023): 778,500 shares (0.05%)

### Family Relationship among Directors and Executives:

Spouse of Mr. Sompol Tanadumrongsak

Illegal record in the last 10 years: -



## Mr. Anant Gatepithaya

Age: 72 years old

**Independent Director, Director of the Audit Committee/**

Director of Nomination and Remuneration/ Chairman of the Risk Management Committee/ Chairman of Anti-Corruption

**Date of Appointment :** 18 June 2004

**Education :-**

- M.M. (Management) Sasin Graduate Institute of Business Administration  
Chulalongkorn University
- M.B.A. (Management) Faculty of Commerce and Accountancy  
Thammasat University
- Master of Statistics, Faculty of Commerce and Accountancy  
Chulalongkorn University

### Training Program: Thai Institute of Directors (IOD):

- |   |   |
|---|---|
| <ul style="list-style-type: none"> <li>- National Director Conference 2016: Enhancing Growth Through Governance in Family-Controlled Businesses</li> <li>- RCL: Risk Management Program for Corporate Leaders No. 1/2015</li> <li>- Course Seminar: Director Forum 2/2015: Building better board through effective Independent Director</li> <li>- Course Seminar C-Conference: “Thailand’s 5th National Conference on Collective Action Against Corruption” Class 1/2014</li> <li>- AACP: Advanced Audit Committee Program Class 17/2014</li> <li>- RMP: Risk Management Committee Program class 1/2013</li> <li>- Course Seminar: SE2: “Risk Resilience: How the company’s directors should deal with the issues of Enterprise Risk Management” Class 2/2013</li> <li>- SE3: CNBC Summit: Myanmar Class 3/2013</li> <li>• Course Seminar: R-Forum: “Director Nomination Issues and Trend” Class 1/2013</li> </ul> | <ul style="list-style-type: none"> <li>- Course Seminar: DTT: Personal Financial Planning Workshop for Directors Class 1/2013</li> <li>- Course Seminar: AGM: “Integrity Pact: Transparency Tool for Preventing Corruption” Class 1/2013</li> <li>- Course Seminar: NDC: The 2nd National Director Conference 2013 “Board Leadership Evolution” Class 1/2013</li> <li>- Course Seminar: DBT: “The Governance Role of the Board in the Preparation and Response to Unforeseen Crisis and the Oversight of (Foreign) Subsidiaries” Class 1/2013</li> <li>- HRP: How to Develop a Risk Management class 2/2012</li> <li>- QFR: Improving the Quality of Financial Reporting class 1/2006</li> <li>- DAP: Director Accreditation Program class 7/2004</li> <li>- ACP: Audit Committee Program class 2/2004</li> <li>- DCP: Director’s Certification Program class 17/2002</li> <li>- Business courses in the age of irregular fluctuation</li> <li>• Seminar course O-War Room: Board War Room Series 2 “Leading Your Business Through Pandemic Time” 2nd edition/2020</li> </ul> |
|---|---|



### Directorship(s) in Listed Companies

- **Fortune Parts Industry Public Company Limited**
  - » Independent Director
  - » Director of the Nomination and Remuneration committee,
  - » Chairman of The Risk Management Committee
  - » Chairman of Anti-Corruption
- **Raja Ferry Port Public Company Limited**
  - » Independent Director
  - » Director of the Audit Committee
- **Supalai Public Company Limited**
  - » Independent Director,
  - » Chairman of the Audit Committee and
  - » Director of The Risk Management Committee

### Directorship(s) in Other Company

- **Zeer Property Public Company Limited**
  - » Independent Director and
  - » Director of the Audit Committee

### Work Experience

2020 - 2023	Independent Director	Namsin Insurance Public Company Limited
2008- PRESENT	Independent Director and Director of the Audit Committee	Zeer Property Public Company Limited
2007 - PRESENT	Independent Director and Director of the Audit Committee	Raja Ferry Port Public Company Limited
2004 - PRESENT	Independent Director, Director of the Nomination and Remuneration committee, Chairman of The Risk Management Committee and Chairman of Anti-Corruption	Fortune Parts Industry Public Company Limited
2003 - 2021	Independent Director Chairman of the Audit Committee Chairman of The Risk Management Committee	CMO Public Company Limited
2001 - PRESENT	Independent Director, Chairman of the Audit Committee and Director of The Risk Management Committee	Supalai Public Company Limited
2020 - 2023	Independent Director	Namsin Insurance Public Company Limited

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023): -

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -



## Mr. Pumipat Sinacharoen

Age: 54 years old

**Independent Director/ Director of the Audit Committee/**

Chairman of Nomination and Remuneration/

Vice Chairman of Corporate Governance Committee

**Date of Appointment :** 29 March 2005

### Education:

- Bachelor of Economics, Thammasat University
- Master of Business Administration, Thunderbird School of Global Management, USA.

### Training Program:

- Director Accreditation Program (DAP), No. 36/2005 Thai Institution of Director (IOD)
- Company Secretary Program (CSP) No. 27/2008 Thai Institution of Director (IOD)
- Business course in the age of irregular fluctuation

### Directorship(s) in Listed Companies

- **Fortune Parts Industry Public Company Limited**
  - » Independent Director
  - » Director of the Audit Committee
  - » Chairman of Nomination and Remuneration and
  - » Vice Chairman of Corporate Governance Committee
- **Proud Real Estate Public Company Limited**
  - » Chief Executive Officer (CEO) and Director
- **Kang Yong Electric Public Company Limited**
  - » Director

### Directorship(s) in Other Company

- **The Forest Industry Organization Ministry of Natural Resources and Environment**
  - » Director and Chairman of the Business Development Subcommittee

## Work Experience

2021– PRESENT	Chief Executive Officer (CEO) and Director	Proud Real Estate Public Company Limited
10/2017 – 2021	Executive Vice President	PTG Energy Public Company Limited
2002 - 2018	Chief People Officer (CPO) and Director of AP Academy Chief Finance Officer (CFO), Investor Relations	AP (Thailand) PCL

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023): -

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -



## Mr. Suthanai Presertsan

Age: 69 years old

### Independent Director/ Chairman of the Audit Committee /

Chairman of the Corporate Governance Committee/

Vice Chairman of the Risk Management Committee/

Vice Chairman of Anti-Corruption

Date of Appointment : 4 April 2017

### Education

- Bachelor's degree in Economic, Major in Economic and Minor in Statistics Economic, Thammasat University
- Master's Degree in Management Information Systems (MIS), Faculty of Science, Chulalongkorn University

