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Healthy
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Chin
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IIU 56-1 ONE REPORT

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CHIN HUAY
PUBLIC COMPANY LIMITED

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Definition

The Company has set definitions for use in this document only. The Company does not sort the definitions in alphabetical order but rather by category just for the convenience of reading.

The Company or CH	Means	Chin Huay Public Company Limited
CHC	Means	Chin Huay (Cambodia) Company Limited
CHHS	Means	Chin Huay Holding (Singapore) Pte. Ltd.
CHTS	Means	Chin Huay Trading (Singapore) Pte. Ltd.
CHF	Means	CH Family Co., Ltd.
SEC	Means	The Securities and Exchange Commission, Thailand
SET	Means	The Stock Exchange of Thailand
IOD	Means	Thai Institute of Directors
TSD or securities depository center	Means	Thailand Securities Depository Co., Ltd.
APM or financial consultant	Means	Asset Pro Management Co., Ltd.
OEM (Original Equipment Manufacturing)	Means	Contract manufacturing of products according to the orders of customers
GHP (Good Hygiene Practice)	Means	Standards of Good Hygiene and Good Manufacturing Practices
HACCP (Hazard Analysis & Critical Control Points)	Means	Standards of Hazard Analysis and Critical Control Point
BRCGS (British Retail Consortium Global Standard)	Means	British Retail Consortium Global Standard for Food Manufacturers which could be divided into several types of certifications, such as certification of food safety, etc.
HALAL	Means	The guarantee mark, which shows that the food has been processed according to Islamic law
USDA Organic	Means	The labeling term, which shows that the food and the organic products have been produced according to the USDA organic standards
KOSHER	Means	The mark that guarantees that the products are manufactured using raw materials and the process based on the Jewish faith.
SMETA (SEDEX Members Ethical Trade Audit)	Means	Quality System and Business Ethics in Labor, Occupational Health, and Safety

Message from the Chairman

Chin Huay Public Company Limited

Dear Shareholders



Mr. Pichit Burapavong
Chairman

The global economy saw a slowdown last year compared to previous years, mainly due to central banks in various countries raising interest rates to tackle inflation. Although inflation in developed countries has eased somewhat before, primarily driven by manufacturing sector inflation. However, future challenges arise as inflation shifts to the service sector. Additionally, the resurgence in oil prices adds to the difficulty in curbing inflation, making it challenging to maintain interest rates for an extended period. This puts significant pressure on economies, particularly in Europe and China, leading to a decrease in demand for various products.

In 2023, the Thai economy expanded by 2.5%, thanks to the recovery of the tourism sector. Yet, exports of processed food products from Thailand remained sluggish. Overall, the Thai baht depreciated by around 5%, Thai exports of dried fruits and vegetables decreased by 7.6%, mirroring the 7% decline in exports of canned sardines and mackerel.

Despite the global economic slowdown and geopolitical challenges, CH performed satisfactorily in 2023, defying industry downturns. Our company reported a total income of 1,827.10 million baht, almost matching the previous year's total income of 1,831.35 million baht, with a net profit of 56.40 million baht. However, the net profit of the group of companies declined due to increased raw material costs and intensified

market competition, despite the Company's efficient control over sales, administrative expenses, and financial costs.

Proud Journey Toward a Century of Excellence

Looking ahead to 2024, despite the global economic slowdown, our company aims to achieve a revenue growth of 10% from the previous year. Anticipating revenue growth in line with the recovery of the domestic tourism industry and strategies for expanding overseas markets, particularly in the United States, Europe, and the Middle East.

To create new demand in line with changing consumer needs and differentiate from competitors, our company emphasizes the development of new products. CH has also released new products to reinforce its position as a leader in the production and distribution of dried fruit products, canned fish, and healthy snacks as it marches towards a century since its establishment in 1925.

Our company expresses gratitude to shareholders, partners, and all stakeholders for their unwavering support, expressing confidence in its business direction towards sustainable long-term growth. CH is confident that our products will be accepted in the global market, contributing to the sustainability of the health food industry.

Core Value, Vision, and Mission

Core Value

Diligent, Economical, Patient, Intelligent, Sincere, Creative, Socially Conscious

Vision

Innovative Healthy Food

Mission

Leader in Manufacturing and Distributing Precious food and Developing Brand New Product to
serve Customer Needs at Reasonable Price

Philosophy of Chin Huay's Tree

We will be gradually growing, but stable and sustainable.

We will not do business superficially.

We will be a shelter for the public, like a great tree giving shade to all beings.

We will treat our clients, employees, suppliers, and shareholders with honesty and fairness.

Achievement Awards

CH has been honored with the 1st place award

Snacking Awards

For the new product, crispy Thai desserts under the brand Bangkok Tasty by CH, showcased at Sial Shenzhen 2023, organized by COMEXPOSIUM, the world's 4th largest exhibition organizer group.



CH received the Outstanding Innovation Award

Innovation in the production of plant-based jerky received the 2023 Outstanding Innovation Award in the food production technology innovation category. Under the symbol "Thai Awards"



CH wins 2 Prime Minister's Export Awards 2023

The Company received 2 awards for "Outstanding Export Business Entrepreneur" in the entrepreneur category. Winning both "Best Exporter" and "Best Halal" further solidify our position as leaders in the production and distribution of fruit and processed food.

Part 1

Business and Operating Performance

1. Structure and Operation of the Corporate Group

1.1 Policy and Overview of Business Management

In 1925, the Si family, comprised of Mr. Si Yuak Bing, Mr. Si Huang Num, and Mr. Si Gia Yu, established a trading business known as “Chin Huay Gongsi” (in Teochew Chinese, “Chin” signifies prosperous or modern, and “Huay” denotes product or industry). The Company specialized in manufacturing and distributing fish sauce and soy sauce under the “Battleship” brand, along with canned food products including canned fish, canned pickled cabbage, canned fruit in syrup, canned fried white scale fish, canned fried squid, etc. These products gained significant acceptance among consumers at that time.

Furthermore, the Company’s canned food products achieved the prestigious honor of winning the first prize in the canned product contest during the Celebration Ceremony of the Constitution in 1936. In 1950, the aforementioned individuals collectively established Chin Huay Company Limited (the “Company” or “Chin Huay” or “CH”) with a registered capital of 475,000 Baht. The primary objective was to engage in the manufacturing and distribution of canned fish and processed foods. Initially, operations were primarily focused on production and sales within Thailand. In 1983, under the management of the second generation, consisting of Mr. Prateep Srisakaokul, Mr. Prasan Srisangnam, Mr. Prakob Srisangnam, Mr. Than Srisaranyakul, and Mr. Kongsak Sribonfa, it was discovered that the international market began to embrace Southeast Asian fruits such as mangoes and pineapples. Consequently, the Company identified an opportunity and commenced exporting dehydrated fruit products. The Company’s dehydrated fruit products received favorable feedback from the international market, prompting the addition of other types of dehydrated fruits, including oranges, papayas, and dragon fruit, based on client demands. The Company primarily sells its products through Contract Manufacturing (OEM) and Bulk Pack arrangements.

In 2002, prompted by an inquiry from an overseas customer about the Company’s Soft Dried fruit products, executives at the time conducted research on Soft Dried products and international product exhibitions. It was discovered that Soft Dried products were in high demand among overseas customers. Consequently, the Company embarked on the development and production of Soft Dried Fruit, an innovative product that preserved the taste and texture of fresh fruit. These were sold to clients in the United States, Taiwan (Republic of China), the People’s Republic of China, Japan, and other countries.

In 2016, with an increasing preference for healthy foods among customers, the Company decided to develop Granola Balls, a western-style snack made with whole grains such as oatmeal, nuts, and cashews, under the “Meble” brand. This move was aimed at catering to the healthy and fast-paced lifestyles of consumers.

Presently, the Company primarily engages in manufacturing and distributing dehydrated fruits, canned fish, and healthy snacks, with a focus on exporting products to overseas countries such as the United States, Canada, Japan, the Republic of the Union of Myanmar, the People’s Republic of China, Italy, the Netherlands, India, and others.

The Company boasts numerous committees, executives, and staff specializing in the production of fruit and processed food, inheriting a wide range of processed and canned food products from generation to generation. Additionally, the Company houses a Research and Development Department that provides guidance and collaborates with customers to create new product formulas. This capability allows the Company to manufacture

products according to OEM orders, meeting the diverse demands of customers, and ensuring continuous acceptance of orders from foreign and domestic clients.

With a wealth of manufacturing experience accrued by executives and expert teams over time, the Company has obtained certifications for manufacturing standards and international product standards, including Good Manufacturing Practice (GHPS), Hazard Analysis & Critical Control Points (HACCP), British Retail Consortium Global Standard (BRCGS), the Halal Standard, and the Kosher Standard.

The Company sells products to industrial entrepreneur clients and large retail clients in two ways: Contract manufacturing (OEM) and Bulk Pack. Whereas, the Company sells products under the Company's brands, such as EROS, Sumaco, Battleship, Meble, and ChinHuay, etc., to general store customers. In 2021-2023, the Company received revenue from OEM sales, which accounted for 64.05% 64.60% and 67.38% of total sales revenue, respectively; the Bulk Pack sales, which accounted for 29.88% 33.12% and 30.35% of total sales revenue, respectively; and sales under the Company's brand, which accounted for 6.07% 2.28% and 2.27% of total sales revenue, respectively.

There are three subsidiaries in the Company (*for more details, see Section 1.3 Shareholding Structure and the Corporate Group Structure*), consisting of:

1) Chin Huay (Cambodia) Company Limited ("CHC") was registered on June 30, 2015, with a registered capital of USD 2,000,000, to expand the production base of dehydrated fruit products, because Cambodia is the source of mango cultivars that are suitable for manufacturing Soft Dried mangoes and are cheaper than those cultivated in Thailand; besides, the labor rate is also lower than Thailand. Another purpose is to support the expansion of foreign customer markets in the future, such as countries in the European Union and the United States of America, etc., on account of the fact that Cambodia has received Generalized Systems of Preferences (GSP). Currently, CHC has USD 5,000,000 in registered capital of which 99.99% of CHC's registered capital is held by the Company.

2) Chin Huay Holding (Singapore) Pte. Ltd. ("CHHS") was registered on February 1, 2021, with a registered capital of SGD 50,000, to operate the investment in the Company's business that is going to be established or joined in a venture with overseas partners. Currently, CHHS has registered capital of SGD 100,000 in which 99.99% of CHHS's registered capital is held by the Company.

3) Chin Huay Trading (Singapore) Pte. Ltd. ("CHTS") was registered on February 1, 2021, with a registered capital of SGD 50,000, to be a distributor of CHC's products abroad and an Agent for sourcing raw materials from abroad for CHC. CHHS, a subsidiary of the Company, holds 99.99% of CHTS's registered capital. Now, the Company and its subsidiaries have two manufacturing plants as follows:

Factory	Company	Product
(1) Tha Chalom, Samut Sakorn	CH	dehydrated fruit, canned fish and healthy snacks
(2) Cambodia	CHC	dehydrated fruits

In addition, the Company also has one factory that manufactures canned packaging, located in Mae Klong District, Samut Songkhram Province.

CH's business has been passed down from generation to generation for more than 90 years by adhering to the motto "Diligent, Economical, Patient, Intelligent, Sincere, Creative, Socially Conscious". Today, the Company is managed by the 3rd generation of the founder's heirs, consisting of Mr. Sakda Srisangnam, Mr. Prawit Srisangnam, and Mr. Piyawong Srisangnam, and has been growing and developing every product to respond to the changing demands of the consumers in each era.

The Company has been transformed and renamed to “Chin Huay Public Company Limited” on July 8, 2021, with a registered capital of 400.00 million Baht, representing a paid-up capital of 320.00 million Baht, or 640.00 million sold ordinary shares, at a par value of 0.50 baht per share. The Company has offered for sale of newly issued ordinary shares, not exceeding 160.00 million shares, at a par value of 0.50 baht per share by offering them in an initial public offering (IPO) on September 1-2 and 5, 2022 and has allocated this amount of newly issued ordinary shares and has already received payment for the newly issued ordinary shares in the total amount of 374.40 million baht, therefore, the Company has a paid-up registered capital of 400.00 million baht.

1.1.1 Transitions and Development Milestones of the Company

Having established “Chin Huay Gongsi” in 1925, the Si family gradually nurtured their family business. In 1950, they formalized their enterprise as Chin Huay Company Limited and set up a factory in Samut Sakhon Province. Subsequently, the Company diversified its market reach by venturing into foreign markets through the development and export of dehydrated fruit products and Soft Dried fruit products. Following this, the Company invested in expanding its production facilities to Cambodia and introduced new products in the healthy snacks category to penetrate new markets. These efforts were coupled with obtaining various international standards. These advancements and accomplishments have led to the continuous acceptance of the Company by both domestic and overseas customers until 2021. Today, the Company has transitioned into a public limited company and being listed on the Stock Exchange of Thailand. This strategic move aims to bolster the sustainable growth of the “Chin Huay” business in the future.

The Company has significant transitions and development milestones as follows:

Year	Significant Transitions and Development Milestones
1950	<ul style="list-style-type: none"> - In September, the Si family jointly established Chin Huay Company Limited (“The Company” or “CH”), with a registered capital of 475,000 baht (divided into 190 ordinary shares with a par value of 2,500 baht per share), to operate the business of manufacturing and distributing canned fish and processed foods. The Si family holds 83.22% of the registered capital, while the Kou family (the Xi family’s business fellow) holds 16.78% of the registered capital. - First, the headquarters was located at 1650, Krungkasem Road, Pom Prap Sub-district, Pom Prap District, Phra Nakhon (Bangkok). Later, it was moved to 181, Tha Kham Road, Samae Dam Sub-district, Bang Khun Thian District, Bangkok (current headquarters). - The Company set up the factory to produce canned fish and processed foods on approximately 2,700 square meters at 85/1-3, Thawai Road, Tha Chalom Sub-district, Mueang Samut Sakhon District, Samut Sakhon Province.
1952	<ul style="list-style-type: none"> - In September, the Company increased the registered capital from 475,000 baht to 950,000 baht by issuing and offering 190 newly issued ordinary shares at a par value of 2,500 baht per share for business expansion and working capital.
1958	<ul style="list-style-type: none"> - In June, the Company increased the registered capital from 950,000 baht to 1,500,000 baht by issuing and offering 220 newly issued ordinary shares at a par value of 2,500 baht per share for business expansion and working capital.
1965	<ul style="list-style-type: none"> - The Company began to export products abroad, starting from Hong Kong (the Hong Kong Special Administrative Region of the People’s Republic of China) and Taiwan (the Republic of China).

Year	Significant Transitions and Development Milestones
1972	- In July, the Company increased the registered capital from 1,500,000 baht to 4,500,000 baht by issuing and offering 1,200 newly issued ordinary shares at a par value of 2,500 baht per share for business expansion and working capital.
1974	- Obtained a license from the Industrial Standards Institute to produce canned pineapple slices under the "Battleship" brand.
1977	- In September, the Company established Thachalom Cold Storage Company Limited, with a registered capital of 8,000,000 baht (divided into 4,000 ordinary shares with a par value of 2,000 baht per share), to operate a cold storage business for the management and storage of raw fish materials to be used in the production of canned fish (transferred the entire business (Entire Business Transfer: EBT) to the Company and liquidated in 2015).
1979	- The Company's tuna in oil product won the first prize in the fishery product contest (canned type) at the National Agriculture Day.
1983	- The Company developed dehydrated fruit products for export, starting by selling in Bulk Pack, then contract manufacturing products according to the orders of customers (OEM) by packing and attaching the customer's brand or Bulk Pack the customer took to pack themselves.
1993	- In March, the Company increased the registered capital from 4,500,000 baht to 30,000,000 baht by issuing and offering 10,200 newly issued ordinary shares at a par value of 2,500 baht per share for business expansion, especially in the dehydrated fruit and canned fish businesses.
1994	- In April, the Company increased the registered capital from 30,000,000 baht to 63,000,000 baht by issuing and offering 13,200 newly issued ordinary shares at a par value of 2,500 baht per share for business expansion, production capacity increase, and working capital.
1995	- The Company established the "EROS" brand for dehydrated fruit products to sell to retail clients.
1996	- The Company established a factory at 36, Village No. 9, Bang Kaeo Sub-district, Mueang Samut Songkhram District, Samut Songkhram Province, to produce canned packaging for the Company's products, namely canned fish, canned fruit, canned processed food, etc.
2002	- In July, the Company increased the registered capital from 63,000,000 baht to 81,000,000 baht by issuing and offering 7,200 newly issued ordinary shares at a par value of 2,500 baht per share for business expansion, production capacity increase, and working capital. - The Company started to manufacture and distribute Soft Dried Fruit, which was an innovation that preserved the taste and texture of fresh fruit.
2003	- In May, the Company increased the registered capital from 81,000,000 baht to 108,000,000 baht by issuing and offering 10,800 newly issued ordinary shares at a par value of 2,500 baht per share for business expansion, production capacity increase, and working capital.
2006	- The Company established a Research and Development Department (R&D) to research and develop a variety of products and meet international standards. As a result, the Company came up with the Soft Dried Mango, No-sugar Mango, Soft Dried Orange, Sesame Ginger, Dried Orange, Soft Dried Banana, Dehydrated Chili, and Dehydrated Watermelon products, which received splendid acceptance from consumers.

Year	Significant Transitions and Development Milestones
2007	<ul style="list-style-type: none"> - The manufacturing factory at Tha Chalom received GHPS certification and HACCP certification for the production of vegetables, dehydrated fruits and crispy fruits from Bureau Veritas Certification. - In June, the Company increased the registered capital from 108,000,000 baht to 162,000,000 baht by issuing and offering 21,600 newly issued ordinary shares at a par value of 2,500 baht per share for business expansion, production capacity increase, and working capital.
2008	<ul style="list-style-type: none"> - In September, the Company increased the registered capital from 162,000,000 baht to 198,000,000 baht by issuing and offering 14,400 newly issued ordinary shares at a par value of 2,500 baht per share for business expansion, production capacity increase, and working capital. - Dehydrated pineapple and Soft Dried banana products received the first prize from the selection of Thai fruits to the Olympics 2008, organized by the Ministry of Agriculture and Cooperatives.
2011	<ul style="list-style-type: none"> - It is the first time for the Company to receive BRCGS for Food Safety certification from Bureau Veritas Certification for the production of dried fruit products.
2012	<ul style="list-style-type: none"> - The Company received Thailand Trust Mark (TTM), a symbol of confidence in the quality of products and services of Thailand from the Department of International Trade Promotion.
2014	<ul style="list-style-type: none"> - The Company received GHPS and HACCP certification from Fish Inspection and Quality Control Division, Department of Fisheries for the production of canned fish products. - The Company was certified for agricultural product standards, the Hazard Analysis and Critical Control Point (HACCP) System and Guidelines, scope of production of fishery products, by the Department of Fisheries, Ministry of Agriculture and Cooperatives, for the production of canned fish products. - It is the first time for the Company to receive BRCGS for Food Safety certification from Bureau Veritas Certification for the production of canned fish products.
2015	<ul style="list-style-type: none"> - The Company was certified for Halal product standards by the Central Islamic Council of Thailand for the production of canned fish products.
2016	<ul style="list-style-type: none"> - The Company developed healthy snack products under the “Meble” brand, starting by manufacturing dried-cereal products and Granola Ball. - The Company obtained the Prime Minister Award in the category of outstanding business exporters from the Department of International Trade Promotion, Ministry of Commerce.
2017	<ul style="list-style-type: none"> - In April, the Company resolved to change the par value of 79,200 shares from 2,500 baht per share to 10 baht per share, resulting in 19,800,000 ordinary shares. - Chin Huay (Cambodia) Company Limited (“CHC”) was registered with a registered capital of USD 2,000,000 to expand the production base of dehydrated fruit products, because Cambodia is the suitable and cheap source of mangoes; besides, the labor rate is also lower than Thailand. Another purpose is to support the expansion of foreign customer markets in the European Union in the future on account of the fact that Cambodia has received Generalized Systems of Preferences (GSP) from the European Union countries. Currently, the Company holds 99.99% of CHC's registered capital. - The Company received SMETA certification from Intertek Industry and Certification Services (Thailand) Co., Ltd.

Year	Significant Transitions and Development Milestones
2018	<ul style="list-style-type: none"> - The Company installed a solar cell system, which could generate 85,000 kW/hr power, on the rooftop of the factory to help reduce coal fired power consumption by 17% and reduce electricity costs by about 12%. - The Company received Kosher certification from Orthodox Union for the production of canned fish products. - The Company was certified organic standards for the production of vegetable and dehydrated-fruit products from Organic Agriculture Certification Thailand ACT Organic Co., Ltd.
2019	<ul style="list-style-type: none"> - It was the first time for the manufacturing factory at Tha Chalom to receive BRCGS certification, Grade A, for the production of dehydrated-fruit products. - In March, all shareholders cooperatively established CH Family Co., Ltd. ("CHF") with registered capital of 1,000,000 baht (divided into 100,000 ordinary shares with a par value of 10 baht per share) to invest in other businesses of the co-founding group (Holding Company). All shareholders held the same proportion as the one held in CH at that time. <ul style="list-style-type: none"> ○ In June, CHF increased the registered capital from 1,000,000 baht to 123,000,000 baht by issuing and offering 12,200,000 newly issued ordinary shares at a par value of 10 baht per share. All shareholders increased the capital in proportion to their shareholding by taking the net dividends received from CH totaling 122,000,000 baht to pay for the capital increase shares. The objective was to use all capital increase proceeds to purchase CH's newly issued ordinary shares for the shareholding structure. - In June, the Company increased the registered capital from 198,000,000 baht to 320,000,000 baht by issuing 12,200,000 newly issued ordinary shares at a par value of 10 baht per share and offering to CHF for the shareholding structure of the Company. <ul style="list-style-type: none"> ○ In July, the Company changed the shareholding structure by allowing CHF to hold 12,200,000 newly issued ordinary shares, representing 38.13% of the Company's registered capital. Divided into "direct holding in CH" and "holding through CHF", the shareholding ratio of all shareholders remained the same.
2020	<ul style="list-style-type: none"> - The Company started to produce dehydrated fruits in Cambodia. The manufacturing factory was located in Phum Smach, Khum Ram, Srok Prey Nub, and Preah Sihanouk, Cambodia. - It was the first time for the manufacturing factory at Tha Chalom to receive BRCGS certification, Grade A, to produce canned fish products. - The Company built an Innovation center, gathering numerous modern equipment, as well as machines and laboratories that facilitated the Company's Research and Development Department for innovating and developing new products.
2021	<ul style="list-style-type: none"> - It was the first time for the manufacturing factory in Cambodia under the operation of CHC to receive BRCGS certification, Grade A, to produce dehydrated fruit products. - The manufacturing factory in Cambodia under the operation of CHC received GHPS and HACCP certification to produce dehydrated fruit products from Intertek Certification Limited. - The Company increased the investment in CHC from USD 2,000,000 to USD 5,000,000 to be used as working capital in the business. CH held 99.99% of CHC's registered capital.

Year	Significant Transitions and Development Milestones
	<ul style="list-style-type: none"> - Registered Chin Huay Holding (Singapore) Pte. Ltd. (CHHS) in Singapore with a registered capital of SGD 50,000 to invest in the businesses of companies that would be established in or jointly invested in with partners in foreign countries. The current registered capital is SGD 100,000. The Company holds 99.99% of the registered capital of CHHS. - Registered Chin Huay Trading (Singapore) Pte. Ltd. (CHTS) in Singapore with a registered capital of SGD 50,000 to be a distributor of CHC's products abroad and to be an Agent to purchase raw materials from abroad for CHC. CHHS, a subsidiary of the Company, holds 99.99% of the registered capital of CHTS. - The Extraordinary General Meeting No. 1/2021, held on June 25th, 2021, resolved to approve important matters as follows: <ul style="list-style-type: none"> ○ Approved the conversion from a limited Company to a listed Company. ○ Approved the change of par value from 10 baht to 0.50 baht. ○ Increased the registered capital 80,000,000 baht by issuing 160,000,000 newly issued ordinary shares at a par value of 0.50 baht per share for Initial Public Offering (IPO). ○ Approved the listing of ordinary shares as listed securities on the Stock Exchange of Thailand (SET). - Constructed Research and Development Innovation Building and opened the R&D department. - The Company registered to convert into "Chin Huay Public Company Limited".
2022	<ul style="list-style-type: none"> - The Company offered 160.00 newly issued ordinary shares at a par value of 0.50 baht per share in Initial Public Offering (IPO) on September 1-2 and 5, 2022, and participated for the first day in the opening ceremony of securities trading on the Stock Exchange of Thailand (First Trading Day) on September 12, 2022. - "Meble Snack Granola Ball" received an award for products for consumption from the "One Million of Goodness for Hometown project". - The Company won "Business Transformation Award" from Epicor, a Leader in Enterprise Resource Planning (ERP). - CH won Superior Taste Award 2022. - Dehydrated Mango, Dehydrated Mango with Probiotics, Granola Ball Mixed Berries Flavor, and Dried Plant-based Jerky were certified and guaranteed excellence in taste by food experts from the International Taste Institute, Belgium.
2023	<ul style="list-style-type: none"> - The Company introduced new products, including ready-to-eat crispy Thai desserts under the brand Bangkok Tasty by CH, featuring flavors such as mango sticky rice, durian sticky rice, sticky rice with black beans, bananas, and taro in coconut milk. These innovative crispy baked snacks offer a convenient way to enjoy Thai desserts on the go. Additionally, chocolate-coated fruit products such as oranges, mangos, and bananas were launched at THAIFEX2023, garnering an excellent response. Subsequently, these products were made available in leading convenience stores and hypermarkets, particularly in branches targeted at tourists.

Year	Significant Transitions and Development Milestones
	<ul style="list-style-type: none"> - The crispy Thai dessert products under the brand Bangkok Tasty by CH received the first-place award in the Snacking Awards at Sial Shenzhen 2023, organized by COMEXPOSIUM, the fourth-largest exhibition organizer group globally. - The Company's innovation in plant-based jerky production earned the 2023 Outstanding Innovation Award in the food production technology innovation category under the symbol "Thai Awards." - KIOSK stores were established in SIAM PREMIUM OUTLET and CENTRAL VILLAGE Suvarnabhumi, and products were distributed through vending machines at two locations: Tha Maharat and ICONSIAM Department Store. - The Company was honored with the Prime Minister's Export Award 2023 in the Best Exporter category and the Best Halal Award. - Participation in the Green Industry Project, organized by the Ministry of Industry, led to the Company passing the assessment at level 2, Green Activity, granting it the right to display the green industry logo on its products. - The 2023 Annual General Meeting of Shareholders took place on April 18, 2023, at the Park Village Rama 2, where dividends were approved at the rate of 0.06 baht per share, totaling 48 million baht. - Reporting on annual and quarterly operating results was facilitated by the Chief Executive Officer and the Chief Financial and Accounting Officer through investor meetings (Opportunity Day) at the Stock Exchange of Thailand. - An open house event welcomed analysts and funds, where the executive team disclosed information on 2022 operating results and outlined business operation plans for 2023. Attendees were also given a tour of the factory and Innovation Center at Tha Chalom Factory, Tha Chalom Subdistrict, Mueang Samut Sakhon District, Samut Sakhon Province. - The executive team hosted the Thai Entrepreneurship Development Division, and representatives from the Office of the Board of Investment, and the Thai Chamber of Commerce at Chin Huay (Cambodia) Co., Ltd. Detailed information about business operations in Cambodia was presented, and discussions on trade and investment issues took place with the visiting business team.

1.2 Nature of Business

1.2.1 Revenue Structure

In 2021, 2022, and 2023, the Company and its subsidiaries' revenue structure were as follows:

Revenue Categorized by Product Type	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	Ratio	Million Baht	%
1) Dehydrated Fruit	1,264.36	84.63%	1,601.41	85.89%	1,632.32	88.73%
2) Canned Fish	171.66	11.49%	219.93	11.80%	185.57	10.09%
3) Healthy Snack	6.26	0.42%	10.01	0.54%	9.21	0.50%

Revenue Categorized by Product Type	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	Ratio	Million Baht	%
Total Sales	1,442.28	96.54%	1,831.35	98.23%	1,827.10	99.32%
Other Income	51.72	3.46%	33.03	1.77%	12.58	0.68%
Total Revenue	1,494.00	100.00%	1,864.38	100.00%	1,839.68	100.00%

Remark: Other income consists of export compensation income, foreign exchange profit, profit from disposal of assets, revenue from sales of scrap from the production process, gain on fair value measurement of derivatives, profit from revaluation of investment property, interest income.

1.2.2 Product Information

The Company's products are classified into three categories 1) Dehydrated fruits 2) Canned fish and 3) Healthy snacks, which are certified according to international standards and export standards from both domestic and international agencies. The details of each product are as follows.

1.2.2.1) Dehydrated Fruits

The Company processes the fruits to retain the most of nutrients and can process more than 30 kinds of fruits i.e. mangoes, oranges, dragon fruit, apples, jackfruits, papayas, coconuts, durians, guavas, etc. The Company's dried fruit products are classified into two categories: Soft Dried fruit and Normal dried fruit, both of which are manufactured by the Hot-Air Dried process.



(1) Soft Dried Fruit is a dehydrated fruit product that retains the taste and texture similar to fresh fruit, since the Company immediately takes fresh fruit raw materials into the process without soaking.

(2) Normal Dried Fruit is a dehydrated fruit product that is sweeter than the Soft Dried one because before the manufacturing process, the Company must soak the fresh fruit raw materials in the syrup solution first so as to add sweetness to the fruit and help keep those raw materials for a long time to support the production during the off-season of those fruits. Nevertheless, soaking the raw materials of fresh fruit before the manufacturing process can cause the texture to be far different from fresh fruit and have a harder texture than Soft Dried fruit.

These dehydrating technologies can also be applied to the production of dehydrated vegetables. Therefore, the Company has developed processed vegetable products for sale to clients, if there is an order, such as Soft Dried Ginger, dehydrated sesame seeds, dehydrated hibiscus, dehydrated chili, etc.

The Company's dehydrated fruit products have been certified for manufacturing standards and product quality control standards from the leading institutes e.g. Good Manufacturing Practice (GHPS), Hazard Analysis & Critical Control Points (HACCP), British Retail Consortium Global Standard (BRCGS), the Halal Standard, and the Kosher Standard. The Company's distribution of dried fruit products can be categorized into 2 types: Sales under the Company's brand and Original Equipment Manufacturer (OEM).

(1) Sales under the Company's brand includes the "EROS" brand and the "Bangkok Tasty" brand.

- The “EROS” brand is dried fruit, both Soft Dried and Normal Dried, in the form of a snack for giving the body energy. Now it is available in stores and online.



Soft Dried Fruit



Energy Boost Snack

- The “Bangkok Tasty” Brand, manufactured and distributed by “CHIN HUAY”, is used for mango chips and dehydrated mango products, which are made from high-quality ripe mangoes. These mangoes would be fried with rice bran oil and extracted oil under vacuum conditions in order for them not to absorb oil, but to be free from cholesterol and trans fats. The “Bangkok Tasty” Brand emphasizes on selling these products to foreign tourists to bring back to their countries as a souvenir from Thailand. Currently, the products are available nationwide, especially at the shops in provinces that are popular with foreign tourists, such as Bangkok, Chiang Mai, and Chonburi, Phuket etc.



- (2) Original Equipment Manufacture (OEM) The Company has a variety of production models, whether it is the type of fruit, shape, taste, or even quantity. This is because the Company wants to meet the needs of clients. Moreover, the Company has also developed products to keep up with current health trends, such as products with a less sweet taste (Low Sugar), natural sweet (No Sugar), and Organic, etc.



Examples of fruits and shapes that the Company produces.

Original Equipment Manufacture (OEM) is divided into two types:

- 1) Bulk Pack (without customer branding): The Company establishes package sizes with a minimum weight of 1 kilogram per pack. Currently, the Company offers package sizes of 2 kilograms, 3 kilograms, and 5 kilograms for customer convenience.
- 2) Customer's Branding as Specified by the Customer: The Company produces and packages in retail packs according to the specific packaging requirements of each customer, such as transparent zip-lock bags, transparent plastic boxes, foam trays covered with transparent plastic, etc. These products are fully branded for each customer before delivery. The majority of customers ordering these products are department stores and retail outlets under their respective House Brands, such as Trader Joe's (USA), Walmart (USA), etc.

Marketing and Competition of Dehydrated Fruit Products

Product Strategy of Dehydrated Fruit Products

The Company prioritizes product quality by implementing stringent control measures throughout the manufacturing processes. This commitment begins with the thorough inspection of fresh fruit sourced from our trade partners. We rigorously assess the appearance, color, size, and presence of contaminants to ensure that our raw materials meet our exacting standards. Moreover, quality assurance is embedded at every stage of production. We conduct comprehensive physical and chemical checks, including measurements for Total Polar Materials (TPM), Water Activity (AW), and product hardness-softness, among others. These measures are essential for producing products that meet industry benchmarks and adhere to standard certifications such as GHPs, HACCP, BRCGS, HALAL, Kosher, and US FDA regulations. In addition to our focus on quality control, our Research and Development Department (R&D) plays a pivotal role in innovating to meet consumer demands. Clients have the flexibility to choose the style and flavor of products according to their preferences. We encourage collaboration between customers and our R&D team to create trial-size products (Testers) and consider modifications based on customer feedback before finalizing orders. This collaborative approach ensures that we deliver products that not only meet but exceed customer expectations.

Pricing Strategy of Dehydrated Fruit Products

The Company employs a pricing strategy designed to instill confidence in our large OEM customers, ensuring consistent pricing throughout the year for those who have maintained long-standing partnerships with us. We adhere to a price-by-price list approach, incorporating the Cost-Plus Pricing policy. This entails calculating product costs based on various factors, including estimated raw material costs for fresh fruit, accounting for both seasonal and non-seasonal fluctuations, as well as allowances for potential deficits considering historical volatility in raw material prices. Additionally, we consider production wages, regular production costs reviews, and potential adjustments to median prices in response to significant shifts in cost structures throughout the year. These calculations inform the purchase price negotiations for subsequent orders placed after median price adjustments.

Our longstanding major customers typically engage in annual purchase planning, determining order quantities and agreeing on prices through contractual arrangements or annual purchase orders. They typically stagger orders to facilitate year-round periodic deliveries. Therefore, during price determination, we meticulously assess production costs, particularly estimating fresh fruit raw material costs for the entire year. However, if production costs undergo significant changes, we engage in discussions with clients regarding price adjustments.

For occasional or Contract Manufacturing (OEM) customers, we adopt a flexible approach to pricing. We determine the price for each order by calculating production costs closer to the production order period, taking into account actual costs, and adding the required profit margin according to prevailing sales policies.

Distribution Channel Strategy of Dehydrated Fruit Products

The Company distributes products through various channels such as Sales Force, Agent, Modern Trade, Online, and Consignment. About 54-56% of the revenue from dehydrated fruit sales is from the Sales Force. The Company's Sales Force will take care of customers by giving advice on products, bidding, improving product formulas as well as giving after-sales service. Sales Force frequently contacts clients to follow up, inquire about, and plan with them about the quantity of products needed in each period to ensure that clients will receive the Company's products as planned. Approximately 43 - 45% of the revenue from dehydrated fruit sales will be sold through Agent. To increase distribution channels to overseas countries for existing customers and expanding the new customer base, the Company therefore uses a strategy of selling through Agents abroad. The Company now has Agents, both individual and juridical person, responsible for introducing The Company's products to the customers, coordinating about documents, helping the customers coordinate about delivery, helping the customers supervise product purchase documents and related documents as well as after-sales service. The Company will make a contract with each Agent. If the Agent can recommend the customers to buy products, then the clients have paid in full, the Company will pay a commission according to the rate specified in the agency contract.

The proportion of sales through various distribution channels during 2021–2023 is as follows:

List	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Sales Force	711.32	56.26%	894.42	55.85%	892.24	54.66%

List	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Agent	551.34	43.60%	704.99	44.02%	737.24	45.16%
Modern Trade	1.50	0.12%	1.77	0.11%	2.39	0.15%
Consignment	0.11	0.01%	0.13	0.01%	0.19	0.01%
Online	0.09	0.01%	0.09	0.01%	0.26	0.02%
Dropship	-	-	0.01	0.00%	-	-
Total Revenue from Dehydrated Fruit Sales	1,264.36	100.00%	1,601.41	100.00%	1,632.32	100.00%

Marketing and Public Relation Strategies of Dehydrated Fruit Products

The Company is strategically positioned to market both contract products and products under its own brands through diverse channels, including:

- Direct engagement through the Company's sales team, who maintain continuous communication with customers to track orders and foster strong relationships.
- Regular meetings between executives, sales teams, and brokers to collaboratively plan market expansion, cultivate new customer bases, and innovate new products aligned with consumer needs. Emphasis is placed on supporting marketing plans and nurturing positive relationships with brokers.
- Participation in trade shows focused on fruits and processed foods across key customer countries, such as EXPO WEST USA, Anuga Germany, Americas Food and Beverage Show and Conference, U.S. Annual Private Label Trade Show, GulFood Dubai, Plant Based World EXPO UK, Food and Beverage Indonesia, Sial Paris, SIAL events in France and China, Cambodia Food Plus Expo, and THAIFEX and Plant-Based Festival in Thailand. The Company consistently applies to participate in these events, leveraging booth setups to enhance brand visibility.
- Distribution through prominent supermarkets including Big C, Lotus, 7-11, The Mall, Dear Tummy ICONSIAM, as well as leading stores and kiosks at Siam Premium Outlet and Central Village, and vending machines at tourist attractions.
- Utilization of domestic social media platforms such as Facebook, Instagram, TikTok, and online ordering applications like Line Shop and Shopee.
- Engagement on international social media platforms such as Little Red Book, Baidu, and WeChat.
- Implementation of annual special price product campaigns and participation in special discount promotions through various sales channels, including the dissemination of discount codes via social media platforms and online applications like Shopee.

Customer Characteristics and Target Group of Dehydrated Fruit Products

Most of the Company's customers are foreign customers, approximately 72%-75% of the revenue from dehydrated fruit sales in 2021-2023. The Company will analyze data with extensive experience in business

operation and study market conditions, types of products suitable for customer demands and consumption behavior of consumers in each country to enable the Company to develop products and present to customers in accordance with the needs of consumers in each country, in terms of taste, sweetness and texture, etc.

Sales Proportion of Dehydrated Fruit Products by Sales Form in 2021-2023

List	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenue from Dehydrated Fruit						
Domestic	323.80	25.61%	445.04	27.79%	400.64	24.54%
Company's brand	4.27	0.33%	5.02	0.31%	5.63	0.34%
OEM	244.98	19.38%	285.82	17.85%	223.23	13.68%
Bulk Pack	74.55	5.90%	154.20	9.63%	171.78	10.52%
International	940.56	74.39%	1,156.37	72.21%	1,231.68	75.46%
Company's brand	3.06	0.24%	2.18	0.13%	2.66	0.16%
OEM	582.59	46.08%	701.04	43.78%	846.59	51.87%
Bulk Pack	354.91	28.07%	453.15	28.30%	382.43	23.43%
Total Revenue	1,264.36	100.00%	1,601.41	100.00%	1,632.32	100.00%

Dehydrated Fruit Product Market Industry Conditions

Nowadays, the dehydrated fruit market is quite competitive, while the expansion of this market tends to increase continually according to the customers' fast-paced lifestyles and the demand for products that are convenient and easy to consume; moreover, those products also need to have plentiful useful nutrition.

The Company exports dehydrated fruit products mainly to foreign countries, accounting for more than 70% of its revenue each year. Thailand's competitors in dehydrated fruit exports are the Philippines, Mexico, Cambodia, etc.

For the trend of the fruit market industry conditions, at the fruit development and management committee meeting (Fruit Board), there are agricultural and commercial ambassadors from all around the world invited to attend online meetings to cooperatively drive the expansion of the Thai fruit market to the global market. Furthermore, the meeting also assigns the secretary department to coordinate with the AIC Center (Agritech and Innovation Center) across the country to bring modern technology to develop Thai fruits' production, processing, logistics, and marketing so as to increase the competitive capability of Thai fruits, such as microbial technology which can eliminate contamination and extend the preservation of fruit freshness.

Additionally, the secretary department is also assigned to coordinate with the Cooperation Committee between the Ministry of Agriculture and Cooperatives in "One Province One Industrial Estate Project" in order to encourage the fruit processing industry, such as the Mahanakhon Fruit Project in the Eastern, Southern and Northern regions. There must be a fruit processing industry in the form of an industrial community area, an industrial zone, industrial estates, and a special economic zone according to the potential of the area. The meeting also asks the secretary department to consider adding future fruits such as mangoes as new economic fruits as well.

Krungsri Research predicts that the Regional Comprehensive Economic Partnership (RCEP), including 10 ASEAN member countries and 5 ASEAN trading partner countries, namely Australia, China, Japan, New Zealand, and South Korea, which have been fully ratified according to the conditions causing the RCEP to

enter into force on January 1, 2022, RCEP members will reduce their tariffs to zero on 90 percent of their items on average (gradually reduce the tax within 10-20 years according to the readiness of each country). Krungsri Research estimates that Thailand will benefit from joining the RCEP in fresh and processed fruits, fishery products, rubber, rubber wheel products and components, plastics, chemicals, electrical parts, as well as computers and components. Even though the overall benefits from the tax reduction may not be large, since the RCEP member countries already have free trade agreements with Thailand, but in the long run, the RCEP will strengthen the stability of Thailand's production chain within the region. (Source: Krungsri Research Department, Bank of Ayudhya, 11 January 2022)

Procurement of Dehydrated Fruit Products

The Company procures fruit raw materials both domestically and internationally, encompassing over 30 different types of fruit. Sugar, the second most costly raw material, is obtained through yearly agreements with Thai sugar factories. To streamline procurement processes, the Company has established a Purchase Committee comprising the Chief Operating Officer (COO), Chief Investment Officer (CIO), Purchasing Manager, Purchasing Agent, Finance Representative, and Production Representative. This committee convenes weekly to strategize raw material purchases and delegates Purchasing Staff to monitor and update the status, quantity, and prices of each raw material type. Subsequently, a weekly purchasing plan is formulated and suppliers from the Vendor list are contacted. In cases involving new suppliers, a rigorous selection process is undertaken before engagement.