### Professional Diploma :

- CISA Certified Information System Auditor of ISACA, USA
- CIA Certified Internal Auditor of the IIA, USA
- CCSA Certification in Control Self-Assessment of the IIA, USA

### Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Independent Director / Chairman of the Audit Committee / Chairman of the Corporate Governance Committee / Vice Chairman of the Risk Management Committee / Vice Chairman of Anti-Corruption

### Work Experience

04/2017– PRESENT	Independent Director, Chairman of the Audit Committee, Chairman of the Corporate Governance Committee, Vice Chairman of the Risk Management Committee and Vice Chairman of Anti-Corruption	Fortune Parts Industry Public Company Limited
2014-2015	Acting Managing Director	EXIM Bank of Thailand
2013-2014	Deputy Managing Director	EXIM Bank of Thailand
2009-2013	Executive Vice President	EXIM Bank of Thailand

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023): -

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -



## Mr. Anantachai Yoonprathom

Age: 55 years old

**Independent Director/ Director of the Audit Committee/**

Vice Chairman of the Corporate Governance Committee/

Director of Nomination and Remuneration Committee

**Date of Appointment :** 5 April 2017

**Education:**

- Master's Degree in Mass Communication Research,  
Thammasat University

### Training Program :

- Special Instructor for many universities, for example
- Bachelor-Master's Degree Project, Faculty of Commerce and Accountancy, Thammasat University, Mini MBA Kasetsart University, Southeast Asia Study and Russia Study, Faculty of Liberal Arts, Thammasat University.
- Director of Strategic Planning Division, Education Development Section, The Education for Development Foundation (EDF) Thailand, dealing with several local and international education development projects for over 10 years
- Academic Director, Corporate Social Responsibility Institute (presently, Social Responsibility Center), The Stock Exchange of Thailand

### Directorship(s) in Listed Companies

- **Fortune Parts Industry Public Company Limited**
  - » Independent Director,
  - » Director of the Audit Committee,
  - » Vice Chairman of the Corporate Governance Committee
  - » Director of Nomination and Remuneration Committee

### Directorship(s) in Other Company

- **Sustainability Development Institution**
  - » Director

## Work Experience

2017– PRESENT	<div>Independent Director</div> <div>Fortune Parts Industry Public Company Limited</div> <div>Director of the Audit Committee</div> <div>Vice Chairman of the Corporate Governance Committee</div> <div>Member of the Nomination and Remuneration Committee</div>
2020 - PRESENT	<div>Risk Management and Internal Control Subcommittee</div> <div>Zoo Organization of Thailand</div> <div>Good corporate governance and human capital management</div>

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023): -

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -



## Ms. Parichatra Laotheerasirivong

Age: 68 years old

Independent Director/ Director of the Audit Committee

Date of Appointment : 22 April 2019

### Education:

- Master's degree in executive MBA Kasetsart University
- Bachelor's degree in commerce, Faculty of Commerce and Accountancy, Thammasat University

### Training Program:

- Economic Management Program for Executives (Advanced Certificate) Class 12, King Prajadhipok's Institute
- Executive Program "Thammasat for Society" Class 2, Alumni Association Thammasat University
- Chief Financial Officer Program (CFO), Class 15/2011, Federation of Accounting Professions
- Advanced Industrial Management Program Ministry of Industry, 9th generation
- Director Certification Program (DCP), Class 75/2013, Thai Institute of Directors Association
- Seminar Bourse Game (Foreign Exchange Trading), Citibank Bangkok THAILAND
- Seminar for International Banker Chase-Manhattan, N.Y., USA.

### Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Independent Director
  - » Director of the Audit Committee
- Lease It Co., Ltd.
  - » Senior Executive Director

### Directorship(s) in Other Company

- Aid fund Ministry of Education
  - » Honorary Director of Finance
  - » Subcommittee on Welfare and Benefits Management

### Work Experience

2016 - 2018	Senior Vice President	T.C.C Land Group and
2007 - 2018	Deputy Managing Director	Small and Medium Enterprise Development Bank
2013 - 2014	Acting Managing Director	(Thailand)
2013 - 2014	Director/ Risk Management Director	National Credit Bureau Co., Ltd.

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023): -

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -





## Ms. Kocharath Tanadumrongsak

Age: 29 years old

### Chief Human Resource Officer

Date of Appointment : 10 September 2022

#### Education:

- Bachelor of Chulalongkorn University Automotive Design and Manufacturing Engineering
- Master of Cardiff University, UK, Logistics and Operations Management

### Training program :

- An in-depth workshop on evaluating an organization's carbon footprint.
- An in-depth workshop on how to evaluate an organization's carbon footprint. "Guidelines for calculating the carbon footprint of products"
- LIPE (Lean IoT Plant Management & Execution) Development (Beginners Course Implementation)
- Lessons learned from the Personal Data Protection Act 2019 for HR

### Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Chief Human Resource Officer

### Work Experience

2022-PRESENT	Chief Human Resource Officer	Fortune Parts Industry Public Company Limited
2020-2022	Organization Development Manager	Fortune Parts Industry Public Company Limited

### Percentage of the company's shareholding (Ordinary shares)

(as at 31 December 2023) : 43,621,578 shares (2.88%)

### Family Relationship among Directors and Executives: :

Daughter of Mr. Sompol Tanadumrongsak and Mrs. Nussara Tanadumrongsak

Sister of Mr. Noppawit Tanadumrongsak

Illegal record in the last 10 years: -



## Mr. Noppawit Tanadumrongsak

Age: 26 years old

### Chief Marketing Officer

Date of Appointment : 10 September 2022

#### Education :

- Bachelor of Engineering in Mechanical Engineering, Cardiff University, UK
- Master of Business Administration, Cardiff University, UK

### Training Program :

- -

### Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Chief Marketing Officer

### Work Experience

2023 - Present	Director	FPI AUTO PARTS INDIA PRIVATE LIMITED
08/2522- Present	Chief Marketing Officer	Fortune Parts Industry Public Company Limited
08/2522- Present	Acting Chief Marketing Officer	Fortune Parts Industry Public Company Limited

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023) : -

Family Relationship among Directors and Executives: :

Son of Mr. Sompol Tanadumrongsak and Mrs. Nussara Tanadumrongsak

Brother of Ms. Kocharath Tanadumrongsak

Illegal record in the last 10 years: -



## Mr. Chusak Funilkul

Age: 61 year

Executive Committee/ Chief Finance Officer/

Risk Management Committee / Investor Relation

Date of Appointment : 1 March 2023

Education :