Upon presentation of the purchasing plan, the Purchase Committee collaboratively decides on the list of raw materials, quantities, and prices for weekly orders. For domestic fruit procurement, weekly considerations are made, while international purchases are contingent upon an annual production plan presented by the Production Department. Upon agreement on quantity and price, the Purchasing Department issues Purchase Requisition (PR) documents and coordinates with foreign partners for scheduled delivery according to the production plan.

To mitigate risk, the Company engages 4-5 suppliers per fruit type, ensuring diversified sourcing and reducing dependency on a single supplier. Each supplier adheres to Company specifications for fruit selection and processing, such as peeling or slicing. Incoming raw materials undergo rigorous quality checks for size, color, ripeness, spoilage, and foreign matter. Non-conforming or flawed materials are promptly returned to the trade partner.

In 2023, the Company procured fresh fruit raw materials, constituting approximately 93.94% of the total raw material purchase value. These acquisitions were sourced from both domestic and international suppliers. Orders from distributors within the country accounted for approximately 42.21% of the total raw material purchase value, while imports from abroad represented approximately 51.73% of the total raw material purchase value.

Production Process and Production Management of Dehydrated Fruit Products

Today, the Company has two factories producing dehydrated fruit products, located in Thailand and Cambodia: the factory in Thailand produces all kinds of dehydrated fruits, while the factory in Cambodia mainly produces dehydrated mangoes. The details of the production assets are as follows:

Asset	Production Quantity (tons) / Capacity Utilization Rate (%) in 2022	Production Capacity (tons per year)
The Company factory in Thailand (Tha Chalom, Samut Sakorn)	7,818.0 tons per year / 78.7 %	9,931 tons per year
The subsidiary factory in Cambodia (Preah Sihanouk, Cambodia)	914.3 tons per year/ 45.8%	1,996 tons per year

Remark: for more details, see Section 1.2.3 Assets for Business Operations.

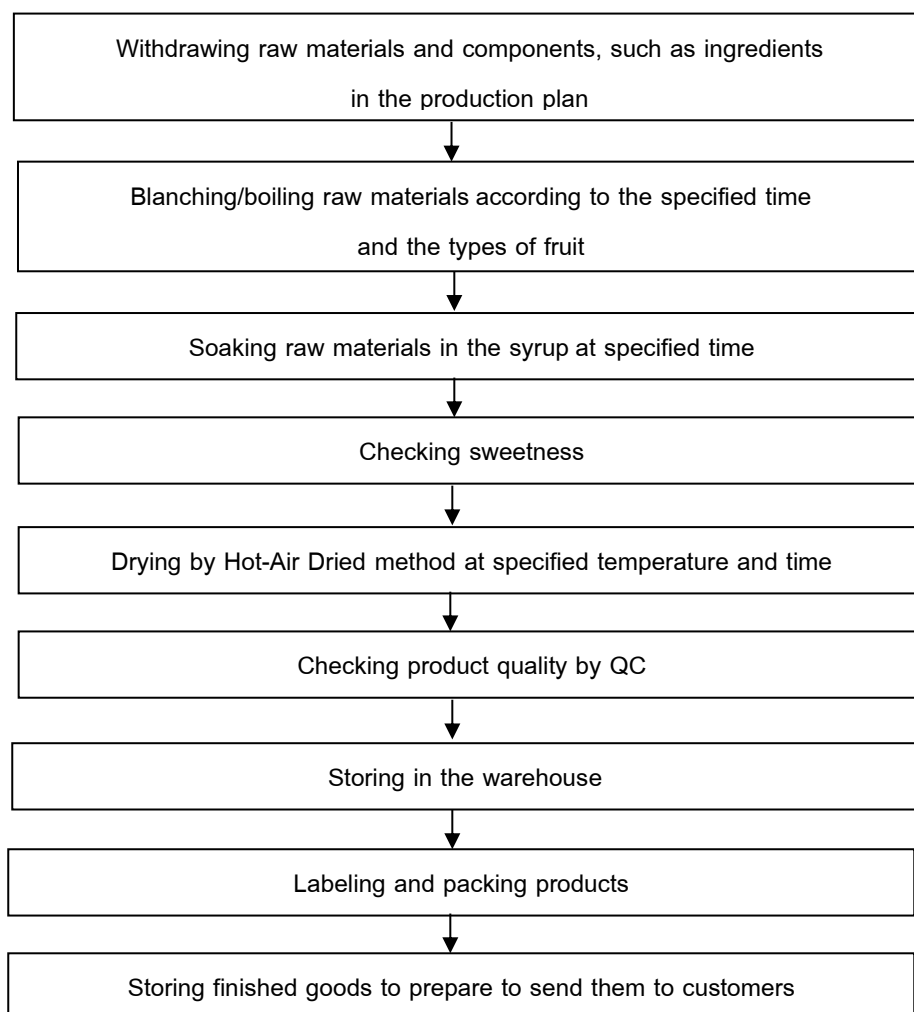
The dehydrated fruit factory in Thailand is in the same area as the canned fish factory and the healthy snack factory, with separate production lines for each type of product.

Production Quantity / Capacity Utilization Rate by Quarter 2022

Asset	Production Quantity (tons) / Capacity Utilization Rate (%)				
	Quarter 1/2022	Quarter 2/2022	Quarter 3/2022 ¹	Quarter 4/2022	Total
The Company factory in Thailand (Tha Chalom, Samut Sakorn)	1,818.6 tons / 73.2 %	2,445.6 tons / 98.5 %	1,701.7 tons / 68.5 %	1,852.1 tons / 74.6 %	7,818.0 tons per year / 78.7 %
The subsidiary factory in Cambodia (Preah Sihanouk, Cambodia)	283.7 tons / 56.9 %	208.4 tons / 41.8 %	138.0 tons / 27.6 %	284.2 tons / 57.0 %	914.3 tons per year / 45.8 %

Remark: /1 - The third quarter of every year is the off-season cropping of mango.

Dehydrated Fruit Production Process:



1.2.2.2 Canned Fish

From the experience gained in the canned fish business until the establishment of the Company over 90 years, it could be said that the Company is one of the first canned fish producers in Thailand. Currently, the Company's canned fish products are certified by GHPSGHPs, HACCP, BRCGS, HALAL, US FDA. The distribution of canned fish products is divided into 2 types, namely sales under the Company's brand and Contract manufacturing (OEM).

- (1) Sales under the Company's brand is a ready-to-eat processed product. The main ingredients are sardine, mackerel and white scale fish. Sardine and mackerel would be taken to steaming and flavoring process, such as sardine in tomato sauce, mackerel in tomato sauce, sardine in curry tomato sauce, mackerel in spicy tomato sauce, and mackerel in ginger tomato sauce, etc., while white back fish would be fried crispy and flavored. The Company's brands are as follows:

- The "Sumaco" brand is a sardine and mackerel in tomato sauce, curry sauce, spicy seafood sauce (XO Sauce), and ginger tomato sauce product, distributed in Thailand, Vietnam, Hong Kong (the Hong Kong Special Administrative Region of the People's Republic of China), and the United States, etc.



- The “Battleship” brand is a canned fried white scale fish product, with high protein and calcium, easy to carry and distributed in Thailand only.



- The “Triangle” brand is a sardine and mackerel in tomato sauce product, distributed in Thailand and Myanmar.



- The “Eiffel Tower” brand is a sardine and mackerel in tomato sauce product, distributed in Thailand and Myanmar.



- The “Apache” brand is a sardine in tomato sauce product, distributed in Thailand.



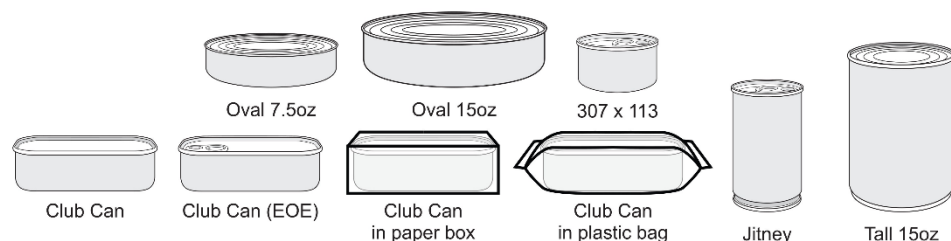
The products under the Company’s brand are available both in the country and in foreign countries. In Thailand, they are available at Modern Trade and leading supermarkets such as Gourmet Market, Max Value, Big C, Villa Market, Tops Market, and Foodland Lotus’s. In foreign

countries, they are mostly exported to neighboring countries, such as Vietnam, Laos, and Myanmar.

- (2) Contract manufacturing (OEM) The Company contracts to manufacture canned fish by using high quality marine fish according to the customer demands. In addition, the Company also has a variety of ingredients for customers to choose from, such as tomato sauce, curry sauce, mushroom sauce, XO sauce, spicy sauce, fish in brine, fish in oil, etc.



There are varied shapes of cans for clients to select. The Company will label the clients' brand on the can according to the pattern that the clients choose. before shipping to the clients. The Company has the canned packaging manufacturing factory, located in Samut Songkhram, producing only an Oval shaped can. The pros of this shape are that it is able to contain a large amount of fish and maintain the fish in the can so that it is not torn apart. When the customers open the can, the fish can be clearly seen, not covered by sauce. The Oval shaped can is therefore a popular form of cans for foreign customers who position their products (Market Positioning) as a Premium Product. For other shaped cans, the Company can order from domestic manufacturers.



Most of the OEM customers of canned fish products are foreign customers. Examples of the customer brands are the "Wild Planet" brand in the United States, the "Morjon" brand in the Netherlands and Suriname, and the "Ocean Catch" brand in the United States, etc.

Marketing and Competition of Canned Fish Products

Product Strategy of Canned Fish Products

The Company pays attention to the quality of the products, starting with the fish selection process. The Company will select the fish based on size, freshness, and cleanliness. Clients can choose to order the Company's canned fish products based on three factors:

- 1) Types of fish include sardines, mackerel, and white scale fish.
- 2) The main types of sauces include tomato sauce, vegetable oil and brine. However, each type of sauce will be adjusted and added flavors such as ginger tomato sauce.

3) Characteristics and sizes of cans The Company can produce cans in a variety of shapes. It could tell that The Company's products are quite diverse and able to show the identity of the product that the customer's order.

The Company's canned fish products are certified by GHPSGHPs, HACCP, BRGGS, HALAL, US FDA. What's more, in order to respond to the new demands of the customers, the Company's Research and Development team will always innovate and develop seasoning sauces according to the ever-changing consumer preferences, apart from the traditional main sauce flavor, in order to make the taste according to what the OEM customers want and the taste that the consumers in that country like.

Pricing Strategy of Canned Fish Products

The Company sets the price by Price List, which is cost plus profit, complying with the Cost Plus Pricing policy, and will be reviewed regularly every year or will be adjusted the median price if there is a significant change in the cost structure during the year. In addition, the Company has set the price to suit the quality of the product and has compared prices with the competitors in order to be competitive. The Company can immediately set the median price for bidding since the Company has many suppliers and has a good relationship with them. Therefore, it can be ensured that the Company can procure raw materials to produce products for clients according to their needs throughout the year and can negotiate raw material prices to a reasonable level. Canned fish products' price is controlled by the Central Committee on the Price of Goods and Services (CCP) (Reference to the Announcement of the Central Committee on the Price of Goods and Services, No. 8, 2021 on Pricing of Goods and Services, effective from July 1, 2021). If the domestic sales price is to be adjusted, there must be permission from the relevant government agencies first. Because the Company generates more than 70% of its revenue from canned fish product sales in the form of OEM from foreign clients, the Company's sales prices are unaffected by the case of being the price-controlled products.

Distribution Channel Strategy of Canned Fish Products

The Company distributes products through various channels such as Sales Force, Agent, Distributor, Modern Trade, Online, and Consignment. About 70% of the revenue from canned fish sales is from the Sales Force. The Company's Sales Force will take care of customers by giving advice on products, bidding, improving product formulas as well as giving after-sales service. Sales Force frequently contacts customers to follow up, inquire about, and plan with them about the quantity of products needed in each period to ensure that customers will receive the Company's products as planned. To increase distribution channels to overseas countries for existing clients and expanding the new customer base, the Company therefore uses a strategy of selling through Agents abroad. The Company now has Agents, both individual and juridical person, responsible for introducing the Company's products to the customers, coordinating about documents, helping the customers coordinate about delivery, helping the customers supervise product purchase documents and related documents as well as after-sales service. The Company will make a contract with each Agent. If the Agent can recommend the customers to buy products, then the customers have paid in full, and the Company will pay a commission according to the rate specified in the agency contract. Additionally, selling through Distributor is another strategy that the Company has applied in the past 5 years and has a steadily growing proportion of sales. The Company has entered into an agreement to appoint a distributor of canned fish in the country, namely Loxley Trading Co., Ltd., to distribute the Sumaco brand's canned fish products to the

clients in Thailand. The Company has clearly set the selling price in the contract. (for more details, see Section 1.2.3 Important Contracts in Business Operations)

The proportion of sales through various distribution channels during 2021–2023 is as follows:

List	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Sales Force	124.93	72.78%	150.32	68.35%	115.95	62.48%
Agent	31.38	18.28%	58.65	26.67%	61.97	33.40%
Distributor	12.54	7.31%	8.91	4.05%	5.57	3.00%
Modern Trade	2.51	1.47%	1.78	0.81%	1.67	0.90%
Online	0.26	0.15%	0.23	0.10%	0.35	0.19%
Consignment	0.04	0.02%	0.04	0.02%	0.06	0.03%
Total Revenue from Canned Fish	171.66	100.00%	219.93	100.00%	185.57	100.00%

Marketing and Public Relation Strategies of Canned Fish Products

The Company intends to market canned fish products through a variety of channels, including:

- Direct engagement by the sales team, which will maintain ongoing communication with customers to monitor orders and nurture customer relationships.
- Regular meetings between company executives, sales teams, and brokers to strategize market expansion, attract new customers, and collaborate on product innovation to meet consumer demands. This includes the vital role of supporting marketing plans and fostering strong relationships with brokers.
- Participation in annual trade shows such as THAIFEX, with a focus on setting up booths to showcase products at relevant events held in Thailand.
- Utilization of social media platforms like Facebook and online shopping applications to reach target audiences.
- Implementation of an annual special pricing campaign and participation in promotional discounts through sales channels, including the distribution of discount codes via platforms like the Shopee application.
- Maintenance of relationships and provision of marketing support to brokers and distributors to stimulate sales, given the highly competitive nature of the canned fish market.

Customer Characteristics and Target Group of Canned Fish Products

Most of the Company's canned fish customers are foreign customers, approximately 68 - 85% of the revenue from canned fish sales in 2021-2023.

Sales Proportion of Canned Fish Products by Sales Form in 2021-2023

List	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenue from Canned Fish						
Domestic	54.77	31.91%	33.03	15.02%	30.20	16.27%
Company's brand	40.83	23.79%	21.03	9.56%	22.37	12.05%
OEM	13.94	8.12%	12.00	5.46%	7.83	4.22%
Bulk Pack	-	-	-	-	-	-
International	116.89	68.09%	186.90	84.98%	155.37	83.72%
Company's brand	38.25	22.28%	12.78	5.81%	8.87	4.78%
OEM	78.64	45.81%	174.12	79.17%	146.50	78.94%
Bulk Pack	-	-	-	-	-	-
Total Revenue from Canned Fish	171.66	100.00%	219.93	100.00%	185.57	100.00%

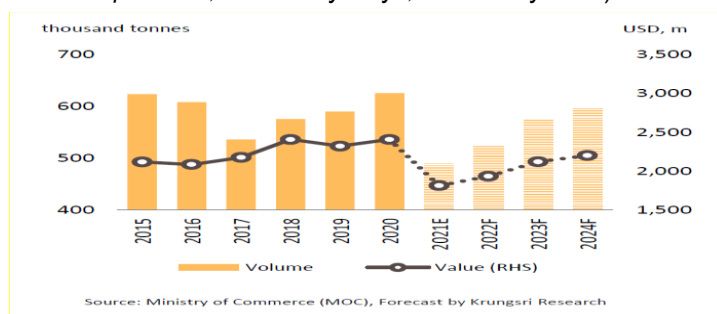
Canned Fish Product Market Industry Conditions

At the beginning of 2020, the canned fish market is getting better after the COVID-19 outbreak situation which the consumers buy products to stock up for distribution or consumption. Yet the overall picture all the year round, the canned fish market is still sluggish until 2021 due to the impact of the Lock Down in Thailand and the foreign countries who buy the Company's products, or even the impact of the purchasing power of consumers caused by unemployment or layoffs or the economic slowdown. In addition, canned fish products are also highly competitive both domestically and internationally. There are now more than 50 brands of canned fish manufacturers and distributors in Thailand, resulting in competition in terms of price and variety of flavors. As a result, many entrepreneurs have to accelerate their marketing efforts and make it easier for consumers to access canned fish products, including selling products through online channels, offering sales promotions to boost the volume of sales. For exporting, whether it's in the form of direct sales or contract manufacturing (OEM), both have been directly affected by the spread of the COVID-19 virus, bringing about a lack of containers containing canned fish products and a higher freight cost. Some customers or Agents therefore need to arrange ships to pick up canned fish products from Thailand to be sold to the destination country to avoid a shortage of products. Regarding competitors in foreign countries, although China and Thailand are the largest exporters, there are still many other important exporting countries such as Vietnam, Poland, and Germany.

From the value of export revenue per domestic sales revenue of canned fish products as mentioned above, this shows that The Company's main target customers are foreign customers. On the other hand, with more than 50 competitors in the country, the Company's domestic canned fish market share is still small. However, the Company has advantages from having its own Can Manufacturing Factory; therefore, it can reduce the cost of cans to a certain extent.

Krungsri Research expects that the canned fish market in 2022-2024 will tend to improve, and the production volume will expand by 5.0% - 6.0% per year since the demand from trading partners is likely to increase in line with the economic recovery and the global trade. Because most Thai canned fish industry are

medium-large entrepreneurs with the high occupational health standards and are constantly developing new products, so the products' value is getting increased. Besides, it is also expected that export volume and value will return to average growth of 4.0%-7.0% and 3.5%-6.5% respectively. However, the inclement weather that will affect the fishery, a shortage of raw materials, the rising production costs (fish, steel and energy), labor shortages, tighter trade barriers, especially Non-Tariff Barriers (NTBs), such as unsustainable fishing and the illegal labor, must be taken into consideration. In addition, currently, there is a trend of consuming fresh food for health, reducing the consumption of canned or processed food from the factory. These challenging factors may affect the profitability of the business, especially the SMEs entrepreneurs. (Source: Krungsri Research Department, Bank of Ayudhya, 11 January 2022)



Procurement of Canned Fish Products

The Company procures fish raw materials, from both domestic and abroad. The fish ordered will come in the form of fresh fish and frozen fish, depending on the types of fish, customer's requirements, and the computation from the sales department. The Company mainly purchases fresh fish from domestic trade partners. Most of them are fish markets in Thailand or fish importers from abroad. For frozen fish, the Company will order from the importers and the overseas partners. Most of which are the orders for fish that cannot be bought in Thailand or the orders that the clients want a special type of fish that must be ordered from abroad only. In the purchase of fish raw materials, the Company has a Purchase Committee who will have a weekly meeting to plan the purchase of raw materials and assign the Purchasing Staff to update the situation, quantity, and price of each type of raw material. Then, they will prepare a weekly purchasing plan and contact sellers on the Supplier Vendor list. After the Purchasing Staff presents the purchasing plan to the Purchase Committee, they would jointly decide on the list of raw materials, the quantity, and the price they wanted to order each week. The Company manufactures 1-2 types of canned fish per day, so the Company has to plan the most effective manufacturing process by producing the same product for multiple clients on the same day. Furthermore, because the Company has raw materials that are fresh fish and frozen fish kept in cold storage, this enables the Company to be able to produce each type of canned fish throughout the year.

In 2023, the Company purchased raw materials related to canned fish production, 5.76% of the total raw material purchase value. It is an order from a distributor in the country. Accounting for 4.31% of the total value of raw material orders. and imported from abroad accounted for 1.45% of the total value of raw material orders.

Production Process and Production Management of Canned Fish Products

Today, the Company has one Canned Fish Factory, located in Samut Sakhon, and one Can Manufacturing Factory, located in Samut Songkhram. The details of the production assets are as follows:

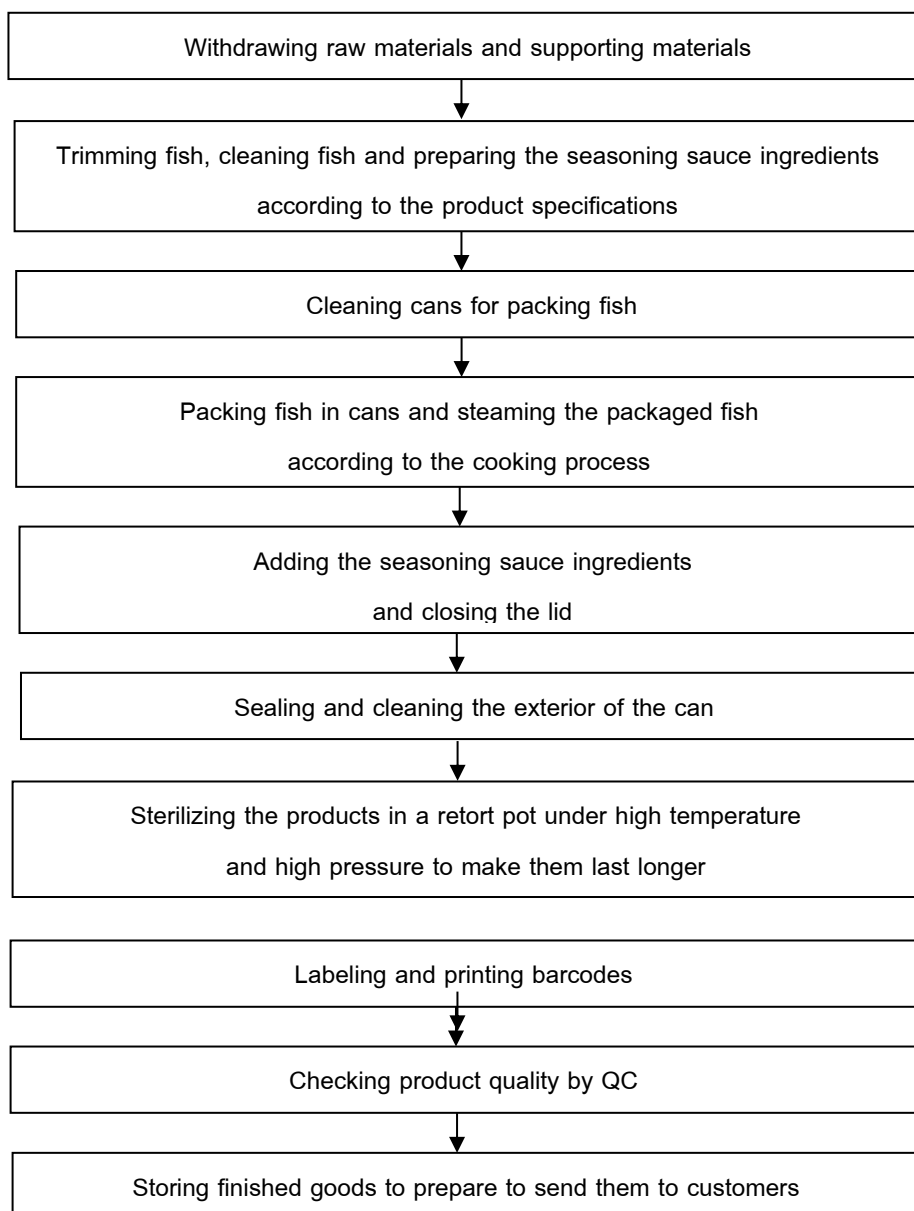
Asset	Production Quantity (tons, million cans) / Capacity Utilization Rate (%) in 2023	Production Capacity (tons per year, million cans per year)
Canned Fish Factory (Tha Chalom, Samut Sakorn)	3,256.10 tons per year / 69.16%	4,708 tons per year
Can Manufacturing Factory (Mueang Samut Songkhram, Samut Songkhram)	24.78 million cans per year / 85.21%	29.08 million cans per year

Remark: for more details, see Section 1.2.3 Assets for Business Operations.

The canned fish production line is located in the same area as the dehydrated fruit factory and the healthy snack factory.

Production Quantity / Capacity Utilization Rate by Quarter 2023

Asset	Production Quantity (tons, million cans) / Capacity Utilization Rate (%)				
	Quarter 1/2023	Quarter 2/2023	Quarter 3/2023 ¹	Quarter 4/2023	Total
Canned Fish Factory (Tha Chalom, Samut Sakorn)	680.8 tons / 14.46%	770.33 tons / 16.36%	906.57 tons / 19.26%	898.4 tons / 19.08%	3,256.10 tons per year / 69.16%
Can Manufacturing Factory (Mueang Samut Songkhram, Samut Songkhram)	7.27 million cans / 100.00%	6.71 million cans / 92.30%	4.25 million cans / 58.46%	6.55 million cans / 90.10%	24.78 million cans / 85.21 %

Canned Fish Production Process:

1.2.2.3 Healthy Snacks

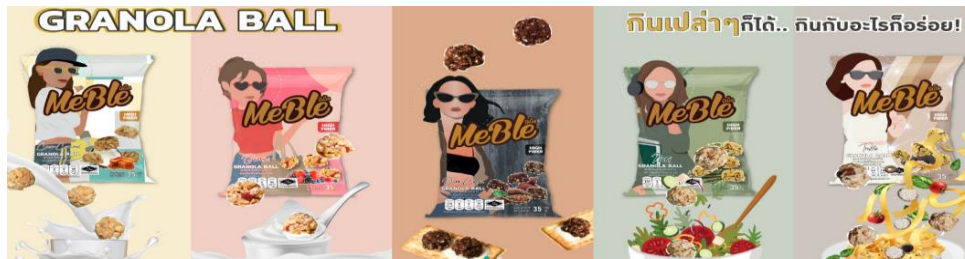
The Company produces the healthy snacks with a healthy baking method and the Vacuum Fried production technology that does not absorb oil, free of cholesterol and trans fats, making the products still retain their nutritional value, taste, and color as completely as possible. Today the healthy snack products that the Company produces include Granola Ball, which can be enjoyed as snacks or eaten with milk or yoghurt as the main meal, as well as Mixed Root Cube and Crispy Chips and Mixed Nut. The Company's distribution of healthy snack products can be categorized into 2 types: Sales under the Company's brand and Original Equipment Manufacturer (OEM).

(1) Sales under the Company's brand

- The "Meble" brand is the Granola product which is a western-style snack with whole grains like oatmeal, nuts, and cashews. This product has a mixing process with various ingredients to increase nutritional value and enhance flavor before being baked. In the production, it would come in the form of a Granola Ball, which is a food that increases energy and has high nutritional value and high fiber content. To expand the product line of healthy snacks, the Company has developed products of Mixed

Root Cube and Crispy Chips, which are fruits fried in a Vacuum fries, resulting in low fat content. These production processes indicate the vision of the Company, “Innovative Healthy Food”.

Under the “Meble” brand, there are also new products, namely Plant-based Original Spice Jerky and Plant-based Beef Jerky, which are based on yam bean and pea protein. They can be eaten as a light meal and are suitable for the customers who love health and want to have healthy vegetarian snacks. They are available both in healthy product stores and in the Company's online channels. The marketing department is now planning to advertise Meble Plant-based Jerky in the Chinese market via WeChat and Red Book. It is anticipated that the advertising will commence in late March or early April 2023.



- The “EROS” brand is a product of mixed nuts. The Company brought dehydrated fruits that are not utilized in the manufacture of dehydrated fruits to be blended with other nuts to create a healthy snack. There are many healthy snack products for the customers to choose from, such as Nutrice, Nuttrus, Nutberry, etc.



The healthy snack products are now available online via various applications: Shopee, Line Shop, Facebook, Instagram, etc., for the general department stores; Icon Siam, Villa Market, Gourmet Market, The Mall, Friendship Supermarket, Foodmart, Best Supermarket, and the stores for organic products and cereals: ALT, Pranaafood, Green and Sunny, etc.

(2) Original Equipment Manufacturer (OEM)

The Company has a variety of production models, whether it is the type of fruit, shape, taste, or even quantity, in order to be able to meet the needs of customers. Sales Model is as follows:

- 1) Bulk Pack: The Company will pack only products with a minimum weight of 1 kg per pack.
- 2) Customer's Branding as Specified by the Customer: The Company produces and packs in retail-packs with the form of packaging the customer needs, such as transparent zip-lock bags, transparent plastic boxes, foam trays covered with transparent plastic, etc., which will be completely branded for each customer before delivery.

Marketing and Competition of Healthy Snack Products

Product Strategy of Healthy Snack Products

Because consumers are now more concerned about their health in terms of diet selection and exercise, the Company has added new products to respond to this health trend by selecting high-quality raw materials,

monitoring the manufacturing process for cleanliness and hygiene, and manufacturing a variety of flavors to meet the demands and popularity among consumers. What's more, the Company also has a Research and Development Department, which is responsible for the development and invention of new products as well as the development of existing products to be more diverse in order to meet the needs of consumers and customers.

Pricing Strategy of Healthy Snack Products

The Company sets the price by Price List, which is cost plus profit, complying with the Cost Plus Pricing policy, and will be reviewed regularly every year or will be adjusted the median price if there is a significant change in the cost structure during the year. In addition, the Company has set the price to suit the quality of the product and has compared prices with the competitors in order to be competitive.

Distribution Channel Strategy of Healthy Snack Products

The Company distributes products through various channels such as Sales Force, Agent, Distributor, Modern Trade, Online, Consignment, and Dropship. The proportion of distribution channels for healthy food products mainly comes from the Sales Force and the Agent. The Company's Sales Force will take care of customers by giving advice on products, bidding, improving product formulas as well as giving after-sales service. Sales Force frequently contacts customers to follow up, inquire about, and plan with them about the quantity of products needed in each period to ensure that customers will receive the Company's products as planned. To increase distribution channels to overseas countries for existing customers and expanding the new customer base, the Company therefore uses a strategy of selling through Agents abroad. The Company now has Agents responsible for introducing the Company's products to the clients, coordinating about documents, helping the clients coordinate about delivery, helping the clients supervise product purchase documents and related documents as well as after-sales service. The Company will make a contract with each Agent. If the Agent can recommend the clients to buy products, then the clients have paid in full, the Company will pay a commission according to the rate specified in the agency contract.

The proportion of sales through various distribution channels during 2021–2023 is as follows:

List	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Sales Force	4.31	68.87%	9.14	91.29%	8.04	87.30%
Agent	1.51	24.12%	0.51	5.10%	0.29	3.11%
Online	0.18	2.91%	0.16	1.66%	0.20	2.16%
Modern Trade	0.17	2.75%	0.12	1.23%	0.49	5.38%
Distributor	0.05	0.71%	-	-	-	-
Consignment	0.03	0.52%	0.07	0.70%	0.19	2.05%
Dropship ^{/1}	0.01	0.12%	0.01	0.02%	-	-
Total Revenue from Healthy Snack Sales	6.26	100.00%	10.01	100.00%	9.21	100.00%

Remark : /1 - It is a new distribution channel that the Company started using in 2021. It is selling products online through a Marketing Influencer or Blogger. The sellers do not need to have their own products, do not need to stock products or send the products to the customers.

Marketing and Public Relation Strategies of Healthy Snack Products

The Company plans to market the product under its own brand through various channels such as:

- The Sales Force communicates with and meets the customers to track the order and continuously maintain relations with the customers.
- Setting up a booth at each event held in Thailand to create the Company's brand awareness because the "Meble" brand has just entered the market.
- Employing actors, influencers, and celebrities to help promote products in the form of Dropship.
- Using social media, namely Facebook or online ordering applications.
- Issuing an annual special price product campaign or participating in giving special discounts through sales channels, such as distributing discount codes in the Shopee application.

Customer Characteristics and Target Group of Healthy Snack Products

Because consumers are more likely to be interested in healthy snacks, the Company's sales of healthy snack products have continued to increase. Most of the Company's customers are foreign customers, approximately 46-77% of the revenue from healthy snack sales in 2021 – 2023.

Sales Proportion of Healthy Snack Products by Sales Form in 2021 - 2023

List	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenue from Healthy Snack Sales						
Domestic	2.02	40.74%	5.39	53.85%	2.83	30.73%
Company's brand	0.43	8.78%	0.60	6.00%	1.78	19.33%
OEM	1.20	24.15%	4.56	45.55%	0.69	7.49%
Bulk Pack	0.39	7.81%	0.23	2.30%	0.36	3.91%
International	2.93	59.26%	4.62	46.15%	6.38	69.27%
Company's brand	0.46	9.30%	0.10	1.00%	-	-
OEM	0.14	2.84%	4.17	41.66%	6.20	67.32%
Bulk Pack	2.33	47.12%	0.35	3.49%	0.18	1.95%
Total Revenue from Healthy Snack Sales	4.95	100.00%	10.01	100.00%	9.21	100.00%

Healthy Snack Product Market Industry Conditions

The healthy snack market is consistent with the healthy food market. That is to say, the growth of the healthy food market will result in the growth of the healthy snack market as well. In the selection of food and snack, the consumers will chiefly consider ingredients, benefits, nutritional values of food and snacks. Today, most of health-conscious consumers are concentrated in urban society. It is found that Thai people consume the most food in "the Functional Food" category, with a market share of 62.30%, because the Functional Food contains nutrients that are beneficial and good for health, such as brain nourishing products, vitamin products or the beauty drink. It is followed by "Minimally Processed Natural Healthy Foods" such as milk, grains, fruits and vegetables, etc., with a market share of 21.7%; "Free From products", or products without ingredients that are harmful to health such as preservatives, GMO, sugar, trans fat, etc., with a market share of 11.80%; and "Organic Food", with a market share

of 0.30% or a value of about 555 million baht, but with the highest growth rate in the past 5 years with an average growth of 9.00% per year.

Currently, the overall picture of healthy food and beverage market in Thailand is worth more than 191,893 million baht. Although healthy food and healthy beverages tend to cost more than regular food causing the health-conscious consumers to turn to taking care of their health mainly through exercise, yet it is expected that in 2023 the market value will increase because there is still a supporting factor from the customers' behaviours of living in a hurry, spending more time working, becoming more stressed, hardly exercising, but at the same time still being aware of having good health. This supporting factor makes consumers seek products for their health and well-being.

Procurement of Healthy Snack Products

Raw materials used for producing healthy snacks include fresh fruits, puffed rice, nuts, taro, sweet potatoes, etc. For fresh fruit raw materials, the Company will use them in conjunction with fresh fruit raw materials from the dehydrated fruit group. There are procurement methods specified in the category of procurement of dehydrated fruit raw materials. For other raw materials, such as puffed rice, beans, taro, sweet potatoes, the Company will buy all of them from the trade partners in Thailand. The trade partners have to preliminarily process raw materials as specified by the Company, such as peeling and slicing into various shapes. After receiving raw materials from the trade partners, the Company has to inspect the quality of the raw materials every time by considering the size, color, shape and foreign matter, etc. In the purchase of healthy snack materials, the Company has a Purchase Committee who will have a weekly meeting to plan the purchase of raw materials and assign the Purchasing Staff to update the situation, quantity, and price of each type of raw material. Then, they will prepare a weekly purchasing plan and contact sellers on the Supplier Vendor list. After the Purchasing Staff presents the purchasing plan to the Purchase Committee, they would jointly decide on the list of raw materials, the quantity, and the price they wanted to order each week. Since the Company still does not have much production of healthy snacks, the purchase of raw materials for healthy snack products is still a small amount. In 2022, the Company purchased healthy snack materials for about 0.16% of the total purchase value of raw materials. All these materials are ordered from the distributors in Thailand, divided into 0.09% of snack raw materials, 0.02% of snack ingredients, and 0.05% of snack packaging. In 2023, the Company purchases raw materials related to the production of healthy snacks, approximately 0.30% of the total raw material purchase value. All orders are from distributors in Thailand.

Production Process and Production Management of Healthy Snack Products

Today, the Company has one Healthy Snack Factory, located in Samut Sakhon, using the production capacity together with the production of dehydrated fruits. The details of the production assets are as follows:

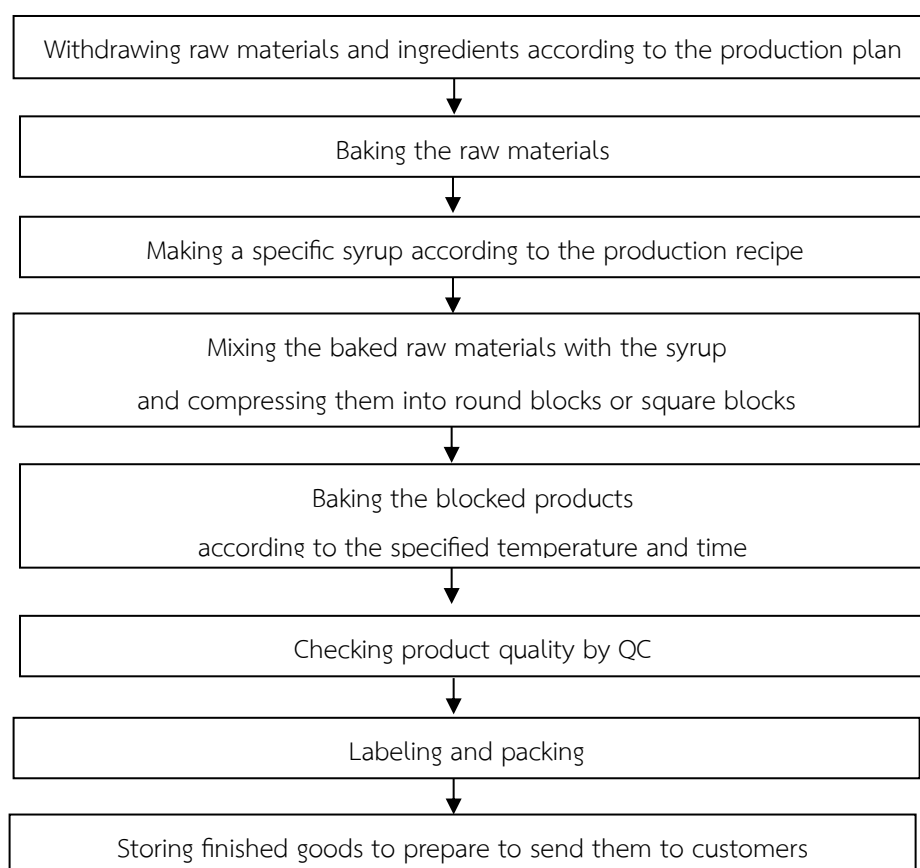
Asset	Production Quantity (tons) / Capacity Utilization Rate (%) in 2023	Production Capacity (tons per year)
Healthy Snack Factory (Tha Chalom, Samut Sakorn)	75.36 tons per year / 67.29 %	112 tons per year

Remark : The healthy snack production line is located in the same area as the dehydrated fruit factory and the canned fish factory.

Production Quantity / Capacity Utilization Rate by Quarter 2022

Asset	Production Quantity (tons) / Capacity Utilization Rate (%)				
	Quarter 1/2023	Quarter 2/2023	Quarter 3/2023	Quarter 4/2023	Total
Healthy Snack Factory (Tha Chalom, Samut Sakorn)	14.80 tons / 52.86%	4.43 tons / 15.82%	8.59 tons / 30.68%	47.54 tons / 169.78%	75.36 tons per year / 67.29%

Healthy Snack Production Process:



The Forms of Distribution of the Company's Products and the Company's Customer groups

The Company distributes products to both domestic and foreign clients. There are 3 forms of distribution, consisting of 1. Contract Manufacturing (OEM) 2. Bulk pack 3. Sales under the Company's Brand. The Customers' Details are as follows:

The Forms of Distribution	The Customers' Details
1. Contract Manufacturing (OEM)	The Company contracts to produce dehydrated fruits, canned fish and healthy snacks according to customers' requirements (OEM). These products will be packaged as retail-packs, which the customers can specify product attributes according to their needs, such as types of fruits, types of fish, flavors, ingredients, and packaging styles. The Company's OEM customers consist of the Importer Company abroad (Importer), the Exporter Company

The Forms of Distribution	The Customers' Details
	in the country and abroad (Trader), and the Food and Snack Distributor Company in the country.
2. Bulk Pack	The Company manufactures and sells dehydrated fruits and healthy snacks in large packs. The minimum product packaging size is set at 1 kilogram per pack. The Company's Bulk Pack customers consist of the Importer Company abroad (Importer), the Exporter Company in the country and abroad (Trader), and the Food and Snack Distributor Company in the country.
3. Sales under the Company's Brand	The Company manufactures and sells dehydrated fruit products under the "EROS" brand and the "Bangkok Tasty" brand; canned fish products under the "SUMACO" brand; and healthy snacks: Granola under the "MEBLE" brand; and nuts mixed with dehydrated fruits under the "EROS" brand. The customers who buy products under the Company's brands include Moderntrade and leading Supermarkets, such as Gourmet market, CJ express, Max Value, Big C, Villa Market, Tops market, and Foodland, as well as retail customers who order through the Company's website, www.chinhuay.com, and e-commerce channels such as Shopee, etc.

Research and Development

The Company pays attention to research and development, both product development and production process development by focusing on developing the products to be high-quality and diverse in accordance with changes in consumers' behaviors and needs. Additionally, the Company's research and development also contributes to building capability and competitiveness because the Company has the Research and Development (R&D) staff who are knowledgeable and experts in researching and developing products to be diverse and meet international standards. The Company has research and development strategies in line with the Company's vision of being a manufacturer and distributor of Innovative Healthy Food as follows:

1. R&D Innovation Center: The Company has built a R&D Innovation Center at the Company's manufacturing factory in Tha Chalom Sub-district, Samut Sakhon Province, to be a research and development center with modern tools and equipment, as well as machines and laboratories. Moreover, the Company also concentrates on being a One Stop Service for the clients to cooperatively develop new products according to the clients' demands (Tailor-made Products), i.e. Processed Fruit and Healthy Snack. For supporting product development with clients, both in the form of Original Equipment Manufacturing (OEM) and Original Design Manufacturing (ODM).
2. R&D Trends of Differentiation: The Company emphasizes developing products to move towards the Future Food Trend that the consumers are paying more attention to health. Consequently, the Company is determined to differentiate the products to support the needs of the consumers in the era, such as the production of Clean Healthy Food and Snack, the production of Products without Sugar (No Sugar) or Low Sugar Formula (Low sugar). What's more, the Company will create new product innovations in the future, including products made from plants (Plant Based Food and Snack), which will result in the Company's products being different from those of competitors and increasing business opportunities with future partners.