- Bachelor of Business Administration (Accounting) : Ramkhamhaeng University
- Master of Science in Accounting: Thammasat University
- Master of Business Administration: National Institute of Development Administration

### Training and Development :

- » Green Assets: Opportunities for Sustainable Development - TLCA
- » FINTECH Financial Technology - TLCA
- » RPA in Finance and Accounting- TLCA
- » CFO's Orientation Course - SET
- » Enterprise IT Governance - TFAC
- » Senior executives and systems to create positive energy – TFAC
- » Enhancing efficient internal audit procedure - TFAC
- » Management of the internal audit department - TFAC

### Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Executive Committee/ Chief Finance Officer/ Risk Management Committee / Investor Relation

### Work Experience

2023 - PRESENT	Executive Committee /Chief Finance Officer/ Risk Management Committee / Investor Relation	Fortune Parts Industry Public Company Limited
2018 – 2023	Chief Financial Officer	Dek-D Interactive Co., Ltd.
2012 – 2018	Director, Regional Financial Controller	GSE Lining Technology Co., Ltd.

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023): 0.005%

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -



## Mr. Sungvien Meethong

Age: 58 years old

Executive Committee/

Marketing and Business Development Manager /

Risk Management Committee/ Anti-Corruption

Date of Appointment : 20 March 2008

Education :

- Bachelor of Mechanical Engineering, Technology Mahanakorn University
- Master of Business Administration in Management, Eastern Asia University

### Training Program:

- |   |  |
|---|--|
| <ul style="list-style-type: none"> <li>- Social Enterprise for Executive, Asian Institute of Technology</li> <li>- SET's IR Advisory Program 2014</li> <li>- Management Responsibility for Sustainable Development</li> <li>- Risk management for modern organizations</li> <li>- Training program to promote environmentally friendly production for the automotive and automotive parts industries</li> <li>- Corporate Sustainability Advisory Program 2016</li> <li>- Training course on "Corporate Social Responsibility Management for Sustainable Development</li> <li>- CSR-Management, SET</li> <li>- Project to promote the use of technology Logistics, DRP, WMS</li> <li>- IATF 16949:2016 Requirement</li> <li>- ISO 9001:2015 Requirement</li> <li>- ISO14001:2015 Requirement</li> </ul> | <ul style="list-style-type: none"> <li>- Energy management for factory managers and control buildings</li> <li>- Supply chain linkages and stakeholders</li> <li>- Positive thinking for life</li> <li>- A project to encourage the establishment to comply with the law on the employment of people with disabilities</li> <li>- Company snapshot, a new tool for investment</li> <li>- Project manager for happy work place</li> <li>- Training and development of advanced potential for innovation for entrepreneurs</li> <li>- Happy work place</li> <li>- ISO 5000, Energy Quality Service Company Limited</li> <li>- Team building project, 7 values</li> <li>- Advance Surface Technology &amp; Process Control</li> <li>- ISO 19011: 2018 Guidelines for auditing management systems</li> <li>- OHSAS18001: 2015 Requirement</li> </ul> |
|---|--|

## Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Executive Committee
  - » Sales and Marketing Manager
  - » Risk Management Committee
  - » Anti-Corruption

## Work Experience

2008 – PRESENT	Production Manager/ Executive Committee/ Risk Management Committee/	Fortune Parts Industry Public Company Limited
2006 – 2008	Production Manager	Takahashi Co., Ltd.

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023): -

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -



## Mr. Sarayuht Ouybuan

Age: 55 years old

**Executive Committee/ Quality Development Manager/**

Director of Risk Management committee/ Anti-Corruption/  
Company's secretary/ Investor Relation

**Date of Appointment :** 17 November 1997

### Education

- Bachelor of Law, Ramkhamhaeng University
- Master of Business Administration in Management, Eastern Asia University

### Training Program:

- |  |   |
|--|---|
| <ul style="list-style-type: none"> <li>- Social Enterprise for Executive, Asian Institute of Technology</li> <li>- Sustainability Risk and Materiality Analysis</li> <li>- Training course "Social Responsibility Management for Sustainable Development"</li> <li>- Insights into the CG Report assessment criteria</li> <li>- Risk management for modern organizations</li> <li>- Training program to promote environmentally-friendly production for the automotive and automotive parts industries</li> <li>- Training course on risk management strategies Foundation for National Productivity Institute</li> <li>- Corporate Sustainability Advisory Program 2016</li> <li>- Training course on "Corporate Social Responsibility Management for Sustainable Development</li> <li>- Insights into CG Report assessment criteria</li> <li>- IATF 16949:2016 Requirement</li> <li>- ISO 9001:2015 Requirement</li> <li>- ISO14001:2015 Requirement</li> <li>- OHSAS18001:2015 Requirement</li> </ul> | <ul style="list-style-type: none"> <li>- "Know new securities laws: How to do it correctly "</li> <li>- Class action, SEC</li> <li>- CSR-Management</li> <li>- Project to promote the use of technology Logistics, DRP, WMS</li> <li>- Supply chain linkages and stakeholders</li> <li>- Positive thinking for life</li> <li>- Company snapshot, a new tool for investment</li> <li>- Training and development of advanced potential for innovation for entrepreneurs</li> <li>- Happy work place</li> <li>- ISO 50001 Energy Quality Service Company Limited</li> <li>- Team building</li> <li>- Toyota Production System</li> <li>- Advance for Corporate Secretaries</li> <li>- Fundamentals for Corporate Secretaries</li> <li>- ISO 19011:2018 Guidelines for auditing management systems</li> <li>- Smart Disclosure Program (SDP)</li> </ul> |
|--|---|

## Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Executive Committee
  - » Quality Development Manager
  - » Director of Risk Management committee
  - » Anti-Corruption
  - » Company's secretary and Investor Relation
  - » Head of Compliance Unit

## Work Experience

1997 – PRESENT	Executive Committee/ Quality Development Manager/ Director of Risk Management committee, Anti-Corruption, Company's secretary, and Investor Relation, Head of Compliance Unit	Fortune Parts Industry Public Company Limited
-------------------	--	---

Percentage of the company's shareholding (Ordinary shares)

(as at 31 December 2023): 2,555,000 shares (0.17%)