3. **Business Partnership:** The Company jointly conducts research and development with external agencies that specialize in many fields, such as government agencies, private agencies, and leading universities in the country, both Science Partner, Trading Institute or Trader in order to exchange knowledge in product creation and support the demands of the customers in each era.

The Company has Research and Development of Products and Production Process in recent times as follows:

- Product Development

New products invented by the Company's Research and Development Department come from the annual research and development plan that has been analyzed by market demands, consumer trends, and the development of products according to the needs of the customers. In the past 3 years, the Company's Research and Development Department has developed the following products:

- The Development of Healthy snack Products, namely Granola which is a western-style snack with whole grains like oatmeal, and Vacuum-fried vegetables and fruits (Mixed Root Cube and Crispy Chips) such as fried sweet potatoes, taro chips, watermelon chips, pumpkin chips, etc., to meet the needs of consumers with a tendency to consume safe, healthy and quality food.
- Research and development of dehydrated mango products supplemented with probiotic microorganisms (Probiotic Dehydrated Mango) in collaboration with external agencies. This is the Company's innovative product (Innovation). It is unveiled at a trade show in the United States at the beginning of March 2022.
- Product development in collaboration with OEM customers, such as oranges with salt, mangoes with chilli, etc.
- Development of Low Sugar or No Sugar dehydrated fruit products to create product alternatives for meeting the health care trend of consumers who want to have less-sweet desserts.
- Developing and inventing new production formulas to meet the ever-changing needs and behaviors of consumers.

- Production Development

Apart from the research and development of new products, the Company and its subsidiaries also place importance on the development of production processes in order to increase efficiency and reduce production costs. In the past 3 years, the Company's Research and Development Department has developed the production process as follows:

- Development of automatic packing machines, in cooperation with Japanese agencies, making the Company pack products faster with more volume and reduce the cost of packing products because of the reduced manpower needs for sorting the products in the packaging.
- The Research and Development Department has developed an Airing Automatic Line in collaboration with the Company's Engineering Department to reduce production costs because it reduces manpower to arrange products for airing before entering the dehydrating process.

In 2021-2023, the Company has research and development expenses as follows:

(unit : million baht)

List	Year 2021	Year 2022	Year 2023
Research and Development Expense	4.73	4.78	5.67

Remark: The important research and development expenses are salaries and welfare expenses for Research and Development staff, equipment, chemicals and related materials fees, and consulting professional fees.

The Production and International Export Standards that the Company has received

Today, the Company's products are certified according to the production and international export standards as follows:

1) GHPS (Good Manufacturing Practice)

It is a good practice and standard in food production to control quality and safety, starting with the location of the factory, building structure, and production process by controlling from the beginning of production planning and the control system of raw materials during production, finished products, storage, quality control, and transportation to consumers. GHPS is also the basic quality assurance system before moving on to other higher standards of quality assurance systems, such as ISO 9000 and HACCP.

2) HACCP

It is a standard for preventing hazards that may affect food consumers. It focuses on the assessment and analysis of hazards that may contaminate food, including Biological Hazard, Pathogen, Chemical Hazard, and Physical Hazard. There are 7 principles of assessment and analysis, namely 1) Analyze Hazard 2) Determine Critical Control Points 3) Determine Critical Value 4) Determine Systems for Monitoring Critical Control Points 5) Determine Corrective Measures (when it is found that the critical point is not under the specified critical value) 6) Define Review Methods (to maintain the operational efficiency of the HACCP system) and 7) Define Appropriate Documenting Measures (relating to practices and records).

3) The British Retail Consortium Global Standard

It is a food safety standard created by a consortium of large retailers such as Tesco, Sainsbury's, Iceland Foods, Waitrose, Safeway, The Co-operative Group, and Asda Stores. The current BRC is issue 4, enforced in 2005. The BRCGS standard is a standard created by the British Retail Consortium, which consists of 6 main parts as follows:

- HACCP system
- Quality Management System
- Factory Environment Standards
- Product Control
- Process Control
- Personnel

4) USDA Organic

The products classified as Organic according to the U.S. Department of Agriculture's Standard must be made out of raw materials that have not been genetically modified or disinfected by irradiation; additionally, plants must grow in soil that does not use chemical fertilizers or manure.

5) HALAL

It is food that has been processed through mixing, cooking, assembling, or transforming according to Islamic law, which is a guarantee that this food can be consumed by Muslims.

6) KOSHER

It is a guarantee that products are produced using raw materials and processes according to the Jewish faith. The foods that must be certified include meat, dairy products, and neutral foods such as cabbage, eggs, coconuts, grapes, pineapples, rice, etc.

Environmental Impact Management

The Company is aware of the importance of environmental management as well as the importance of preventing and controlling the impact of business operations. The Company has the agency to supervise and improve operations continually to control pollution levels to be within the specified standard.

1. Wastewater Management System

The Company has a wastewater treatment system with a wastewater interceptor and a wastewater filter system. The wastewater will be filtered and measured to meet the standards before being released to the water source outside the factory.

2. Waste Management System

The Company has a waste separation process to facilitate disposal based on the type of waste. For toxic or hazardous waste, the Company will contact the waste disposal contractors from outside to dispose of waste legally.

1.2.3 Assets for Business Operations

Main Fixed Assets in Business Operations

As of December 31, 2022, the net value of the Company and its subsidiaries' fixed assets in business operations was 846. million baht.

Asset Type	Asset Characteristics	Ownership	Obligation	Net Worth as of December 31, 2023 (Million Baht)	Asset Utilization
1. Land and Land Improvement	30 Plots of Land Title Deeds, at Tha Chalom Sub-district, Mueang Samut Sakhon District, Samut Sakhon Province	The Company	Mortgaged with a Financial Institution in the Amount of 25 Deeds (5 Deeds not Burdened), Mortgage Value 148.42 million Baht	240.22	The Factory in Tha Chalom Sub-district
	7 Plots of Land Title Deeds, at Tha Sai Sub-district, Mueang Samut Sakhon District, Samut Sakhon Province	The Company	Mortgaged with Financial Institution, Mortgage Value 58.26 million Baht		Warehouse in Tha Sai Sub-district
	1 Plot of Land Title Deeds, at Bang Kaeo Sub-district, Samut Songkhram District, Samut Songkhram Province	The Company	Mortgaged with Financial Institution, Mortgage Value 45.17 million Baht		Can Manufacturing Factory in Bang Kaeo Sub-district, Samut Songkhram District
2. Building and Building Improvement	181, Tha Kham Road, Samae Dam Sub-district, Bang Khun Thian District, Bangkok	The Lease Agreement	-	350.30	Head Office Building
	85/1-3, Thawai Road, Tha Chalom Sub-district, Mueang Samut Sakhon District,	The Company	Mortgaged with Financial Institution		Manufacturing Factory in Tha Chalom Sub-district

Asset Type	Asset Characteristics	Ownership	Obligation	Net Worth as of December 31, 2023 (Million Baht)	Asset Utilization
	Samut Sakhon Province				
	36, Village No. 9, Bang Kaeo Sub-district, Mueang Samut Songkhram District, Samut Songkhram Province	The Company	Mortgaged with Financial Institution		Can Manufacturing Factory
	56/3, Village No. 2, Khung Nam Won Sub-district, Mueang Ratchaburi District, Ratchaburi Province	The Company	Mortgaged with Financial Institution		Manufacturing Factory
	9/99, Village No. 5, Tha Sai Sub-district, Mueang Samut Sakhon District, Samut Sakhon Province	The Company	Mortgaged with Financial Institution		Warehouse in Tha Sai Sub-district
	Phum Smach Deing, Khum Ram, Srok Prey Nub, Preah Sihanouk Province, Kingdom of Cambodia	The Subsidiaries CHC	-		Manufacturing Factory in Cambodia
3. Machinery and Equipment	Machinery and Equipment used in the Manufacturing Factory	The Company / The Subsidiaries	-	121.94	Used in Operations

Asset Type	Asset Characteristics	Ownership	Obligation	Net Worth as of December 31, 2023 (Million Baht)	Asset Utilization
		CHC			
4. Factory Equipment	Tools and Equipment in the Manufacturing Factory and the Warehouse	The Company / The Subsidiaries CHC	-	23.75	Used in Operations
5. Furniture and Office Equipment	Furniture and Office Equipment used in the offices of the Company and its subsidiaries	The Company / The Subsidiaries CHC	-	8.28	Used in Operations
6. Vehicle	Vehicles used in Operations	The Company / The Subsidiaries CHC	-	6.56	Used in Operations
7. Work in progress	Assets under Construction and Installation		-	6.92	
Total Properties, Lands and Equipment - Net				757.98	
8. Investment Property	88.38	The Company	Mortgaged with Financial Institution, Mortgage Value 11.46 million Baht	87.62	Vacant Land
	1 Plot of Land Title Deeds, at Bang Kaeo Sub-district,	The Company	Mortgaged with Financial Institution, Mortgage Value 45.17 million Baht		Vacant Land

Asset Type	Asset Characteristics	Ownership	Obligation	Net Worth as of December 31, 2023 (Million Baht)	Asset Utilization
	Samut Songkhram District, Samut Songkhram Province				
	6 Plots of Land Title Deeds, at Tha Sai Sub-district, Mueang Samut Sakhon District, Samut Sakhon Province	The Company	Mortgaged with Financial Institution, Mortgage Value 44.07 million Baht		Vacant Land
Total Investment Properties				88.38	

The Right of Use Asset

As of December 31, 2023, the Company and its subsidiaries had the right of use assets of 59.26 million baht, which result from land lease agreements, office building lease agreements, and forklift trucks lease agreements for use in business with a contract term of more than 1 year.

Intangible Asset used in Business Operation

As of December 31, 2023, the Company and its subsidiaries had net intangible assets, equal to 6.21 million baht, which are computer software.

Important Contracts concerned with Business Operation

1) Asset Lease Agreement

Lease Agreement with Connected Person

Lease 1

Landlord	: C.H. Treasury Company Limited
Tenant	: Chin Huay Public Company Limited
Leased Property	: Two-storey building, Number 181 and Single-storey building, Number 181/2, Tha Kham Road, Samae Dam Sub-district, Bang Khun Thian District, Bangkok with the area around the building which is the parking area, Total Area: 3-1-42.9 rai (1 rai = 1,600 square meters)
Lease Purpose	: To be used as an office building and storage building
Lease Period and Lease Renewal	: 3 Years (from September 1, 2021 to August 31, 2024) When the lease period expires, the lessee has the right to renew this lease four more times for the term of the three-year lease, if the lessor agrees to extend the contract. The lease rate is adjusted by 10 percent every 3 years from the lease rate before the contract is renewed. The lessee must notify the landlord to extend the lease in writing at least 30 days before the end of each lease agreement.
Lease Rate	: 293,000 baht per month
Other Conditions	: <ul style="list-style-type: none"> • The tenant agrees to be responsible for minor repairs. As for major repairs, it is the responsibility of the landlord. • While the lease is in effect, if the landlord wants to sell the leased land, the landlord must notify the lessee together with the price, covenant or conditions so that the lessee has the right to buy the leased land before other interested parties. In case the tenant thinks the price is too high, the tenant has the right to negotiate the price and payment conditions. If the negotiation does not reach a resolution, the landlord has the right to offer for sale to another person. However, in the event that the landlord would like to sell the leased land at a lower price and/or with better conditions than the previous one. The landlord must provide better conditions for the tenant to reconsider. The above should be followed every time the lessor would like to sell to other buyers with lower prices and/or conditions than previously offered to the lessee. <p>In case the lessor has already sold the leased land to another person, the lessee</p>

still retains all rights under this lease agreement. The lessor must notify the purchaser to acknowledge and agree to comply with the conditions in this contract during the period that the lease agreement is effective.

Lease 2

Landlord	:	Maruay Estate Co., Ltd.
Tenant	:	Chin Huay (Cambodia) Co., Ltd. (the subsidiary)
Leased Property	:	The vacant land locates in Smach Deng Village, Ream Commune, Prey Nob District, Preah Sihanouk Province, Cambodia. The land size is about 105,000 square meters.
Lease Purpose	:	To be used as a factory and warehouse location in Cambodia
Lease Period and Lease Renewal	:	30 years (from September 1, 2022 to October 31, 2051) When the lease period expires, the lessee has the right to renew this lease 3 more times for the term of the 10-year lease, if the lessor agrees to extend the contract. The lease rate is adjusted by 10 percent every 3 years from the lease rate before the contract is renewed. The lessee must notify the landlord to extend the lease in writing at least 3 months before the end of each lease agreement. Both parties will consider agreeing on the rental rate according to the market rate on the date of making the new lease agreement. It has been appraised by an independent appraiser on the list of the SEC.
Lease Rate and Common Value	:	2500 U.S. dollar per month, the rental rate is adjusted every 3 years at the rate of 5.00 percent of the original rental.
Other Conditions	:	<ul style="list-style-type: none"> The tenant must not sublease all or part of the leased premises. In case the lessor has already sold the leased land to another person, the lessee still retains all rights under this lease agreement. The lessor must notify the purchaser to acknowledge and agree to comply with the conditions in this contract during the period that the lease agreement is effective.

2) Policy contract

Asset All Risk Insurance	
Insurance Effective Date	: March 4, 2022
Due Date	: March 4, 2022
The Assured	: Chin Huay Public Company Limited
Insurance Type	: Property Insurance
Sum insured	: 975.00 million baht
Insurance Details	Details of the insured property include <ol style="list-style-type: none"> Buildings and Structures 280.00 million baht Machinery, Spares and Equipment 299.00 million baht Inventories 396.00 million baht

Insured Place	: <u>Location 1</u> Sum insured 806.00 million baht Canned Fish Factory and Dehydrated Fruit Factory, at 85/1-3, Thawai Road, Tha Chalom Sub-district, Mueang Samut Sakhon District, Samut Sakhon Province. <u>Location 2</u> Sum insured 20.00 million baht Office/Warehouse 181/2, Tha Kham Road, Samae Dam Sub-district, Bang Khun Thian District, Bangkok <u>Location 3</u> Sum insured 68.00 million baht Can Manufacturing Factory 36, Village No. 9, Rama 2 Road, Bang Kaeo Sub-district, Mueang Samut Songkhram District, Samut Songkhram Province <u>Location 4</u> Sum insured 81.00 million baht Warehouse 9/99, Tha Sai Sub-district, Mueang Samut Sakhon District, Samut Sakhon Province
Coverage Details	: Physical loss or damage to the insured property from various perils, such as fire, lightning, explosion, windstorm, airborne peril, vehicle peril, smoke peril, earthquake, flood peril, water peril, wildfire peril, hail peril, threats from traffic, burglary with signs of building break-in, robbery, and accidental damage from other external causes

Third Party Liability Insurance	
Insurance Effective Date	: March 4, 2022
Due Date	: March 4, 2023
The Assured	: Chin Huay Public Company Limited
Insurance Type	: Third Party Insurance
Sum insured	: 10.00 million baht
Insured Place	: Within the insured premises and the territory of Thailand, except America and Canada, for traveling abroad (for sales staff only) The insured establishment consists of: <u>Location 1</u> Canned Fish Factory and Dehydrated Fruit Factory, at 85/1-3, Thawai Road, Tha Chalom Sub-district, Mueang Samut Sakhon District, Samut Sakhon Province <u>Location 2</u> Office/Warehouse 181, Tha Kham Road, Samae Dam Sub-district, Bang Khun Thian District, Bangkok <u>Location 3</u> Can Manufacturing Factory 36, Village No. 9, Rama 2 Road, Bang Kaeo Sub-district, Mueang Samut Songkhram District, Samut Songkhram Province <u>Location 4</u>

	Warehouse 9/99, Tha Sai Sub-district, Mueang Samut Sakhon District, Samut Sakhon Province
Coverage Details	: Legal liability of the insured to pay compensation for <ol style="list-style-type: none"> 1. Death or bodily injury or illness or damage or loss of property of the third party <ul style="list-style-type: none"> - Occurring within the establishment or from the use of the establishment - Occurring from the insured or his employees who work regularly at the establishment while performing duties outside the establishment (for sales staff only) 2. Expenses and fees for claiming compensation which the insured must compensate the claimant
Products-Completed Operations in Business Insurance	
Insurance Effective Date	: April 25, 2023
Due Date	: April 25, 2024
The Assured	: Chin Huay Public Company Limited
Insurance Type	: Products-Completed Operations
Sum insured	: 0.50 million USD
Insurance Details and Insured Place	: Insurance arising from canned products, fish products, fruit, nut, and fry products, covering areas around the world, including the United States and Canada
Coverage Details	: To indemnify the Insured from the total amount that the Insured is legally liable to indemnify in respect of <ol style="list-style-type: none"> 1. Personal injury and bodily injury or death to any person 2. Loss or damage to any person's property, caused by the Company's malicious work processes or harm from the Company's products

Public and Product Liability Insurance	
Insurance Effective Date	: October 16, 2023
Due Date	: October 16, 2024
The Assured	: 1. Chin Huay Public Company Limited 2. Walmart Inc. and its subsidiaries and partners
Insurance Type	: Public and Product Liability Insurance
Sum insured	: 4.00 million USD
Insured Place	: Public Liability – within Thailand and expanded to include all over the world including the United States and Canada for the case of having a business trip abroad Product Liability – worldwide including the United States and Canada

Coverage Details	:	To indemnify the Insured from the total amount that the Insured is legally liable to indemnify in respect of <ol style="list-style-type: none"> 1. Personal injury and bodily injury or death to any person 2. Loss or damage to any person's property 3. Expenses and fees for claiming compensation which the insured must compensate the claimant
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Property All Risks Insurance		
Insurance Effective Date	:	March 30, 2022
Due Date	:	March 30, 2023
The Assured	:	Chin Huay (Cambodia) Company Limited
Insurance Type	:	Property Insurance
Sum insured	:	290.00 million baht
Insurance Details	:	Details of the insured property include <ol style="list-style-type: none"> 1. Buildings and Structures 170.00 million baht 2. Machinery, Spares and Equipment 84.00 million baht 3. Inventories 36.00 million baht
Insured Place	:	Phum Smach Deing, Khum Ram, Srok Prey Nub, Preah Sihanouk Province, Kingdom of Cambodia
Coverage Details	:	Physical loss or damage to the insured property from various perils, such as fire, lightning, explosion, windstorm, airborne peril, vehicle peril, smoke peril, earthquake, flood peril, water peril, wildfire peril, hail peril, threats from traffic, burglary with signs of building break-in, robbery, and accidental damage from other external causes

3) The Agency Appointment Agreement

The Company has contracts with individuals and juristic persons in the country and abroad to appoint a sales agent of the Company. The Company will pay agent a percentage of the sales value. The key details of the agency appointment agreement are as follows:

The Agency Appointment Agreement		
Promiser	:	Chin Huay Public Company Limited
Commission	:	Percentage of the value of the goods sold by the agent depends on agreement.
Product Type	:	Dehydrated fruit products and crispy fruit products
Important Contract Details	:	<ul style="list-style-type: none"> ● The parties to the contract will be agents selling products to the Company and responsible for managing the transactions between the Company and its customers every time a purchase is made. ● If the agent can sell the product: Due to the result of the agent pointing out channels or arranging for the Company to sell products, the agent will receive a

		<p>return as a percentage of the sales value, not more than agreed. The Company will pay the compensation to the agent after the Company has received the full amount of money from the purchaser in each transaction.</p> <ul style="list-style-type: none"> ● In case the agent receives a commission from a customer who purchases the Company's products. The Company will not pay commission. ● In the event that the agent sells more than or higher than what was agreed in this contract, the Company agrees to give the excess amount to the agent. The agent will be responsible for paying taxes and fees. ● In case the Company is in breach of contract and refuses to sell the products, when the agent has pointed channels and arranged for the Company to sell products, the Company agrees to pay the agent according to this contract, except in the event that the products sold are expropriated by the government or there is a court order prohibiting the sale, which is not the Company's fault.
Contract Termination	:	<ul style="list-style-type: none"> ● In case the agent is in breach of contract, damaging the Company, the Company has the right to terminate the contract and stop paying the compensation the agent is entitled to receive, if that fault can be traced and caused by the mistake of the agent's management. ● If there is no product trading within 1 year from the contract date, the agent contract will be terminated right away.

4) The Distributor Appointment Agreement

As of December 31, 2022, the Company entered into a distributor appointment agreement with a juristic person to sell canned fish products in Thailand. The key details of the contract are as follows:









The Distributor Appointment Agreement		
Promiser	:	Chin Huay Public Company Limited (as "Seller")
Contractor	:	Loxley Trading Company Limited (as "Buyer")
Contract Date	:	November 25, 2021
Product Type	:	Canned fish under the "SUMACO" brand
Purpose of the Contract	:	The seller allows the buyer to be a domestic distributor for 3 years from January 1, 2022 to December 31, 2024
Seller's Promise		<ul style="list-style-type: none"> ● The seller will not produce the same type of product as the contract product by using the "SUMACO" trademark for others to sell in Thailand. ● The seller will ship the product to the buyer's warehouse in the business hours of the buyer within 14 days after receiving the purchase order from the buyer. For all expenses, the seller will pay them by himself. ● The seller will deliver the product according to the package size at the price specified in the addendum to the contract. Additionally, the product must not exceed 4 months from the date of manufacture.





		<ul style="list-style-type: none"> • The seller will accept the return of the product that is not in the condition to be sold, caused by the production process and transportation, with notification from the buyer within 14 days from the date of delivery. However, the seller will not accept the return in the case of expired products, as well as the damage from storage and the buyer's transportation. • Advertising and sales promotion are the buyer's responsibility. The buyer is the only one who has to bear the cost. The seller will pay for the entrance fee of Modern Trade and will support advertising and sales promotion in special cases on a case-by-case basis. The buyer will continue to advertise and promote products throughout the contract period. • In the event that there are more products under the "SUMACO" trademark, the seller will allow the buyer to be the first one to become a distributor of the product. If the buyer refuses to accept the distributorship. The seller is therefore entitled to offer that product to anyone to become a new distributor of that product. • The seller must provide product insurance and comply with the requirements of the Liability Act for damages arising from unsafe products, 2008. If the buyer is sued or demanded compensation for damages from customers or consumers due to the use of this product caused by a production error of the seller, the seller is willing to pay for the damages to the buyer in full and participate in the lawsuit to fight for the purchaser until the case is final. All in all, the seller agrees to be solely responsible for all expenses, attorney's fees, and damages that occur.
Buyer's Promise	:	<ul style="list-style-type: none"> • The purchaser will not sell the same products as those described in this contract, or those will be added thereafter with different designs or trademarks in a manner that seems to compete with the products under this contract. • The purchaser will take care of the goods according to the First in, First out system and keep them in proper condition.
Product Price	:	The price of the product sold by the seller to the purchaser is agreed upon. If the seller needs to change the price according to market conditions and competition, the purchaser and the seller will jointly negotiate and agree on new prices. The new price will take effect within 60 days from the date both parties accept the new price.
Payment	:	The purchaser agrees to pay the seller within 45 days from the date of receipt of the product by paying on behalf of the seller according to the purchaser's payment cycle every Friday of the month.
Contract Termination	:	<ul style="list-style-type: none"> • If the purchaser or the seller considers that the production or distribution operations do not generate reasonable profits, suffer only one-sided losses, or do not go according to the mutually agreed plan, either party has the right to terminate this contract at any time. The other party must be notified in writing at least 90 days in advance.

	<ul style="list-style-type: none"> If the contract party breaches any of the contract terms, the other party has the right to claim damages. In case of unable to agree on damages, the injured party has the right to terminate the contract with effect within 30 days since the date the termination notice is sent to the other party.
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Trademark

The Company and its subsidiaries have trademarks for the distribution of the Company's products, which have been registered trademarks with the Department of Intellectual Property, Ministry of Commerce as follows:

No.	Trademark	Ownership	Type of Products and Services
1.		The Company	Sardine in Tomato Sauce
2.		The Company	Canned Fish and Dehydrated Fruit
3.		The Company	Sardine in Tomato Sauce
4.		The Company	Canned Fish and Dehydrated Fruit
5.		The Company	Sardine in Tomato Sauce
6.		The Company	Canned Fish
7.		The Company	Sardine in Tomato Sauce
8.		The Company	Sardine in Tomato Sauce

No.	Trademark	Ownership	Type of Products and Services
9.		The Company	Rice Cracker and Nut Dessert
10.		The Company	Canned Fish
11.		The Company	Sardine in Tomato Sauce
12.		The Company	Sardine in Tomato Sauce

Investment Policy in Subsidiaries and Associated Companies

The Company has a policy to invest in businesses that do not violate laws or regulations. The Company will not hold shares in subsidiaries or associated companies in the form of cross-shareholding and will not jointly invest with people who may have conflicts, unless there is a necessity. However, it must not violate the law to the point that the Company is disqualified from offering shares to the public or becoming a listed Company. The approval of investment in subsidiaries or associated companies must pass the process of evaluating the worthiness or feasibility of the investment, and if necessary, it may also be proposed to have an Independent Expert Consultant participate in the evaluation before proposing it to the meeting of the Board of Directors or the meeting of the Shareholders for approval in accordance with the scope of approval authority of the Company .

In addition, the Company assigns the management team to send a representative to be a board member of a subsidiary or associated Company in accordance with the shareholding proportion in order for the Company to participate in the supervision and determination of important business operation policies as well as the selection of senior department of subsidiaries or associated companies. What's more, the Company has also set measures to monitor and evaluate investment results. The management team should summarize the quarterly operating results of subsidiaries or associated companies to present to the Audit Committee and the Board of Directors.

As of December 31, 2023, the Company had investments in subsidiaries according to the separate financial statements, equal to 158.14 million baht. The details of the subsidiaries are as follows:

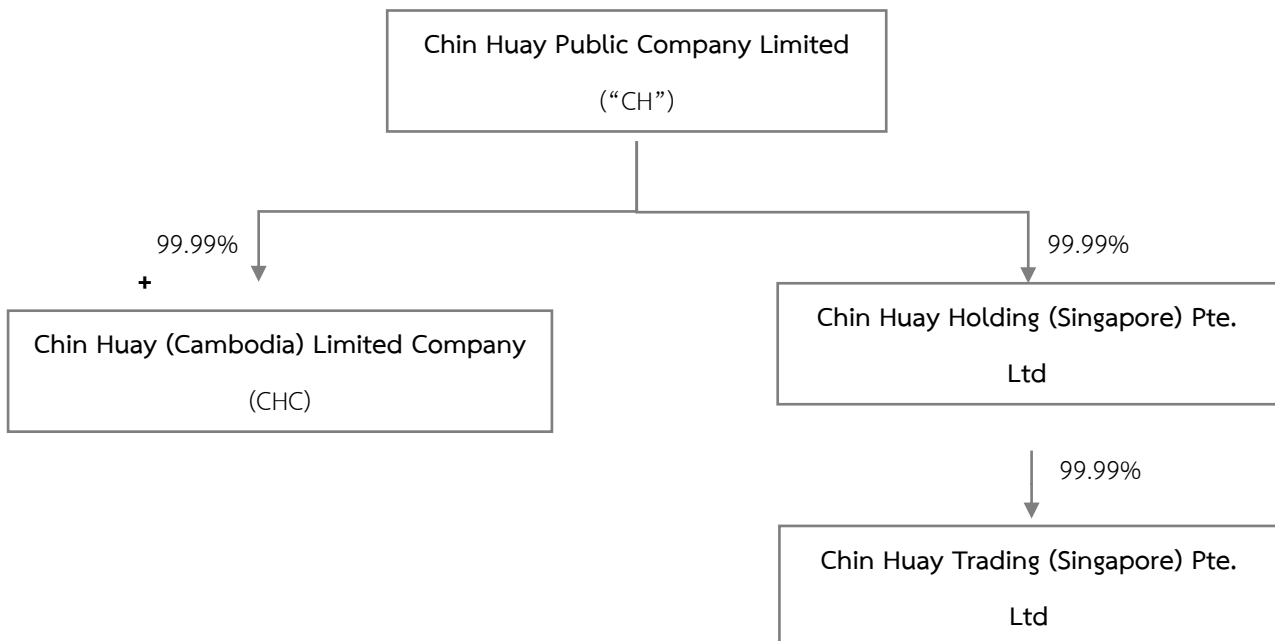
(unit: million)

The Subsidiaries	Registered Capital	Investment Proportion (%)	Book Value of Cost as of 31 December 2023
1. Chin Huay (Cambodia) Co., Ltd. ^{/1}	155.77	99.99%	155.77
2. Chin Huay Holding (Singapore) Pte. Ltd. ^{/2}	2.38	99.99%	2.38
3. Chin Huay Trading (Singapore) Pte. Ltd. ^{/3} held by CHHS	1.14	99.99%	-
Total Investment Value			158.15

1.3 Shareholding Structure of the Corporate Group

1.3.1 Shareholding Structure of the Corporate Group

Shareholding and voting rights of the group as at December 31, 2023 are as follows:



General Information of the Subsidiaries

1) Chin Huay (Cambodia) Limited Company (“CHC”)

Registration Date	:	June 30, 2015
Registered Capital	:	5,000,000 USD
Office Location	:	Phum Smach, Khum Ram, Srok Prey Nub, Preah Sihanouk Province, Kingdom of Cambodia
Nature of Business	:	Manufacture and process dehydrated fruit products
Telephone	:	(+855)-099-839-999
Fax	:	-
E-mail	:	info.ca@chinhua.com
Shareholding Proportion	:	99.99%

2) Chin Huay Holding (Singapore) Pte. Ltd (“CHHS”)

Registration Date	:	February 1, 2021
Registered Capital	:	100,000 SGD
Office Location	:	1 Raffles Place, One Raffle Place, Singapore 048816
Nature of Business	:	Invest in the business of companies that will be established or joint ventures with foreign partners
Telephone	:	-
Fax	:	-
E-mail	:	info.sg@chinhuay.com
Shareholding Proportion	:	99.99%

3) Chin Huay Trading (Singapore) Pte. Ltd (“CHTS”)

Registration Date	:	February 1, 2021
Registered Capital	:	50,000 SGD
Office Location	:	1 Raffles Place, One Raffle Place, Singapore 048816
Nature of Business	:	The Distributor of CHC's products to abroad and the Agent to purchase raw materials from abroad for CHC.
Telephone	:	-
Fax	:	-
E-mail	:	info.sg@chinhuay.com
Shareholding Proportion	:	99.99%

1.3.2 Relationship with Major Shareholder's Business Group

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1.3.3 Shareholder

Name list and shareholding percentage of the top 10 major shareholders of the Company as of December 31, 2023 are as follows:

List of Top 10 Shareholders of the Company			No. of Shares	
			Unit	%
1	CH Family Company Limited ^{1/8}		261,610,000	32.701%
2	Mr. Pravitt Srisengnam ¹		38,076,000	4.760%
3	Mr. Narong Kongkavana		24,390,000	3.049%
4	Mr. Sakda Sresangnum ⁴		22,038,000	2.755%
5	Mr. Sirawit Liptawat		19,636,800	2.455%
6	Mr. Sumait Kunopasvorakul ²		18,690,000	2.336%
7	Mr. Surachart Kunopasvorakul ³		18,400,000	2.300%
8	Mr. Noppadol Srisangnum ⁵		16,804,900	2.101%
9	Mr. Prakob Srisangnam ⁷		14,076,000	1.760%
10	Mr. Charoensak Sribonfha ⁶		13,200,000	1.650%
	Other 5,451 shareholders		353,078,300	44.133%
Total			800,000,000	100.00%

Remark : /1 Mr. Pravitt Srisengnam served as a Director and Chief Investment Officer of the Company

/2 Mr. Sumait Kunopasvorakul served as a Director of the Company

/3 Mr. Surachart Kunopasvorakul, a sibling of the 5th shareholder

/4 Mr. Sakda Sresangnum served as a Director and Chief Executive Officer of the Company

/5 Mr. Noppadol Srisangnum, a Company employee and a sibling of the 7th shareholder

/6 Mr. Charoensak Sribonfa, a sibling of Mr. Kongsak Sribonfa (Director)

/7 Mr. Prakob Srisangnum a father of Mr. Piyawong Srisangnum (Director and Chief Operating Officer)

/8 At the date of establishment of the Company, the shareholders of CH Family Company Limited, each shareholder has identical shareholding proportions to the shareholding proportions in Chin Huay Public Company Limited before the Holding Company was established to acquire CH shares. CH Family Company Limited has a list of top 10 shareholders as of June 30, 2023 are as follows:

List of the top 10 shareholders of CHF		No. of shares	%
1	Mr. Pravitt Srisengnam ^{/1}	996,294	8.10%
2	Mr. Narong Kongkavana	746,698	6.07%
3	Mr. Sirawit Liptatwat	590,152	4.79%
4	Mr. Sumait Kunopasvorakul ^{/2}	569,651	4.63%
5	Mr. Surachart Kunopasvorakul ^{/3}	569,651	4.63%
6	Mr. Sakda Sresangnum ^{/4}	498,150	4.05%
7	Mr. Noppadol Srisangnum ^{/5}	498,150	4.05%
8	Mr. Charoensak Sribonfa ^{/6}	437,334	3.56%
9	Mr. Prakob Srisangnum ^{/7}	437,210	3.55%
10	Mr. Kongsak Sribonfa ^{/8}	389,501	3.17%
	Other 56 shareholders	6,347,424	53.40%
Total Shares		12,300,000	100.00%

Remark : /1 Mr. Pravitt Srisengnam appointed as a director and Chief Investment Officer of the Company

/2 Mr. Sumait Kunopasvorakul appointed as a director of the Company

/3 Mr. Surachart Kunopasvorakul, a sibling of the 5th shareholder

/4 Mr. Sakda Sresangnum served as a Director and Chief Executive Officer of the Company

/5 Mr. Noppadol Srisangnum, a Company employee and a sibling of the 7th shareholder

/6 Mr. Charoensak Sribonfa, sibling of the 10th shareholder

/7 Mr. Prakob Srisangnum a father of Mr. Piyawong Srisangnum (Director and Chief Operating Officer)

/8 Mr. Kongsak Sribonfa appointed as a Director of the Company

1.4 Registered Capital and Paid-up Capital

As of December 31, 2023, the Company has a registered capital and paid-up capital of 400,000,000 baht, divided into 800,000,000 ordinary shares with a par value of 0.50 baht per share.

1.5 Issuance of Other Securities (if any)

The Company does not issue and offer convertible securities or debt instruments, such as debentures and bills, ending on December 31, 2023.

1.6 Dividend Payment Policy

The Board of Directors may consider paying the annual dividends of the Company, which must be approved by the shareholders' meeting, except that it is a dividend payment between times, which the Board of Directors has the power to approve dividends from time to time. Then report the shareholders' meeting at the next meeting.

Dividend Policy of the Company

The Company has a policy to pay dividend at a rate of not less than 40% of net profit (from separate financial statements of the Company) after deducting several reserves required by law and articles of association. The board of directors will approve the dividend payments by taking the utmost benefits of shareholders into account. Such dividend payment must not significantly impact the Company's normal operation. However, the dividend payment is subject to change, depending on the performance and financial position, financial liquidity, business expansion plan, necessity and other suitability in the future and other factors related to the Company's management as the board of directors and/or shareholders deem appropriate.

Dividend Policy of the Subsidiaries

For subsidiaries, there is no minimum rate required to pay dividends. However, the board of directors of the subsidiaries and/or the shareholders of the subsidiaries may consider dividend payments from the annual net profit after deducting legal reserves, given the suitability of business conditions e.g. business expansion plan, performance and financial position, financial liquidity of the subsidiaries.

2. Risk Management

2.1 Risk Management Policy and Plan

The Company acknowledges that risk management is an integral aspect of good corporate governance. Identifying and managing risks facilitates enhanced planning and decision-making, while also uncovering opportunities. Additionally, effective risk management enables the Company to mitigate the impact of significant events that may affect the Company or its shareholders. To this end, the Company has implemented a comprehensive risk management policy to serve as a framework and guide throughout the organization, ensuring the establishment of appropriate responsibilities for controlling identified risks. The Company's risk management policy is outlined as follows:

- 1) The Company operates within acceptable risk parameters to achieve its objectives and meet stakeholder expectations. Risk management is integrated into the annual business planning process, daily administration, decision-making, and various project management activities.
- 2) The Board of Directors has appointed Risk Management Committee tasked with formulating risk management policies covering the entire organization. This committee oversees the implementation of a risk management system or process and presents its findings to the Board of Directors for review.
- 3) All company executives and employees bear responsibility for identifying and assessing risks within their respective departments. They are also tasked with determining appropriate measures to manage identified risks. Quarterly departmental meetings, alongside the risk management working group, will be convened, with biannual reports submitted to the Risk Management Committee.
- 4) Risks that jeopardize the achievement of company objectives must be addressed through the following steps:
 - Timely identification of risks and assessment of their potential impacts.
 - Evaluation of the likelihood of risk occurrence and its potential impact, departmentally.
 - Management of risks in accordance with established criteria, considering associated costs and benefits.
 - Ongoing monitoring to ensure effective risk management across the organization.

2.2 Risk factors for the Company's business operations

2.2.1 Risks to the current business operations of the Company or group of companies covering environmental, social and governance issues

The Company has established a risk management process by analyzing and categorizing risks into five groups: Strategic Risk, Operational Risk, Financial Risk, Process Risk, and Emerging Risk. These risks are evaluated using financial impact indicators, encompassing various impacts including corporate governance, economic, social, and environmental factors. The Company's risk management process adheres to international

standards, specifically COSO ERM: 2017, which includes risk identification, assessment, planning, control, management, and monitoring/reporting. Details are as follows:

Strategic Risk

- **Risk from Consumer behavior around the world has changed**

Consumer behavior is subject to frequent changes, influenced by evolving needs, preferences, and satisfaction levels. Rapidly shifting trends, coupled with modern communication technology, provide consumers with abundant and swift access to information, expanding their range of choices. Today's consumers are increasingly segmented, each subgroup exhibiting distinct behaviors and consuming for varied reasons, including consumption patterns, pricing, product quality, and nutritional details impacting health. Consequently, the Company faces challenges in identifying, predicting, and responding promptly to these dynamic consumer behaviors and trends, potentially leading to a decline in product demand and sales.

The Company acknowledges the risk posed by the swift evolution of consumer behavior globally. Thus, we engage in continual research and monitoring of consumer behavior trends, conducting direct surveys of customer opinions and participating in trade shows worldwide to gauge consumption patterns. Moreover, as members of various trade associations such as the Federation of Thai Industries, Thai Future Food Trade Association, Thai Food Processors Association, and the Thai Chamber of Commerce, we gain insights into consumer needs and concerns. Additionally, we analyze consumer data to develop new products aligned with evolving consumer preferences, aiming to capitalize on emerging opportunities and cultivate new customer segments. In the past year, the Company introduced products such as Crispy Mango/Watermelon Chips, Boutique Thai Fruit Snacks, and dried fruits with probiotics.

- **Risk from Market Competition**

The food processing industry boasts a diverse array of competitors, ranging from large corporations to small-scale enterprises, with new entrants joining the fray regularly. This dynamic landscape intensifies competition across various fronts, encompassing price, quality, and production technology. While the COVID-19 pandemic initially disrupted operations, prompting efforts to bolster production capacity to offset losses, subsequent economic recovery and geopolitical challenges have impacted consumer purchasing power, exacerbating competition dynamics. Key determinants of competitiveness in the food processing sector include raw material costs, product pricing, quality standards, and product innovation. Failure to uphold or enhance these standards vis-à-vis competitors poses a risk of customer attrition, potentially compromising the Company's revenue and profitability.

To mitigate risks associated with market competition, the Company employs two primary strategies:

1. **Automation & Lean Management:** Leveraging automated production technology to streamline operations and reduce production costs, complemented by implementing LEAN methodologies to minimize process inefficiencies. Initiatives include deploying conveyor systems to optimize production workflows, constructing cold storage facilities to mitigate losses during production line transitions, and adopting automated packaging solutions to enhance efficiency.

2. Supply Chain Management: Engaging directly with end customers, particularly retailers and department stores, to optimize supply chain efficiency and mitigate associated costs.

- **Risk from Dependence on Large Customers**

The Company operates in the production and distribution of dried fruit products, canned fish, and healthy snacks, both domestically and internationally. In 2023, sales to the top five major customers constituted 54.29% of total revenue. Consequently, any delays, cancellations, or shifts in trade partnerships by these key customers could significantly impact the Company's revenue.

To mitigate the risk associated with dependency on any single customer, the Company maintains robust relationships with both major and minor customers on an ongoing basis. This entails not only delivering quality products and services at competitive prices but also differentiating itself from competitors through regular introduction of new products and solutions. The Company has bolstered its sales department to fortify the existing customer base and expand into new territories such as Europe, Oceania, and the Middle East. Additionally, the Company markets its own brands, including Bangkok Tasty, Sumaco, EROS, and MEBLE, to sustainably grow its market presence.

Operational Risk

- **Risks from Climate Change and Disasters**

The prevailing climate change scenario, characterized by rising global temperatures and increasingly severe natural disasters, directly and indirectly impacts The Company.

- Impact on Production Process: Floods, droughts, or storms directly affect production processes, leading to water shortages, transportation disruptions, or damage to production facilities.
- Transportation and Market Impacts: As a significant portion of the Company's revenue comes from exports transported via sea, natural disasters can cause delays, losses, or increased transportation costs. Moreover, disasters in partner countries affect consumer purchasing power, thereby influencing sales.
- Transition to Low-carbon Products and Practices: Consumer preferences for environmentally friendly products necessitate adherence to stringent laws and regulations, resulting in increased production costs.