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -





## Mr. Thongchai Wiwong

Age: 51 years old

Executive Committee/ Engineering Manager/

Risk Management Committee/ Anti-Corruption

Date of Appointment : 5 October 2001

### Education:

- Bachelor of Mechanical Engineering, Technology Mahanakorn University
- Master of Business Administration in Management, Eastern Asia University

### Training Program:

- |   |   |
|---|---|
| <ul style="list-style-type: none"> <li>- SET's IR Advisory Program 2014</li> <li>- Training course "Sustainability Risk and Materiality Analysis"</li> <li>- Training course "Social Responsibility Management for Sustainable Development"</li> <li>- Risk management for modern organizations</li> <li>- Training program to promote environmentally-friendly production for the automotive and automotive parts industries</li> <li>- Corporate Sustainability Advisory Program 2016</li> <li>- Training course on "Corporate Social Responsibility Management for Sustainable Development"</li> <li>- CSR-Management (SD01)</li> <li>- IATF 16949:2016 Requirement</li> <li>- ISO 9001:2015 Requirement</li> <li>- ISO14001:2015 Requirement</li> </ul> | <ul style="list-style-type: none"> <li>- Project to promote the use of technology Logistics, DRP, WMS</li> <li>- Supply chain linkages and stakeholders</li> <li>- Positive thinking for life</li> <li>- Company snapshot, a new tool for investment</li> <li>- Training and development of advanced potential for innovation for entrepreneurs</li> <li>- Happy work place</li> <li>- ISO 50001 Energy Quality Service Company Limited</li> <li>- Team building project, 7 values</li> <li>- Anti-Corruption: The Practical Guide (ACPG)</li> <li>- Plastic injection mold theory</li> <li>- ISO 19011: 2018 Guidelines for auditing management systems</li> <li>- OHSAS18001: 2015 Requirement</li> </ul> |
|---|---|

## Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Executive Committee
  - » Engineering Manager
  - » Risk Management Committee
  - » Anti-Corruption

## Work Experience

2001 – PRESENT	Executive Committee/ Engineering Manager/ Risk Management Committee/ Anti-Corruption	Fortune Parts Industry Public Company Limited
----------------	--	---

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023):

1,230,000 shares (0.08%)

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -



## Dr. SARUDA SIRIPHATTARAPREECHA

Age: 52 years old

Executive Committee/Sustainability Development Manager/

Risk Management Committee/ Anti-Corruption

Date of Appointment : 8 June 2015

### Education

- Bachelor of Chemistry, Ramkhamhaeng University
- Master of Science, King Mongkut's Institute of Technology, Ladkrabang
- Ph.D., of educational administration, Ubon Ratchathani Rajabhat University

### Training Program :

- |  |   |
|--|---|
| <ul style="list-style-type: none"> <li>- TLS 8001-2003, Year 2010 Department of Industrial Promotion</li> <li>- Cost management enhancement course, 2010, Department of Industrial Promotion</li> <li>- National Quality Award Criteria Program for Auditors 2/2556 National Productivity Institute</li> <li>- TQA Pre-Assessor Course 3/2556 National Productivity Institute</li> <li>- TQA Assessor Course 5/2013 National Productivity Institute</li> <li>- Neuro-Linguistic Programming Course 3/2557 Mr. Barney Wee</li> <li>- Cost reduction and production efficiency courses for the food industry in 2014, Department of Industrial Works</li> <li>- Internal Quality Monitoring Course ISO 9001 &amp; ISO 14001 12/2557 Panu Consulting and Training Center Co., Ltd.</li> <li>- Risk Management Program for New Enterprise (Risk Management) 7/2558</li> <li>- Drafting of the Skill Standard Drafting Program 20, Professional Branch 8/2558, Ministry of Labor</li> </ul> | <ul style="list-style-type: none"> <li>- Energy management for factory managers and control buildings</li> <li>- Personnel in pain around the factory "Pollution Control Authority"</li> <li>- Reunite, create power, build relationships, share happiness, aim for sustainable health</li> <li>- Supply chain linkages and stakeholders</li> <li>- Positive thinking for life</li> <li>- A project to encourage the establishment to comply with the law on the employment of the disabled</li> <li>- Company snapshot, a new tool for investment</li> <li>- Driven the development of manpower, Super cluster, vehicles and parts</li> <li>- HR Mega vision 2016</li> <li>- Project manager for happy work place</li> <li>- Training and development of advanced potential for innovation for entrepreneurs</li> <li>- Happy work place</li> <li>- ISO 50001 Energy Quality Service Company Limited</li> <li>- Team building project, 7 values</li> <li>- Renewable Energy Personnel Development Project Solar Energy Course</li> </ul> |
|--|---|

<ul style="list-style-type: none"> <li>- Environmentally friendly production promotion program for the automotive and automotive parts industry 9/2558</li> <li>- Wage and Benefit Structure Survey Program, Automotive Parts Industry 8/2015, Federation of Industries</li> <li>- Industrial Technology Form 2015 9/2558</li> <li>- Risk management for modern organizations</li> <li>- Corporate Sustainability Advisory Program 2016</li> <li>- Training course on "Corporate Social Responsibility Management for Sustainable Development</li> <li>- Mental, intellectual, love, organizational commitment</li> <li>- Promotion of the quality of life of the disabled</li> <li>- CSR-Management: The Stock Exchange of Thailand</li> <li>- Project to promote the use of technology Logistics, DRP, WMS</li> <li>- Objective and Key Results</li> </ul>	<ul style="list-style-type: none"> <li>- Integrating gas, greenhouse gas data for sustainable development</li> <li>- SD Forum No. SDGS</li> <li>- Operation of the expansion project for promoting the carbon footprint of the organization</li> <li>- Update the effluent laws and legal practices</li> <li>- Groundwater use assessment project throughout the product life cycle</li> <li>- Water Footprint Assessment</li> <li>- Introduction to corrosion</li> <li>- Personnel in social responsibility, personnel type, specialized in social responsibility management, general level</li> <li>- Non-Financial Disclosure and GRI Training</li> <li>- Advance for Corporate Secretaries</li> <li>- Fundamentals for Corporate Secretaries)</li> <li>- Solar power generation system on the roof</li> <li>- Labor laws for new executives or personnel</li> </ul>
--	---

### Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Executive Committee
  - » Sustainability Development Manager
  - » Risk Management Committee
  - » Anti-Corruption

### Work Experience

2008 – PRESENT	Human Resource Manager/ Executive Committee/ Risk Management Committee	Fortune Parts Industry Public Company Limited
2014 – 2015	Deputy Managing Director	Progress Food Processing Co, Ltd.
2013 – 2014	Factory Manager	Sirimanit Co, Ltd.