The Company addresses risks from climate change and disasters through the following measures:

1. Business Continuity Management: The Company has developed a Business Continuity Plan (BCP) within its Emergency Response Plan (ERP) to mitigate the impact of natural disasters. Regular reviews of the plan enhance the Company's resilience to climate change in the agricultural and food sectors.
2. Market Diversification: Expanding into diverse global markets mitigates the risk of economic downturns or reduced purchasing power in any single region.
3. Stakeholder Communication: The Company maintains open communication channels with customers and stakeholders, disseminating information on climate change and disaster-related issues. Stakeholder feedback informs operational development.

The Company has established policies for social responsibility, environmental sustainability, and corporate governance, covering climate change and disaster management, greenhouse gas reduction, and energy, water, and waste management. Operational plans implemented in the past year:

1. Carbon Footprint Reduction: Initiatives include identifying emission sources and devising plans to reduce Scope 1 and 2 greenhouse gas emissions by 1% by 2025 and achieving zero emissions from industrial waste landfills by 2030.
2. Renewable Energy Adoption: The Company promotes renewable energy usage, aiming to install an additional 500-kilowatt solar rooftop system at the Tha Chalom factory to reduce electricity costs and carbon emissions.
3. Energy Efficiency: Measures to manage energy consumption include reducing energy and heat usage, water management, and waste management.
4. Stakeholder Communication: The Company maintains transparent communication channels to address climate change and disaster-related concerns raised by stakeholders, incorporating their feedback into operational strategies.

- **Employee Safety Risks**

The Company acknowledges the potential safety, occupational health, and working environment issues that could directly impact employee health and well-being, as well as the broader community, society, and environment surrounding the Company. Furthermore, such issues could adversely affect the reputation and confidence of stakeholders associated with the Company.

To mitigate employee safety risks, the Company operates as follows:

1. The Company sets and communicates policies and plans for occupational safety, health, and the working environment to raise employee awareness of safety, operating under a zero-accident policy.
2. The Safety Department conducts regular checks of control areas and employee working environments to ensure compliance with standards and minimize the risk of unsafe practices.
3. A safety committee, focused on occupational health and the working environment, has been established to manage risks in this area.
4. The Company provides training and appoints safety committees, including safety officers in every department, to monitor and address actions and situations that may compromise employee safety.

- **Risk from Corruption**

Throughout various company processes, there may be opportunities or channels for employees to engage in corruption or abuse of power for personal or company gain. Such occurrences would inevitably tarnish the Company's credibility, image, and reputation, potentially impacting business operations with trading partners.

The Company recognizes the significance of good corporate governance and actively prevents corruption at all levels of operation. To ensure transparency and mitigate the risk of corruption, the Company has taken the following steps:

1. Establishment of a charter outlining the responsibilities of each committee.
2. Enforcement of an anti-corruption policy for employees at all levels to detect and prevent corruption comprehensively.
3. Prevention of corruption-related risks through the implementation of a code of conduct for directors, executives, and employees, serving as a transparency guideline.
4. Provision of a complaint channel for stakeholders to report suspected corruption cases, with protection provided for whistleblowers' rights.

- **Risk from Shortages or Fluctuations in Prices of Raw Materials or Production Factors**

The Company's primary raw materials, sourced from the agricultural and fishing sectors, are subject to various uncontrollable factors such as cultivation area, climate, disease outbreaks, and market demand. Consequently, the Company faces risks associated with fluctuations in the quantity and quality of these materials, potentially impacting production goals and customer needs.

To manage the risk from shortages or price fluctuations of raw materials, the Company employs the following strategies:

1. Diversification of raw material sources by engaging multiple suppliers, both domestically and internationally, leveraging the advantage of having factories in Cambodia as a backup source.
2. Cultivation of strong relationships with suppliers, maintaining regular communication and information exchange to stay informed about raw material availability.
3. Transparent communication with customers regarding production volume and raw material situations to align with sales plans throughout the year.

- **Risk from Relying on a Few Types of Products**

Since 1983, the Company has primarily sold dried fruits, initially in a traditional hard-textured and sweetened form, which was less popular in America. Over time, the Company adapted its products to meet customer preferences, resulting in its current best-selling products in international markets. However, relying heavily on a few product types poses risks to the Company.

To mitigate this risk and increase customer choice, the Company is expanding its product offerings and formats, such as probiotics and chocolate-coated dried fruits, and exploring new categories i.e., Plant Based and Crispy Thai Desserts, and Granola Ball

- **Risks from Information or Computer System Security and Cyberattacks**

Given the significance of information technology in business operations, including communication and data management, the Company recognizes the importance of safeguarding its information systems against cyber threats. Failure to do so could disrupt operations, increase expenses, and damage the Company's reputation.

To enhance cybersecurity governance and information technology security, the Company implements the following measures:

1. Direct reporting of the Technology and Information Department to the Executive Committee, overseeing strategic direction and policy enforcement.
2. Awareness-raising initiatives among management to adapt and remain flexible.
3. Investment in information technology security across multiple levels, from device to network security.
4. Development of a threat response plan as part of the Business Continuity Plan, including daily data backup and testing at two locations.
5. Vulnerability inspections and penetration testing to identify and address security vulnerabilities promptly.
6. Annual inspection and evaluation of operational processes and information by both internal and external auditors.

Financial Risk

- **Risk from Fluctuations in Foreign Currency Exchange Rates**

Given that a significant portion of the Company's products are exported overseas, with exports accounting for approximately 76% of total sales revenue in 2023 and expected to remain a major revenue source in the future, the Company is exposed to risks stemming from fluctuations in foreign currency exchange rates. These risks arise from both receiving payments in foreign currency for exported goods and paying for imported raw materials.

To manage fluctuations in foreign currency exchange rates, the Company has established the following guidelines:

1. Opening a Foreign Currency Deposit (FCD) account to manage cash in foreign currencies and monitor exchange rate changes.
2. Entering into forward contracts to buy and sell foreign currency on a one-time basis when the baht currency strengthens to specified levels, in coordination with financial institutions.
3. Regular monitoring of exchange rate outcomes at weekly management meetings to guide currency management strategies.

- **Risk from Interest Rate Fluctuations**

Given the expected slower expansion of the Thai economy in 2024, stemming from challenges in the export and manufacturing sectors, the Monetary Policy Committee (MPC) has maintained the policy interest rate at 2.5% per annum. However, increased volatility in the Thai and global economies regarding inflation could lead to interest rate hikes, subsequently increasing the Company's financial costs.

To mitigate risks associated with interest rate fluctuations, the Company monitors financial market uncertainty and interest rate trends in the United States and Thailand. Additionally, the Company manages cash flow to reduce borrowing and efficiently manages inventory levels. Strategies include stocking products

appropriately to minimize borrowing costs and ensuring timely payments from trade debtors. Moreover, the Company negotiates with multiple banks to compare borrowing costs and optimize financial benefits.

Regulatory and Legal Risk

• Climate Change Regulatory Risks

The impact of global warming is becoming increasingly evident, prompting various regions to adopt measures aimed at reducing greenhouse gas emissions. While such measures are currently enforced in select countries, they are expected to expand globally, potentially affecting all industries, including food production.

The Company has conducted an assessment of its greenhouse gas emissions (Carbon Footprint) and has implemented adjustments across various sectors to diminish the emission levels. Additionally, the Company actively studies and monitors climate change regulations, including carbon trading initiatives. In the long term, the Company may consider joining initiatives such as the Thailand Carbon Neutral Network (TCNN), established by the Greenhouse Gas Management Organization, or participating in projects like T-VER and LESS. These endeavors aim to explore additional regulations and guidelines related to greenhouse gas management, allowing the Company to adapt and implement effective measures to minimize the impact on its business operations and stakeholders.

• Risk from Trade Restrictions and Barriers from Importing Countries

In addition to compliance with product standards, importing countries are increasingly implementing regulations related to factory safety, employee welfare, and environmental standards. Failure to comply with these non-tariff barrier measures could result in export restrictions or rejection of the Company's products.

To manage risks associated with trade restrictions and barriers from importing countries, the Company has implemented the following strategies:

1. Designation of personnel responsible for studying and understanding trade regulations and measures in various countries.
2. Regular communication with trading partners in each country to stay updated on regulatory changes.
3. Active participation in trade associations to stay informed about regulatory developments and ensure compliance.

Emerging Risk

• Risk from Intensifying Global Geopolitical Conflicts

Anticipated intensification of global geopolitical conflicts poses multifaceted risks, including potential disruptions to economic growth, supply chains, energy prices, and trade policies. Given that foreign sales constitute a significant portion of the Company's income, monitoring and managing geopolitical risks are crucial.

To address the impact of intensifying global geopolitical conflicts, the Company has undertaken the following measures:

1. Continuous monitoring of geopolitical situations to anticipate potential impacts on the supply chain and prepare for urgent support.
2. Diversification of suppliers to mitigate the risk of raw material shortages.
3. Expansion of the customer base to cover multiple continents, reducing dependence on specific regions.
4. Development of domestic markets, with a focus on increasing sales within the country, particularly in the tourism sector, and efforts to penetrate the ASEAN region.

2.2.2 Risks to securities holders' investments

-None-

2.2.3 Risks from investing in foreign securities (In case the issuer of securities is a foreign company)

-None-

3. Propelling Business toward Sustainability

3.1 Policy and Goals for Sustainability Management

The Company is dedicated to serving as a pioneer and distributor of nutritious and certified food products, continually developing and innovating new offerings to fulfill customer needs while adhering to sustainable business practices outlined in the Company's "Philosophy of Chin Huay's Tree". This philosophy states that "We will be gradually growing, but stable and sustainable. We will not do business superficially. We will be a shelter for the public, like a great tree giving shade to all beings. We will treat our clients, employees, suppliers, and shareholders with honesty and fairness", fostering transparency and integrity in all aspects of our sustainable business operations.

For sustainability operations, the Board of Directors' Meeting No. 5/2023 resolved to approve the "Policy of Social Responsibility, Environment, and Good Corporate Governance" to establish exemplary practices and instill confidence in responsible business conduct. These guidelines encompass sustainability issues across dimensions of good corporate governance, the economy, the environment, and social responsibility. Notably, they underscore the importance of legal ethics, transparency, and adherence to elevated standards. In terms of responsible marketing, the Company pledges to provide consumers with factual information aligned with ethical business practices, prioritizing accountability to all stakeholder groups. Regarding environmental management, our focus is on reducing environmental impact and addressing climate change, in compliance with environmental laws and regulations both domestically and internationally. In the social domain, the Company is committed to upholding human rights, promoting equality, and combatting discrimination, while ensuring compliance with international standards and prioritizing the occupational health and safety of our employees and communities. The comprehensive social responsibility, environment, and good corporate governance policy can be accessed on the Company's website.

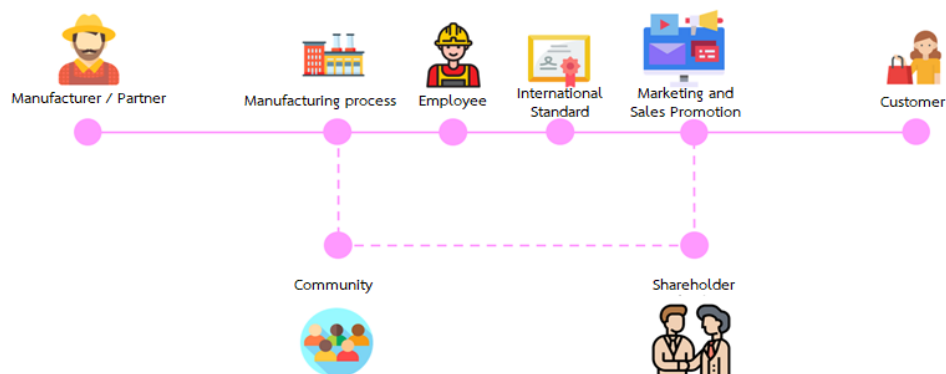
The Company has embarked on sustainability initiatives by establishing organizational goals in various areas, including supply chain management, food quality and safety, occupational health and safety, and environmental management. These goals serve as performance metrics aligned with our dedication to meeting stakeholder needs and expectations, as well as contributing to the achievement of the world's Sustainable Development Goals (SDGs).

3.2 Management of Impacts on Stakeholders in the Business Value Chain

3.2.1 The Company's Value Chain

To comply with the Company's vision and the "Philosophy of Chin Huay's Tree", the Company operates its business by giving importance to stakeholders throughout the Company's value chain, from the stakeholders upstream of the chain to the end of the chain, including those involved directly and indirectly. The picture of the Company's value chain is as follows:

Value Chain



Nature of Activities along the Company's Value Chain and Management of Impacts on Stakeholders

Primary Activities	Management of Impacts on Stakeholders
1. Manufacturer / Partner : the procurement of raw materials	<ul style="list-style-type: none"> - The Company maintains business continuity with long-term manufacturers/partners by strictly maintaining trade agreements with these manufacturers/partners, in terms of paying the raw materials on time and reporting the demands for raw materials in advance to these manufacturers/partners so that they can procure. - To encourage manufacturers/trade partners to produce quality raw materials, the Company establishes clear conditions for receiving raw materials in advance and do not do business with manufacturers/trade partners that produce low quality raw materials.
2. Manufacturing Process	<ul style="list-style-type: none"> - The Company inspect the quality in every production process so that the products produced are of the required quality according to the standards and meet the needs of customers, coupled with social and environmental operations.
3. International Standard	<ul style="list-style-type: none"> - The Company inspects the quality of the product by receiving the international standard certificate to give customers confidence in the quality of the product.
4. Marketing and Sales Promotion	<ul style="list-style-type: none"> - The Company increases online distribution channels so that consumers can access more product information. - The Company provides more advertising of the Company's products online. - The Company has a Fair / Home Economic for consumers to access and have experience with the Company's products.
5. Responsibility to Customers and after-sales Service	<ul style="list-style-type: none"> - Accepting complaints, comments, suggestions from customers by considering the expectations of customers - Managing relationships with customers both domestically and internationally to achieve sustainable joint management

Support Activities	Management of Impacts on Stakeholders
1. Technology Development for more Quality Products	<ul style="list-style-type: none"> - The Company adds technology to the production process to respond to the changing era and also provides R&D to invent new products that meet the customers' needs.

Support Activities	Management of Impacts on Stakeholders
2. Community and Society	<ul style="list-style-type: none"> - The Company regularly organizes activities with the community and supports the community's traditions in the area in order to build relationships between the Company and the surrounding community. - The Company operates to minimize environmental impact and pollution so as not to affect the community, society around the factory and offices of the Company.
3. Employee	<ul style="list-style-type: none"> - The Company organizes relationships between executives within the Company. - The Company determines the curriculum to develop employees' operations and potential.

3.2.2 Stakeholder Analysis on Business Value Chain

The Company has evaluated expectations from stakeholders throughout the Company's value chain through the surveying, listening and responding to those expectations every year, which can show details as follows:

Schedule of Stakeholder Analysis on Business Value Chain

Stakeholders Group	Surveying, Listening Expectation Methods	Expectation	Response
Shareholder	<ul style="list-style-type: none"> - Annual shareholders' meeting/ Annual report - Contact via electronic and telephone media - Complaint through the provided channels (Whistle Blowing) 	<ul style="list-style-type: none"> - Providing concrete returns from investment and continuously growing - Good corporate governance - The executives do business clearly and with checkable governance - Good risk management and good crisis management - Transparency of business information - Disclosure of correct information as scheduled - Communication with shareholders efficiently 	<ul style="list-style-type: none"> - Creating good performance and regularly paying dividends - Revealing the Company's information transparently through the Company's meeting and shareholders' meeting - Continuously preparing and improving policies and procedures related to good corporate governance
Customer	<ul style="list-style-type: none"> - Annually survey customers' satisfaction - Meeting in various Fair 	<ul style="list-style-type: none"> - Delivering products in accordance with the expectations and relevant laws - Maintaining a promise of trade 	<ul style="list-style-type: none"> - Delivery of products and services that meet the standards - The inspection and guarantee of product and service quality

Stakeholders Group	Surveying, Listening Expectation Methods	Expectation	Response
	<ul style="list-style-type: none"> - Contact via electronic and telephone media - Complaint through the provided channels (Whistle Blowing) 	<ul style="list-style-type: none"> - Good service both before and after sales - Delivery of products on time - Protect personal information and customer privacy 	<ul style="list-style-type: none"> - Inventing products or new services responding to the needs of customers - Exploring customers' opinions and answering questions through various communication channels - Frequently reviewing sales promotion program and the sales price - Honest with the promise given to customers - Developing and placing data safety and cyber security systems, including personal information and customers' privacy
Supplier	<ul style="list-style-type: none"> - Regularly meeting, visiting businesses, and checking the products according to the specified standard - Contact via electronic and telephone media - Complaint through the provided channels (Whistle Blowing) 	<ul style="list-style-type: none"> - Treating the trade partners fairly and equally - Procurement process that is fair, transparent, easy to understand - The covenant to raw material shippers and trade partners on clear and consistent orders - Sending orders in advance or estimating orders to provide products and service in time - Providing flexibility in adjusting the price of products and services as appropriate - Creating added value and sustainable cooperation 	<ul style="list-style-type: none"> - Preparing the procurement framework, which consists of selection of trade partners, work evaluation, trading inspection, and the development of potential for the trade partners - Checking and solving problems immediately - The executives regularly participate in a business meeting with the trade partners to present business images, understand the problems, and plan a joint business operation.
Employee	<ul style="list-style-type: none"> - The CEO meets employees annually. - Assessing employees' potential 	<ul style="list-style-type: none"> - Appropriating compensation and benefits - Stable and advanced work 	<ul style="list-style-type: none"> - Determining the Company's regulations, policies and practices of the Human

Stakeholders Group	Surveying, Listening Expectation Methods	Expectation	Response
	every 6 months and 1 year - Sharing viewpoints between the head of the work and his employees - Contact via the organization's electronic media - Complaint through the provided channels (Whistle Blowing)	- Safety in working and occupational health - Respecting rights and receiving fair treatment - Knowledge development - Happiness in work - Disclosure of executive operations	Resources Department in accordance with relevant laws - Formulating a human rights policy, conducting a human rights policy audit, and following up on issues - Promoting career advancement for employees in the organization and providing them with appropriate compensation and other benefits - Organizing training courses to promote and develop the potential of employees - Arranging an annual performance appraisal - Improving the working environment by providing activities that promote health and well-being - Arranging activities that promote the participation of employees in each department of the organization - Providing a safe channel for giving feedback and complaints
Community	- Visiting the community and meeting with community leaders - Participating in the community's activities to engage with the community	- Joining the development of the economy, community, and society's environment - Reducing the negative impact on society and the environment in the community - Supporting community activities	- Cautiously conducting business to prevent impacts on surrounding communities - Organizing projects to return benefits to the community, such as selling cheap products to employees and people in the community and giving scholarships to schools in the community, etc.

Stakeholders Group	Surveying, Listening Expectation Methods	Expectation	Response
	<ul style="list-style-type: none"> - Contact via electronic and telephone media - Complaint through the provided channels (Whistle Blowing) 	<ul style="list-style-type: none"> - Regularly listening to and communicating with the community 	

3.3. Environmental Sustainability Management

3.3.1 Environmental Policies and Practices

The Company is dedicated to conducting business sustainably with a strong focus on environmental responsibility. It prioritizes reducing environmental impacts and addressing climate change, while adhering to both Thai and international environmental laws and standards. To ensure consistent environmental stewardship throughout its operations, the Company has established comprehensive environmental policies and guidelines. These policies promote operational excellence and support environmentally responsible practices at all levels of the organization.

To foster sustainable growth and environmental responsibility, the Company has outlined the following environmental policy:

1. Adhere strictly to all applicable laws, regulations, and standards, both domestically and internationally.
2. Take proactive measures to minimize the impact of business operations on natural resources and the environment.
3. Conduct business in a responsible manner, fostering the development of sustainable production processes across the value chain to optimize resource usage and reduce greenhouse gas emissions.
4. Continuously monitor and analyze operational performance to ensure compliance with environmental policies and achieve environmental goals.
5. Promote environmental awareness among employees at all levels of the organization.
6. Collaborate with government agencies, non-profit organizations, educational institutions, communities, and other stakeholders to support environmentally responsible initiatives.
7. Communicate environmental policies and guidelines to trading partners and business associates, ensuring alignment with relevant environmental standards.
8. Furthermore, the Company demonstrates its commitment to transparency and accountability by publicly disclosing its environmental performance through sustainability reports and other channels.

In 2023, the Company was awarded a Level 2 Green Industry Certificate for its exemplary efforts in reducing environmental impacts through its green operations. With a steadfast commitment to sustainability, the Company has developed a long-term plan to attain even higher levels of green industry certification in the future.

3.3.2 Environmental Performance

Power Management

The Company recognizes the importance of energy consumption, which is a key factor in business operations. The Company has prepared an energy management report. There is an ordinary energy reviewer registered to evaluate the Company's electrical and thermal energy use. This energy management data enables the Company to plan to reduce energy consumption and manage electricity efficiently. In 2020-2022, the Company's energy consumption is as follows:

	2021	2022	2023
Total electrical energy consumption (unit: kWh/year)	6,688,093	6,727,283	6,800,062
Fuel energy consumption (unit: megajoules/year)	165,134,214	167,909,656.50	154,625,769
Amount of dehydrated fruit + canned fish production (kg/year)	8,205,822	8,710,725.32	7,008,497.60
- Amount of dehydrated fruit production (kilograms/year)	6,032,794	6,277,853.41	5,564,896.60
- Amount of canned fish production (kilograms/year)	2,173,028	2,432,871.91	1,443,601.00
Average Specific Energy Consumption (SEC) (MJ/unit)	23.06	22.06	25.56
Electric energy cost (unit: baht)	24,342,101.24	28,392,391	32,825,142.74
Average electricity cost (unit: baht/kWh)	3.64	4.22	4.83

In 2020, the Company had an increase in electricity consumption of 896,935 units from 2019. This was due to the electricity consumption in the production process. Thanks to the production of 623,591 kilograms more than the one produced in 2019, the production of dehydrated fruits increased by 152,339 kilograms, and the production of canned fish increased by 471,252 kilograms, resulting in an increase in electricity costs of 2,622,214 baht. However, considering average energy per unit of production in 2020, it appears that the Company's average energy per unit decreased from 22.03 units to 21.34 units due to the reduction of heat energy in the dehydrated fruit production process.

In 2021, electricity consumption was reduced by 525,282 units while thermal energy was reduced by 31,231,505 megajoules due to a reduction in production capacity of 2,213,482 kilograms, divided into a decrease in dehydrated fruit production of 1,028,458 kilograms and a decrease in canned fish production of 1,185,024 kilograms, resulting in decreased costs of electricity of 1,906,562 baht. For average electricity consumption per unit of production, it increased from 2020 at 21.34 units to 23.06 units. The reason is that the factory stopped production in July–August 2021 to do Bubble and Seal¹ and use more electricity in parts that were not related to production during that time.

¹ Bubble and Seal refers to grouping or setting boundaries, areas, and routes for operators in a specific, limited, or organized area, but activities can be carried out or can travel under specified conditions to reduce exposure and prevent infection.

In 2022, electricity consumption increased by 39,154 units while thermal energy consumption increased by 2,775,442.5 megajoules due to increased production capacity from 2021 to 504,903.32 kilograms, divided into dried fruit production, which increased by 245,059.41 kilograms, and canned fish production, which increased by 259,843.91 kilograms, increasing the cost of electricity by 4,049,700 baht.

In 2023, there was a significant shift in energy usage within the Company's operations. Electrical energy consumption witnessed a notable increase of 72,779 units, while heat energy consumption experienced a substantial decrease of 13,283,887.5 megajoules. This shift can be attributed to a decrease in production capacity compared to the previous year, totaling 1,702,227.72 kilograms. Specifically, production volumes for dried fruits decreased by 712,956.81 kilograms and canned fish decreased by 989,270.91 kilograms. As a result of these changes in production capacity, the cost of electrical energy surged by 4,432,751.74 baht. This increase can be primarily attributed to the adjustment of the maximum FT value in 2023, which was set at 1.5492 baht per unit, compared to 0.9343 baht per unit in 2022. This adjustment directly impacted electricity costs, leading to the observed increase in expenses for electrical energy consumption during the year.

Energy Saving Measures	Energy Saving (kWh/year)	Saved Electricity (baht) (calculated by the average electricity cost in the year)	Saved Thermal Energy (megajoules/year)
<u>Year 2021</u> <ul style="list-style-type: none"> - Switching to LED light bulbs - Maintenance of chiller machines and water coolers - Reusing condensate water - Improving Stream Trap 	192,390	700,301	2,250,831
<u>Year 2022</u> <ul style="list-style-type: none"> - Switching to LED light bulbs - Maintenance of air conditioning and freezer - Reusing condensate water - Improving Stream Trap 	206,430	871,137	2,821,689
<u>Year 2023</u> <ul style="list-style-type: none"> - Switching to LED light bulbs - Maintenance of air conditioning and freezer - Reusing condensate water - Improving Stream Trap 	270,584.16	1,301,509.84	3,086,571.90

The Company has an energy-saving measure starting in 2019. The Company managed energy by switching to energy-saving LED light bulbs, periodically maintaining air conditioners and water coolers, and using the Stream Trap system and Valve Bypass Leak to reduce the loss and leakage of steam in the production process. From the aforementioned measures, electricity energy in 2019 was saved at 168,876 kWh, whereas heat energy was saved at 1,145,736 megajoules. In 2020, the Company had energy-saving measures by switching to an additional 159 sets of LED energy-saving light bulbs, maintaining chillers and water coolers, switching to high-efficiency air compressors, installing light filter films, installing thermal curtains, reusing condensate water, and improving Stream Trap. Such measures resulted in 2021, the Company saved electricity energy by 192,390 kWh and thermal energy by 2,250,831 megajoules. In 2022, the Company saved 206,430 kWh of electricity and 2,821,689 megajoules of thermal energy. In 2023, the Company achieved significant energy savings compared to the previous year, conserving 270,584.16 kilowatt-hours of electricity and saving 3,086,571.90 megajoules of heat energy.

However, the annual increase/decrease in the use of electricity and thermal energy depends on the amount of product production in that year.

Water Management

All water utilized in the factory's production processes and office operations is sourced from tap water. The Company diligently manages wastewater generated from production processes and general use, prioritizing compliance with regulations and considering the welfare of nearby communities before releasing any wastewater into natural water sources. To treat wastewater, the Company employs two biological wastewater treatment systems: 1) Activated Sludge System, comprising two treatment ponds and 2) Anaerobic Filter System, consisting of 10 tanks. The quality of the treatment system and treated water is monitored on a monthly basis. Before discharging treated wastewater into the public sewer, its quality is assessed using a BOD Online machine, which provides real-time data transmitted online to the Ministry of Industry. From 2021 to 2023, water quality underwent random checks, yielding the following quality values:

Standard ⁽¹⁾		2021 ⁽²⁾	2022 ⁽²⁾	2023 ⁽²⁾
pH	5.5 – 9.0	8.22	8.33	8.28
BOD	≤ 20	9.34	8.35	6.78
COO	≤ 120	64.17	64.25	57.58
Suspended Solids	≤ 50	16.00	14.50	14.92
Grease & Oil	≤ 5	2.69	3.00	3.00
Kjeldahl Nitrogen	≤ 100	3.22	3.06	4.89

Remark: (1) The reference standards announced by the Ministry of Industry

(2) The average value from the monthly measurements of each year

Between 2021 and 2023, the Company's total water usage for production activities amounted to 333,578 cubic meters, 270,361 cubic meters, and 261,465 cubic meters, respectively. In 2023, however, the total water usage decreased to 241,804 cubic meters. This represents a reduction of 19,663 cubic meters compared to the previous year.

Air Management

The Company mainly uses coal-fired heat. Therefore, the Company takes the potential air pollution into account by selecting the highest quality coal emitting the least pollution and adds 2 air treatment systems to prevent dust from coal burning, namely: 1) Multi Cyclone system that uses a rotating air system to trap dust with a size of >10 microns and pass through to the next system; 2) Wet Scrubber system that uses water droplets to capture up to 95% of 1 micron dust particles. When the air passes through the said system, it will continue to be discharged into the chimney. The results of the quality measurements from chimneys are as follows:

Standard ⁽¹⁾		2021 ⁽²⁾	2022 ⁽²⁾	2023 ⁽²⁾
Dust	≤ 320	64.40	39.00	23.90
Sulfur Dioxide	≤ 700	40.40	3.77	13.75
Carbon Monoxide	≤ 690	110.20	54.50	85.33
Opacity	≤ 10	5.00	5.00	5.00
Nitrogen Oxides	≤ 400	102.40	92.33	106.83

Remark: (1) U.S. EPA reference standards and the Ministry of Industry announcements

(2) The values shown in the table are the average values from the 2 times a year measurement. The values from such quality measurements represent the values at a specific point in time, not a cumulative value of ventilation each year.

Waste and Unused Material Management

The Company employs a waste treatment and disposal person licensed by the Department of Industrial Works to be responsible for transporting waste from the factory for treatment, including unused materials arising from the production process. In 2021, 2022, and 2023, there were 1,288.87 tons of waste, and 2,492.29 tons of waste and 4,071.84 tons of waste, respectively, taken out of the factory for treatment.

Greenhouse Gas Management

Currently, the Company's greenhouse gas emissions in 2020 are at 45,551 tons of carbon dioxide, with a data collection period requesting greenhouse gas emission certification from the Thailand Greenhouse Gas Management Organization (TGO) from 01 January 2020 - 31 December 2020. The certification number received is valid from July 26, 2022, to July 25, 2023.

For 2022, the Company has a goal to reduce greenhouse gas emissions by 814 tons of carbon dioxide per year as follows:

1.1 Eliminating waste by recycling items such as plastic, paper, steel, and sludge for 86% and achieving the goal of 100% within 2025 by supplying a disposal person who can accept ash and coal for recycling, which will reduce average greenhouse gas emissions.

1.2 Expanding the electricity production capacity of 500 kW of solar power on the factory rooftop by installing additional PV Panels on 2,557 square meters of the remaining space (It is expected that the total energy produced will be increased by 63,667 units, which will reduce greenhouse gas emissions by an average of 250 tons of carbon dioxide per year.)

1.3 Reduction of electricity and heat consumption by 1%

1.3.1 Electricity Energy Conservation Plan

- Using energy-saving LED light bulbs

- Proper maintenance
 - Improving incubator motor power to save FT cost.
- 1.3.2 Thermal Energy Conservation Plan

- Reusing condensate water
- Improving Stream Trap
- Maintenance of the boiler to increase efficiency.

3.4 Sustainability Management in Social Dimension

3.4.1 Social Policy and Practice

The Company always respects human rights to create sustainability for the Company. The Company treats employees and all stakeholders equally, with no discrimination on skin color, race, gender, or religion, as well as accepting differences in thought, society, and culture. The Company has established a human rights policy and appointed someone responsible for human rights in order to support the implementation of human rights principles and see the value of humanity. The important points are as follows:

1. Definition of the word “Human rights” at the operational level of the Company and throughout the Company’s value chain in line with the United Nations Global Compact (UNGC), the United Nations Framework and Guiding Principles on Business and Human Rights (Ruggie Framework), and laws and regulations in each country and each local
2. Fair treatment of employees strictly complying with international human rights principles and relevant laws with the Company’s operation of educating employees on related matters

Important Practice Guidelines for Human Rights, Society, and Stakeholders can be summarized as follows:

1. Fair Employment and Practice

- The Company has a recruitment and hiring process that is fair and equitable, regardless of gender, status, race, or religion, with no illegal child labor and no persons under the age of 18 employed.
- All employees are employed under appropriate terms and conditions of employment consistent with local laws or customs. The Company pays wages and compensation to employees at levels comparable to the industry and sets working hours in accordance with labor laws and relevant Company regulations. If an employee is asked to work overtime, the employee’s consent must be obtained first.

2. Training and Educating

- The Company will provide necessary advice and train employees. The Company has organized the laws and government regulations into categories for employees to study and arranged legal training for employees.

3. Treatment of Trade Partners and Stakeholders

- The Company has clearly set the principles for dealing with business partners and other stakeholders, divided by each stakeholder in the Company’s value chain in order to respond to those partners and stakeholders properly, and announced them to the employees to implement.

3.4.2 Social Performance

1. Employees and Labors

The Company complies with human rights principles, employment law, fair compensation, employee training and care, working environment. The details are as follows:

(1) Employment

The Company takes human rights principles into account when hiring employees, regardless of gender, but mainly considers the abilities of employees.

Employee Statistics by Gender			
Year	Male	Female	Total
2021	544	853	1,397
2022	488	735	1,223
2023	523	764	1,287

By race:

Employee Statistics by Race			
Year	Thai	Foreigner	Total
2021	402	995	1,397
2022	290	933	1,223
2023	378	909	1,287

In addition to wages as agreed in the employment contract, the Company also provides additional welfare to employees, such as organizing a gym for employees, giving scholarships to children of employees with good academic performance, arranging activities for employees who have worked with the Company for a long time by taking them on a study trip abroad, and organizing a golden ring presentation ceremony for senior employees.

(2) Employee Training

In 2021-2023, the Company organized 30 courses, 28 courses, and 28 courses, respectively, to train employees. The courses trained each year will determine the training period, budget, and who must be trained to enable employees to develop their work potential, safety, knowledge, and personal abilities.

2. Safety and working environment

Due to the Company's safety training since 2021, 2022, and 2023, the Company has employee statistics of work injuries 2 times, 2 times, and 1 time, respectively, all caused by mistakes in the operation of employees. To prevent future mistakes, the Company therefore provides training to employees for specific operations that cause mistakes and injuries.

3. Community and Society

The Company takes the communities around its factories and offices into account by participating in and supporting various annual activities as well as community assistance activities to develop the relationship between the Company and the communities, which can be summarized as follows:

4. Community and society

The Company takes into consideration the communities around the Company's factories and offices. By participating and supporting various annual activities Community assistance activities to develop relationships between the Company and the community It has always been very good. In 2023, the Company has important projects. and various activities that are done with the community such as

Project to help teachers and schools

The Company recognizes the vital role of education and acknowledges the scarcity of proficient teachers available to impart knowledge in schools. Hence, the Company has initiated a project aimed at assisting teachers and schools. The primary objective of this endeavor is to alleviate the financial burden on schools associated with hiring teachers, thereby ensuring students receive quality education. In selecting schools for participation, the Company considers various criteria, including their location in remote areas, historical significance, and enrollment size. In 2023, Ban Tha Sai School, located near the Company premises, was chosen as the beneficiary of this project. The Company has extended financial support amounting to 180,000 baht to assist with teacher salaries and cover expenses incurred by Ban Tha Sai School. Through this initiative, the Company aspires to foster educational advancement and opportunities for the recipients, thereby contributing to their academic and personal growth.



Giving scholarships to school directors



Visiting Ban Tha Sai School



Ban Tha Sai students

National Children's Day activities

The Company actively participates in National Children's Day 2023 activities by collaborating with local communities and schools to foster strong relationships and provide support. The selection criteria prioritize communities and schools located near our facilities in the form of educational funds for students and distribute gifts such as company products and bicycles to the children. Through these activities, the Company aims to contribute to the well-being of children and nurture their development, empowering them to become responsible and successful adults in the future.

 <p>Providing funds and items to Wat Tha Kham School</p>	 <p>Providing products and bicycles to Tha Chalom Community</p>	 <p>Giving products and gifts to Ban Tha Sai School</p>
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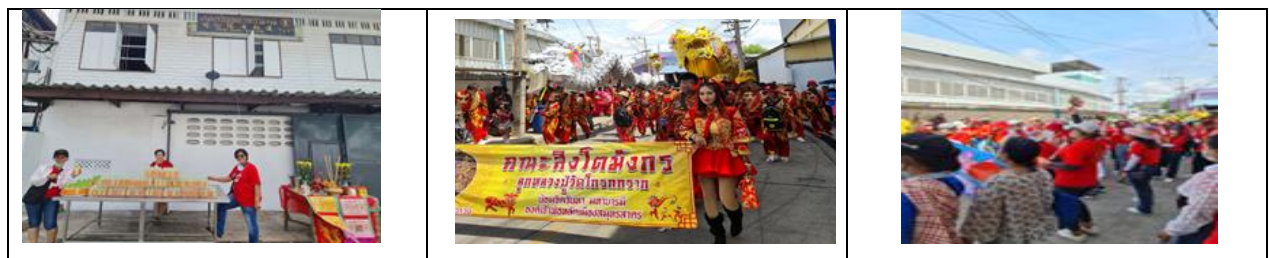
Marathon activities

The Company actively collaborates with and supports the Tha Chalom Sanitation activities, with a total of 110 executives and employees participating in this endeavor. The Company covers the registration fees for employees and also provides refreshments to all participants at restaurants. By engaging in such activities, the Company seeks to benefit the local community and promote a culture of exercise and physical well-being among all individuals, fostering a healthier future for everyone involved.



Tha Chalom City Pillar Godfather Procession

The Company proudly sponsors the distribution of its products and encourages employee participation in the annual parade honoring the main godfather of Tha Chalom city. This initiative aligns with the longstanding traditions cherished by the community surrounding the Tha Chalom factory. By supporting these activities, the Company aims to preserve and promote ancient customs while fostering unity among community members and factory employees.



Project to Provide Scholarships for Employees' Children

The Company awards scholarships annually to the children of employees who demonstrate academic excellence. The scholarship criteria require that recipients be direct daughters of employees who have served for

at least 1 year, maintain a minimum grade point average specified by the Company, and are not older than 22 years. Scholarships are available for children and daughters of employees at the primary, middle, high school, vocational, and bachelor's levels. The Company aims for this project to benefit employees and support their educational pursuits.



4. Management Discussion and Analysis

Management Discussion and Analysis of the Company and Subsidiaries' Operations for the Financial Statements of the Fiscal Years 2021-2023, and Financial Position Analysis of the Company and Subsidiaries for the Fiscal Year Ended December 31, 2021, December 31, 2022, and December 31, 2023, will be based on the audited financial statements by the auditor from Ever Accounting Office Limited. The Company may categorize certain items of revenue and expenses differently, which may result in differences from the numerical data presented in the audited financial statements. This is solely for the purpose of presenting the analysis and explanation of the operating results in this document.

4.1 Analysis of Operation and Financial Position

4.1.1 Analysis of Operating Performance

The Company operates in the production and distribution of fruit and processed food, which are categorized into three main product groups: (1) dried fruit, (2) canned fish, and (3) healthy snacks. The primary focus of the Company lies on dried fruits and canned fish. With regards to its market reach, the Company predominantly exports its products to various foreign countries, including the United States, Canada, Japan, Italy, the Republic of Mauritius, the People's Republic of China, the United Arab Emirates, India, Australia, Israel, and others. Over the period of 2021 to 2023, the Company's sales revenue from foreign markets accounted for approximately 73% to 76% of its total sales revenue. The Company's product distribution model involves Original Equipment Manufacturer (OEM) and supplying products in bulk packs to customer segments comprising entrepreneurs in the industry and large retail businesses. Additionally, the Company markets its products under its own brands, such as EROS, Bangkok Tasty, Sumaco, Meble, etc., targeting general store customers. During the years 2021-2023, revenue from OEM sales constituted approximately 64.05%, 64.52%, and 67.23% of the total sales revenue, respectively. Revenue from bulk pack sales accounted for approximately 29.88%, 33.20%, and 30.50% of the total sales revenue, respectively. Furthermore, income from selling products under the Company's brand represented approximately 6.07%, 2.28%, and 2.27% of the total sales revenue, respectively.

Revenue

The Company has a revenue structure by product group in 2021-2023 as follows:

Revenue categorized by product type	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Sales Revenue						
1. Dehydrated fruit Product						
Domestic	323.80	21.67%	445.04	23.87%	400.64	21.78%
International	940.56	62.96%	1,156.37	62.02%	1,231.68	66.95%
2. Canned fish Product						
Domestic	54.77	3.67%	33.03	1.77%	30.20	1.64%
International	116.89	7.82%	186.90	10.03%	155.37	8.45%
3. Healthy snack Product						
Domestic	1.41	0.09%	5.39	0.29%	2.83	0.15%
International	4.85	0.33%	4.62	0.25%	6.38	0.35%
Total Sales Revenue	1,442.28	96.54%	1,831.35	98.23%	1,827.10	99.32%

Revenue categorized by product type	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Other Income	51.72	3.46%	33.03	1.77%	12.58	0.68%
Total Revenue	1,494.00	100.00%	1,864.38	100.00%	1,839.68	100.00%

Remark: Other income consists of export compensation income, foreign exchange profit, profit from disposal of assets, revenue from sales of scrap from the production process, gain on fair value measurement of derivatives, profit from revaluation of investment property, interest income.

1. Sales Revenue

Sales revenue categorized by product type for the year 2021-2023.

Revenue categorized by product type	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
1. Dehydrated Fruit Product	1,264.36	87.66%	1,601.41	87.44%	1,632.32	89.34%
2. Canned Fish Product	171.66	11.90%	219.93	12.01%	185.57	10.16%
3. Healthy Snack Product	6.26	0.44%	10.01	0.55%	9.21	0.50%
Total Sales Revenue	1,442.28	100.00%	1,831.35	100.00%	1,827.10	100.00%

The Company and its subsidiaries' sales revenue is divided into 3 product types as follows:

1. The dried fruit product group accounted for approximately 87.66%, 87.44%, and 89.34% of the income each year, respectively.
2. The canned fish product group represented around 11.90%, 12.01%, and 10.16% of the income each year, respectively.
3. The healthy snacks product group constituted approximately 0.44%, 0.55%, and 0.50% of the income each year, respectively. Despite being the least in terms of income proportion, this product group has shown a continuous increase in revenue since its inception in 2016.

Sales revenue categorized by brand for the year 2021-2023

Revenue categorized by brand	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Products under the Company Brand	87.49	6.07%	41.71	2.28%	41.50	2.27%
Other Branded and Non-Branded Products	1,354.79	93.93%	1,789.64	97.72%	1,785.60	97.73%
Total Sales Revenue	1,442.28	100.00%	1,831.35	100.00%	1,827.10	100.00%

During the years 2021-2023, the Company's sales revenue structure by brand type revealed a significant portion of revenue generated from sales under other brands. These sales predominantly consist of made-to-order or OEM products, as well as wholesale products sold in bulk pack. These bulk products are intended for customers to repack into smaller units for resale. On average, over the course of three years, these sales under other brands accounted for approximately 96.65% of the annual income from 2021-2023.

Conversely, the proportion of income derived from selling products under the Company's own brand averaged at approximately 3.35% of the annual income during the same period from 2021-2023.

Sales revenue categorized by customer location for 2021-2023

Revenue categorized by product type	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Domestic Customers	379.98	26.35%	483.46	26.40%	433.67	23.74%
Foreign Customers	1,062.30	73.65%	1,347.89	73.60%	1,393.43	76.26%
Total Sales Revenue	1,442.28	100.00%	1,831.35	100.00%	1,827.10	100.00%

When analyzing the structure of sales income based on customer location, it was found that the Company primarily generated income from sales to foreign customers throughout the period from 2021-2023. The Company's average proportion of income from export sales over the three years was 74.57%, while the average proportion of income from domestic sales over the same period was 25.43%. The countries where the Company earns income from sales and exports are the United States, Japan, and Canada, respectively. The main currency used by customers to purchase products is the United States Dollar (USD), except for Japan, where the currency used is the Yen (JPY). Given that the Company's income is mostly derived from exports, it must carefully manage the risk from exchange rate fluctuations by appointing an individual to monitor changes in exchange rates and entering into currency exchange contracts abroad in advance when exchange rates fluctuate to a specified level. Most of these contracts have a duration of no more than one year. Additional details can be found in section 2.2, Risk Management. In the past, the Company recorded profits/(losses) from foreign exchange for the years 2564 to 2566 amounting to 38.55 million baht, 23.83 million baht, and 4.65 million baht, respectively.

This can be analyzed. Revenue from sales in each product group is as follows:

1.1 Dehydrated Fruit Product

List	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenue from Dehydrated Fruit						
Domestic	323.80	25.61%	445.04	27.79%	400.64	24.54%
Company's brand	4.27	0.33%	5.02	0.31%	5.63	0.34%
OEM	244.98	19.38%	285.82	17.85%	223.23	13.68%
Bulk Pack	74.55	5.90%	154.20	9.63%	171.78	10.52%
International	940.56	74.39%	1,156.37	72.21%	1,231.68	75.46%
Company's brand	3.06	0.24%	2.18	0.13%	2.66	0.16%
OEM	582.59	46.08%	701.04	43.78%	846.59	51.87%
Bulk Pack	354.91	28.07%	453.15	28.30%	382.43	23.43%
Total Revenue from Dehydrated Fruit	1,264.36	100.00%	1,601.41	100.00%	1,632.32	100.00%

The dried fruit product group has consistently been the primary revenue source for the Company. The top three fruits with the highest sales value over the past three years are mangoes, oranges, and ginger, respectively. On average, these fruits contribute to approximately 70% of the income from the sale of all types

of dried fruits. The dried fruit product group primarily focuses on exporting to foreign customers, with the main trading partners being the United States, Japan, and Canada. Almost all dried fruit products exported are in the form of contract production under customer brands (OEM) and wholesale in bulk pack.

In 2021, the Company experienced a 16.40% decrease in dried fruit production due to reduced production hours caused by strict COVID-19 prevention measures for factory production staff. Consequently, revenue from dried fruit sales decreased by 109.42 million baht, or 7.96%, compared to the previous year. This decline mainly occurred in Thailand, primarily attributed to the ongoing impact of the COVID-19 pandemic. Additionally, wholesale exports abroad decreased by approximately 2.53% due to container and shipping ship shortages, leading to delays in product pickup by customers.

In 2022, the Company's income surged by 26.66% due to the alleviation of the ship and container shortage situation for international shipping, resulting from China's lockdown policy under the Zero-COVID approach. Moreover, with the COVID-19 situation in the country beginning to improve, the government's policy to allow foreign tourists to travel to Thailand from the fourth quarter of 2021 onward facilitated increased participation in trade shows, contributing to significant revenue growth.

In 2023, the Company's revenue increased by 1.93%, despite domestic sales revenue declining by over 9.98% in the first half of the year due to heightened price competition and the entry of new competitors in the dried fruit market. However, during the third and fourth quarters of 2023, a significant customer group began to increase product orders with the Company, citing higher product quality compared to competitors. Furthermore, income from foreign sales rose by 6.51%, driven by improved export conditions to major customer countries like the United States. Additionally, procurement and export costs decreased significantly compared to the previous year, prompting the said customer group to increase product orders in anticipation of potential import-related risks arising from geopolitical tensions.

1.2 Canned Fish Product

List	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenue from Canned Fish Sales						
Domestic	54.77	31.91%	33.03	15.02%	30.20	16.27%
Company's brand	40.83	23.79%	21.03	9.56%	22.37	12.05%
OEM	13.94	8.12%	12.00	5.46%	7.83	4.22%
International	116.89	68.09%	186.90	84.98%	155.37	83.73%
Company's brand	38.25	22.28%	12.78	5.81%	8.87	4.78%
OEM	78.64	45.81%	174.16	79.17%	146.50	78.95%
Total Revenue from Canned Fish	171.66	100.00%	219.93	100.00%	185.57	100.00%

Most of the income from selling canned fish comes from foreign countries, with the main trading partners including the United States, the Republic of the Union of Myanmar, and the Netherlands. From 2021 to 2023, the Company exported an average of approximately 79.56% of canned fish, mostly under contract production

for customer brands (OEM). Conversely, sales of canned fish in Thailand focus on the Company's brand, such as Sumaco, due to intense competition in the canned fish market and numerous large operators. Consequently, the Company does not prioritize increasing canned fish sales but rather aims to maintain its existing customer base.

In 2021, the Company's canned fish production decreased by 32.1% due to reduced production hours necessitated by strict COVID-19 prevention measures for production staff, akin to the measures in the dried fruit production department. This resulted in a corresponding 32.88% decrease in revenue from canned fish sales, primarily attributed to a decline in revenue from canned fish exports under OEM contracts for foreign customers. Additionally, container shortages and increased international freight rates further exacerbated this decline. Concurrently, sales of company-branded canned fish exported to Myanmar decreased due to the political situation in the country. Nonetheless, domestic canned fish sales saw a slight increase, driven by product hoarding and increased consumption amid Work from Home arrangements.

In 2022, income from canned fish sales increased by 28.12% due to the resolution of COVID-19-related issues and export shipping problems, enabling the export of previously stalled stocks from 2021. Export income surged by 59.89%, although domestic sales income declined by 39.69%.

For 2023, the Company's income from canned fish sales decreased by over 15.62% due to slowing orders resulting from large end-of-2022 orders and ample inventory levels. Despite sustained consumer demand for canned food products in the United States, product inventory and declining consumer demand contributed to the slowdown in orders during 2023.

1.3 Healthy Snack Product

List	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenue from Healthy Snack Product						
Domestic	1.41	22.53%	53.85%	2.83	30.73%	53.85%
Company's brand	0.48	7.67%	6.00%	1.78	19.33%	6.00%
OEM	0.30	4.79%	45.55%	0.69	7.49%	45.55%
Bulk Pack	0.63	10.07%	2.30%	0.36	3.91%	2.30%
International	4.85	77.47%	46.15%	6.38	69.27%	46.15%
Company's brand	0.60	9.58%	1.00%	-	-	1.00%
OEM	3.34	53.35%	41.66%	6.20	67.32%	41.66%
Bulk Pack	0.91	14.54%	3.49%	0.18	1.95%	3.49%
Total Revenue from Healthy Snack Product	6.26	100.00%	100.00%	9.21	100.00%	100.00%

The Company manufactures and distributes healthy snack products under the brands "Meble" and "Bangkok Tasty," which are the Company's brands. Over the past years 2021 to 2023, revenue from these products averaged approximately 0.5% of total sales revenue. This constitutes a small share as the Company is in the initial stages of introducing a new product line.

In 2021, revenue from selling healthy snacks increased by 26.46%, primarily driven by OEM contracts for foreign customers. Additionally, the Company began introducing new products in the healthy snack category and initiated marketing efforts through various social platforms.

In 2022, revenue continued to grow, increasing by 59.90%, primarily due to OEM products as in the previous year. Furthermore, the launch of a new product targeting health-conscious consumers, "Plant-Based" under the "Meble" brand in September 2022, contributed to continuous revenue growth.

However, in 2023, revenue from healthy snacks decreased by approximately 8.00%, attributed to a decline in orders from major domestic customers, who had previously ordered large quantities of sesame snacks to cater to Chinese tourists. Despite this, foreign sales increased by 38.10% due to orders for vacuum-fried mango products aimed at exploring new overseas markets.

2. Other Income

The Company's other income comprises export compensation, profit from asset sales, gains from exchange rates, scrap sales, interest income, and other sources. These incomes are part of the Company's regular business operations and are recorded as "other income" according to accounting standards.

From 2021 to 2023, the Company's other income totaled 51.72 million baht, 33.03 million baht, and 12.58 million baht, respectively. In 2023, other income decreased by 61.91% compared to the previous year, primarily due to an 80.49% decrease in foreign exchange profits. The average exchange rate for the US dollar at the end of each period during 2021 to 2023 was 33.42 baht, 34.56 baht, and 34.22 baht per US dollar. Consequently, financial assets and liabilities denominated in foreign currencies were affected by the measurement at the end of the period. To manage exchange rate risk, the Company has established a Forward Contract limit with a commercial bank and implemented an exchange rate risk management policy. The Company will enter into a forward foreign exchange contract if the Baht currency fluctuates in a direction that could negatively impact its operating results.

Cost of Sales and Gross Margin

Cost of goods sold consists of the cost of raw materials, production labor cost, electricity and fuel costs in the factory, depreciation of factory buildings, machinery and equipment, cost of consumables, cost of packaging, the obsolete inventory allowance, and defective allowance, etc.

List	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	Million Baht	%	Million Baht
Sales Revenue	1,442.28	100.00%	1,831.35	100.00%	1,827.10	100.00%
Cost of Sales	(1,183.97)	(80.15%)	(1,488.54)	(81.99%)	(1,542.72)	84.44%
Gross Profit and Gross Margin	258.31	17.91%	342.81	18.72%	284.38	15.56%

Cost Structure by Product Group	Year 2021		Year 2022		Year 2023	
	Million Baht	% (compared to income)	Million Baht	% (compared to income)	Million Baht	% (compared to income)
1. Dehydrated Fruit Product	1,028.70	81.36%	1,292.18	80.69%	1,374.94	84.23%
2. Canned Fish Product	147.73	86.06%	187.37	85.20%	159.53	85.97%

Cost Structure by Product Group	Year 2021		Year 2022		Year 2023	
	Million Baht	% (compared to income)	Million Baht	% (compared to income)	Million Baht	% (compared to income)
3. Healthy Snack Product	6.12	97.76%	8.99	89.81%	8.25	89.58%
Total Cost of Sales	1,182.55	81.99%	1,488.54	81.28%	1,542.72	84.44%

In 2021, the gross profit decreased to 17.91%, primarily due to reductions in both dried fruit and canned fish product groups. These reductions were attributed to the impact of the COVID-19 virus and shortages in containers and shipping vessels, as outlined in the sales revenue section. Additionally, the cost per unit of products sold increased due to decreased production quantities resulting from strict COVID-19 prevention measures. With fewer working hours per day in the production department, fixed production labor costs and expenses contributed to higher per-unit production costs.

In 2022, the Company's gross profit increased to 18.72% mainly because of lower prices for mangoes, a key raw material for dried fruit production during the season. This reduction in raw material costs led to lower per-unit production costs and improved gross profit margins.

However, in 2023, the gross profit declined by 17.04% compared to the previous year, resulting in a gross profit margin of 15.56%. This decrease was primarily driven by a more than 6.40% increase in costs for the dried fruit product group, which contributes significantly to the overall gross profit.

Cost of sales and gross margin of each product can be described as follows:

1. Cost of Sales and Gross Margin of Dehydrated Fruit Product

Dehydrated Fruit Product	Year 2021	Year 2022	Year 2023
Sales Revenue	1,264.36	1,601.41	185.57
Cost of Sales	1,028.70	1,292.18	159.53
Gross Profit	235.66	309.23	26.04
Gross Margin (%)	18.64%	19.31%	14.03%

The gross profit margin of fruit products depends on the price of fresh fruits that the Company can purchase at each time of the year, which will fluctuate according to the condition and quantity of products released to the market each year, especially the mango products which are the Company's main raw materials.

In 2021, the Company's gross profit and gross profit margin of dehydrated fruit group decreased from 2020 due to a decrease in dehydrated fruit sales and higher cost of goods sold per unit in 2021 as the volume of goods sold decreased due to the reduced production hours, as previously described in the cost of sales overview for 2021. In Thailand, the capacity utilization rate of the dehydrated fruit factory was reduced to 62.65%, while the production of the factory in Cambodia was 52.40%. Dehydrated mango products produced from the factory in Cambodia still had a high cost per unit because it was still in the development phase of production efficiency. At that time, Thailand was still experiencing a severe outbreak of the COVID-19 virus and was in the process of starting to gradually vaccinate against the virus for the population in the country. The government therefore enforced a strict quarantine measure for people arriving from abroad, causing the

executives from Thailand to be unable to fully control, monitor, and improve the production of the factory in Cambodia.

For 2023, the gross profit margin decreased to 15.77% due to the price increase of the main raw material, "mango," which rose by more than 12% owing to heightened competition in the raw material market at the beginning of the season. Additionally, the release of raw materials to the market in the current year was lower than the previous year due to drought conditions, impacting the supply of raw materials in the market. Consequently, the overall gross profit margin of the dried fruit group decreased. However, the group of companies was still able to procure quality raw materials and products to fulfill customer orders, thereby maintaining customer trust and continuous product orders from the Company group. In 2023, the proportion of sales of "Dried mangoes" was approximately 10% higher than the previous year.

Cost of Sales and Gross Margin of Canned Fish Product

Canned Fish Product	Year 2021	Year 2022	Year 2023
Sales Revenue	171.66	219.93	185.59
Cost of Sales	147.73	187.37	159.53
Gross Profit	23.93	32.56	26.06
Gross Margin (%)	13.94%	14.80%	14.04%

In 2021, the Company was impacted by the decline in canned fish sales, as mentioned earlier in the section of revenue by product group. Nonetheless, by controlling the production efficiency according to the specified amount each day and labor resource management guidelines which assigned some employees of the canned fish production section to help the dehydrated fruit production section for maximum benefit to the Company, the Company's gross profit margin for canned fish products in 2021 was close to the year 2020.

In 2022, the Company's gross profit and gross profit margin increased due to lower fish raw material prices. There was also a stock of steel sheets sufficient for the production of cans, causing the problem of rising steel prices since 2021 not affecting costs in 2022; there was also appropriate labor cost management, causing the gross profit margin to increase from the previous year.

For 2023, the gross profit margin decreased slightly due to the continued increase in the price of the raw material "fish". As a result, the cost of the "canned fish" product group increased more than the adjustment of the selling price.

2. Cost of Sales and Gross Margin of Healthy Snack Product

Healthy Snack Product	Year 2021	Year 2022	Year 2023
Sales Revenue	6.26	10.01	9.21
Cost of Sales	6.12	8.99	8.25
Gross Profit	0.14	1.02	0.96
Gross Margin (%)	2.24%	10.19%	10.42%

In 2021, the Company developed and launched new products in the domestic market, initiating marketing campaigns across various social platforms. Additionally, there was an increase in income from contract production of products according to orders (OEM) for foreign customers. Consequently, the Company experienced a rise in sales income, reaching the break-even point, resulting in a gross profit margin of only 2.24%.

In 2022, the ongoing marketing efforts from the previous year led to higher product sales surpassing the break-even point and yielding a profit. Furthermore, the introduction of a new product, Plant-Based, allowed for effective cost management before market launch, resulting in a gross profit margin of 10.19% for 2022.

For 2023, despite a decrease in revenue from sales of healthy confectionery products compared to the previous year, the gross profit margin increased to 10.42%. This improvement can be attributed to the Company's introduction of new products and innovations. Additionally, continuous marketing efforts were carried out under the brands "Meble" and "Bangkok Tasty," featuring products such as Plant-Based items, Boxset products containing crispy Thai desserts in 5 flavors, or crispy fried fruits, among others.

Selling Expenses and Administrative Expenses

1. Sales and Distribution Expenses

Selling and distribution expenses encompass significant items, including sales commissions, export costs, promotional expenses, travel and accommodation expenses, sample product costs, and product display expenses. In 2021, 2022, and 2023, the Company incurred sales and distribution expenses amounting to 51.43 million baht, 65.56 million baht, and 59.30 million baht, respectively, equivalent to 3.57%, 3.58%, and 3.24% of annual sales revenue.

In 2021, the Company witnessed a 28.41% increase in sales and distribution expenses compared to the previous year. This surge was primarily attributed to escalated shipping costs abroad, affected by the shortage of containers and vessels for transporting goods overseas. Consequently, the Company incurred expenses for arranging shipments to deliver products to customers with CIF ordering conditions, which accounted for approximately 25% each year, and to customers with FOB ordering conditions, representing a larger proportion. Despite not being liable for the transportation costs of goods to overseas customers, the Company executives extended assistance to some major international customers by subsidizing a portion of the shipping expenses, albeit within specified limits per container. This measure aimed to alleviate the increased cost burden, enabling customers to remain profitable from purchasing The Company's products for resale in destination countries and fostering long-term customer relationships.

In 2022, the Company experienced a 27.47% increase in sales and distribution expenses compared to the previous year. This rise stemmed from heightened expenses incurred for attending exhibitions due to the global spread of the COVID-19 virus. As the situation improved and trade exhibitions resumed both domestically and internationally, the Company incurred additional expenses related to exporting products, including increased transportation costs and commissions, reflecting the growth in sales revenue for the year.

For 2023, sales expenses decreased by 9.55% compared to the previous year, with the proportion of sales revenue decreasing to 3.24%. This reduction was attributed to the alleviation of freight rates, which decreased

approximately 2-5 times, and an ameliorated shortage of containers for packing export products. Despite the decrease in export costs, the Company continued its participation in exhibitions both domestically and abroad.

2. Administrative Expenses

Administrative expenses comprise essential items such as salaries, bonuses, director compensation, professional service fees, employee benefit expenses, depreciation, and allowance for doubtful accounts. In 2021, 2022, and 2023, the Company's administrative expenses (excluding exchange rate losses) amounted to 159.53 million baht, 165.42 million baht, and 153.06 million baht, respectively, equivalent to 11.06%, 9.03%, and 8.38% of annual sales revenue.

In 2021, the Company witnessed a 12.18% decrease in administrative expenses compared to the preceding year. This decline resulted from reduced employee bonus expenses, which in the previous year had been elevated to compensate for previous years' lower bonus payments. Additionally, there was a reduction in the allowance for credit losses, reflecting an improvement in the Company's outstanding receivables compared to the previous year. Furthermore, the full-year production at the product manufacturing plant in Cambodia led to enhanced production efficiency, resulting in decreased opportunity costs allocated to administrative expenses.

In 2022, administrative expenses increased by 3.69% compared to the previous year. This increase was driven by expenses related to the Company's listing on the Stock Exchange of Thailand, amounting to approximately 10.43 million baht. However, there was a reduction in expenses associated with employee salaries and welfare costs related to field hospital equipment and COVID-19 virus detection kits (Antigen Test Kits), which decreased by 5.54 million baht.

For 2023, administrative expenses decreased by 7.47%, with the proportion of sales revenue decreasing to 8.38%, attributable to a reduction in expenses related to the Company's listing on the Stock Exchange of Thailand, with no such expenses incurred during the current period.

Financial Costs

For 2021, 2022, and 2023, the Company incurred financial costs amounting to 14.12 million baht, 15.00 million baht, and 12.31 million baht, respectively.

In 2021, the Company's financial costs decreased in line with the reduction in interest-bearing debt (IBD) resulting from the utilization of promissory notes as cash flow in the business instead of relying on long-term loans.

Conversely, in 2022, financial costs increased due to the heightened use of promissory notes as working capital for increased inventories aimed at supporting sales growth.

For 2023, financial costs decreased by over 17.93%, attributed to funds raised from the Company's listing on the Stock Exchange of Thailand, enabling improved working capital management and a decrease in the use of promissory notes.

Net Profit and Net Profit Margin

In 2021, 2022, and 2023, the Company achieved a net profit of 67.07 million baht, 103.27 million baht, and 56.40 million baht, respectively.

In 2021, the Company's net profit remained steady compared to the previous year, despite a decrease in sales revenue and gross profit margin due to the COVID-19 virus situation. Administrative expenses decreased, including profits from exchange rates. Consequently, the Company was able to maintain a good level of net profit and net profit margin in 2021.

In 2022, the Company's net profit increased by 53.97%, with gross profit increasing by 32.00% due to more efficient cost management as discussed in the cost of sales section. Additionally, the proportion of administrative expenses compared to sales decreased by 2.03%, resulting in a 0.99% higher net profit margin in 2022 than the previous year.

For 2023, the Company experienced a net profit margin of 3.07%, representing a decrease of 44.58% from 2022 due to a decrease in gross profit margin, as outlined above. Despite effectively controlling sales, administrative expenses, and financial costs, along with decreased income tax expenses.

4.1.2 Financial Position Analysis

Assets

As of December 31, 2021, 2022, and 2023, the Company's total assets were 1,700.51 million baht, 1,880.85 million baht, and 1,761.23 million baht, respectively. The Company's important asset items include trade receivables and other receivables, remaining products, and land, buildings, and equipment. These assets have an average total value to total assets ratio in 2021 - 2023 of 83.13%, with the following details:

Current Assets

As of December 31, 2021, 2022, and 2023, the Company's current assets were 766.14 million baht, 943.61 million baht, and 843.94 million baht, respectively, representing 45.05%, 50.17%, and 47.92% of total assets. The Company's significant current assets include:

1. Trade and Other Receivables

The Company had trade receivables and other receivables amounting to 194.16 million baht, 258.61 million baht, and 216.36 million baht as of December 31, 2021, 2022, and 2023, respectively.

Receivables' Details	As of December 31, 2021		As of December 31, 2022		As of December 31, 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Account Receivables						
Aging of outstanding debt counted from the due date						
Not yet due	135.08	69.57%	221.62	85.70%	159.38	73.66%
Overdue						
not more than 3 months	57.17	29.44%	36.45	14.09%	53.80	24.87%
3 - 6 months	1.66	0.86%	0.89	0.34%	-	-
6 - 12 months	1.06	0.55%	-	-	1.87	0.86%

Receivables' Details	As of December 31, 2021		As of December 31, 2022		As of December 31, 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
more than 12 months	10.28	5.29%	9.62	3.72%	4.37	2.02%
Total	205.25	105.71%	268.58	103.85%	219.42	101.41%
Deduct : Allowance for expected credit losses	(12.07)	(6.21%)	(10.22)	(3.95%)	(4.49)	(2.07%)
Total Account Receivables - Net	193.18	99.50%	258.36	99.90%	214.93	99.34%
Other Receivables	0.98	0.50%	0.25	0.10%	1.43	0.66%
Total Account Receivables and other Receivables - Net	194.16	100.00%	258.61	100.00%	216.36	100.00%

The Company has a policy to provide credit terms for debt repayment to customers. For the customers who make purchases with the Company for the first time, the Company will require them to pay for goods mainly in cash. In the case of a customer who has a history of continuously purchasing products from the Company, the Company would consider giving credit terms, divided into domestic customers, who would receive a credit term of approximately 30 days, and foreign customers, who would receive a credit term of approximately 30 to 60 days, depending on negotiations. In 2020, 2021 and 2022, the Company has an average debt collection period of 45 days, 49 days, and 47 days, respectively.

The Company has a debt collection process for overdue debtors, with the requirement that every first week of the month, the finance department prepare a report on outstanding receivables to know the status of the current outstanding debt. In the event that the receivable is outstanding beyond the specified period, the finance and sales departments will do the follow-up by email. If the receivable continues to be overdue for a specified period of time, the finance department and the sales department will issue a debt collection letter to the receivable two times. If the period has passed, but the Company has not received payment from the receivable, the finance department and the sales department will present the aforementioned receivable to the authorized person to order further legal action.

Since January 1, 2020, the Company had adopted Financial Reporting Standard No. 9 on Financial Instruments and used it for the first time in evaluating the fair value of receivables. The Company has changed the method for determining the allowance for doubtful accounts from the original model to the recognition of expected credit losses based on past events, current situations, and future situations. The Company classifies receivables by considering groups of customers with similar credit risk profiles and groups of customers according to geographical areas, divided into groups of domestic customers and foreign customers. Then it considers setting up an allowance for expected credit losses in accordance with the risk ratio of each group of trade receivables. The allowance for loss is set from the first day such customer becomes the Company's receivable. This is in accordance with the risk ratio of each group of receivables, which reflects the risk from trade statistics with each group of customers in the past together with the consideration of the outstanding age of each trade receivable. However, the Company does not have a policy to write off trade accounts receivable from the account until legal proceedings have been taken against receivables overdue for more than 1 year.

As of December 31, 2020, the Company had trade accounts receivable (before deducting allowance for expected credit losses) decreased from the end of 2019 by Baht 36.77 million or decreased by 16.66%; this

decline was primarily caused by the drop in sales from the end of 2020 to the same period the year before. Trade accounts receivable decreased as a consequence. The Company's allowance for credit losses as of December 31, 2020, is expected to increase from the end of 2019 by Baht 10.62 million, or an increase of 142.36%. This is primarily due to an increase in the Company's accounts receivables overdue for more than 12 months by Baht 10.03 million, the majority of which were domestic debtors who ordered goods to sell to foreign tourists affected by the COVID-19 virus epidemic. Due to the introduction of Financial Reporting Standard No. 9 on Financial Instruments, the Company experienced a rise in its allowance for projected credit losses for debtors with accruals of less than 6 months who are not yet due, by an approximately Baht 1.29 million. While the old financial reporting standard used in 2019, such debtors will not include an allowance for expected credit losses.

As of December 31, 2021, the Company's trade accounts receivable (before deducting allowance for expected credit losses) increased from the end of 2020 by Baht 21.37 million or an increase of 11.62%, mainly because of an increase in debtors that are not yet due. This was due to the Company's sales in December of 2021 increased in comparison to the same month the previous year. Meanwhile, the Company had an allowance for credit losses that are expected to be incurred from the end of 2020, equal to Baht 6.01 million, representing a decrease of 33.23%. The decrease was due to the decline in value of debtors that are overdue by less than 3 months, and the Company was able to track the debtor groups who are overdue for more than 12 months as well.

The Company's trade receivables as of December 31, 2021 (before deducting allowance for expected credit losses) can be classified into an amount of Baht 205.25 million, divided into domestic trade receivables (33.72%) and foreign trade receivables (66.28%). The currency that the Company mainly uses to trade with foreign customers is the US dollar. The Company has guidelines for managing the risk of exchange rate volatility by requiring a person to monitor the changes in exchange rates and enter into foreign futures contracts when the exchange rate fluctuates to a certain level. Most contracts last less than one year. More details are provided in Section 2.2, 2. Risk Management.

As of December 31, 2022, the Company's trade accounts receivable (before deducting allowance for expected credit losses) increased from the end of 2021 by 30.86%, mainly because of an increase in debtors that are not yet due. This was due to the increase in the Company's sales 26.98% in 2022. In December, there was an increase in sales 39.60%, while the expected credit loss allowance decreased from the end of 2021 to Baht 1.85 million, or 15.33%. Most of them had the allowance for loss reduced due to the fact that the amount of receivables that were overdue less than 3 months decreased by Baht 20.70 Million, representing a decrease of 36.24%.

As of December 31, 2023, the Company's trade receivables (before deducting allowance for expected credit losses) decreased from the previous year by 18.30%. This decrease was primarily due to a decline in debtors who were not yet due for payment, which decreased by 28.08% from the previous year. The decline in sales in December, down by 21.83% from the same month last year, contributed to this reduction, as there was a delay in sending products abroad. This delay was a result of concerns about the Red Sea - Suez Canal conflict. These products are scheduled to be exported in January 2024. Additionally, the allowance for losses decreased from the previous year by 5.73 million baht, representing a reduction rate of 56.07%. This decrease stemmed from one group of debtors who were overdue for more than 12 months, amounting to 4.1 million baht.

(1) Inventories

The Company had inventories as of December 31, 2021, 2022, and 2023, equal to 515.22 million Baht, and 524.49 million Baht and 469.26 million Baht, respectively.

Details	As of December 31, 2021		As of December 31, 2022		As of December 31, 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Finished Goods	90.95	17.65%	45.50	8.67%	34.54	7.36%
Products during Production	247.25	47.99%	285.55	54.44%	243.96	51.99%
Raw Materials	151.46	29.40%	165.46	31.55%	159.63	34.02%
Packaging	23.80	4.62%	18.90	3.60%	28.37	6.04%
Spare Parts and Consumables	3.22	0.62%	4.70	0.90%	1.87	0.40%
Goods in Transit	11.27	2.18%	15.51	2.96%	5.64	1.20%
Total Inventories before Cost Reduction	527.95	102.47%	535.62	102.12%	474.01	101.01%
Cost Reduction to Net Realizable Value ¹	(12.73)	(2.47%)	(11.12)	(2.12%)	(4.75)	(1.01%)
Total Net Inventories	515.22	100.00%	524.50	100.00%	469.26	100.00%

Remark: /1 The Cost Reduction to Net Realizable Value consists of consideration of provision for Defective Allowance and Net Realizable Value (NRV).

The Company's inventories consist of Finished Goods, Products during Production, Raw Materials, Packaging, Spare Parts and Consumables, and Goods in Transit. The Company has products during production and raw materials as the main components of its inventories. The main raw materials are fruits and fish. For fruit products, the Company will bring them through the processing process to become products during production that are stored in the Company's cold storage to maintain product quality or stored in the form of large packs of products that have not been packaged individually. After that, when the Company wants to sell fruit products, the products during production will be packaged, given product labels, and become finished goods for further distribution. While for fish products, the Company will bring them through the production process to become canned fish and products during production that can be stored at normal room temperature. When the Company wants to sell or deliver fish products, the aforementioned products during production will be labeled and packed and become finished products for further distribution.

The Company has established a policy to record reserves for defective product allowance by considering from the outstanding age of each type of product as well as considering the net realizable value (NRV) for products that are considered to be sold below cost as well. The Company records provision for deterioration of inventories and considers the expected product value as the cost of sales in the income statement which is considered at the end of every quarter.

As of December 31, 2020, the Company's inventories (before the cost reduction to net realizable value) increased from the end of the previous year, equal to Baht 157.74 million or an increase of 48.39%. It was an increase from goods during production of 82.50 baht and raw materials increased by Baht 43.10 million, mainly from mangoes. Due to increased mango production for the market as a result of the drought crisis being resolved in 2019, this has allowed the Company to buy mangoes and produce more than it did the previous year. In addition, the Company's subsidiary started producing dried mango products at a factory in Cambodia. As a result, the Company produced more products at the factory in Cambodia, totaling Baht 29.07 million.

However, as of December 31, 2020, the Company had an increase in the defective allowance from the end of the previous year, equal to Baht 6.94 million or an increase of 82.49% because during the year 2019, the Company had improved the accounting program, which in 2020 the Company had counted and checked all available products again. Therefore, an additional defective allowance had been recorded at the end of 2020.

As of December 31, 2021, the Company's inventories (before the cost reduction to net realizable value) increased from the end of the previous year by Baht 44.25 Million or an increase of 9.15%, mostly due to an increase in raw materials and finished goods, which increased to Baht 56.72 Million or an increase of 28.80%, because of the opening of full-year production in Cambodia, where more of fruits were purchased as raw materials to facilitate the creation of more products. Additionally, the Company will find it challenging to obtain cargo ships to other nations in 2021 due to the shortage of export containers and the increase in international freight prices, and some overseas customers have postponed their orders. The Company therefore has a continuous increase in finished goods awaiting delivery. The continuous increase of such finished goods from 2020 to 2021 has resulted in the Company having more debt burden on the promissory note from commercial banks to support the turnover each year. However, due to the nature of the products in process or the product waiting to be packed (Semi Product). The Company has processed and stored in a cold room with appropriate temperature control. The average product's life is therefore relatively long, while preserving the product's quality in accordance with the laid-out requirements. The Company has used a production management of First In, First Out, so there is a low risk of deterioration of inventories.

As of December 31, 2022, the Company's inventories (before the cost reduction to net realizable value) increased from the end of 2021, equal to Baht 7.67 million or an increase of 1.45%. The details are as follows:

- (1) Products during production increased by Baht 38.30 million or 15.49%, mainly from canned fish products, because between the end of 2022 and the beginning of 2023, there was a renovation of the factory for canned fish production. The production department therefore prepared to produce semi-products to meet orders during the time that the products could not be produced. In the part of dehydrated fruits, there are more products during production due to the production of Sai Nam Phueng oranges in large numbers, due to the season when oranges have few seeds causing production costs to be cheaper.
- (2) Raw materials increased by Baht 18.24 million or an increase of 11.21%, due to the increase in production ingredients, such as sugar, to reduce the fluctuation of costs from rising sugar prices, which makes it possible to better manage production costs.

On the other hand, finished goods dropped to Baht 45.45 million or a decrease of more than 50% because at the end of 2021 there was still a shortage of containers for export, resulting in a large number of finished goods in stock. The situation began to improve at the beginning of 2022, making it possible to export products continuously throughout the year. At the end of 2022, the finished goods therefore significantly decreased from the previous year.

As of December 31, 2023, the Company's inventories before reducing the cost to net realizable value decreased from the end of the previous year by 61.61 million baht, or a decrease of 11.50%, with more than 85.27% of the decrease coming from semi-products. Ready-made and finished goods Which is divided according to product groups as follows:

- (1) The dried fruit product group decreased by more than 16.50%, mainly from honey orange petals. In 2023, there was a decrease in the purchase of orange raw materials from the previous year during

the same period. But sales of oranges have greatly increased. This makes the product turnover cycle faster, resulting in a decrease in the number of products in the warehouse at the end of 2023.

- (2) The canned fish product group decreased by more than 60.90% because in 2022 the products were produced to be sufficient to meet orders during the fish factory renovation in early 2023 and were gradually sold during 2023, causing at the end of 2023, the number of products in warehouses decreased.

(2) Other Current Assets

(3) Other current assets

Other significant current assets include advance payments for purchases of goods, upfront costs, and advance tax payments. As of December 31, 2021, 2022, and 2023, the Company had other current assets equal to 33.43 million baht, 10.05 million baht, and 39.50 million baht, respectively. Changes in other current assets are primarily caused by payments made in advance for the purchase of goods, mainly "mango," which is the main raw material of the Company's products.

Non-current assets

The Company's non-current assets as of December 31, 2021, 2022, and 2023, amounted to 934.37 million baht, 937.24 million baht, and 917.29 million baht, respectively, representing 54.95%, 49.83%, and 52.08% of total assets in each year. The Company's significant non-current assets are as follows:

(1) Investment property

The Company holds investment real estate as of December 31, 2021 - 2022, amounting to 87.62 million baht, and in 2023, it amounted to 88.38 million baht. This includes vacant land in Ratchaburi Province, Samut Songkhram Province, and Samut Sakhon Province. The Company anticipates utilizing this property to support future expansion of factory and warehouse space. As of December 31, 2023, there was an increase of 0.75 million baht from the previous year, representing a 0.86% increase in land valuation. Land in Ratchaburi saw an increase in value from 600-900 baht per square wa to 650-1,000 baht.

(2) Land, buildings, and equipment

The Company's land, buildings, and equipment as of December 31, 2021, 2022, and 2023, amounted to 746.78 million baht, 758.58 million baht, and 757.98 million baht, respectively. In 2021, the Company completed construction of several buildings, including warehouse buildings and an innovation building for research and development purposes. In 2022, the Company purchased land in Samut Sakhon Province and constructed cold storage facilities to expand storage capacity. In 2023, funds from a capital increase were utilized to construct a cold storage room and improve production facilities for the canned fish division.

(3) Right-of-use assets

The Company adopted Financial Reporting Standards No. 16 on Leases as of January 1, 2020. The Company recognizes the value of right-of-use assets from lease liabilities previously classified as operating leases. The Company's right-of-use assets as of December 31, 2021, 2022, and 2023, amounted to 66.22

million baht, 62.93 million baht, and 59.26 million baht, respectively. The increase in 2021 was due to adjustments in rental rates for assets transacted with related parties.

(4) Other non-current assets

Other non-current assets include security deposits for utility use, deposits, and VAT awaiting refund. As of December 31, 2021, 2022, and 2023, the Company had other non-current assets amounting to 18.05 million baht, 14.06 million baht, and 5.46 million baht, respectively. As of December 31, 2021, the Company's other non-current assets increased by 12.31 million baht, representing an increase of 214.41% from the previous year, attributable to an increase in VAT refunds from the subsidiary in Cambodia. As of December 31, 2022, the Company's other non-current assets decreased by 3.99 million baht, or 22.11% due to the gradual receipt of VAT refunds from subsidiaries.

For 2023, the Company's other non-current assets decreased by 8.60 million baht, marking a decrease of 61.15%, resulting from a subsidiary in Cambodia receiving a VAT refund for 2021 and the first 6 months of 2022, totaling more than 200,000 US dollars.

Liabilities

The Company's total liabilities as of December 31, 2021, 2022, and 2023 are 881.40 million baht, 624.04 million baht, and 497.50 million baht, respectively, or equivalent to 51.83%, 32.75%, and 28.25% of liabilities and shareholders' equity in each year, respectively. The Company has important liabilities including (1) bank overdrafts and short-term loans from banks, (2) trade and other creditors, (3) employee benefit liabilities, and (4) lease contract liabilities. This debt has an average total value to total liabilities and shareholders' equity in 2021 - 2023 equal to 32.44%, with important details as follows.

Current liabilities

The Company has current liabilities as of December 31, 2021, 2022, and 2023 equal to 699.63 million baht, 460.36 million baht, and 244.66 million baht, or equivalent to 41.14%, 24.05%, and 13.89% of liabilities and shareholders' equity each year, respectively. The Company has important current liabilities as follows:

(1) Bank overdrafts and short-term loans from financial institutions

The Company has bank overdrafts and short-term loans from financial institutions as of December 31, 2021, 2022, and 2023 equal to 541.07 million baht, 297.00 million baht, and 80.00 million baht, respectively. The said credit line used the Company's securities to mortgage some land. Partially used the personal bank account of the guarantor committee, and personal guarantees by some company directors. In April 2023, the Company redeemed all collateral from the bank.

In the past, the Company has used bank overdrafts and short-term loans from financial institutions to support The Company's business operations. As of December 31, 2021, the Company has bank overdrafts and short-term loans from financial institutions from Issue more promissory notes to use as working capital and to repay long-term loans. To reduce financial costs.

As of December 31, 2022, the Company had bank overdrafts and short-term loans from financial institutions decreased by 244.07 million baht, or a decrease of 45.11%. The Company received funds to raise

money from registering as a company on the stock exchange and offered shares to the public for the first time (IPO) on September 12, 2022, providing the Company with working capital and can repay overdrafts and short-term loans from a number of financial institutions to reduce financial costs.

As of December 31, 2023, the Company's overdrafts and short-term loans from financial institutions decreased to 217.00 million baht, which is a result of receiving funds raised in 2022 that allowed the Company to still have money. Continuous revolving capital. The short-term loan from the bank in the amount of 80.00 million baht will be due for repayment between February and March 2024. The loan has no collateral.

(2) Trade and other creditors

The Company has trade and other payables as of December 31, 2021, 2022, and 2023 equal to 122.36 million baht, 138.31 million baht, and 129.96 million baht, respectively.

Details of Payables	As of December 31, 2021		As of December 31, 2022		As of December 31, 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Trade Payables	59.29	48.46%	87.21	63.06%	71.24	54.82%
Other Payables	12.13	9.91%	10.46	7.56%	14.17	10.89%
Accrued Expenses	50.94	41.63%	40.64	29.38%	44.56	34.29%
Total trade payables and other payables	122.36	100.00%	138.31	100.00%	129.96	100.00%

The Company receives credit terms from trade creditors in cash up to 30 days, depending on each type of trading partner. In 2021, 2022, and 2023, the Company has an average debt repayment period of 19.18 days and 19 days, respectively. The Company has always been able to pay trade debts within the time period specified by the trading partners.

As of December 31, 2021, the Company experienced a slight decrease in trade payables from the previous year, accounting for 3.33%, even though in 2020 the drought situation had eased and there was a large increase in raw material orders from the previous year. However, in December 2021, the Company closed factories earlier at the end of the year than the previous year, resulting in a decrease in product orders at the end of the year and a decrease in trade payables. But as of December 31, 2022, the Company had an increase in trade payables of 27.92 million baht or an increase of 47.09% due to increased raw material purchases in late 2022 to support increased orders in 2023. Additionally, the prices of ingredients and fuels increased by approximately 10 - 40%, causing trade payables to increase from the previous year.

For 2023, the Company's trade payables decreased by 15.97 million baht or decreased by 18.31% from the previous year. This is a result of a large number of orders being placed at the end of last year. In 2023, there will be no such event. Additionally, fuel prices decreased by approximately 18%, resulting in a decrease in trade payables as of December 31, 2023.

For accrued expense items, it consists of accrued bonuses and asset construction creditors. The Company has managed all expenses to be completed in accordance with the conditions agreed upon with the relevant parties.

Non-current liabilities

The Company has non-current liabilities as of December 31, 2021, 2022, and 2023 equal to 181.77 million baht, 163.68 million baht, and 252.84 million baht, or equivalent to 10.69%, 8.70%, and 14.36% of liabilities and shareholders' equity each year. The Company has important non-current liabilities as follows:

(1) Long-term loans

The Company has a long-term loan on December 31, 2021 equal to 25.54 million baht, in 2022 the full amount will be repaid, and in 2023 equal to 98.45 million baht. The details of the long-term loan according to the repayment period and currency are as follows.