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023): -

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -



## Mr. Prajak Sripha

Age: 56 years old

### Information and Technology Manager /

Risk Management Committee/ Anti-Corruption

Date of Appointment : 21 February 2019

#### Education :

- Bachelor of Computer Science, Kru Phetchaburi University
- Master of Business Administration in Management, Eastern Asia University

### Training Program:

- Social responsibility management for sustainable development
- Risk management for modern organizations
- Project to promote the use of technology Logistics, DRP, WMS
- Energy management for factory managers and control buildings
- Happy work place
- ISO 50001 Energy Quality Service Company Limited
- Team building project, 7 values

### Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Information and Technology Manager /
  - » Risk Management Committee
  - » Anti-Corruption

### Work Experience

2008 – PRESENT	Information and Technology Manager / Risk Management Committee/ Anti-Corruption	Fortune Parts Industry Public Company Limited
----------------	---	--

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023): -

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -



## Mr. Boonphai Khumsaensuk

Age: 53 years old

### Production Manager

Risk Management Committee/ Anti-Corruption

Date of Appointment : 21 February 2019

### Education

Bachelor of Production Technology, Rajabhat Phranakhon University

### Training Program:

- |  |   |
|--|---|
| <ul style="list-style-type: none"> <li>• Decision Making</li> <li>• Leadership Professional</li> <li>• Statistical Process Control for Eng.</li> <li>• Total Productive Maintenance</li> <li>• ISO9001 Internal Auditor</li> <li>• QCC Activity</li> <li>• Problem Solving &amp; QC technique</li> </ul> | <ul style="list-style-type: none"> <li>• Risk management for modern organizations</li> <li>• FMEA</li> <li>• 5S for factory</li> <li>• Minitab Program</li> <li>• ISO/TS 16949:2002</li> <li>• SAP and ERP System</li> <li>• Safety for Management</li> </ul> |
|--|---|

### Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Production Manager
  - » Risk Management Committee
  - » Anti-Corruption

### Work Experience

2017 – PRESENT	Production Manager / Risk Management Committee/ Anti-Corruption	Fortune Parts Industry Public Company Limited
2016-2017	Production Manager	Summit Auto Seats Industry Co., Ltd.
2014-2016	Senior Production Engineering Manager	Thai Sin Anant Rubber Co., Ltd.

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023): -

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -



## MS. Nachayada Sanomnao

Age: 41 years old

### Accounting Manager

Date of Appointment: 15 August 2022

#### Education:

- Bachelor of Business Administration in Accounting, Rajamangala Institute of Technology
- Master of Business Administration in Finance and Banking, Ramkhamhaeng University

### Training Program :

- Updated Covenant and Law of Transfer Pricing
- Accounting of Foreign Currencies for Data Analyze

### Directorship(s) in Listed Companies

- Fortune Parts Industry Public Company Limited
  - » Accounting and Finance Manager
  - » Risk Management Committee
  - » Anti-Corruption

### Work experience

PRESENT	Accounting and Finance Manager	Fortune Parts Industry Public Company Limited
2021	Assistant Accounting and Finance Manager	Fortune Parts Industry Public Company Limited
2020	Senior Accountant	Sammakorn Public Company Limited
2016-2019	Senior Accountant	Osram (Thailand) Company Limited
2012-2015	Senior Accountant	Hitachi Plant Technologies (Thailand) Co.,Ltd.
2006-2011	Accountant	A.L. Home Garden Co., Ltd.

Percentage of the company's shareholding (Ordinary shares) (as at 31 December 2023): -

Family Relationship among Directors and Executives: -

Illegal record in the last 10 years: -





सत्यमेव जयते  
GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies  
4th Floor, IFCI Tower 61, New Delhi, Delhi, India, 110019

**Certificate of Incorporation pursuant to change of name**  
*[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]*

Corporate Identification Number (CIN): U25200DL2016PTC290117

I hereby certify that the name of the company has been changed from ALP FPI PARTS PRIVATE LIMITED to FPI AUTO PARTS INDIA PRIVATE LIMITED with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name ALP FPI PARTS PRIVATE LIMITED.

Given under my hand at New Delhi this Twenty fourth day of June two thousand twenty.



SANTOSH KUMAR

Registrar of Companies  
RoC - Delhi

Mailing Address as per record available in Registrar of Companies office:

FPI AUTO PARTS INDIA PRIVATE LIMITED

Khasra No. 173/2/2/1, Ground Floor,, Village- Biwasan, Near Oberoi Farm, New Delhi, South West  
Delhi, Delhi, India, 110061





सत्यमेव जयते  
GOVERNMENT OF RAJASTHAN

**Department of Planning  
Directorate of Economics & Statistics  
Rajasthan, Jaipur  
BUSINESS REGISTRATION NUMBER  
(BRN)**

**Name of Firm / Establishment / Enterprise :** FPI AUTO PARTS INDIA PRIVATE LIMITED  
**Full Address :** 673 674 677 678 2274 VILLAGE GUGALKOTA Googal Kota Googal Kota Neemrana ALWAR 301706  
**Major Activity :** Manufacture of plastic products (222)  
**Registration in Act :** Companies Act, 1956  
**Applicant Name :** Girish Tiwari  
**Reg. Date :** 28 Jan 2021

**BRN : 0718110000000019**



Software Courtesy : National Informatic Centre(NIC)

BRN can be tracked on - [br.raj.nic.in](http://br.raj.nic.in)

This is computer generated CARD and does not require a signature.