Details of Long-term Loans by Payment Schedule	As of December 31, 2021		As of December 31, 2022		As of December 31, 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Long-Term Loans – Portion due within one year	10.58	41.43%	-	-	10.64	10.81%
Long-Term Loans – Net of portion due within one year	14.96	58.57%	-	-	87.81	89.19%
Total Long-term Loans	25.54	100.00%	-	-	98.45	100.00%

Details of Long-term Loans by Currency	As of December 31, 2021		As of December 31, 2022		As of December 31, 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Baht Loans	25.54	100.00%	-	-	-	-
US dollar Loans	-	0.00%	-	-	98.45	100.00%
Total Long-term Loans	25.54	100.00%	-	-	98.45	100.00%

As of December 31, 2021, the Company had reduced long-term loans due to repayment according to specified conditions. The Company has a long-term loan contract from a financial institution that specifies conditions for the Company to maintain the total debt to equity ratio according to the separate budget not more than 2.00 times. As of December 31, 2021, the Company has a debt ratio of Total to shareholders' equity according to the separate budget equal to 1.08 times, which is in accordance with the requirements specified in the loan agreement with the financial institution.

During 2022, the Company repaid the entire long-term loan from receiving additional capital to list the Company on the Stock Exchange of Thailand. As of December 31, 2022, the Company had no long-term loans from financial institutions.

In 2023, a subsidiary in Cambodia had a long-term loan from the Company's directors in the amount of USD 3 million. The loan carries interest at the rate of 1% per year and as of December 31, 2023, the Company has no long-term loans from financial institutions.

(2) Liabilities under lease agreements

As of January 1, 2020, the Company has adopted Financial Reporting Standards No. 16 on Leases. The lease liability is measured at the present value of the lease payments over the lease term. The Company discounts

the present value of the lease payments using the interest rate implied by the lease contract or the Group's borrowing interest rate. After the effective date of the contract, the carrying amount of the lease liability is increased by interest on the lease liability and decreased by lease payments. Additionally, the carrying amount of the lease liability is remeasured when the lease term changes, hire changing payments according to the lease agreement or changes in the evaluation of options to purchase the underlying assets.

As of December 31, 2021, the Company's lease liabilities increased by 49.13 million baht because on September 1, 2021, the Company made a new lease agreement for the aforementioned assets, in which the rental rate for assets that are transactions with connected persons has been adjusted to the market price.

As of December 31, 2022 and 2023, the Company had liabilities under the lease agreement equal to 65.71 million baht and 64.03 million baht, respectively, which decreased from the previous year by 1.22 million baht and 1.69 million baht, respectively, as rental payments according to the contract.

(3) Employee benefit liabilities

The Company has employee benefit liabilities as of December 31, 2021, 2022, and 2023 equal to 76.60 million baht, 73.87 million baht, and 77.21 million baht, respectively.

As of December 31, 2021 and 31 December 2022, the Company's employee benefit liabilities decreased by 17.38 million baht and 2.73 million baht, respectively. This was due to actuaries preparing reports to assess employee benefit liabilities to review accounting records. New round the actuarial assumptions used in calculating employee benefit liabilities have been adjusted to be consistent with current information, namely the market interest rate (discount rate), and the Company has a reduced number of employees. As a result, the said debt burden decreased in the same direction.

As of December 31, 2023, the Company had an increase in employee benefit liabilities of 3.34 million baht from the recognition of costs based on normal service life according to the employee benefit liability assessment report.

Shareholder's equity

The Company has shareholders' equity as of December 31, 2021, 2022, and 2023 equal to 819.11 million baht, 1,256.81 million baht, and 1,263.73 million baht, respectively, or equivalent to 48.17%, 67.25%, and 71.75% of each debt and shareholder's equity. The Company has important shareholders' equity items as follows:

(1) Capital and Paid-up

The Company has issued and fully paid-up capital as of December 31, 2021, 2022, and 2023 equal to 320.00 million baht, 400.00 million baht, and 400.00 million baht, respectively.

The Extraordinary General Meeting of Shareholders No. 1/2021 on June 26, 2021, resolved to approve an increase in the Company's registered capital from 320.00 million baht to 400.00 million baht by issuing 160 million additional common shares at par value of 0.50 baht each to support the offering of additional common shares to the public for the first time (Initial Public Offering).

On August 11, 2022, the Board of Directors' meeting resolved to approve the determination of the details of the allocation of additional common shares for additional common shares in the amount of not more than 160 million shares, with a par value of 0.50 baht 26th of share, which was approved by the Extraordinary General

Meeting of Shareholders of the Company on the 26th June 2021 to be allocated for offering to the general public for the first time.

Between 1 September 2022 and 5 September 2022, the Company offered to sell additional common shares to the general public, company benefactors, directors, executives, and employees of the Company, 160 million shares, with a par value of 0.50 baht per share, at an offering price of 2.34 baht per share, totaling 374.40 million baht, the Company received payment for the shares. The said capital has been increased in full and has registered a change in the issued and paid capital from the original amount of 320 million baht (640 million common shares with a par value of 0.50 baht per share) to 400 million baht (800 million common shares with a par value of 0.50 baht per share) with the Ministry of Commerce on September 6, 2022, and the Stock Exchange of Thailand received 800 million of the Company's common shares with a par value of 0.50 baht per share as registered securities and began trading for the first time on September 12, 2022.

(2) Retained earnings

The Company has retained earnings as of December 31, 2021, 2022, and 2023 equal to 316.82 million baht, 392.01 million baht, and 400.40 million baht, respectively.

As of December 31, 2021 - 2023, the Company has retained earnings allocated to legal reserves equal to 40.00 million baht and has unallocated retained earnings equal to 276.82 million baht, 352.01 million baht, and 360.40 million baht, respectively. The annual general meeting of shareholders for 2021, 2022, and 2023 approved the annual dividend payment. 2020, 2021, and 2022 are equal to 64.00 million baht, 32.00 million baht, and 48.00 million baht, respectively. The Board of Directors' Meeting No. 2/2024 on February 27, 2024 resolved to approve the payment of dividends for 2023, totaling 32.00 million baht by presenting it to the 2024 Annual General Meeting of Shareholders, which will meet on April 29, 2024, and dividend payment is scheduled for May 17, 2024.

(3) Other components of shareholders' equity

Another component of shareholders' equity is surplus from the revaluation of assets and differences from the translation of financial statements. The Company has other components of shareholders' equity as of December 31, 2021, 2022, and 2023 equal to 182.29 million baht, 181.63 million baht, and 180.16 million baht, respectively. The Company chooses to record the land value in the financial statements according to the price appraised by an independent appraiser.

The Company recorded an increase in the book value of land from revaluation in other comprehensive income and recognizes the amount of retained earnings in the account "Surplus from asset valuation." Surplus from asset valuation as of December 31, 2021 - 2023 has a value of 175.39 million baht, and in 2023, it has a value of 174.27 million baht.

4.1.2 Analysis of Cash Flow

Cash Flow (Million Baht)	Year 2021	Year 2022	Year 2023
Cash flow from operating activities	38.20	144.51	195.04
Cash flow from investing activities	(27.42)	(54.15)	(47.04)
Cash flow from financing activities	(6.37)	45.39	(181.16)
Currency translation differences	(20.16)	(8.62)	1.14

Cash Flow (Million Baht)	Year 2021	Year 2022	Year 2023
Net Increase (Decrease) in Cash and Cash Equivalents	(15.75)	127.13	(32.02)

Cash Flow from Operating Activities

In 2021, the Company generated net cash from operating activities amounting to 38.20 million baht. Operating profits before changes in operating assets and liabilities stood at 146.08 million baht. Key cash items used in operations included an increase in trade and other receivables (-19.64 million baht) and an increase in inventories (-44.24 million baht).

In 2022, net cash from operating activities rose to 144.51 million baht, marking an increase of 106.31 million baht from the previous year. Operating profits before changes in operating assets and liabilities amounted to 204.38 million baht, up by 58.31 million baht. Significant cash items received from operations included a decrease in other current assets (-23.37 million baht) and an increase in trade and other payables (17.22 million baht). Cash items used included an increase in trade and other receivables (-63.57 million baht).

For 2023, net cash from operating activities further increased to 195.04 million baht, showing a growth of 50.53 million baht from the previous year. Operating profits before changes in operating assets and liabilities decreased to 136.57 million baht, down by 67.81 million baht. However, important cash items from operating activities included a decrease in trade and other receivables (-46.60 million baht), a decrease in inventories (-61.61 million baht), and a decrease in other non-current assets (-8.60 million baht) due to tax refunds from subsidiaries in Cambodia. Cash outflow occurred from other current assets (-29.45 million baht) due to advance payments for goods purchases.

Cash Flow from Investing Activities

In 2021, the Company had net cash used in investing activities amounting to (27.42) million baht, primarily allocated for improving buildings and structures, rails and conveyor belts, machinery and equipment related to product production, vehicles, and office equipment.

In 2022, net cash used in investment activities increased to (54.15) million baht, attributed to investments in purchasing land and constructing a cold storage room to expand storage capacity for finished products. Additionally, subsidiaries undertook construction projects for wastewater ponds and treatment systems. Investments were also made in vehicles and office equipment.

For 2023, net cash used in investing activities totaled (47.04) million baht, with funds received from fundraising. Investments were directed towards constructing a cold room for storing dried fruits to accommodate increased orders and reduce production costs. Improvements were made to the canned fish division's production line and warehouse. Additionally, enhancements were made to the factory's water supply system.

Cash Flow from Financing Activities

In 2021, the Company had net cash used in financing activities amounting to (6.37) million baht. Key items included an increase in short-term borrowings, repayment of previous long-term loans, and dividend payments.

In 2022, net cash from financing activities increased to 45.39 million baht, primarily from cash received from capital increases. The proceeds were used to repay long-term loans and overdrafts and short-term loans from financial institutions.

For 2023, net cash from financing activities decreased to (181.16) million baht. Significant items included cash paid to repay short-term loans from financial institutions and cash received from directors' loans.

Interest and Obligation Coverage Ratio

In 2021, 2022, and 2023, the Company's interest coverage ratio stood at 10.65 times, 13.29 times, and 11.48 times, respectively. This increase in 2022 was attributed to the rise in operating profits before interest, taxes, depreciation, and amortization.

The Company's ability to pay obligations ratio was 0.27 times, 0.67 times, and 1.56 times in 2021, 2022, and 2023, respectively. The increase in 2022 was due to the repayment of entire long-term loans, resulting in an increased ability to pay obligations.

Liquidity

As of December 31, 2021, 2022, and 2023, the Company's current ratio was 1.10 times, 2.05 times, and 3.45 times, respectively. The quick ratio stood at 0.31 times, 0.89 times, and 1.37 times, respectively. Both ratios witnessed significant fluctuations, reflecting changes in current assets and liabilities over the years. In 2022, the Company experienced a significant increase in current assets compared to current liabilities. This was primarily due to the additional capital obtained from the initial public offering (IPO), which was utilized to repay both short-term and long-term loans. Consequently, the condition ratio improved by 0.58 times compared to the previous year.

As of December 31, 2021, 2022, and 2023, the Company's total cash-inventory cycle stood at 186 days, 159 days, and 149 days, respectively, while the cash-finished goods cycle was 54 days, 46 days, and 39 days, respectively. Notably, there were significant disparities between the cash cycle calculated from total inventories and finished goods. This discrepancy arises from the Company's business operations, where it must procure and process fruit during the harvest season to sustain production and sales throughout the year. Consequently, the value of processed raw materials and semi-finished products remains high in each period. However, it also indicates that the Company maintains sufficient raw materials for 3 to 4 months of production and enough finished products to gradually sell over a period of 39 to 54 days.

In summary, the Company's liquidity decreased in 2021, accompanied by a prolonged cash cycle compared to 2020. This was primarily attributed to the impact of the COVID-19 outbreak and disruptions in international transportation, resulting in increased freight and container rates and delayed deliveries to foreign customers. Conversely, in 2022, the Company witnessed improved liquidity and a shortened cash cycle due to the easing of the COVID-19 situation and normalization of international transportation. This enabled the Company to fulfill orders and export products more efficiently, leading to enhanced liquidity. Similarly, in 2023, the Company further improved liquidity and shortened the cash cycle compared to the preceding two years. This was achieved through systematic warehouse management, proactive management of trade accounts receivable and creditors, and adherence to credit terms, resulting in a continuous increase in liquidity.

4.2 Factors that may affect operations or financial position in the future (Forward Looking)

The Company's operating results are subject to various factors, some of which are beyond its control and may impact its performance in the future:

1. COVID-19 Outbreak The global economic impact of the COVID-19 pandemic continues to be a significant factor affecting the Company's operations.
2. Raw Material Price Fluctuations: The Company relies on raw materials from agricultural and fishing sectors, making it vulnerable to price fluctuations influenced by factors such as climate, disease outbreaks, and natural disasters.
3. Climate Change and Disasters: Climate change and increasing occurrences of natural disasters can directly and indirectly affect the Company's operations, including disruptions in production and supply chains due to events like droughts or floods.
4. Changing Consumer Behavior: Rapidly evolving consumer preferences and trends pose a challenge to the Company's ability to anticipate and respond effectively, potentially leading to decreased demand for its products.
5. Market Competition: Intense competition within the food processing industry, including pricing, quality, and technology, may impact the Company's market share and profitability, especially if competitors offer similar products at lower prices.
6. Geopolitical Conflict: Escalating global geopolitical tensions, such as conflicts between major powers or regional disputes, could disrupt economic growth and international trade, affecting the Company's operations, particularly its foreign sales.

Despite these challenges, the Company has implemented policies and strategies to manage risks effectively and maintain operations at an acceptable level.

4.3 Important Financial Information

4.3.1 Summary of Audit Report

Budget	:	Consolidated financial statements and separate financial statements for the fiscal year 2022, ended December 31, 2023
Auditor	:	Ms. Orawan Techawatanasirikul Certified Public Accountant No. 4807 from EY Office Limited (approved auditor of the Securities and Exchange Commission, Thailand)
Opinion by Auditor	:	The auditor's report expressed an unqualified opinion that the consolidated financial statements of the Company and its subsidiaries (corporate group) and the separate financial statements of the Company indicated financial position as of December 31, 2023, performance, and cash flows for the year then ended of the Company and its subsidiaries and specific to the Company, materially correct as they should be in accordance with financial reporting standards.

Statement of Financial Position

Statement of Financial Position	Consolidated Financial Statements (audited version)					
	December, 31, 2021		December, 31, 2022		December, 31, 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Cash and Cash Equivalents	22.67	1.33%	149.81	7.97%	117.78	6.69%
Temporary Investment	-	-	0.60	0.03%	0.95	0.05%
Trade Receivables and other Receivables	194.16	11.42%	258.61	13.75%	216.36	12.28%
Inventories	515.22	30.30%	524.50	27.89%	469.26	26.65%
Other Current Financial Assets	0.66	0.04%	0.04	0.00%	0.09	0.01%
Other Current Assets	33.43	1.97%	10.05	0.53%	39.50	2.24%
Total Current Assets	766.14	45.05%	943.61	50.17%	843.94	47.92%
Restricted Deposits	7.24	0.43%	6.67	0.35%	-	-
Investment Property	87.62	5.15%	87.62	4.66%	88.38	5.02%
Lands, Buildings and Equipment	746.78	43.91%	758.58	40.33%	757.98	43.04%
Right-of-use Assets	66.22	3.89%	62.93	3.35%	59.26	3.36%
Intangible Assets	8.46	0.50%	7.38	0.39%	6.21	0.35%
Other Non-current Assets	18.05	1.06%	14.06	0.75%	5.46	0.31%
Total Non-current Assets	934.37	54.95%	937.24	49.83%	917.29	52.08%
Total Assets	1,700.51	100.00%	1,880.85	100.00%	1,761.23	100.00%
Bank Overdrafts and Short-term Loans from Banks	541.07	31.82%	297.00	15.79%	80.00	4.54%
Trade Payables and other Payables	122.36	7.20%	138.31	6.82%	129.97	7.38%
Liabilities due within one year						
- Long-term Loans from Banks	10.58	0.62%	-	-	10.64	0.60%
- Lease Liabilities	2.54	0.15%	2.24	0.12%	2.80	0.16%
Deferred Revenue	10.40	0.61%	5.24	0.28%	7.78	0.44%
Income Tax Payable	8.43	0.50%	13.55	0.83%	8.61	0.49%
Other Current Liabilities	4.25	0.25%	4.02	0.21%	4.86	0.28%
Total Current Liabilities	699.63	41.14%	460.36	24.05%	244.66	13.89%
Net Liabilities due within one year						
- Long-term Loans from Banks	14.96	0.88%	-	-	87.81	4.99%
- Lease Liabilities	64.39	3.79%	63.47	3.37%	61.22	3.48%
Deferred Tax Liabilities	25.82	1.52%	26.34	1.40%	26.60	1.51%
Employee Benefit Obligation	76.60	4.50%	73.87	3.93%	77.21	4.38%
Other Non-current Liabilities	---	---	---	---		
Total Non-current Liabilities	181.77	10.69%	163.68	8.70%	252.84	14.36%
Total Liabilities	881.40	51.83%	624.04	32.75%	497.50	28.25%
Registered Capital	400.00		400.00		400.00	
Issued and Fully Paid-up Capital	320.00	18.82%	400.00	21.27%	400.00	22.71%
Share Premium	-	-	283.17	15.06%	283.17	16.08%
Retained Earnings						
- Allocated - Legal Reserve	40.00	2.35%	40.00	2.13%	40.00	2.27%
- Not Allocated	276.82	16.28%	352.01	19.14%	360.40	20.46%
Other Components of Equity	182.29	10.72%	181.63	9.66%	180.16	10.23%
Total Equity	819.11	48.17%	1,256.81	67.25%	1,263.73	71.75%
Total Liabilities and Equity	1,700.51	100.00%	1,880.85	100.00%	1,761.23	100.00%

Income statement

Statement of Comprehensive Income	Consolidated Financial Statements (audited version)					
	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Sales Revenue	1,442.28	100.00%	1,831.35	100.00%	1,827.10	100.00%
Cost of Sales	(1,182.55)	(81.99%)	(1,488.54)	(81.28%)	(1,542.72)	(84.44%)
Gross Profit	259.72	18.01%	342.81	18.72%	284.38	15.56%
Other Income	13.12	0.91%	9.05	0.49%	6.94	0.38%
Profit/(Loss) from Exchange Rate	38.55	2.67%	23.83	1.30%	4.65	0.25%
Profit before Operating Expenses	311.40	21.59%	375.69	20.51%	295.97	16.19%
Sales and Distribution Expenses	(51.43)	(3.57%)	(65.56)	(3.58%)	(59.31)	(3.24%)
Administrative Expenses	(159.53)	(11.06%)	(165.42)	(9.03%)	(153.06)	(8.37%)
Profit before Financing Cost and Income Tax Expenses	100.44	6.96%	144.71	7.90%	83.60	4.58%
Financial Income	0.05	0.00%	0.14	0.01%	0.99	0.05%
Financing Cost	(14.12)	(0.98%)	(14.99)	(0.82%)	(12.30)	(0.67%)
Profit before Income Tax Expenses	86.37	5.99%	129.86	7.09%	72.29	3.96%
Income Tax Expense	(19.30)	(1.34%)	(26.59)	(1.45%)	(15.89)	(0.87%)
Net Profit for the Period	67.07	4.65%	103.27	5.64%	56.40	3.09%

Remark: Other income consists of export compensation income, profit from disposal of assets, revenue from sales of scrap from the production process, gain on fair value measurement of derivatives, profit from revaluation of investment property, deposit chilled-goods income, interest income.

4.3.2 Cash Flow Statement

Cash Flow Statement	Consolidated Financial Statements (audited version)		
	Year 2021	Year 2022	Year 2023
	Million Baht	Million Baht	Million Baht
Cash Flow from Operating Activities			
Profit before Tax	86.37	129.86	72.28
Reconciliation of Profit before Taxation to cash received (paid) from operating activities			
Depreciation and Amortization	46.68	49.72	53.02
Depreciation of Right-of-use Assets	3.27	4.85	4.63
Allowance for Expected Credit Losses/Allowance for Doubtful Accounts	(6.01)	(1.85)	(5.73)
Reduction of Inventories to Net Realizable Value	(2.63)	(0.87)	(6.38)
Loss from Amortization of Intangible Assets	0.03	---	---
Loss (Gain) from Sales and Amortization of Equipment	0.27	(0.30)	(0.08)
Gain on Fair Value Measurement of Derivatives	(0.65)	0.63	(0.05)
Reversal of Allowance for an Impairment Loss of Assets	---	---	---

Cash Flow Statement	Consolidated Financial Statements (audited version)		
	Year 2021	Year 2022	Year 2023
	Million Baht	Million Baht	Million Baht
The Fair Value of Investment Properties	---	---	(0.75)
Provision for Long-term Employee Benefits	6.28	7.02	7.08
Reversal of Provisions for other Employee Benefits	---	---	---
Unrealized Loss (Gain) from Foreign Exchange	(1.60)	0.48	1.23
Interest Income	(0.05)	(0.15)	(0.99)
Interest Expenses	14.12	14.99	12.31
Profit from Operations before Changes in Operating Assets and Liabilities	146.08	204.38	136.57
(Increased) Decreased Operating assets			
Trade Receivables and other Receivables	(19.64)	(63.57)	46.60
Inventories	(44.24)	(8.40)	61.61
Other Current Financial Assets	---	---	---
Other Current Assets	1.80	23.37	(29.45)
Right-of-use Assets	---	---	---
Other Non-current Assets	(12.70)	3.99	8.60
Increased (Decreased) Operating liabilities			
Trade Payables and other Payables	(12.32)	17.22	(10.45)
Deferred Revenue	4.55	(5.17)	2.54
Other Current Liabilities	(1.52)	(0.22)	0.84
Other Non-current Liabilities	---	---	---
Cash from Operating Activities	62.01	171.60	216.86
Interest Payments	(0.22)	(0.31)	(0.00)
Long-term Employee Benefit Payments	(0.55)	(4.86)	(1.40)
Income Tax Payments	(23.04)	(21.92)	(20.42)
Net Cash provided by (used in) Operating Activities	38.20	144.51	195.04
Cash Flows from Investing Activities			
Restricted Deposits	(0.04)	(0.03)	0.57
Temporary Investment	---	---	(0.60)
Purchase of Buildings and Equipment	(103.59)	(27.66)	(54.69)
Purchase of Intangible Assets	(0.52)	(0.26)	(0.09)
Interest Income	0.08	0.05	0.15
Proceeds from the Sales of Equipment	0.21	0.48	0.51
Net Cash provided by (used in) Investing Activities	(103.86)	(27.42)	(54.15)
Cash Flows from Financing Activities			
Overdrafts and short-term loans from banks	136.69	(244.07)	(217.00)
Cash received from long-term loans from banks	---	---	---
Cash repayment of long-term loans from banks	(77.61)	(25.54)	---

Cash Flow Statement	Consolidated Financial Statements (audited version)		
	Year 2021	Year 2022	Year 2023
	Million Baht	Million Baht	Million Baht
Cash received from directors' loans	---	---	98.45
Repay debts according to the lease agreement	(4.83)	(4.95)	(5.44)
pay interest	(12.62)	(11.73)	(9.08)
Cash received from capital increase	---	363.17	---
Pay dividends	(48.00)	(31.49)	(48.09)
Net Cash provided by (used in) Financing Activities	(6.37)	45.39	(181.16)
Differences Resulting from Increase (Decrease) in Currency Translation	(20.16)	(8.62)	1.14
Net Increase (Decrease) in Cash and Cash Equivalents	(15.75)	127.13	(32.02)
Cash and Cash Equivalents at the Beginning of the Period	38.42	22.67	149.80
Cash and Cash Equivalents at the End of the Period	22.67	149.80	117.78

4.3.3 Income statement

Statement of Comprehensive Income	Consolidated Financial Statements (Audited)					
	2021		2022		2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenue from sales	1,442.28	100.00%	1,831.35	100.00%	1,827.10	100.00%
Cost of sales	(1,182.55)	(81.99%)	(1,488.54)	(81.28%)	(1,542.72)	(84.44%)
Gross profit	259.72	18.01%	342.81	18.72%	284.38	15.56%
Other incomes	13.12	0.91%	9.05	0.49%	6.94	0.38%
Gain/(Loss) from exchange rate	38.55	2.67%	23.83	1.30%	4.65	0.25%
Operating profit	311.40	21.59%	375.69	20.51%	295.97	16.19%
Selling and distribution expenses	(51.43)	(3.57%)	(65.56)	(3.58%)	(59.31)	(3.24%)
Administrative expenses	(159.53)	(11.06%)	(165.42)	(9.03%)	(153.06)	(8.37%)
Operating Profit	100.44	6.96%	144.71	7.90%	83.60	4.58%
Finance income	0.05	0.00%	0.14	0.01%	0.99	0.05%
Finance cost	(14.12)	(0.98%)	(14.99)	(0.82%)	(12.30)	(0.67%)
Profit before income tax expenses	86.37	5.99%	129.86	7.09%	72.29	3.96%
Income tax expenses	(19.30)	(1.34%)	(26.59)	(1.45%)	(15.89)	(0.87%)
Net Profit for the period	67.07	4.65%	103.27	5.64%	56.40	3.09%

Remark: Other incomes include export compensation, gain from disposal of fixed assets, sales of scraps, and gain from fair value of derivatives.

4.3.4 Cash flow statement

Cash flow statement	Consolidated Financial Statements (Audited)		
	2021	2021	2021
	Million Baht	Million Baht	Million Baht
Operating profit before changes in operating assets and liabilities			
Operating assets (increase) decrease	86.37	129.86	72.28
Trade and other receivables			
Inventories	46.68	49.72	53.02
Other current financial assets	3.27	4.85	4.63
Other current assets	(6.01)	(1.85)	(5.73)
Right of use assets	(2.63)	(0.87)	(6.38)
Other non-current assets	0.03	---	---
Operating liabilities increased (decreased)	0.27	(0.30)	(0.08)
Trade and other payables	(0.65)	0.63	(0.05)
Money received in advance for goods	---	---	---
Other current liabilities	---	---	(0.75)
Other non-current liabilities	6.28	7.02	7.08
Cash from operating activities	---	---	---
pay interest	(1.60)	0.48	1.23
Pay long-term employee benefits	(0.05)	(0.15)	(0.99)
pay income tax	14.12	14.99	12.31
Net cash provided by (used in) operating activities	146.08	204.38	136.57
Cash flow from investing activities			
Trade and other receivables	(19.64)	(63.57)	46.60
Inventories	(44.24)	(8.40)	61.61
Other current financial assets	---	---	---
Other current assets	1.80	23.37	(29.45)
Right of use assets	---	---	---
Other non-current assets	(12.70)	3.99	8.60
Operating liabilities increased (decreased)			
Trade and other payables	(12.32)	17.22	(10.45)
Money received in advance for goods	4.55	(5.17)	2.54
Other current liabilities	(1.52)	(0.22)	0.84
Other non-current liabilities	---	---	---
Cash from operating activities	62.01	171.60	216.86
pay interest	(0.22)	(0.31)	(0.00)
Pay long-term employee benefits	(0.55)	(4.86)	(1.40)
pay income tax	(23.04)	(21.92)	(20.42)
Net cash provided by (used in) operating activities	38.20	144.51	195.04

Cash flow statement	Consolidated Financial Statements (Audited)		
	2021	2021	2021
	Million Baht	Million Baht	Million Baht
Cash flow from investing activities			
Bank deposits that are collateralized	(0.04)	(0.03)	0.57
Temporary investment increases	---	---	(0.60)
Buy buildings and equipment	(103.59)	(27.66)	(54.69)
Purchase of intangible assets	(0.52)	(0.26)	(0.09)
Interest income	0.08	0.05	0.15
Cash received from equipment sales	0.21	0.48	0.51
Net cash provided by (used in) investing activities	(103.86)	(27.42)	(54.15)
Cash flow from financing activities			
Overdrafts and short-term loans from banks	136.69	(244.07)	(217.00)
Cash received from long-term loans from banks	---	---	---
Cash repayment of long-term loans from banks	(77.61)	(25.54)	---
Cash received from directors' loans	---	---	98.45
Repay debts according to the lease agreement	(4.83)	(4.95)	(5.44)
pay interest	(12.62)	(11.73)	(9.08)
Cash received from capital increase	---	363.17	-
Pay dividends	(48.00)	(31.49)	(48.09)
Net cash provided by (used in) financing activities	(6.37)	45.39	(181.16)
Financial statement translation differences increase (decrease)	(20.16)	(8.62)	1.14
Net increase (decrease) in cash and cash equivalents	(15.75)	127.13	(32.02)
Cash and cash equivalents at the beginning of the period	38.42	22.67	149.80
Cash and cash equivalents at the end of the period	22.67	149.80	117.78

4.3.5 Important financial ratios

Important financial ratios	Unit	2021	2022	2023
Liquidity ratio	Times	1.10	2.05	3.45
Quick ratio	Times	0.31	0.89	1.37
Cash flow ratio	Times	0.04	0.23	0.53
Trade receivable turnover ratio	Times	7.41	7.73	7.49
Average debt collection period	Days	49	47	49
Finished goods turnover ratio	Times	15.17	21.82	38.55
Average selling time of finished goods	Days	24	17	9
Inventory turnover ratio	Times	2.34	2.80	3.06
Average sales period	Days	156	130	119
Payable turnover ratio	Times	19.61	20.32	19.47

Debt repayment period	Days	19	18	19
Cash cycle period calculated from finished goods (CASH CYCLE)	Days	54	46	39
Cash cycle period calculated from total inventories (CASH CYCLE)	Days	186	159	149
Gross profit margin	%	18.01%	18.72%	15.56%
Operating profit margin	%	6.96%	7.90%	4.58%
Rate of other income to total income	%	3.46%	1.77%	0.68%
Cash-to-profitability ratio	%	25.50%	91.86%	223.62%
Net profit margin	%	4.49%	5.54%	3.07%
Rate of return on equity	%	8.39%	9.95%	4.47%
Asset return rate	%	4.09%	5.77%	3.10%
Fixed asset rate of return	%	14.71%	19.13%	13.81%
Asset turnover rate	Times	0.91	1.04	1.01
Debt-to-equity ratio	Times	1.08	0.50	0.39
Interest coverage ratio	Times	10.65	13.29	11.48
Interest-bearing debt to earnings before interest, taxes, depreciation, and amortization	Times	3.77	1.49	1.26
Obligation payment ability ratio	Times	0.27	0.67	1.56
Dividend payout ratio	%	47.82%	46.35%	47.22%

Remark: *Dividend payout ratio is calculated by dividing the annual dividend payment by the annual net profit (as per separate financial statements), excluding the annual legal reserve. This ratio is used for comparison with the dividend policy. The details of dividend payments are as follows:

The Annual General Meeting of Shareholders in 2021, held on April 30, 2021, resolved to approve the allocation of additional legal reserves amounting to 12.20 million baht and the payment of annual dividends for 2020 totaling 64.00 million baht (with interim dividends of 16.00 million baht already paid).

The Annual General Meeting of Shareholders in 2022, held on April 22, 2022, approved the allocation of additional legal reserves amounting to 8.00 million baht and the payment of dividends for 2021 totaling 32.00 million baht.

The Annual General Meeting of Shareholders in 2023, held on April 18, 2023, approved the payment of annual dividends for 2022 totaling 48.00 million baht.

The Board of Directors' Meeting No. 2/2024, convened on February 27, 2024, approved the payment of annual dividends for 2023 totaling 32.00 million baht, to be presented at the 2024 Annual General Meeting of Shareholders scheduled for April 29, 2024, with dividend payment scheduled for May 17, 2024.

4.4 Financial Information and Other Operating Information

Future Projects

The Company and its subsidiaries have outlined the following future projects:

Construction and Enhancement of Production Facilities:

The Company intends to invest in the improvement of two factories, comprising a product manufacturing plant situated in Tha Chalom Subdistrict, Samut Sakhon Province, and a production facility in Cambodia located in Preah Sihanouk, Cambodia. These enhancements are aimed at supporting increased production in the future.

Additionally, plans include the renovation of one warehouse, Tha Sai Warehouse, located in Tha Sai Subdistrict, Samut Sakhon Province. The renovation aims to augment storage capacity for raw materials and products, as well as to enhance protection against damage.

Section 5 General Information and other Important Information

Company Name	Chin Huay Public Company Limited
Abbreviation Company	CH
Registration Number	0107564000278

Business Type	Reference person
<p>The Company and its subsidiaries operate the business of manufacturing and selling processed fruits&foods which are classified into 3 categories</p> <p>1) Dehydrated fruits 2) Canned fish and 3) Healthy</p>	<p>Securities Registrar</p> <p>Thailand Securities Depository Company Limited 1st Floor, The Stock Exchange of Thailand Building, 93 Ratchadaphisek Road, Din Daeng Sub-district, Din Daeng District, Bangkok 10400 Telephone: 02-009-9999</p> <p>Auditor</p> <p>EY Office Company Limited 33rd Floor, Lake Rajada Office Complex, 193/136-137 Rajadapisek Road, Klongtoey Sub-district, Klongtoey District, Bangkok 10110 Telephone: 02-264-9090 Fax: 02-264-0789</p> <p>Financial Advisor</p> <p>Asset Pro Management Company Limited Room 1011-1012 10th Floor, The offices at central world, 999/9 Rama I Road, Pathumwan Sub-district, Pathumwan District, Bangkok, 10330 Telephone: 02- 264-5678 Fax: 02- 264-5679</p> <p>Internal Auditor</p> <p>KPS Audit Company Limited 412 Rattanathibet 18 Lane, Bang kraso Sub-district, Mueang Nonthaburi District, Nonthaburi Province, 11000 Telephone: (66) 02 – 156 8467</p> <p>Legal Advisor</p> <p>ONE Law Office Limited 944 Rama 4 Road, Wangmai Sub-district, Pathumwan</p>

Registered capital
<p>400,000,000 Baht</p> <p>Consists of 800,000,000 ordinary shares at a par value of 0.5 Baht per share (as of December 31, 2022)</p>

Headquarters Location
<p>181, Tha Kham Rd., Samae Dam, Bang Khun Thian, Bangkok, 10150</p> <p>Telephone: 02-416-0708</p> <p>Fax: 02-416-1909</p> <p>URL: www.chinhuay.com</p>

Factory Location
<p>Manufacturing Factory in Thailand: 85, Thawai Road, Tha Chalom Sub-district, Mueang Samut Sakhon District, Samut Sakhon Province</p> <p>Manufacturing Factory in Cambodia: Phum Smach, Khum Ram, Srok Prey Nub, Preah Sihanouk Province, Kingdom of Cambodia</p> <p>Can Manufacturing Factory: 36, Village No. 9, Bang Kaeo Sub-district, Mueang Samut Songkhram District, Samut Songkhram Province</p> <p>Warehouse: 9/99, Village No. 5, Tha Sai Sub-district, Mueang Samut Sakhon District, Samut Sakhon</p>

Other Important Information

Juristic persons in which the Company holds shares of 10 percent or more of the total number of sold shares

Details of information are provided in Section 2.1 Policy and Business Overview

Legal Dispute

As of December 31, 2022, the Company and its subsidiaries had no legal disputes consisting of

1. The Company and its subsidiaries did not have any disputes that might have a negative impact on the Company's assets in an amount higher than 5 percent of the shareholders' equity.
2. The Company and its subsidiaries did not have any disputes that significantly affected the business operations.
3. The Company and its subsidiaries did not have any disputes that were not arising from normal

Secretariat and Investor Relations Department

Telephone: 02-416-0708

Fax: 02-416-1909

E-mail: ir@chinguay.com

6. Corporate Governance

The Company recognizes the importance of Business Ethics. This is a tool for enhancing transparency in the operations of the Company and its subsidiaries in order to build confidence among investors and all related parties by focusing on conducting business according to the principle of social responsibility. The Board of Directors is committed to adding value to the Company's business in the long term in order to create sustainability in the future and for maximum benefit to shareholders, which treats shareholders and other stakeholders equally with fairness to all parties.

The Company has established a "Code of Conduct" for directors, executives, and employees. The Board of Directors must be a good example of ethics, including acting as a good role model for executives and employees in accordance with the principles of good corporate governance of the Company for the benefit of stakeholders, shareholders, the Company, and society as a whole.

Moreover, the Board of Directors also places importance on good corporate governance and is committed to complying with corporate governance principles. The Company therefore has prepared "Good Corporate Governance Policy" for the Company's directors, executives, and employees to apply as a guideline for corporate governance prescribed by the Stock Exchange of Thailand.

6.1 Overview of Corporate Governance Policies and Practices

Principle 1: Establish clear leadership role and Responsibilities of the board

1. The Board of Directors understands the roles and is aware of responsibilities as a leader of the organization that must supervise the organization to have good management. The guidelines for the Board of Directors are set to cover the following matters:
 - (1) Set the vision, objectives, policies, and direction of the Company's operations, business strategy, and annual budget so that the Company can adapt to the economic conditions to add economic value and support the sustainable growth of the Company .
 - (2) Review the direction of the Company's operations, business strategy, annual budget as well as the allocation of the Company resources in order for management to achieve objectives and goals.
 - (3) Supervise the management department to ensure that they are in accordance with the established policies efficiently and effectively, and follow up and evaluate the results of the Company's performance reports.
2. The Board of Directors attaches importance to creating sustainable value for the Company. The Board of Directors therefore has established guidelines for the Company's business operations to cover the following matters.
 - (1) Develop the Company to be able to compete in the international market and have sustainable performance.
 - (2) Conduct business with ethical principles, respect for rights, and responsibility towards shareholders and other stakeholders along the Company's value chain.
 - (3) Determine the Company to provide assistance to society and surrounding communities on a regular basis each year.
 - (4) Develop The Company's business operations by taking potential environmental impacts into account.

- (5) Be able to adapt, change, improve business operations under the changing of each era and economy to meet the long-term sustainability of the Company .
3. The Board of Directors is responsible for supervising all Company Directors and Executives to perform their duties with their responsibility, carefulness (Duty of care), and loyalty (Duty of loyalty), and conducting the operation to be in accordance with the law, articles of association, business ethics, and resolutions of the shareholders' meeting.
 4. The Board of Directors must review and understand the scope of duties and responsibilities as specified in the Charter of the Board of Directors, which will be reviewed once a year. The Board of Directors will assign duties and responsibilities to the Chief Executive Officer and executives clearly, as well as monitor the Chief Executive Officer and the management department to ensure they perform the duties assigned by the Board of Directors.

Principle 2: Define objective that promote sustainable value creation

1. The Board of Directors will set the main annual, medium-term, and long-term objectives with a focus on sustainability and creating value for the business, customers, stakeholders, and society as a whole so that executives and employees can follow and move towards the aforementioned goals within the specified timeframe with appropriate and safe use of innovation and technology.
The said main goals of the Company must not conflict with the vision, mission, corporate values, and philosophy of the Company specified in the Company's business ethics.

Principle 3: Strengthen board effectiveness

1. The Board of Directors is responsible for determining and reviewing the Board of Directors structure every year, in terms of the number of directors, their composition, and the proportion of independent directors. In the Board of Directors' Charter, independent directors shall not be less than one-third of the total number of directors in order to balance the power appropriately and lead the organization to its main objectives and goals.
2. The Board of Directors must select an appropriate person as Chairman of the Board and ensure that the composition and operations of the board enable the board to make its decisions independently.
3. The Board of Directors must ensure that the procedures and the selection of directors are clear and transparent resulting in the specified composition of the board.
4. The Company has a policy to clearly and transparently determine the remuneration of directors in monetary form with an emphasis on long-term sustainability. The Board of Directors must assign the Nomination and Compensation Committee to be responsible for determining the remuneration of directors to be presented for approval at the Annual General Meeting of Shareholders every year. The remuneration for the Board of Directors and subcommittee must be appropriate to their responsibilities and motivate them to perform their duties.
5. The Board of Directors must ensure that all directors are accountable for their duties and allocate time sufficiently.
6. The Board of Directors must ensure that the Company's governance framework of policies and operations extend to and are accepted by subsidiaries and other businesses in which it has a significant investment at the appropriate level for each business.
7. The Board of Directors must conduct an annual performance assessment of the Board of Directors, the subcommittees, and each individual director. The evaluation results will be used for the further development

of the performance. The individual performance appraisal form by self-assessment (Self-evaluation) is in accordance with the guidelines of the Stock Exchange of Thailand for the Board of Directors to use as a framework for reviewing the performance of duties in the future.

8. The Board of Directors must ensure that the board and each individual director understand their roles, the nature of the business, and relevant laws. What's more, the board also needs to support all directors in updating and refreshing their skills and knowledge necessary to carry out their roles on a regular basis.
9. The Board of Directors must ensure that it can perform its duties effectively and has access to the necessary information. The board must appoint a company secretary with the necessary knowledge and experience to support the board in performing its duties and to perform the duties of storing documents, minutes, reports on stakeholders of directors and executives and any other related duties that are in accordance with the roles and duties of the Company secretary as specified by law.
10. In case the structure of the Board of Directors is not in accordance with good corporate governance principles, the board will require at least one independent director to consider and set the agenda for the Board of Directors' meeting.

Principle 4: Ensure effective CEO and People management

1. The Board of Directors must prescribe recruitment and encourage the development of the Chief Executive Officer and senior executives to have the necessary knowledge, skills, experiences, and characteristics to drive the organization towards its goals. In addition, the Board of Directors also needs to assign the Nomination and Compensation Committee the task of preparing a succession plan based on knowledge, ability, suitability, and experience in order to prepare for the succession of the Chief Executive Officer and senior management and have the Nomination and Compensation Committee present for information at the Board of Directors' meeting at least once a year.
2. The Board of Directors shall arrange for an appropriate remuneration structure and evaluation to motivate the Chief Executive Officer, senior management, and other personnel at all levels. The performance assessment of the Chief Executive Officer is stipulated once a year in order to be considered for reviewing the performance in accordance with the objectives, the main goals of the Company, and the interests of business in the future.
3. The Board of Directors is aware of potential conflicts of interest arising from the structure and relationship of shareholders that may affect the management and operations of the business. The Board of Directors will not let the agreements within the family business, shareholder agreements, or any other agreements be an obstacle to the performance of the Board of Directors and will proceed with the disclosure of information that may affect the business (if any).
4. The Board of Directors must monitor the management to ensure that personnel are constantly developed in terms of knowledge, skills and experience.