Printed on : 28-Jan-2021

**'Mere Business Ki Pehchan, Mera BRN'**

## Ministry Of Corporate Affairs

Date : 06-02-2024 9:49:49am

### Director/Signatory Details

Sr. No	DIN/PAN	Name	Designation	Date of Appointment	Cessation Date	Signatory
1	07519800	SOMPOL TANADUMRONGSAK	Director	17/05/2016	-	Yes
2	08971680	GIRISH CHANDRA	Director	27/03/2023	-	Yes
3	09033502	BUNPHAI KHUMSAENSUK	Director	18/12/2020	-	Yes
4	09699544	WASEEM BARI	Whole-time director	09/08/2022	-	Yes
5	09787968	NOPPAWIT TANADUMRONGSAK	Director	14/11/2022	-	Yes



# FPI AUTO PARTS INDIA PVT. LTD

CIN: U2520DL2016PTC290117

REGISTERED OFFICE: Khasra No. 173/2/2/1, Ground Floor, Village-Biwasan, Near Oberoi Farm, New Delhi-110061  
FACTORY OFFICE: KH. No. 673/4/6/7/8, 673/2274, Vill:- Gugalkota, P.O. Shahjahanpur, Distt.-Alwar, Rajasthan,30170

## LIST OF DIRECTORS AS ON 31.03.2023

Sr. No.	Name of Director	DIN	Address	Designation
1	Sompol Tanadumrongsak	07519800	21/112, Ngamwongwan 47 (Chinnakhet 2), Alley, Thung Song, Hong Sub - District, Lak Si District, Bangkok Metropolis : 10210 (Thailand)	Director
2	Bunphai Khumsaensuk	09033502	103/9, Village No. 9, Lam Phak Chi Sub-District, Nong Chok District, Bangkok Metropolis :10530 (Thailand)	Director
3	Waseem Bari	09699544	150, Pahadi Darwaza, Dhampur, Bijnor-246761 (UP)	Director
4	Noppawit Tanadumrongsak	09787968	21/112, Ngamwongwan 47 (Chinnakhet 2), Alley, Thung Song, Hong Sub - District, Lak Si District, Bangkok Metropolis : 10210 (Thailand)	Director
5	Girish Chandra	08971680	Channisera, Bageshwar Nainital (Uttarakhand) : 263635 (India)	Director

**For FPI Auto Parts India Private Limited**  
For FPI Auto Parts India Private Limited



Director

**Waseem Bari**  
(Director)  
DIN: 09699544

**Place:** Gugalkota  
**Date:** 31.03.2023



# FPI AUTO PARTS INDIA PVT. LTD

REGISTERED OFFICE: Khasra No. 173/2/2/1, Ground Floor, Village-Biwasan, Near Oberoi Farm, New Delhi-110061  
 FACTORY OFFICE: KH. No. 673/4/6/7/8, 673/2274, Vill. Gugalkota, P.O. Shahjahanpur, Distt.-Alwar, Rajasthan, 30170

## LIST OF SHAREHOLDERS AS ON 31.03.2023

Folio No.	Name of Shareholder	Class of Shares & No. of Shares		Total Share Capital (Including Equity & Preference Shares @ Rs. 10 Per Share)	%
		Equity @10 Each	Preference (8% Compulsorily Convertible Preference Shares) Rs. 10 Per Share		
3	Fortune Parts Industry Public Company Limited	3,15,75,715			
6	Nussara Tanadumrongsak (Nominee of Fortune Parts Industry Public Company Limited)	10	2,00,00,000	51,75,57,250	100%

For FPI Auto Parts India Private Limited

For FPI Auto Parts India Private Limited

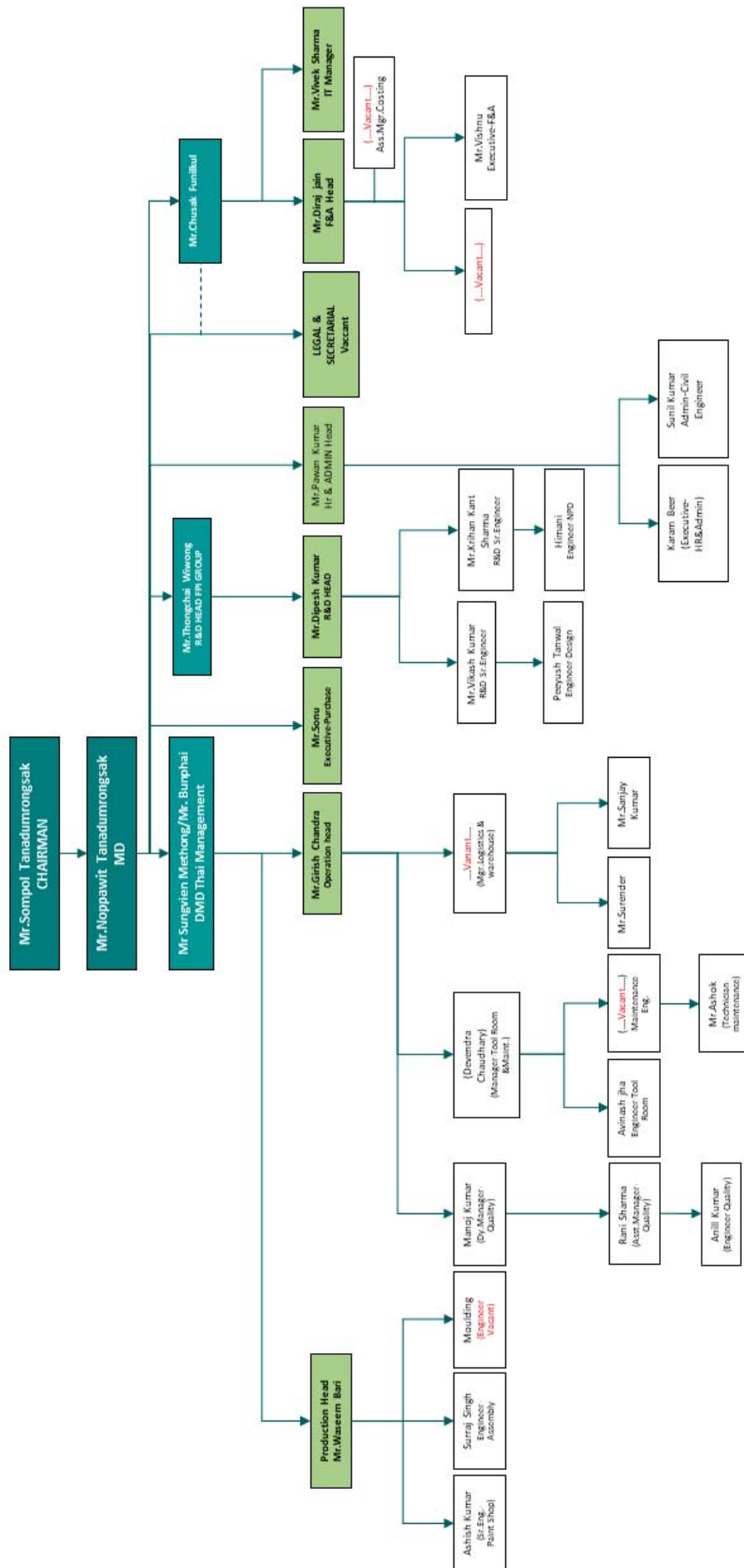


Director

**Waseem Bari**  
 (Director)  
 DIN: 09699544

Place: Gugalkota  
 Date: 31.03.2023

## ORGANIZATION STRUCTURE





### Details of Internal Auditor

#### Details of FPI's Head of Audit and Head of Compliance

The Company hired an external unit, P&L Corporation Company Limited, to audit the Company's internal control system. The head of the internal control audit team has the qualifications, educational background and work experience as follows:

**Name-Surname** Miss Wanvimol Jongsureeyapas

**Position** Vice President

#### Educational qualifications

**Bachelor's Degree** - Bachelor of Accounting in Accounting (Bachelor of Accounting - 2nd Class Honors) Dhurakij Pundit University

**Master's degree** - Business Administration for Executives Faculty of Business Administration National Institute of Development Administration

**Certificate** - Certificate of Internal Auditors of Thailand (CPIAT), Institute of Internal Auditors of Thailand  
- Internal Auditing (Internal Auditing Certificate Program - IACP), Federation of Accounting Professions Royal Patronage (TFAC)

#### History of being the head of the internal audit team

- ✓ Chief Inspector of companies listed on the Stock Exchange of Thailand, namely Manufacturing Business (Food & Nonfood) Transportation business Buying and selling business Personal Loan Business Real Estate business.
- ✓ Head of the audit team of companies preparing to be listed on the Stock Exchange of Thailand (IPO): Hospital business Hotel, transportation business, energy business, Business to buy and sell Personal Loan Business and real estate business.
- ✓ Head of inspection team of other private companies, including education business Beverage production and distribution, hotel business

#### Consultant history / work history

- ✓ Vice President, P&L Internal Audit Company
- ✓ Senior Internal audit manager, P&L Internal Audit Company
- ✓ Internal audit manager, P&L Internal Audit Company



## Training

1. Audit and audit considerations when an entity uses a computer to process data. Class 2/2018 Federation of Accounting Professions Royal Patronage (TFAC)
2. Integrated Internal Audit (Integrated Audit) 1/2018 Federation of Accounting Professions Royal Patronage (TFAC)
3. COSO 2013 ADVANCED COURSE Framework 2/61 Federation of Accounting Professions Royal Patronage (TFAC)
4. Training Program for Internal Auditing, Class 17, Federation of Accounting Professions Royal Patronage (TFAC)
5. Business Management for Internal Audit in the Digital 4.0 era, Class 6, Federation of Accounting Professions Royal Patronage (TFAC)
6. COSO 2014 Association of Internal Auditors of Thailand (STAT)
7. Fraud Audit and Caution for Auditor, the Institute of Internal Auditors of Thailand (STAT)
8. Workshop: Cost Management for Value Added and Sustainability, Class 4/61, Federation of Accounting Professions Royal Patronage (TFAC)
9. Data Analytics for Internal Auditor Class 2/60, Federation of Accounting Professions Royal Patronage (TFAC)
10. Internal audit training program to prepare to become an internally certified internal auditor (Prepared Course For Certified Internal Auditor: Pre - CIA), Chulalongkorn University.

## Work experience

- Vice President, P&L Internal Audit Company Limited
- Senior Internal audit manager, P&L Internal Audit Company Limited
- Internal audit manager, P&L Internal Audit Company Limited

## Duties and Responsibilities of the Internal Audit Supervisor

1. Allocate the internal auditors of the team. By dividing work and responsibilities according to the matters that Were examined.
2. Review and control the performance of internal auditors. That they comply with the standards that have been Laid down.

3. Make an annual audit plan. To consider, propose and seek approval from the Audit Committee
4. Prepare information for the inspection report. The appointment of the auditor and requesting information.
5. Review the audit program (Audit Program) for each matter that is audited according to the annual audit plan. To meet the audit objectives Included in accordance with the guideline's corporate goals.
6. Evaluate Sufficiency Dependability and timeliness Of the Company's internal control system
7. Review the audit report and follow up on the performance according to recommendations.
8. Prepare the audit report to the management. And the Audit Committee
9. Develop a team of internal auditors at all levels to have knowledge, abilities and assess the performance of the Auditors.
10. Providing advice on internal control systems and risks to various departments.
11. Check to make sure the company follows the rules. Working policies and related laws Company assets exist and are properly controlled and stored. So that the operations of the company and affiliates to accurately, concisely, effectively, and efficiently meet the goals set.
12. Prepare a summary report of the audit with suggestions. As well as follow up.
13. Review of connected transactions.
14. Acting as secretary at the meeting of the audit committee of the company

### Details of assets used in business operation.

As at 31 December 2022, the Company has assets used in the following business operations:

Asset type / Characteristics	Proprietary	Obligation	Net book value As of 31 Dec 2023 (Million Baht)
<b>Land</b> <b>Title deed No. 97282-91 and 86900</b> Total 11 title deeds, Lam Luk Ka District, Pathum Thani Province <b>Total area of 28 rai 4 square wah</b>	owner	Mortgage land and buildings with commercial banks With a mortgage amount of 22.30 million baht	<b>21.75</b>
<b>Land</b> <b>Title deed no. 115821 and 116445</b> Total 2 title deeds, Lam Luk Ka District, Pathum Thani Province <b>Total area 14 rai 1 ngan 28 square wah</b>	owner	Mortgage land and buildings with commercial banks With a mortgage amount of 29.69 million baht	<b>29.69</b>
<b>Land</b> <b>Title deed No. 102754 and 102755</b> Total 2 title deeds, Lam Luk Ka District, Pathum Thani Province <b>Total area 11 rai 60 square wah</b>	owner	Not obligated	<b>22.30</b>
<b>Land</b> <b>Title deed no. 4837 and 4838</b> Total 2 title deeds, Lam Luk Ka District, Pathum Thani Province <b>Total area of 4 rai</b>	owner	Not obligated	<b>10.04</b>
<b>Land</b> <b>Title deed No. 138800 and 115820</b> Total 2 title deeds, Lam Luk Ka District, Pathum Thani Province <b>Total area 1 rai 2 ngan 99 square wah</b>	owner	Not obligated	<b>5.70</b>
<b>Land</b> <b>Title deed no. 4839 and 4840</b> Total 2 title deeds, Lam Luk Ka District, Pathum Thani Province <b>Total area 2 rai</b>	owner	Not obligated	<b>22.95</b>

Asset type / Characteristics	Proprietary	Obligation	Net book value
			As of 31 Dec 2023 (Million Baht)
Land Title deed No. 4841, number 1 title deed, Lam Luk Ka District, Pathum Thani Province Total area 2 rai	owner	Not obligated	12.70
Land Title deed No. 186126-186128 , number 3 title deed, Lam Luk Ka District, Pathum Thani Province Total area 6 rai 2 ngan 20 square wah	owner	Not obligated	52.93
Land improvement	owner	Mortgage land improvement with commercial banks With a mortgage amount of 13.76 million baht	0.72
Fixture and office equipment	owner	Not obligated	5.55
Motor vehicles	owner	Not obligated	8.64
Machinery and equipment	owner	Mortgage machinery and equipment with commercial banks With a mortgage amount of 11.69 million baht	542.37
Machinery and equipment in progress	owner	Not obligated	25.99
Factory	owner	Mortgage factory with commercial banks With a mortgage amount of 125.55 million baht	273.89
Factory in progress	owner	Not obligated	8.80
<b>Total</b>			<b>1,044.02</b>

### Policy and practice guidelines for full version of corporate governance and business ethics the full version that the company has prepared

The company has prepared the details of Policy and practice guidelines for full version of corporate governance and business ethics The full version that the company has prepared and is shown in the report in part 2 topic 6

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



Details of corporate governance policy Was displayed on the company's website.

<https://www.fpiautoparts.com/en/cg-policy/>

#### 6.2 Business Ethics



Details of business ethics Was displayed on the company's website.

<https://www.fpiautoparts.com/en/code-of-conduct/>

Audit Committee Report have been prepared and listed in Section 8

8.2 Report on performance of the Audit Committee for the past year

- 8.2.1 Number of meetings and meeting attendance of individual members of the Audit Committee
- 8.2.2 Performance of the Audit Committee



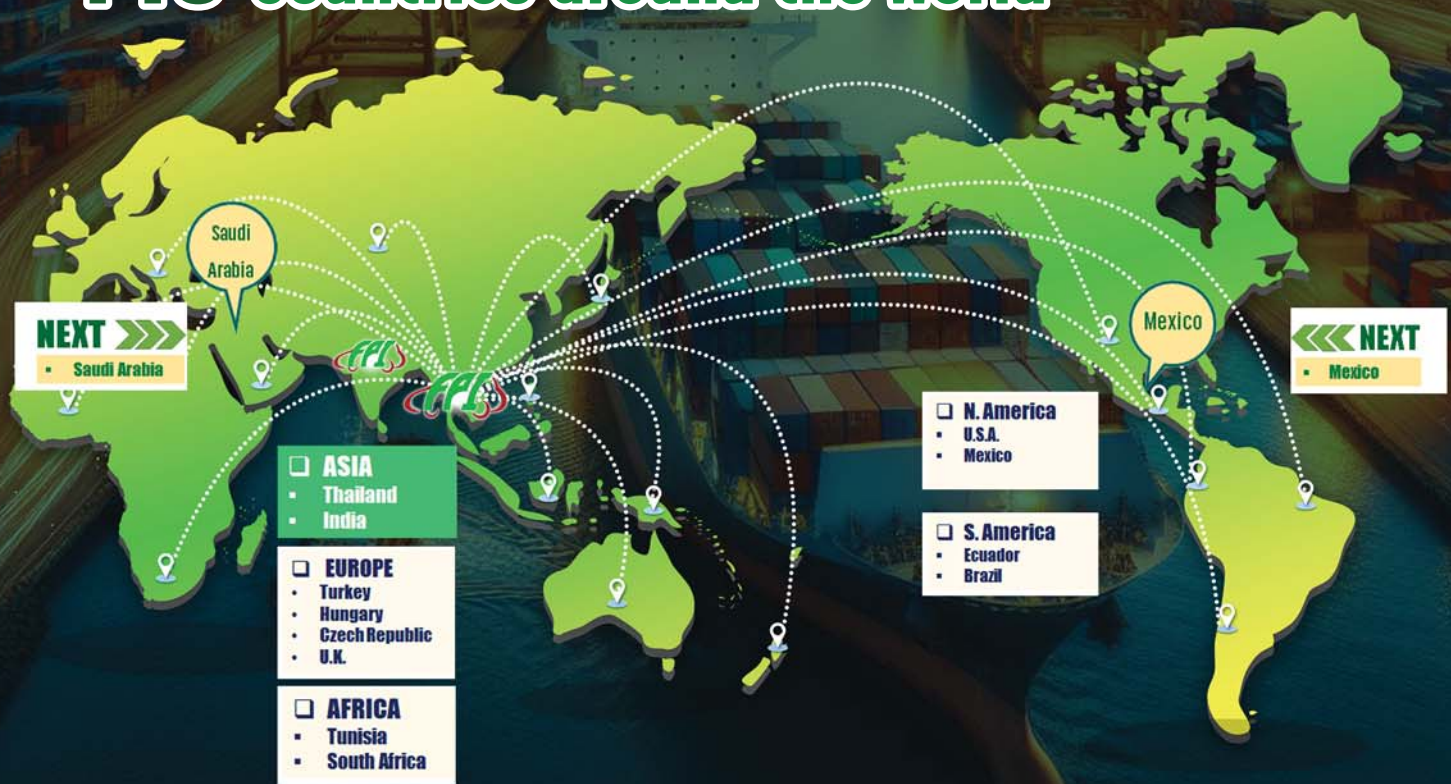


# Business Strategies & Growth direction

## Business Expansion (Long term plan)

✓ Sale Growth ✓ Logistic Cost Saving ✓ Tax Benefit

We are exported automotive parts more than  
**145** countries around the world



"To be the leading manufacturer of automotive parts as well as a one stop service for distributing automotive parts and branching the business line that is environmental friendly for sustainable growth"





**" Create and share value  
by leveraging the organization's core skills  
and resources in the transition  
to a green economy "**



บริษัท ฟอ์จูน พาร์ท อินดัสตรี จำกัด (มหาชน)  
FORTUNE PARTS INDUSTRY PUBLIC COMPANY LIMITED

11/22 หมู่ 20 ถนนนิมิตใหม่ ต.ลำลูกกา อ.ลำลูกกา จ.ปทุมธานี 12150  
11/22 Moo 20 Nimitmai Road, Lamlukka, Lamlukka, Pathumthani 12150 Thailand  
Tel: 662-993-4970-7 Fax : 662-993-4978-9 E-mail: ir@fpi.co.th