Principle 5: Nurture innovation and Responsible business

1. The Board of Directors places importance on innovation development for the sustainable growth of the Company. As a result, the board therefore encourages the management department to develop new products by utilizing innovative applications and modern technology, which must add value to the business along with creating benefits for customers or related parties and having responsibility to society and the environment.
2. The Board of Directors shall supervise the management department to conduct business with social and environmental responsibility, as reflected in the operational plan, to ensure that all departments of the organization operate in line with the Company's objectives, main goals, and strategies, including supervising

the use of information technology to increase business opportunities and to develop operations and risk management in order to be able to achieve the objectives and main goals of the Company .

Principle 6: Strengthen effective risk management and Internal control

1. The Board of Directors must ensure that the Company has effective and appropriate risk management and internal control system that are aligned with the Company's objectives, goals and strategies, and comply with applicable law and standards. In the event that the Company, its subsidiaries or other businesses in which the Company invests significantly, the Board of Directors shall supervise such subsidiaries and other businesses to have risk management and internal control in the same direction as the Company.
2. The Board of Directors must establish an audit committee consisting of not less than three independent directors, each of whom has a term of office of three years. The scope and authority of the Audit Committee have been clearly defined in the Audit Committee Charter to help supervise risk management and internal control and make them more efficient.
3. The Board of Directors must manage and monitor conflicts of interest that might occur between the Company, the management department, and shareholders. The board also needs to prevent the inappropriate use of corporate assets, internal information, and the Company's opportunities, including preventing inappropriate transactions with related parties.
4. The Board of Directors must establish a clear anti-corruption policy and communicate it to all levels in the organization and outsiders for their acknowledgment and implementation.
5. The Board of Directors must establish a channel for receiving feedback and complaints from customers. In case of important clues, the board will take action and respond systematically and quickly.

Principle 7: Ensure disclosure and Financial integrity

1. The Board of Directors must establish an accounting policy and set the time for the preparation of financial reports in a systematic way, including the disclosure of important information in a correct, complete, sufficient, timely manner, and in a manner consistent with the regulations, related standards, and guidelines.
2. The Board of Directors must monitor the adequacy of financial liquidity and the debt repayment ability of the business by requiring the management department to monitor and assess the financial position of the business and regularly report to the Board of Directors.
3. The Board of Directors must have a backup plan in case the Company encounters financial problems. However, such plans must mainly take the rights of stakeholders into account.
4. The Board of Directors may consider establishing sustainability reports as appropriate, which consist of disclosing information on legal compliance, ethics compliance, anti-corruption policy, treatment of employees and stakeholders, fair practices, respect for human rights, and social and environmental responsibility. The information may be disclosed in the annual report as the same source in accordance with the One Report principle, which will reveal the information according to the guidelines set by the SEC Office and the Stock Exchange of Thailand.
5. The Board of Directors must ensure that the management department has a unit or person responsible for investor relations that is in charge of communicating with shareholders and other stakeholders, such as investors and analysts, in an appropriate, equitable, and timely manner.
6. The Board of Directors must encourage the use of technology and information for disseminating information quickly, appropriately, and accurately, such as through the Company's website and other channels in the future.

Principle 8: Ensure engagement and Communication with shareholders

1. The Board of Directors shall set up channels for shareholders to jointly make decisions in case the Company takes action on important matters that affect shareholders.
2. The Board of Directors must ensure that the shareholders' meetings are held as scheduled and conducted properly, with transparency and efficiency, and ensure inclusive and equitable treatment of all shareholders and their ability to exercise their rights.
3. The Board of Directors must ensure accurate and complete disclosure of shareholder resolutions and preparation of the minutes of the shareholders' meetings.

6.2 Business Ethics

The Company has established policies on social, environmental, and stakeholder responsibility. All members of the management team and employees will participate in the implementation and be responsible for such policies in order to achieve the objectives according to the guidelines for conducting business with ethics and principles of good corporate governance. The details are as follows:

- (1) Conduct business with honesty, integrity, and social responsibility, both legal and ethical, and strive to assist individuals, communities, society, and the environment.
- (2) Conduct business with a standard operating system with full knowledge, carefulness, sufficient information, and evidence available for reference, as well as strictly complying with relevant laws and regulations.
- (3) Treat customers and partners fairly and do not demand or receive any unfair benefits from partners. If any conditions cannot be met, please immediately notify partners in advance to jointly find solutions.
- (4) Do not disclose customer information from business operations, which is normally reserved, unless it is a disclosure required by law.
- (5) Enable customers to complain about the imperfection of products and services.
- (6) Disclose news and information of products and services accurately and completely.
- (7) Follow the terms and conditions with customers fairly. If the terms and conditions cannot be complied with, the customers must be notified in advance to find a solution together.
- (8) Respect the intellectual property rights of others. The Company has a policy for personnel to comply with laws or regulations relating to intellectual property rights, such as the use of legally copyrighted computer programs.
- (9) Promote and instill awareness among the Company's personnel at all levels for social responsibility.

6.3 Major Changes and Developments in Policies, Practices, and Corporate Governance Systems in the Past Year

In 2023, the Company implemented significant changes and developments in its good corporate governance system, summarized as follows:

1. The Board of Directors reviewed and/or amended the charters of various subcommittees, including the Audit Committee Charter, Risk Management Committee Charter, Nomination and Remuneration Committee Charter, and Executive Committee Charter.
2. The Board of Directors approved the establishment of the Risk and Sustainability Management Committee, tasked with setting risk management and sustainability policies across the organization. The committee oversees the implementation of effective risk and sustainability management systems to mitigate the

impact on the Company's business. Amendments were made to the Risk and Sustainability Management Committee charter to align with this decision.

3. The Board of Directors also approved the social responsibility, environmental, and good corporate governance policy on November 10, 2023.

In addition to adhering to the principles of good corporate governance for listed companies in 2017 (Corporate Governance Code), the Company regularly complies with other criteria. This includes assessing the quality of the annual general meeting of shareholders (AGM Checklist), evaluated by the Thai Investors Association.

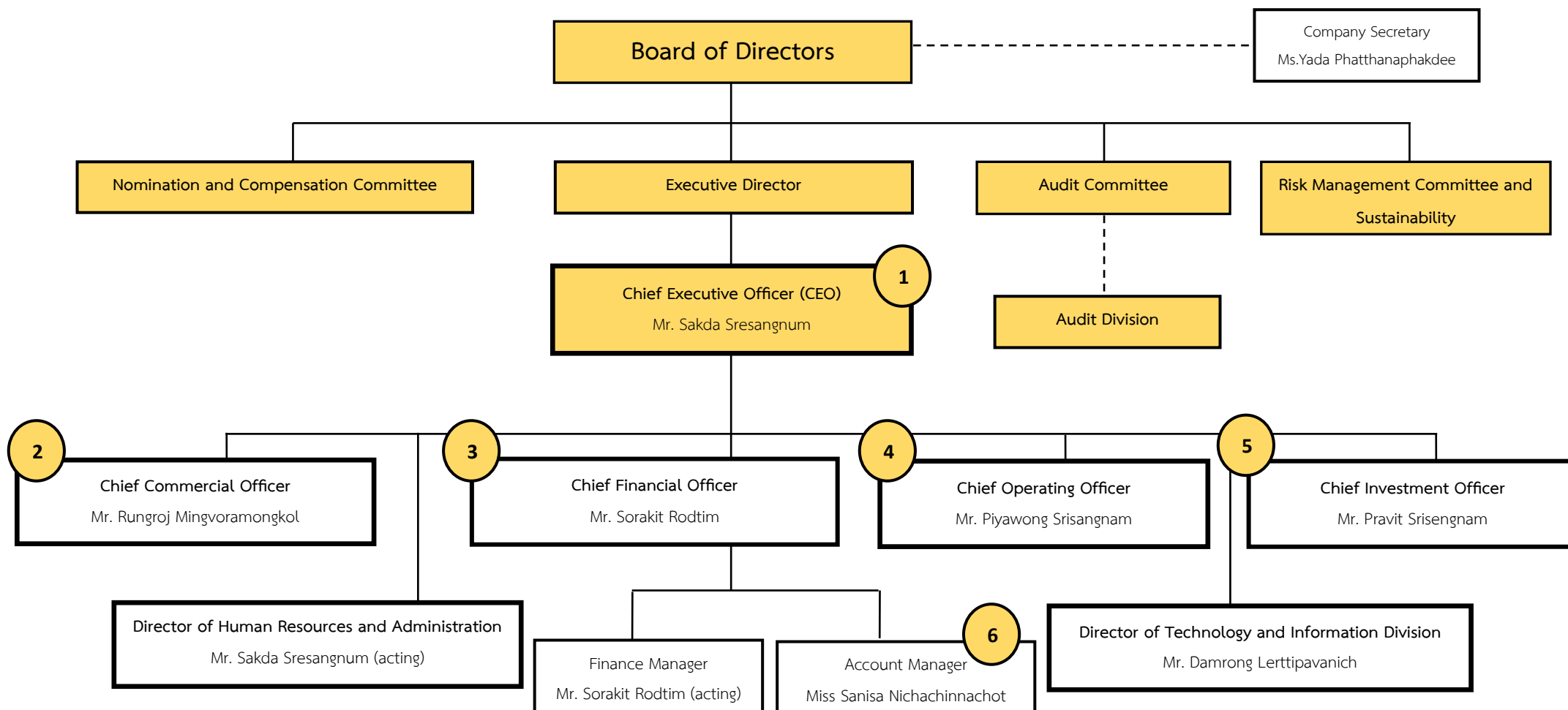
Practice in other matters according to the principles of good corporate governance

Furthermore, the Board of Directors emphasizes the accurate, comprehensive, and timely disclosure of important Company information in accordance with relevant rules, standards, and guidelines. This encompasses both financial and non-financial information. The establishment of an investor relations department ensures effective communication with shareholders and stakeholders to facilitate informed investment decisions. The investor relations department regularly disseminates important information and updates to shareholders and investors domestically and internationally. Various activities, such as onsite Analyst Meetings at the Tha Chalom factory and meetings with institutional and individual investors, are conducted throughout the year. Additionally, the Company utilizes virtual conference systems like Microsoft Teams, Zoom, and Webex to engage with analysts and investors and provide insights into the Company's business operations and opportunities.

	Activity	Agency
1	Opportunity Day	SET
2	Analyst Meeting	The Company
3	Dinner Talk	Financial Advisor
4	TISCO Corporate Day	Securities Company

7. Corporate Governance Structure and Important Information about Committees, Subcommittees, Executives, Personnel, and Others

7.1 Corporate Governance Structure



Remark: Positions 1-6 are executives according to the definition of the SEC Office.

The Company's audit department has a policy of hiring an expert outsourcer to perform the role of internal control auditor, currently hiring KPS Audit Company Limited, which has an annual contract.

7.2 Information of Board of Directors

List of Board of Directors as of December 31, 2023 consisted of 10 persons as follows:

No.	Name	Position
1.	Mr. Pichit Burapavong	Chairman of the Board
2.	Mr. Sakda Sresangnum	Vice Chairman of the Board/ Director
3.	Mr. Chinapat Visuttiapat	Director / Independent Director / Chairman of Audit Committee
4.	Mr. Sudwin Panyawongkhanti	Director / Independent Director / Member of Audit Committee
5.	Mr. Sumeth Lerttantisoontorn	Director / Independent Director / Member of Audit Committee
6.	Mr. Khunvat Rojanagatanyoo	Director / Independent Director / Member of Audit Committee
7.	Mr. Pravit Srisengnam	Director
8.	Mr. Piyawong Srisangnam	Director
9.	Mr. Kongsak Sribonfa	Director
10.	Mr. Sumait Kunopasvorakul	Director

Remark : Details of the Company's directors appear in Attachment 1. (Prof. Dr. Udomsil Srisangnam), Chairman of the Board of Directors, passed away on June 13, 2023.

Authorized Directors who are able to sign on behalf of the Company

Mr. Sakda Sresangnum or Mr. Pravit Srisengnam or Mr. Piyawong Srisangnam. Two of these three directors are permitted to sign together to be binding on behalf of the Company.

Ms. Yada Phatthanaphakdee has been appointed as the Board of Directors' Secretary.

Since the Chairman of the Board of Directors is not an independent director. The Company therefore operates in accordance with the principles of good corporate governance for listed companies in 2017, the Code of Practice 3.2 which states that the Chairman of the Board of Directors should be an independent director. In the case the Chairman is not an independent director, the board should promote a balance of power between the board and the management department. The Company therefore sets the criteria in the Board of Directors Charter to have one independent director participating in determining the agenda of every Board of Directors' meeting and signing in the end of the invitation to the Board of Directors' meeting every time.

Scope of duties and responsibilities of the Board of Directors

1. Manage the Company in accordance with the laws, objectives, and company regulations, as well as the legitimate resolutions of shareholders' meetings, with honesty and carefulness to protect the interests of the Company.
2. Organize a shareholders' meeting as an annual general meeting within 4 months from the end of the Company's accounting period. The Company should send a meeting invitation letter, the meeting agenda, and supporting documents for consideration in advance within a reasonable period of time but not less than the period specified in the Company's articles of association or the regulations of the regulatory agency in effect at that time.
3. Organize the Board of Directors' meeting for at least 3 months per time but it should not be less than 6 times a year. There should be a full meeting when considering the resolution of a significant topic, obtaining lists or distributing asset lists of the Company and its subsidiaries that have a significant impact on the Company, the important purchase or sales items, the expansion of investment projects, the consideration and approval of

connected transactions, the determination of the level of power, and the formulation of financial and risk management policies of the Company .

4. Provide effective internal control system, internal inspection, and risk management.
5. Provide reliable accounting system, financial reporting system, and auditing system. Ensure that there is a document verified that can be verified the accuracy of the information later.
6. Arrange for quarterly financial statements to be presented to the auditor for review before presenting them to the Board of Directors' meeting. Arrange for accurate financial statements at the end of the accounting period of the Company in order to show the financial position and operating results of the previous year accurately, completely, and in accordance with the generally accepted accounting standards. Then they will be reviewed by the Company's auditor before being presented to the general meeting of shareholders for consideration and approval.
7. Consider approving the appointment of qualified auditors as required by laws and regulations and approving the annual audit fee to be presented to the annual general meeting of shareholders for consideration and approval.
8. Set the Company's goals, guidelines, policies, business plans, and budget. Monitor and supervise the administration and management of the management department in accordance with the policies, plans, and budgets set forth.
9. Review and approve the business expansion plans, the large investment projects, and the joint investments with other entrepreneurs that are proposed by the management department.
10. Determine and change the names of directors who have authority to bind the Company.
11. Consider proposing annual dividend payment to shareholders for approval at the annual general meeting of shareholders and consider approving interim dividend payments to shareholders when the Company is profitable enough to do so. After that, report such dividend payment to the shareholders' meeting for acknowledgment in the next shareholders' meeting.
12. Enforce control policies and corporate governance mechanisms for the investments the Company makes in subsidiaries or associated companies, namely:
 - (1) Perform duties in accordance with the scope of responsibility, which has been specified for the directors who have been approved by the Board of Directors' meeting to become the directors or the executives of the subsidiaries or associated companies in accordance with the shareholding of the Company in those subsidiaries or associated companies.
 - (2) Follow up on the operations of the subsidiaries or the associated companies to be in accordance with the plan and budget continuously.
 - (3) Monitor and ensure that subsidiaries accurately disclose information relating to financial position, operating results, related transactions, and acquisition or disposal of assets that are significant to the Company.
 - (4) In the event that the subsidiaries enter into a transaction with a connected person, there is an acquisition or disposition of assets, or the subsidiaries do any other important items, the Board of Directors, especially directors or any other persons approved by the Board of Directors' meeting to be appointed as directors or executives in subsidiaries, is responsible for supervising the subsidiaries to comply with the regulatory mechanism regarding transactions with connected persons, acquisition and disposition of assets, and important items specified by the Company . In this regard, such transactions of subsidiaries shall be considered in the same manner as transactions of the same nature and size that the Company is required

to approve by resolution of the Board of Directors' meeting or the Company's shareholders' meeting (depending on the case).

13. Consider approving the appointment of directors and/or executives in the subsidiaries or associated companies in accordance with the shareholding, including determining the use of control policies and corporate governance mechanisms for the investments the Company makes in subsidiaries or associated companies to show that the Company has a regulatory mechanism as specified in the Tor Jor announcement of the 39/2016 regarding the request and permission to propose new shares (including an amended version).
14. Consider determining the management structure. Have the power to appoint executive committee, chief executive officer, and other subcommittees as appropriate, such as the audit committee, the nomination and compensation committee, etc. Consider determining the scope of authority as well as the remuneration of the appointed executive committee, chief executive officer, and subcommittees.

However, the delegation of authority within the specified scope of authority must not be in the nature of delegation that causes the executive director, chief executive officer, and such subcommittees to approve transactions that may have conflicts of interest made with the Company or its subsidiaries (if any), except for approval of transactions in accordance with policies and criteria already considered and approved by the Board of Directors. In case the Board of Directors assigns the chief executive officer or other persons acting on behalf of the Board of Directors in any matter. Such assignments must be made in writing or clearly recorded as the resolutions of the Board of Directors in the minutes of the Board of Directors' meetings and clearly specify the scope of authority of the assignee.

15. The Board of Directors may authorize one or more directors or any other person to perform any act on behalf of the Board of Directors under the supervision of the board, or may authorize such person to have power within a period of time that the board deems appropriate. The Board of Directors may revoke, change or modify such authorization when the board deems appropriate.

The authorization must not be in the form that allows such a person to consider and approve transactions that may cause conflicts of interest with the Company or its subsidiaries (if any), except for the approval of normal business transactions according to general trading conditions or policies and criteria that the Board of Directors has considered and approved under the rules, conditions, and procedures as specified in connected transactions and the acquisition or disposition of important assets according to the announcement of the Capital Market Supervisory Board and/or any other announcements of relevant agencies.

16. The directors and executives must report to the Company about their own interests or related persons' interests, which are involved in the management of the activities of the Company or its subsidiaries in accordance with the rules, conditions and procedures specified in the notification of the Capital Market Supervisory Board.
17. The directors, executives, including their spouses or minor children, are prohibited from using insider information of the Company, its subsidiaries, or associated companies, either from the performance of duty or in any other way that has or may have a significant impact on the Company, its subsidiaries, or associated companies, for the benefit of themselves or others, whether directly or indirectly, and regardless of whether they receive a return or not.
18. The Company directors and executives, including related persons to such directors and executives, are responsible for notifying the Company of relationships and transactions with the Company, its subsidiaries, or associated companies in ways that may cause conflicts of interest and also need to avoid making the aforementioned transactions.

19. Appoint the Company secretary to assist the Board of Directors in performing various tasks to ensure that the Company's business operations are in accordance with relevant laws, regulations, rules, and guidelines.

Director's term of office

The Company's director has a term of office for 3 years each time (1 year here means the period between the date of the annual general meeting of shareholders of the year in which he was appointed and the date of the next annual general meeting of shareholders). However, the director who retires by rotation may be re-appointed. Apart from the mentioned termination of office, the director vacates office when:

- Death
- Resign
- Removal from office by a resolution of the shareholders' or the Board of Directors' meeting
- Lack of qualifications for being a director
- When there is a reason for the director to retire from office

7.3 Information of Subcommittee

There are 4 subcommittees of the Company, consisting of Audit Committee, Nomination and Compensation Committee, Risk management and sustainability committee, and Executive Committee. The Board of Directors' Meeting No. 9/2019 held on December 13, 2019 resolved to appoint subcommittees. While the Board of Directors' Meeting No. 1/2021 (the first time after conversion) on August 13, 2021, the scope of duties of various subcommittees was determined as follows:

7.3.1 Audit Committee

List of the Audit Committee as of December 31, 2022 consisted of 4 persons as follows:

No.	Name	Position
1.	Mr. Chinapat Visuttipat	Chairman of Audit Committee
2.	Mr. Sudwin Panyawongkhanti	Member of Audit Committee
3.	Mr. Sumeth Lerttantisoontorn	Member of Audit Committee
4.	Mr. Khunvat Rojanagatanyoo	Member of Audit Committee

An audit committee who has knowledge and experience in reviewing financial statements

Mr. Sudwin Panyawongkhanti, who graduated from Chulalongkorn University with a bachelor's degree in accounting and Master of Science. He has experience as an auditor for businesses in a variety of industries as well as being an auditor of companies listed on the Stock Exchange of Thailand. He was a certified public accountant at PricewaterhouseCoopers ABAS Limited from Y1984 to Y2020 and a former director of finance and accounts at Jardine Securicor Thailand.

Scope of duties and responsibilities of the Audit Committee

1. Review the Company and its subsidiaries to ensure accurate financial reports according to the accounting standards required by law. Disclose them adequately by coordinating with the auditor and executives who are

responsible for preparing both quarterly and annual financial reports. The audit committee may recommend that the auditor review or examine any necessary and important transactions during the audit of the Company's accounts.

2. Review the Company its subsidiaries to ensure that there is a suitable and effective internal control and audit system. Consider the independence of the internal audit department as well as the appointment, transfer, termination of employment, and the performance of the head of the internal audit department or any other department responsible for internal auditing.
3. Review the Company and its subsidiaries to ensure that they comply with securities and exchange laws, requirements of the Stock Exchange of Thailand, and announcements of the SEC and the Capital Market Supervisory Board, including laws relating to the business of the Company's and its subsidiaries.
4. Consider, select, and nominate an independent person to act as the auditor of the Company and its subsidiaries and propose the compensation with respect to credibility, resource sufficiency, and the amount of audit work of that audit firm, including the experience of personnel assigned to audit the Company's accounts. Then present to the Board of Directors and attend a meeting with the auditor without the presence of the management department at least once a year.
5. Consider connected transactions or transactions, which may have conflicts of interest, in accordance with the laws, announcements of the Capital Market Supervisory Board, and regulations of the Stock Exchange of Thailand to ensure that such transactions are reasonable and in the best interests of the Company and its subsidiaries.
6. Consider the disclosure of accurate and complete information of the Company and its subsidiaries in case there are connected transactions or transactions that may cause conflicts of interest.
7. Review to ensure that the Company and its subsidiaries have appropriate and effective risk management systems to propose to the Board of Directors.
8. Review and approve the internal audit charter, annual internal audit plan, and operations of the internal audit department and coordinate with the auditors.
9. Prepare a report of the audit committee by disclosing in the Company's annual report. The said report must be signed by the chairman of the audit committee and must contain at least the following information:
 - (1) Opinions on the accuracy, completeness and credibility of the financial reports of the Company and its subsidiaries
 - (2) Opinions on the adequacy of the internal control system of the Company and its subsidiaries
 - (3) Opinions on compliance with the laws on securities and exchange, the regulations of the Stock Exchange of Thailand, or laws related to the business of the Company and its subsidiaries
 - (4) Opinions on the suitability of an auditor
 - (5) Opinions on transactions that may have conflicts of interest
 - (6) Opinions on risk management of the Company and its subsidiaries
 - (7) Number of audit committee meetings and the attendance of each member of the Audit Committee
 - (8) Opinions or overall remarks received by the audit committee from the performance of duties in accordance with the Charter
 - (9) Other items that shareholders and general investors should know under the scope of duties and responsibilities assigned by the Board of Directors
 - (10) Transactions that cause conflicts of interest

- (11) Fraud or abnormality or defect in the internal control system
- ◆ Violation of securities and exchange laws, announcements of the Capital Market Supervisory Board, requirements of the Stock Exchange of Thailand or laws related to the business of the Company and its subsidiaries
 - ◆ If the Board of Directors or the executives fail to make improvements within the specified time, any member of the audit committee may report such transactions or actions to the Securities and Exchange Commission or the Stock Exchange of Thailand.
10. Investigate the facts as notified by the auditor about the suspicious circumstances that the director, chief executive officer, or person responsible for the operations of the Company and its subsidiaries has committed an offense as stipulated by the law on securities and exchange. The audit committee shall report the preliminary audit results to the Securities and Exchange Commission and the auditor within 30 days from the date of being notified by the auditor.
11. Report the performance of the audit committee to the Board of Directors at least 4 times a year. If found or suspected of transactions or actions that may significantly affect the financial position and performance of the Company, the audit committee shall report to the Company's Board of Directors to make improvements within the period of time that the audit committee deems appropriate.
12. In performing duties within its scope of authority, the audit committee has the power to invite the directors, executives, heads of departments, or employees of the Company and its subsidiaries to exchange opinions, attend the meeting, or submit documents as deemed relevant and necessary.
13. Consider approving the hiring of consultants or third parties, according to the regulations of the Company's and its subsidiaries, to ask them to give an opinion or advice if necessary. The Company is responsible for the expenses.
14. Review the Company and its subsidiaries to ensure that they comply with the policy of giving misconduct and corruption information, investigation and protection of whistleblowers, including acknowledgment of complaints and the results of the investigation of the investigation committee.
15. Scope and evaluate the performance of the audit committee annually.
16. Review the independence of the auditor and consider receiving other services which are not an auditing from the same audit firm.
17. Perform any other tasks assigned by the Board of Directors with the approval of the audit committee.
18. In performing the duties of the audit committee, if you find or suspect transactions or actions that may significantly affect the financial position and performance of the Company and its subsidiaries, please immediately report them so that the Board of Directors can find solutions in time.
- (1) List of conflicts of interest
 - (2) Suspicion or assumption that there may be fraud, something wrong, or significant defects in the internal control system
 - (3) Suspicion that there may be a violation of the laws on securities and exchange, SET requirements, or relevant laws of the Company
 - (4) Any other reports that the Board of Directors should be aware of.

If the audit committee has reported to the Board of Directors about things which have a significant impact on the financial position and operating results and has jointly discussed that improvements must be made, at the set due date, if it is found that such corrective actions have been neglected without reasonable grounds,

any member of the audit committee or the audit committee may report them to the Securities and Exchange Commission or the Stock Exchange of Thailand.

Audit Committee's term of office

The audit committee has a term of office for 3 years each time (1 year here means the period between the date of the annual general meeting of shareholders of the year in which he was appointed and the date of the next annual general meeting of shareholders). However, the audit committee who retires by rotation may be re-appointed. Apart from the mentioned termination of office, the audit committee vacates office when:

- Death
- Resign
- Retired from being a company director
- Removal from office by a resolution of the shareholders' or the Board of Directors' meeting
- Lack of qualifications for being an audit committee

When there is a reason for the audit committee to vacate office, as a result, the number of audit committee members is not complete according to the composition of the audit committee, the Board of Directors will appoint a new member to complete the number at least within 3 months from the date that the number of audit committee is insufficient.

7.3.2 Nomination and Compensation Committee

The Nomination and Compensation Committee consists of 1 executive director and 2 other members appointed by the Board of Directors. Names of the Nomination and Compensation Committee as of December 31, 2022 consisted of 3 members as follows:

No.	Name	Position
1.	Mr. Narong Kongkavana	Chairman of Nomination and Compensation Committee
2.	Mr. Pravut Srisengnam	Member of Nomination and Compensation Committee
3.	Mr. Sirawit Liptawat	Member of Nomination and Compensation Committee

Scope of duties and responsibilities of the Nomination and Compensation Committee

Nomination

1. Determine policies, criteria, and methods for recruiting suitable persons to take the positions of directors, subcommittees, and chief executive officer to suit the nature and business operations of the organization by defining needed qualifications and expertise in each field.
2. Nominate directors, subcommittees, and the chief executive officer when it is time to nominate them to the Board of Directors for consideration. The nomination may come from the former director to continue to hold the position, or it may be open for nomination from shareholders, or ask outside companies to help recruit, or consider a person from a chartered director, or allow each director to nominate an appropriate person, etc.
3. Consider the list of nominated persons and select the qualified persons according to the specified qualification criteria.
4. Verify that the nominated persons meet the legal and regulatory requirements of the relevant authorities.
5. Proceed to approach the person who has the qualifications according to the eligibility criteria to ensure that such person is willing to take the position of director of the Company, if appointed by the shareholders.

6. Nominate names to the Board of Directors for consideration and inclusion in the notice of the shareholders' meeting for the shareholders' meeting to consider and appoint.
7. Consider criteria and methods for recruiting and appointing senior executives together with the chief executive officer.
8. Consider the structure, size, and composition and determine the qualifications of the Board of Directors and subcommittees to be appropriate with the Company's strategy and changing situations.
9. Oversee the preparation of a succession plan in order to prepare for the succession of the chief executive officer and chief executive. In the event that the chief executive officer or chief executive retire, resign or is unable to perform their duties, in order for the Company's management to continue effectively. The nomination and compensation committee will periodically report the performance under the succession plan to the Board of Directors at least once a year, including supervising the management and development of personnel to have the appropriate number, knowledge, skills, experience, and motivation.
10. Review the criteria and methods for recruiting directors to propose to the Board of Directors before the nomination of directors.
11. Consider the independence of each independent director to ensure that the Company's independent directors are fully qualified.
12. In the event that the nomination and compensation committee nominates directors whose terms have expired to be re-elected, the nomination and compensation committee will consider the performance of such director and should present results of duties, contributions, including history of attending the Board of Directors' meetings and shareholders' meetings for shareholders to take into consideration as well.
13. Consider forms and prepare development plans for company directors, subcommittees, and chief executive officer to develop the knowledge of both current and new personnel to understand the Company's business, roles and important developments, such as economic and industry conditions, rules or laws related to the business of the Company, etc.
14. Take other actions as assigned by the Board of Directors with the approval of the nomination and compensation committee.

Compensation

1. Consider the remuneration criteria for directors and senior executives to ensure appropriateness by reviewing the appropriateness of the current criteria, comparing it with compensation information of other companies that are in the same industry as the Company, and determining appropriate criteria in order to get the results expected to be fair and as a reward to the person who helped the Company's work.
2. Review all forms of compensation, such as fixed remuneration, compensation based on performance, and meeting allowance, by giving importance to the practices used by the same industry, the performance and size of the Company's business, and the responsibility, knowledge, competence, and experience of the directors and high-ranking executives required by the Company.
3. Consider the performance appraisal criteria for the chief executive officer and senior executives as assigned by the Board of Directors.
4. Determine annual remuneration for the Company directors, chief executive officer, and senior executives according to the considered payment criteria. Then present to the Board of Directors for approval of the

remuneration of the chief executive officer and senior executives. As for the remuneration of the Company's directors, the Board of Directors shall propose to the shareholders' meeting for approval.

5. Consider suitability and give approval under the principles of fairness to shareholders in the case of offering new securities to the directors and employees. Also, incentivize the directors and employees to perform their duties in order to create long-term added value for shareholders and to retain quality personnel.
6. Prepare policies and criteria for evaluating the performance of the Board of Directors, audit committee, and chief executive officer so as to consider the annual return and present to the Board of Directors for approval.
7. Disclose policies and criteria of determining remuneration and other benefits. Then prepare a report on such determination in the Company's annual report.
8. Perform other actions as assigned by the Board of Directors with the approval of the nomination and compensation committee. The nomination and compensation committee is responsible for reviewing and proposing to the Board of Directors to consider amending the scope of duties and responsibilities of the nomination and compensation committee to be in line with the situation.

Nomination and Compensation Committee's term of office

The nomination and compensation committee has a term of office for 3 years each time (1 year here means the period between the date of the annual general meeting of shareholders of the year in which he was appointed and the date of the next annual general meeting of shareholders). However, the nomination and compensation committee who retires by rotation may be re-appointed. Apart from the mentioned termination of office, the nomination and compensation committee vacates office when:

- Death
- Resign
- Removal from office by a resolution of the shareholders' or the Board of Directors' meeting
- Lack of qualifications for being a member of the nomination and compensation committee

When there is a reason for the nomination and compensation committee to vacate office, resulting in the insufficient number of the nomination and compensation committee members, the Board of Directors will appoint a new member to complete the number at least within 3 months from the date the number of the nomination and compensation committee is insufficient.

7.3.3 Risk management and sustainability committee

The risk management and sustainability committee consists of 1 executive director, 1 independent director, and 2 others appointed by the Board of Directors. The list of the risk management and sustainability committee as of December 31, 2022, consisted of 4 members as follows:

No.	Name	Position
1.	Mr. Sumeth Lerttantisoonorn	Chairman of Risk management and sustainability committee
2.	Mr. Piyawong Srisangnam	Member of Risk management and sustainability committee
3.	Mr. Tanakiat Srisaranyakul	Member of Risk management and sustainability committee

4.	Ms. Wannkanok Srisakuldee	Member of Risk management and sustainability committee
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Scope of duties and responsibilities of the Risk management and sustainability committee

1. Define and review the risk management framework, risk management charter, policies, and management processes. Also, recommend various risk management guidelines related to the business of the Company appropriately, efficiently, and in line with the strategic direction of the business plans and changing circumstances.
2. Support and develop tools and risk management at all levels throughout the organization, continuously and efficiently.
3. Supervise, monitor, review, and give advice on important risk management plans and reports to ensure that risk management is efficient and appropriate at an acceptable level in line with the risk management policy.
4. Report important risk management results to the audit committee for acknowledgment. In the event that there may be factors or important events significantly affecting the Company, they must be reported to the Board of Directors for consideration as soon as possible.
5. Responsible for any other tasks assigned by the Board of Directors. The risk management and sustainability committee may seek opinions from independent consultants when deemed necessary and appropriate. The expenses are borne by the Company.
6. Ensure compliance with all laws and regulations issued by the Securities and Exchange Commission, as well as announcements from the Stock Exchange of Thailand. Additionally, adhere to suggested practices and guidelines, treating them as obligatory duties.
7. Establish, assess, and refine the policy framework concerning social responsibility, environmental stewardship, and robust corporate governance. Develop sustainability management protocols to align organizational objectives and ensure the integration of sustainable practices into business operations. Facilitate ongoing enhancement and transparent communication of these policies, presenting them to the Board of Directors for review and approval.
8. Oversee the effectiveness of risk and sustainability management initiatives at both the organizational and project levels. Encourage management and staff to prioritize sustainability considerations (Sustainability Awareness), emphasizing responsible resource allocation and adherence to corporate governance standards to foster continuous improvement in governance across the Group.
9. Provide support to the Sustainability Working Group and relevant stakeholders to facilitate the implementation of sustainable development strategies across the organization. Foster collaboration and alignment between sustainability initiatives and corporate governance principles, ensuring understanding and awareness among executives and employees at all levels. This ensures adherence to sustainable development guidelines, corporate governance standards, and ethical business practices across the group of companies.
10. Grant approval for the publication of the sustainability report (Sustainability Report) prior to its dissemination to the public.

Risk management and sustainability committee's term of office

The risk management and sustainability committee has a term of office for 3 years each time (1 year here means the period between the date of the annual general meeting of shareholders of the year in which he was

appointed and the date of the next annual general meeting of shareholders). The risk management and sustainability committee vacates office when:

- Death
- Resign
- Removal from office by a resolution of the shareholders' or the Board of Directors' meeting
- Lack of qualifications for being a member of the risk management and sustainability committee

When there is a reason for the risk management and sustainability committee to vacate office, resulting in the insufficient number of the risk management and sustainability committee members, the Board of Directors will appoint a new member to complete the number at least within 3 months from the date the number of the risk management and sustainability committee is insufficient.

7.3.4 Executive Committee

Names of the Executive Committee as of December 31, 2022 consisted of 3 members as follows:

No.	Name	Position
1.	Mr. Sakda Sresangnum	Chairman of Executive Committee
2.	Mr. Pravit Srisengnam	Member of Executive Committee
3.	Mr. Piyawong Srisangnam	Member of Executive Committee

Scope of duties and responsibilities of the Executive Committee

1. Manage the business of the Company in accordance with the business objectives of the Company, policies, regulations, or any orders as specified by the Board of Directors. The executive committee is responsible for considering matters that will be presented to the Board of Directors for approval.
2. Make a vision, business strategies, direction of business, business policies, target, guidelines, operational plans, and budgets for the Company and its subsidiaries to be presented to the Board of Directors for approval.
3. Formulate business plans and administrative powers. Approve the annual budget for business operations and the annual expenditure budget. Then implement business plans and strategies in accordance with the policies and business guidelines announced to the Board of Directors.
4. Examine and follow up on policy implementation and management guidelines in various fields of the Company to be in accordance with the assignments of the Board of Directors.
5. Consider approving, in some cases or any action, regarding the Company's normal business under the annual budget as approved by the Board of Directors, and have the power to proceed as specified. Any action taken by the executive committee, as mentioned above, must not cause any debt or attachment that is worth more than the power specified in the Company's authority manual. In this part of the debt or any obligation, there must be project finance that the Company has done with any financial institution.
6. Approve borrowing or lending or applying for any credit from the financial institutions and the corporate group, including being a guarantor for the subsidiaries or making payments or spending money for normal business transactions of the Company.
7. Determine the organizational structure and the organization chart of the Company, including improvements, corrections, after the implementation. Then report to the Board of Directors.

8. Appointment, removal, promotion or demoting and/or position, cutting or reducing wages, merit consideration, disciplinary actions, rewards, bonus allocations in return for work to employees from the level of assistant department manager up
9. Approve the appointment of consultants in various fields that are necessary to the operation of the Company, except in the case of appointing a consultant to provide specific opinions to the audit committee.
10. The executive committee is responsible for reporting its performance to the Board of Directors as follows:
 - 10.1 Quarterly Company Performance Report within the timeframe specified by the Stock Exchange of Thailand
 - 10.2 Auditor's Report on Company Financial Statements, including annual financial statements and quarterly financial statements, within the timeframe specified by the Stock Exchange of Thailand
 - 10.3 Other reports as the executive committee deems appropriate.
11. Delegate authority and duties to the chief executive officer and/or executives of the Company deemed appropriate. After the operations, they will be reported to the Board of Directors for acknowledgment.
12. Perform any other tasks as assigned by the Board of Directors.

Executive Committee's term of office

The executive committee has a term of office for 3 years each time. However, the executive committee member who retires by rotation may be re-appointed. The executive committee member vacates office when:

- Death
- Resign
- Resignation by the Board of Directors with a vote of not less than three quarters of the number of directors attending the meeting and having the right to vote

The member of the executive committee who wishes to resign from this position shall submit a letter of resignation to the Chairman of the Board of Directors. Then the Board of Directors' meeting will appoint a new member to replace the resigned one so that the executive committee has the number required or deemed appropriate.

7.4 Information of Management Team

7.4.1 Lists of Management Team

The list of management team as of December 31, 2023 consists of 6 persons as follows:

No.	Name	Position
1.	Mr. Sakda Sresangnum	Chief Executive Officer
2.	Mr. Pravut Srisengnam	Chief Investment Officer
3.	Mr. Piyawong Srisangnam	Chief Operating Officer
4.	Mr. Rungroj Mingvoramongkol	Chief Commercial Officer
5.	Mr. Sorakit Rodtim	Chief Financial and Accounting Officer ¹
6.	Ms. Sanisa Nichachinachot	Account Manager ²

Remark: - Details of the Company executives' profiles appear in Attachment 1

/ 1 Mr. Sorakit Rodtim, who graduated from the Faculty of Business Administration at Ramkhamhaeng University with a Bachelor's degree in accounting, is assigned the highest responsibility in accounting and finance. His past work experience is as follows:

Year 2020 – Now	Chief Financial and Accounting Officer Chin Huay Public Company Limited
Year 2015 – 2020	Accounting and Finance Manager Chin Huay Public Company Limited

/2 Ms. Sanisa Nichachinachot, who graduated from Ramkhamhaeng University with a MBA in accounting and graduated from Rajamangala University of Technology Phra Nakhon with a Bachelor of Business Administration, is assigned for overseeing the accounting. Her past work experience is as follows:

Year 2020 – Now	Account Manager Chin Huay Public Company Limited
Year 2016 – 2020	Assistant Accounting Manager Chin Huay Public Company Limited

7.4.2 Remuneration for Executives of the Company

Remuneration for Executives	Year 2021		Year 2022		Year 2023	
	Amount (people)	Million Baht	Amount (people)	Million Baht	Amount (people)	Million Baht
Salary, Bonus, Social Security, Provident Fund Contributions, and other Welfares	6	33.75	6	40.74	6	40.55

Source : Information from the Company

7.5 Personnel

1. Number of Personnel of the Company and its Subsidiaries (excluding executives)

The Company and its subsidiaries have the number of employees by department as of December 31, 2021, as of December 31, 2022, and as of December 31, 2023 as follows:

Department	Amount (people)		
	As of 31 December 2021	As of 31 December 2022	As of 31 December 2023
1. Commercial Department	73	61	65
2. Canned fish production department	28	20	17
3. Warehouse department, canned fish	3	2	2
4. Canned Fish Quality Control Department	6	7	5
5. Fruit production department	62	67	67
6. Warehouse department: dried fruit	19	18	16
7. Quality Control Department, Dried Fruit	13	14	15
8. Maintenance and Engineering Department	45	43	40
9. Accounting and Finance Department	23	23	24
10. Human Resources and Administration Department	30	32	30
11. Administration, OIC, Occupational Health, etc.	-	8	7
12. Quality management	-	-	2
13. Technology and Information Division	-	2	5
Total Monthly Employees	302	297	295
Daily Staff	1,095	926	992
Total	1,397	1,223	1,287

Source : Information from the Company

2. Remuneration for Employees of the Company and its Subsidiaries

During 2021-2023, the Company has remuneration for employees as follows:

Remuneration for Employees (Unit : Million Baht)	Year 2021	Year 2022	Year 2023
Salary, Overtime Pay, Bonus, Social Security	265.24	268.73	276.22
Provident Fund Contributions and other Welfares	19.56	16.46	15.0
Total	284.80	285.19	291.27

The Company has established a provident fund since January 1, 2013 by establishing a specific fund of the Company under the registered K Master Pooled Fund. The Company will deduct a savings deposit from wages at the rate of 3.00 percent and pay contributions at the same rate. The number of employees participating in the provident fund from the total number of permanent employees can be shown as follows:

Number of employees participating in the provident fund	Year 2021	Year 2022	Year 2023
Employees participating in the Company's provident fund (number of persons)	200	201	196
Percentage of the total number of full-time employees	66.23%	67.68%	66.44%

7.6 Other Important Information

7.6.1 Company secretary and person assigned to be directly responsible for supervising accounting

(1) Company secretary

According to Section 89/15 of the Securities and Exchange Act 1992, the Board of Directors must provide a company secretary to be responsible on behalf of the Company or the Board of Directors. The Board of Directors Meeting No. 5/2022 held on August 11, 2022 resolved to appoint Ms. Yada Phatthanaphakdee to be the Company secretary (details of the Company secretaries' profiles appear in Attachment 1). Duties and responsibilities are as follows:

- Supervise the disclosure of information and information reports in the parts that are responsible for the agencies that regulate the Company as well as storing reports on interests reported by directors or executives.
- Prepare and store the following documents:
 - Director Registration
 - Notice of the Board of Directors' Meeting and Minutes of the Board of Directors' Meeting
 - Notice of the shareholders' meeting and Minutes of the shareholders' meeting
- Keep conflicts of interest reports reported by directors or executives and submit a copy of the report to the Chairman of the Board of Directors and Chairman of the audit committee within 7 working days from the date the Company received the report.
- Set up a system for storing documents and evidence related to the display of the following information. Ensure that such documents are kept correctly, completely, and verifiably for a period of not less than 5 years from the date of making them.

- (1) Providing information supporting the resolution of the shareholders' meeting
- (2) Financial statements and reports on the financial position and operating results of the Company or any other reports that must be disclosed under Section 56, Section 57, Section 58 or Section 199 of the Securities and Exchange Act.
- (3) Opinions of the Company when a person makes a tender offer for the Company's shares from general shareholders
- (4) Providing information or any other reports related to the business that the Company prepared for dissemination to shareholders or the general public as specified by the Capital Market Supervisory Board

Storing the above documents and evidence also includes storage by computer system or any other system that can be retrieved without changing the text.

5. Perform other actions as specified by the Capital Market Supervisory Board
6. Perform duties with responsibility, caution, and honesty, including complying with the laws, objectives, company regulations, and resolutions of the Board of Directors and the shareholders' meeting. Do not take any action that is significantly inconsistent with the Company's interests.
7. Perform duties with responsibility and care as a reasonable man who conducts such business would do under the same circumstances:
 - (1) Decisions that have been made with faith and a reasonable belief that they are mainly in the best interest of the Company
 - (2) Decisions that have been made based on information that is honestly believed to be sufficient; and
 - (3) Decisions that have been made of one's own interest, either directly or indirectly
8. Give preliminary advice to the Company directors on legal matters, rules and regulations of the Company, the principles of good corporate governance, and codes of conduct that the directors should follow. Then follow up to ensure that compliance is correct and consistent. Then report significant changes to the Board of Directors.
9. Prepare documents and information that are beneficial to the performance of duties of new directors. Then introduce the nature of business and business guidelines of the Company to the new directors.
10. Organize shareholders', Board of Directors', and subcommittees' meetings in accordance with the laws, practices, and articles of association charter of each committee. Then record the minutes of the meetings and monitor the implementation of the resolutions of the meetings.
11. Support training courses and seminars to develop the directors skills and experience, which will enable them to perform their duties as directors of the Company effectively.
12. Inform relevant executives about the resolutions and policies of the board and shareholders, as well as giving advice and preliminary recommendations to the board according to the Company's regulations and the practices for corporate governance.
13. Contact and communicate with general shareholders to acknowledge their rights.
14. Oversee the affairs of the Board of Directors and act as a coordinator between the Board of Directors and the executives, as well as providing news and information to the directors on issues related to the Company's business operations. Then report significant changes to the directors for acknowledgment.

15. Arrange a performance assessment of the Board of Directors and other committees (if any), including a self-assessment. Then report the result of such an assessment to the Board of Directors.
16. Perform any other task assigned by the Board of Directors.

(2) The person with the highest responsibility in accounting control

Ms. Sanisa Nichachinachot, an account manager, is the person assigned to be responsible for supervising the preparation of accounting, accounting records, and the Company's accounting processes and activities in order to comply with the regulations, requirements, and criteria of the Company, and the accounting standards that are constantly changing, and in order to ensure that the financial reports of the Company and its subsidiaries are accurate and efficient. She has been in the position of account manager since July 11, 2016.

7.6.2 Head of Investor Relations

7.6.3 Auditor Remuneration

The Company has paid audit fees and/or reviewed the financial statements of the Company and its subsidiaries for the fiscal year 2021 - 2023 to the auditor as follows:

(1) Audit Fee

(Unit: Baht)

	Year 2021 ^{/1}	Year 2022	Year 2023
1. Annual Audit Fee	1,450,000	1,450,000	1,450,000
2. Fees for Reviewing Interim Financial Statements	1,050,000	1,050,000	1,050,000
Total	2,500,000	2,500,000	2,500,000

	Year 2021 ^{/1}	Year 2022	Year 2023
Audit Fee of Subsidiaries (USD)	24,290	28,240	28,400
Exchange Rate	32.00	35.07	34.81
Audit Fee of Subsidiaries (THB)	777,280	990,377	988,604
Total Audit Fee of the Company and its Subsidiaries	3,277,280	3,490,377	3,488,604

Remark : /1 - Total Internal Control Audit Fee of Information Technology General Controls (ITGC)

(2) Non-Audit Fee

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8. Report on Key Corporate Governance Performance

8.1 Summary of Performance of the Board of Directors in the Past Year

8.1.1 Recruiting, Developing, and Evaluating the Performance of the Board of Directors

1. Nomination of Board of Directors, Independent Directors and Company Executives

1.1 Independent Directors

The Company's independent directors must be fully qualified in accordance with the criteria for qualifications of independent directors specified in the notification of the Capital Market Supervisory Board No. Tor Chor. 39/2559, Application for Approval and Granting of Approval for Offering of Newly Issued Shares (including edited version). At present, the Company has 4 independent directors, all of whom are fully qualified. The Company specifies the qualifications of independent directors as follows:

1. Holding shares not exceeding 1% of the total number of shares with voting rights of the Company, parent company, subsidiary company, associated company, major shareholder, or controlling person of the Company, including the shareholding of the shareholders related to that independent director as well.
2. Not being or having been an executive director, employee, staff, consultant who receives regular salary, major shareholder, or a controlling person of the Company, parent company, subsidiary company, associated company, same-level subsidiary company, unless he or she has retired from the aforementioned position for not less than 2 years before the date of appointment. Such prohibited characteristics do not include the case where independent directors used to be government officials or consultants of government agencies which are major shareholders or controlling persons of the Company.
3. Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child of other directors, executives, major shareholders, controllers, or persons who will be nominated as directors, executives, or controlling persons of the Company or its subsidiaries.
4. Not having or having had a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder or a controlling person of the Company in a manner that may obstruct the exercise of discretion and independent judgment. Also, not being or having been an implied shareholder or a controlling person of a person having a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder or a controlling person of the Company, unless he or she has retired from the aforementioned position for not less than 2 years before the date of appointment.
5. Not being a director who has been appointed as a representative of the Company's directors, a major shareholder or a shareholder who is related to the major shareholder of the Company.
6. Not being or having been an auditor of the Company, parent company, subsidiary company, associated company, major shareholder, or controlling person of the Company. Not being an implied shareholder, controller, or partner of the audit firm that has auditors of the Company, parent company, subsidiary company, associated company, major shareholder, or controlling person of the Company, unless he or she has retired from the aforementioned position for not less than 2 years before the date of appointment.

7. Not being or having been a professional service provider, including a legal advisory service or financial advisor, who receives service fees of more than 2 million baht per year from the Company, parent company, subsidiary company, associated company, major shareholder, or controlling person of the Company. Not being an implied shareholder, controller, or partner of such a professional service provider, unless he or she has retired from such a position for not less than 2 years before the date of appointment.
8. Not operating a business with the same condition and an implied competition with the business of the Company and subsidiary company. Not being a partner, executive director, employee, staff, or consultant who receives a regular salary or holds more than 1% of the total number of shares with voting rights of any other company that operates the same business and is in implied competition with the business of the Company and subsidiary company.
9. No other characteristics which make it impossible to express independent opinions on the operations of the Company.
10. Passed the IOD's DAP/DCP training. In case you have not passed, the Company will coordinate the application for training.

In this regard, 2 independent directors are legal consultants for the Company, namely Mr. Sumeth Lerttantisoonorn and Mr. Chinapat Visuttiapat. However, the value of such professional services does not exceed the criteria specified in the Tor Jor. 39/2016 announcement, while both directors still perform their duties and provide opinions as independent directors / audit committee members freely in accordance with the principles of corporate governance.

1.2 Executives

In appointing the chief executive, the Board of Directors has assigned the nomination and compensation committee to establish a succession plan to recruit and prepare a chief executive and develop potential candidates to succeed in key positions in management and business operations. The details of the succession plan are as follows:

1.2.1 Chief Executive Officer

The nomination and compensation committee prepares a succession plan for the positions of chief executive officer and executive chairman to propose to the Board of Directors for consideration based on the following features:

- Education not lower than a bachelor's degree
- Experienced in management in the position of chief officer (C-Level)
- Leadership and a broad vision
- Ability to plan strategies and manage the organization
- Make decisions and solve problems with discretion and taking the best interests of the organization into account.

1.2.2 Chief Executive Level

When the position of chief executive becomes vacant or the incumbent is unable to perform duties in the position. The Company will present the selected successors to the executive director for approval.

2. Performance Evaluation of the Board of Directors

The Board of Directors conducts a self-evaluation of the Company's performance as a director once a year. The Board of Directors' evaluation covers the following matters: 1) Roles and responsibilities of the board 2) Appropriateness of the board structure 3) Efficient performance 4) Performance in each meeting of the board.

3. Election of Company Directors through Shareholders' Meetings

According to the Company's Articles of Association No. 18, at every general meeting of shareholders, one-third or the number nearest to one-third of the directors must retire from office (the directors who have been in office for the longest shall retire at that meeting). The election of the Company directors will be based on Non-Cumulative Voting, but the Company allows shareholders to vote for each director individually. The shareholders have all the votes according to the number of shares they hold.

4. Evaluation of Chief Executive Officer

The chief executive officer's performance is evaluated once a year by the nomination and compensation committee, covering leadership, strategy, strategy implementation, financial planning and performance, internal and external relations, product knowledge, and personal attributes.

8.1.2 Meeting Attendance and Remuneration for Individual Committee

1. Board Meeting Attendance

In 2023, the Board of Directors attended the committee's meeting, the subcommittee's meeting, the annual general meeting of shareholders, and the extraordinary general meeting of shareholders. The details are as follows:



(Unit : Number of Times)

List of Board of Directors			Position	Year 2023					
				Director	Audit Committee	Member of Nomination and Compensation Committee	Member of Risk management and sustainability committee	General Meeting Shareholder	Extraordinary Meeting Shareholder
1.	Prof. Dr. Udomsil	Srisangnam	Chairman of the Board of Directors	3/5				1/1	
2.	Mr. Pichit	Burapavong	Vice Chairman	4/5				1/1	
3.	Mr. Chinapat	Visuttiapat	Independent Director / Chairman of Audit Committee	5/5	4/4			1/1	
4.	Mr. Sudwin	Panyawongkhanti	Independent Director / Member of Audit Committee	5/5	4/4			1/1	
5.	Mr. Sumeth	Lerttantisoonorn	Independent Director / Member of Audit Committee / Chairman of Risk management and sustainability committee	5/5	4/4		2/2	1/1	
6.	Mr. Khunvat	Rojanagatanyoo	Independent Director / Member of Audit Committee	5/5	4/4			1/1	
7.	Mr. Sakda	Sresangnum	Director	5/5				1/1	
8.	Mr. Pravit	Srisengnam	Director / Member of Nomination and Remuneration Committee	5/5		2/2		1/1	
9.	Mr. Piyawong	Srisangnam	Director / Member of Risk management and sustainability committee	5/5			2/2	1/1	
10.	Mr. Kongsak	Sribonfa	Director	5/5				1/1	
11.	Mr. Sumait	Kunopasvorakul	Director	5/5				1/1	
12.	Mr. Narong	Kongkavana	Chairman of Nomination and Compensation Committee			2/2			
13.	Mr. Tanakiat	Srisaranyakul	Member of Risk management and sustainability committee				2/2		
14.	Ms. Wannkanok	Skuldee	Member of Risk management and sustainability committee				2/2		
15.	Mr. Sirawit	Liptawat	Member of Nomination and			2/2			



List of Board of Directors	Position	Year 2023					
		Director	Audit Committee	Member of Nomination and Compensation Committee	Member of Risk management and sustainability committee	General Meeting Shareholder	Extraordinary Meeting Shareholder
	Remuneration Committee						

Source : Information from the Company

Remark : - The data shows the number of times the directors attended the meeting per the number of meetings.

- The Chairman of the Board of Directors, Prof. Dr. Udomsil Srisangnam, passed away on June 13, 2023.
- Resolution of the Board of Directors' Meeting No. 4/2023, dated August 10, 2023, appointed Mr. Pichit Burapavong as the new Chairman of the Board of Directors.
- Resolution of the Board of Directors' Meeting No. 4/2023, dated August 10, 2023, appointed Mr. Sakda Sresangnum as the Vice Chairman of the Board of Directors.

2. Board Remuneration

(1) Monthly Remuneration

The Board of Directors' Meeting No. 2/2023 on February 23, 2023, resolved to approve directors' remuneration. The details of the remuneration of the Board of Directors, Audit Committee, and the Nomination and Remuneration Committee were presented at the 2023 Annual General Meeting of Shareholders, held on April 18, 2023, as follows:

Monthly Remuneration

Position	Monthly Remuneration	Remark
1. Board of Directors - Chairman of the Board of Directors - Vice Chairman of the Board of Directors - Director	50,000 Baht per person per month 40,000 Baht per person per month 30,000 Baht per person per month	If any director is responsible for two positions at the same time, he or she will get paid for only one position at the top.
2. Audit Committee - Chairman of Audit Committee - Member of Audit Committee	40,000 Baht per person per month 30,000 Baht per person per month	
3. Risk management and sustainability committee - Chairman of Risk management and sustainability committee - Member of Risk management and sustainability committee	30,000 Baht per person per month 30,000 Baht per person per month	
4. Nomination and Compensation Committee - Chairman of Nomination and Compensation Committee - Member of Nomination and Compensation Committee	30,000 Baht per person per month 30,000 Baht per person per month	

Remark : The above remuneration has already been approved by the Nomination and Compensation Committee.

(2) Directors' Bonus Remuneration

The Board of Directors' Meeting No. 2/2023 on February 23, 2023, resolved to approve directors' bonus remuneration to be presented to the 2023 Annual General Meeting of Shareholders held on April 18, 2023, with bonus remuneration set to a limit of not more than 10 million baht.

In the year 2023, the Board of Directors received remuneration as follows:

List of Board of Directors			Position	Remuneration for Directors 2023 (Baht)		
				Board of Directors	Audit Committee / Nomination and Compensation Committee / Risk management and sustainability committee	Total
1.	Prof. Dr. Udomsil	Srisangnam	Chairman of the Board	925,500		925,500
2.	Mr. Pichit	Burapavong	Vice Chairman of the Board	842,500		842,500
3.	Mr. Chinapat	Visuttiapat	Independent Director / Chairman of Audit Committee		792,500	792,500
4.	Mr. Sudwin	Panyawongkhanti	Independent Director / Member of Audit Committee		672,500	672,500
5.	Mr. Sumeth	Lerttantisoonorn	Independent Director / Member of Audit Committee / Chairman of Risk management and sustainability committee		672,500	672,500
6.	Mr. Khunvat	Rojanagatanyoo	Independent Director / Member of Audit Committee		672,500	672,500
7.	Mr. Sakda	Sresangnum	Director	2,389,166.67		2,389,166.67
8.	Mr. Pravit	Srisengnam	Director / Member of Nomination and Compensation Committee	2,339,166.67		2,339,166.67
9.	Mr. Piyawong	Srisangnam	Director / Member of Risk management and sustainability committee	2,339,166.67		2,339,166.67
10.	Mr. Kongsak	Sribonfa	Director	672,500		672,500
11.	Mr. Sumait	Kunopasvorakul	Director	672,500		672,500
12.	Mr. Narong	Kongkavana	Chairman of Nomination and Compensation Committee		672,500	672,500
13.	Mr. Tanakiat	Srisaranyakul	Member of Risk management and sustainability committee		672,500	672,500
14.	Ms. Wannakanok	Sriskuldee	Member of Risk management and sustainability committee		672,500	672,500
15.	Mr. Sirawit	Liptawat	Member of Nomination and Compensation Committee		672,500	672,500

Source: Information from the Company

- The Chairman of the Board of Directors, Prof. Dr. Udomsil Srisangnam, passed away on June 13, 2023.
- Resolution of the Board of Directors' Meeting No. 4/2023, dated August 10, 2023, appointed Mr. Pichit Burapavong as the new Chairman of the Board of Directors.
- Resolution of the Board of Directors' Meeting No. 4/2023, dated August 10, 2023, appointed Mr. Sakda Sresangnum as the Vice Chairman of the Board of Directors.

8.1.3 Supervision of Subsidiaries

The Board of Directors has established a governance mechanism to supervise the subsidiaries in order to protect the Company's interests. The executives of the Company will be the executives of the subsidiaries. The subsidiaries' executives are required to report their operating results to the Board of Directors as well as the financial statements by using the same criteria for preparing financial statements as those of the Company and taking the regulations on connected transactions or any other important transactions of the Company and its subsidiaries into account so that the Company can prepare financial statements in a timely manner. In order for the Board of Directors to be able to inspect and monitor the subsidiaries internal control systems, the subsidiaries must therefore use the same operating system and internal control system as the Company.

8.1.4 Monitoring Compliance with Corporate Governance Policies and Guidelines

The Company has complied with the principles of good corporate governance and business ethics. In the past year, the Company has added important policies to promote good corporate governance covering the following matters:

1. Prevention of conflicts of interest

The Company has established policies for connected transactions and set the principles for treatment of transactions that may cause conflicts of interest in the Corporate Governance Manual (details are provided in Section 6.1 Overview of Corporate Governance Policies and Practices Principle 1). In 2021-2023, there were no significant conflicts of interest in transactions. In this regard, the Company has presented connected transactions to the audit committee and the Board of Directors to consider the reasonableness of such transactions.

2. Use of inside Information for Benefits

The Company has set regulations, use of internal information, securities trading regulations, and security systems by limiting the number of people who could know the information and educating directors, executives, and related persons in order to prevent the disclosure of internal information relating to the financial position and performance results, which may affect the price of securities in the future.

The Company has set up a policy on the secret hierarchy of internal information to set standards for classification, grading, and storage. This can be classified into 3 levels: Confidential, Internal, and Public, as defined below:

	Confidential	Internal	Public
Definition	It is information that is very important to the Company which will allow only person who truly needs it to access it.	It is information that is allowed to be used only within the Company the person concerned to be able to access it.	It is information needed to be disseminated to outsiders, such as a website and information on the dissemination of the works and activities of the Company, etc.

The Company has determined that directors, executives, and persons holding executive positions in accounting or finance from department manager level up or equivalent must report the purchase or sale of the Company's securities within 3 business days.

3. Anti- Corruption

The Company recognizes the importance of anti-corruption. Therefore, the anti-corruption policy has been established in the policy of good corporate governance and business ethics for directors, executives, and employees. The Company has set the scope and guidelines for dealing with corruption or related matters, such as transparently and legally giving or receiving gifts, charitable contributions, public services, and donations to political parties.

The human resources department has duties and responsibilities to disseminate knowledge and encourage employees to comply with the anti-corruption policy. Moreover, the Company also requires a risk assessment for various transactions that may have risks of corruption as deemed necessary.

The Company also provides internal complaint channels and whistleblowing channels for outside stakeholders. Then, there will be a process to carry out the inspection and present a report to the executive committee and audit committee to consider determining the next penalty.

4. Whistleblowing

The Company takes the equitable treatment of all stakeholders into account according to the principles of corporate governance. The Company therefore provides channels for receiving clues through the following channels:

1. By post by sending to

“Chairman of the Board of Directors or
Chairman of the Audit Committee
Chin Huay Public Company Limited
181, Tha Kham Road, Samae Dam Sub-district,
Bang Khun Thian District, Bangkok 10150”

2. E – Mail: info@chinhua.com
3. URL: www.chinhua.com
4. Suggestion/comment/complaint box in The Company

In 2021-2023, there was no whistleblowing or complaints from any stakeholders.

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

8.2.1 Number of meetings attended by the Audit Committee

No.	List of Audit Committee	Year 2023
1.	Mr. Chinapat Visuttiapat	4/4
2.	Mr. Sudwin Panyawongkhanti	4/4
3.	Mr. Sumeth Lertantisoontorn	4/4
4.	Mr. Khunvat Rojanagatanyoo	4/4

8.2.2 Performance of the Audit Committee

The audit committee has performed its duties in accordance with the Audit Committee Charter.

1. Reviewing the Company's financial reports accurately and reliably

The audit committee has reviewed quarterly financial statements, annual financial statements, and related financial reports with the auditor and the accounting department and has made suggestions on how to improve the accounting recording process, how to take advantage of cost accounting, etc., to ensure that the preparation of financial statements is in accordance with accounting standards and that information has been adequately disclosed.

2. Review of related party transactions

Review the related party transactions or transactions that may have conflicts of interest to give opinions, to disclose information accurately and sufficiently, and to ensure they are in accordance with normal trading conditions and beneficial to the business of the Company .

3. Considering the appointment of an auditor

Consider selecting and nominating EY Office Company Limited as the Company's auditor for the year 2022 to participate in the Company's audit committee meeting every quarter to discuss the accounting process and find solutions that are suitable for the Company's business.

4. Internal Control System Audit

Review the Company's internal control system to ensure its adequacy by acknowledging the audit results from the Internal Control Auditor, KPS Audit Co., Ltd., quarterly at every meeting of the audit committee and giving opinions to Company executives about developing and improving the internal control system.

8.3 Summary of Subcommittees' Performance

The Company pays attention to effective corporate governance. The board of directors has set up subcommittees since 2020, including the Nomination and Compensation Committee and the Risk management and sustainability committee. The details of operations in 2023 can be summarized as follows:

8.3.1 Nomination and Compensation Committee

(1) Number of meetings attended by the Nomination and Compensation Committee

No.	List of the Nomination and Compensation Committee		Year 2023
1.	Mr. Narong	Kongkavana	2/2
2.	Mr. Pravut	Srisengnam	2/2
3.	Mr. Sirawit	Liptawat*	2/2

(2) Performance of Nomination and Compensation Committee

1. Succession Plan

The Nomination and Compensation Committee has considered recruiting, selecting, and planning for job succession and has prepared a succession plan for the position of Chief Executive Officer.

2. Considering and Offering bonus payments to the committee each year

The Nomination and Compensation Committee has considered the bonus payment of the committee based on the performance of that year, in accordance with the budget of the committee's bonus payment of 10 million Baht.

8.3.2 Risk management and sustainability committee

(1) Number of meetings attended by the Risk management and sustainability committee

No.	List of the Risk management and sustainability committee		Year 2023
1.	Mr. Sumeth	Lerttantisoonorn	4/4
2.	Mr. Piyawong	Srisengnam	4/4
3.	Mr. Tanakiat	Srisaranyakul	4/4
4.	Ms. Wannkanok	Sriskuldee	4/4

(2) Performance of Risk management and sustainability committee

Supervision and Management of the Company's Main Risk Factors

The Risk management and sustainability committee has determined the risk factors and risk management of the Company, reviewed them frequently to comply with the annual budget and the current situation, and presented them to the meeting of the Audit Committee and the Board of Directors.

9. Internal Control and Related Party Transactions

9.1 Summary of the Board of Directors' Opinions on the Company's Internal Control System

At Board of Directors' Meeting No. 2/2024 held on February 27, 2024, where all 10 directors attended the meeting (all 4 audit committee members also attended the meeting), the Board of Directors assessed and considered the adequacy of the Company's internal control system according to the internal control system sufficiency assessment form of the Securities and Exchange Commission (details in Attachment 7), by asking for information from the management department in 5 aspects, consisting of 1) Internal Control 2) Risk Assessment 3) Management Department's Operations Control 4) Information System and Data Communication 5) Monitoring System. The Board of Directors is of the opinion that the Company has an internal control system that is sufficient and suitable for the Company's business operations and has sufficient personnel to carry out such operations efficiently, including monitoring the operations of the Company and its subsidiaries.

The audit committee reviews the Company's internal control system and operating system through coordination with the auditor, internal auditor, the Company's internal audit department, and the Company's management department in the parts involved in reviewing financial reports to ensure sufficient and reliable disclosure of information. To comply with the Securities and Exchange Act and regulations of the Stock Exchange of Thailand, as well as rules, regulations, announcements, and laws related to the Company's business operations, the Company prepares a report on the performance of the audit committee to be presented to the Board of Directors and reported in the Company's annual report. The said report is signed by the chairman of the audit committee. In this regard, the Board of Directors has given importance to supervising the organization as the Company with good corporate governance.

9.2 The Auditor's Observations on the Accounting Internal Control System of the Company and its Subsidiaries

EY Office Company Limited, the auditor of the Company and its subsidiaries who has been approved by the SEC, has examined the efficiency of the internal accounting control system of the Company for the purpose of defining the scope of audit work concisely and appropriately. The auditor reported to the audit committee meeting No. 1/2024 on February 27, 2024, without any remarks related to the internal accounting control system.

9.3 The Internal Auditor's Observations on the Internal Control System of the Company and its Subsidiaries

The Company has appointed KPS Audit Co., Ltd. to act as the internal auditor of the Company and its subsidiaries and appointed Mr. Wiwat Limnanthasin, managing director, to be the main person responsible for the performance of the Company's internal auditors, after considering qualifications such as experience, educational background, training history, and work history (details in Attachment 3 "Details of Head of Internal Audit and Operations Supervisor") and deeming that they were appropriate and sufficient for the performance of such duties because Mr. Wiwat Limnanthasin is also an independent person with knowledge and understanding of auditing various departments and has more than 25 years of experience in internal auditing. The internal auditor has reported internal audit results

directly to the audit committee. In this regard, the internal auditor will perform their duties according to the standards for the professional practice of internal auditing, which was prepared by the Institute of Internal Auditors of Thailand.

In addition, the Company has set the scope of authority for the audit committee. After appointment, the audit committee will be responsible for reviewing to ensure that the Company and its subsidiaries have appropriate and effective internal control and internal audit systems, considering the independence of the internal audit department, and approving the appointment, transfer, or termination of the head of the internal audit department or any other department responsible for internal auditing. There may be reviewing or examining any necessary items as well as submitting suggestions on significant improvements to the internal control system to the Board of Directors by reviewing with external auditors.

KPS has reported the audit results to the audit committee meeting No. 1/2024 on February 27, 2024, to indicate the credibility of accounting and financial information, efficiency and effectiveness of operations, and discipline in compliance with laws and regulations, and to ensure that The Company and its subsidiaries have sufficient and appropriate internal control systems that are beneficial to good corporate governance and could enable The Company and its subsidiaries to achieve their objectives.

In this regard, according to the report of the 4th audit of the internal control system (report book of the month 4/2023), there are the following issues:

Issues	Effects / Suggestions	Management Opinions	Follow-up Results
1. The data in the EPICOR system does not accurately reflect the actual operating processes.	<p>Effect:</p> <ul style="list-style-type: none"> - There is a risk of incorrect information in the report, affecting the measurement of performance of each process and potentially influencing management's considerations or decisions regarding the direction of business operations. <p>Suggestions:</p> <ul style="list-style-type: none"> - To ensure the accuracy and completeness of information in the system and the reports submitted to management, the Company should take the following actions: - Ensure that employees in the organization carefully record information in the system, paying particular attention to accurate dates that reflect reality. Supervisors should implement procedures to verify that information in the system is correct and complete. - Consider coordinating with the system developer to implement warnings if operators attempt to record dates in the system that are not current. 	The production and purchasing department will enhance the verification process for data entry and recording to ensure accuracy. Additionally, there will be verification and monitoring procedures implemented to cover the recording of information from each party involved.	The production/ purchasing department will intensify the verification of data entry/ recording to ensure accuracy, while implementing verification and monitoring procedures to cover the recording of information from each involved party. This process is currently awaiting reevaluation.
2. Estimates of working hours significantly over- or under-estimate actual results.	<p>Effect:</p> <p>As a result, measuring efficiency and productivity based on working hours does not accurately reflect actual performance. This discrepancy may impact the control of production costs.</p> <p>Suggestions:</p>	The production department will review efficiency and adjust the estimated efficiency in the system accordingly.	The production department will review efficiency and adjust the estimated efficiency in the system accordingly. This process is pending inspection once again.

Issues	Effects / Suggestions	Management Opinions	Follow-up Results
	<p>To facilitate continuous improvement of the production process and effectively measure production efficiency, as well as employee performance, while controlling production costs, workers should routinely review discrepancies between estimated and actual working hours. In case of significant differences, a thorough review should be conducted to identify the root cause and implement necessary corrections. Additionally, it may be beneficial to refine or improve the formula used for estimating working hours to ensure accuracy.</p>		
<p>3. Production documentation and supporting documents for recording the results of quality inspection of raw materials/products are incomplete, with missing data recording and signatures.</p>	<p>Effect:</p> <p>This situation renders it impossible to guarantee the accuracy and reliability of recorded product production results in the EPICOR system, including data related to raw materials, labor, and expenses. Consequently, there is a risk of inaccurate information within the system, leading to potential issues with product quality control to meet specifications and/or specified standard values.</p> <p>Suggestions:</p> <ul style="list-style-type: none"> - To address these challenges and ensure that product production results are accurately recorded in the EPICOR system, along with reliable data on raw materials, labor, expenses, and adherence to specified quality standards, the Company should consider the following actions: 	<p>Inspections and verifications will be conducted by the Production Department and Quality Department to ensure the accuracy and completeness of recorded information in each department.</p>	<p>The Production Department and Quality Department will conduct inspections and verifications to ensure that recording information in each department is correct and complete. This process is pending inspection again.</p>

Issues	Effects / Suggestions	Management Opinions	Follow-up Results
	<ul style="list-style-type: none"> - Operators should ensure that information recorded in production documentation and the results of raw material/product quality inspections are complete and accurate for each item. - Operational forms should be updated to align with actual audited data, ensuring consistency and accuracy in recording. - Supervisors/verifiers should diligently review recorded data before utilizing it, verifying its accuracy and completeness to maintain data integrity and reliability. 		
4. Products are being stored in quantities exceeding the specified Safety Stock level.	<p>Effect:</p> <p>Exceeding the Safety Stock level may have several repercussions for the Company, including challenges in storage space management and inadequate provision of revolving funds for management. Additionally, it may lead to improper storage of products, increasing the risk of damage or spoilage.</p> <p>Suggestions:</p> <p>To maintain the inventory at an appropriate level consistent with storage capacity and effective working capital management, the Company should optimize the maximum inventory level in alignment with the reorder point. This ensures cost-effective purchasing practices for products. If the Company intends to stockpile products, adjustments to the maximum product level should be clearly documented,</p>	The Production Planning Department, Production Department, Purchasing Department, and Warehouse Department will verify the inventory quantity every time before placing orders to ensure alignment with the determined inventory levels for each item.	The Production Planning Department, Production Department, Purchasing Department, and Warehouse Department will verify the inventory quantity every time before placing orders to ensure compliance with the determined inventory levels for each item. This process is pending inspection once again.

Issues	Effects / Suggestions	Management Opinions	Follow-up Results
	specifying the new quantity, duration of adjustment, and rationale. These adjustments should be submitted to authorized personnel according to the approval authority manual for review and approval prior to product ordering.		

9.5 Related Transactions

Details of connected persons who have related transactions with the Company or its subsidiaries for the year ended 31 December 2023 are as follows:

Connected Person	Nature of business	Nature of relationship
1. Mr. Sakda Sresangnum	-	Director / Authorized Director / Chief Executive Officer / The Company's shareholder
2. Mrs. Jiraporn Sresangnum	-	A spouse of the 1 st connected person
3. Mr. Piyawong Srisangnam	-	Director / Authorized Director / Chief Operating Officer / The Company's shareholder
4. Mr. Pravut Srisengnam	-	Director / Authorized Director / Chief Investment Officer / The Company's shareholder
5. Mr. Sumeth Lerttantisoonorn	-	Independent Director / Audit Committee
6. Mr. Prakob Srisangnam	-	A father of the 3 rd connected person / The Company's shareholder
7. C.H. Treasury Company Limited	Office Building Rental	Juristic persons with common shareholders and common directors with the Company, namely Prof. Dr. Udomsil Srisangnam, Mr. Sakda Sresangnum, Mr. Pravut Srisengnam, Mr. Piyawong Srisangnam, Mr. Pichit Burapavong, and Mr. Kongsak Sribonfa
8. Maruay Estate Co., Ltd.	Land Rental	Juristic persons with common directors with the Company, namely Mr. Sakda Sresangnum, Mr. Pravut Srisengnam, and Mr. Piyawong Srisangnam / Juristic persons with common shareholders with the Company, namely Mr. Sakda Sresangnum holding 25.00%, Mr. Pravut Srisengnam holding 51.00%, and Mr. Piyawong Srisangnam holding 24.00% of the paid-up capital.
9. CH Family Company Limited	Holding Company	A juristic person who is the Company's major shareholder



Connected Person	Nature of business	Nature of relationship
10. ONE Law Office Limited	Legal Consultant	A juristic person in which Mr. Chinapat Visuttiapat (Independent Director and Chairman of the Audit Committee) is a director and an indirect major shareholder through KHKP Co., Ltd. in the proportion of 99.99% where Mr. Chinapat Visuttiapat and his spouse hold shares in the proportion of 99.80 percent of the paid-up capital

Transactions of the Company or its subsidiaries and connected persons that occurred during the fiscal year 2021-2023 are as follows:

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
1. Mr. Sakda Sresangnum	<u>Credit Guarantee</u> Mr. Sakda guarantees the Company's credit facilities.	Credit limit of 188.00	Credit limit of 188.00	Credit limit of -	<p>Mr. Sakda Sresangnum has guaranteed the Company's business credit facilities with financial institutions on his personal behalf, which is in accordance with the terms in the loan agreement from the financial institution. The Company does not have to pay compensation for such guarantees.</p> <p>On March 20, 2023, three directors jointly provided a loan of USD 3.11 million to CHIN HUAY (CAMBODIA) CO., LTD. (a subsidiary) at an interest rate of 1.0% per year. Between April and December 2023, the subsidiary repaid a total of USD 0.23 million. As of December 31, 2023, there remains an outstanding balance of USD 2.88 million or equivalent to 98.45 million baht.</p> <p><u>Opinions of the audit committee</u></p> <p>The audit committee meeting No. 1/2024 on February 27, 2024, considered and had opinions that the said transaction was necessary for the Company, appropriate and beneficial to the Company's business operations, and also in accordance with the conditions stipulated in the loan agreement from the financial institution.</p>
	- Creditors of loans to subsidiaries	-	-	98.45	
	- Interest expense	-	-	0.83	

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
2. Mrs. Jiraporn Sresangnum	<u>Sales Revenue</u> The Company sells products according to the welfare policy.	0.03	0.04	0.028	<p>The Company sold products to Mrs. Jiraporn Sresangnum at prices and trading conditions according to the welfare policy set by the Company for executives and employees.</p> <p><u>Opinions of the audit committee</u></p> <p>The audit committee meeting No. 1/2024 on February 27, 2024, considered and opined that such transactions were normal business transactions with prices and conditions in accordance with the welfare policy set by the Company.</p>
	<u>Trade Receivables</u> The Company has trade receivables from selling such products.	-	<0.01	-	
3. Mr. Piyawong Srisangnam	<u>Credit Guarantee</u> Mr. Piyawong guarantees the Company's credit facilities.	Credit limit of 188.00	Credit limit of 188.00	Credit limit of -	<p>Mr. Piyawong Srisangnam has guaranteed the Company's business credit facilities with financial institutions on his personal behalf, which is in accordance with the terms in the loan agreement from the financial institution. The Company does not have to pay compensation for such guarantees.</p> <p>On March 20, 2023, three directors jointly provided a loan of USD 3.11 million to CHIN HUAY (CAMBODIA) CO., LTD. (a subsidiary) at an interest rate of 1.0% per year. Between April and December 2023, the subsidiary repaid a total of USD 0.23 million. As of December 31, 2023,</p>
	- Creditors of loans to subsidiaries	-	-	98.45	

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
	- Interest expense	-	-	0.83	there remains an outstanding balance of USD 2.88 million or equivalent to 98.45 million baht.
	<u>Sales Revenue</u>	0.03	0.01	0.050	
	The Company sells products according to the welfare policy.				<u>Opinions of the audit committee</u> The audit committee meeting No. 1/2024 on February 27, 2024, considered and opined that the said transaction was necessary for the Company, appropriate and beneficial to the Company's business operations, and also in accordance with the conditions stipulated in the loan agreement from the financial institution.
	<u>Trade Receivables</u>	<0.01	-	-	
	The Company has trade receivables from selling such products.				

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
	<u>Sales Revenue</u> The Company sells products according to the welfare policy. <u>Trade Receivables</u> The Company has trade receivables from selling such products.	0.03	0.01	0.06	The Company sold products to Mr. Piyawong Srisangnam at prices and trading conditions according to welfare policy set by the Company for executives and employees. <u>Opinions of the audit committee</u> The audit committee meeting No. 1/2024 on February 27, 2024, considered and opined that such transactions were normal business transactions with prices and conditions in accordance with the welfare policy set by the Company.
		<0.01	-	-	
4. Mr. Pravitt Srisengnam	<u>Credit Guarantee</u> Mr. Sakda guarantees The Company's credit facilities. - Creditors of loans to subsidiaries	Credit limit of 188.00	Credit limit of 188.00	Credit limit of - 98.45	Mr. Pravitt Srisengnam has guaranteed the Company's business credit facilities with financial institutions on his personal behalf, which is in accordance with the terms in the loan agreement from the financial institution. The Company does not have to pay compensation for such guarantees. <u>Opinions of the audit committee</u> The audit committee meeting No. 1/2024 on February 27, 2024, considered and opined that the said transaction was necessary for the

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
	- Interest expense	-	-	0.83	Company, appropriate and beneficial to the Company's business operations, and also in accordance with the conditions stipulated in the loan agreement from the financial institution.
5. Mr. Sumeth Lerttantisoonorn	<u>Consulting Fee</u> The Company hired Mr. Sumeth as a legal consultant.	0.02	-	-	<p>The Company hired Mr. Sumeth Lerttantisoonorn as a legal consultant in registering transactions related to government agencies. The Company has terminated such contract since February 2020.</p> <p><u>Opinions of the audit committee</u></p> <p>The audit committee meeting No. 1/2024 on February 27, 2024, considered the said transaction and opined that the legal consultant fee was appropriate to the specified scope of duties and beneficial to the Company's business operations.</p>

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
	<u>Sales Revenue</u> The Company sells products according to the welfare policy.	0.01	0.01	0.005	The Company sold products to Mr. Sumeth Lerttantisoonorn at prices and trading conditions according to welfare policy set by the Company for executives and employees. <u>Opinions of the audit committee</u> The audit committee meeting No. 1/2024 on February 27, 2024, considered and opined that such transactions were normal business transactions with prices and conditions in accordance with the welfare policy set by the Company.
	<u>Trade Receivables</u> The Company has trade receivables from selling products.	-	0.01	-	

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
6. Mr. Prakob Srisangnam	<u>Sales Revenue</u> The Company sells products according to the welfare policy.	0.19	0.07	0.02	<p>The Company sold products to Mr. Prakob Srisangnam at prices and trading conditions according to welfare policy set by The Company for executives and employees.</p> <p><u>Opinions of the audit committee</u></p> <p>The audit committee meeting No. 1/2024 on February 27, 2024, considered and opined that such transactions were normal business transactions with prices and conditions in accordance with the welfare policy set by the Company.</p>
	<u>Trade Receivables</u> The Company has trade receivables from selling such products.	0.06	0.02	-	

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
	<u>Consulting Fee</u> The Company hired Mr. Prakob as a consultant to the Board of Directors.	-	0.09	0.28	<p>The Company entered into a contract to hire Mr. Prakob as an advisor to the board of directors, focusing on engineering aspects of the factory, such as improving production lines and investing in the construction or improvement of areas within the factory. The wage rate, approved by the Board of Directors' meeting, was set at 20,000 baht per month from September 1, 2022, to August 31, 2023. Subsequently, a new contract was initiated after the original contract expired, with the wage increased to 30,000 baht per month from September 1, 2023, to August 31, 2024.</p> <p><u>Opinions of the audit committee</u></p> <p>The audit committee meeting No. 1/2024 on February 27, 2024, considered and opined that the transaction was appropriate and beneficial to the Company because: Mr. Prakob is a former executive in charge of all production of the factory; the wage rate is in line with the obligations; and there is an appropriate year-to-year contract under which the performance can be evaluated before considering the contract renewal each time.</p>

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
7. C.H. Treasury Company Limited	<u>Amortization of the right to use</u> according to the Financial Reporting Standard No. 16 on Lease Agreement	1.59	3.04	3.04	<p>C.H. Treasury Co., Ltd. has entered into an agreement with The Company to lease the building and the area surrounding the car park building at Number 181 and 181/2, Tha Kham Road, Samae Dam Sub-district, Bang Khun Thian District, Bangkok, and Land, 5036 II 5608-10, Samae Dam Sub-district, Bang Khun Thian District, Bangkok to be used as the offices and warehouses with a contract dated September 1, 2021, a lease period of 3 years renewed every 3 years, 4 times, at a rate of 293,000 baht per month (referring to the appraisal price by an independent appraiser approved by the SEC) with a rental rate adjustment of 10% every 3 years from the rental rate under the lease agreement before renewal.</p> <p>Since 2020, the Company has recorded the rental using the amortization and interest expenses method according to the new accounting standard on Lease Agreement.</p> <p><u>Opinions of the audit committee</u></p> <p>The audit committee meeting No. 1/2024 on February 27, 2024, considered and opined that the said transaction was a real estate rental transaction that was appropriate and beneficial to the Company's business operations. The rental rate for the current contract period was 293,000 baht per month, which was the rate appraised by an independent appraiser listed in the SEC for public disclosure purposes on the issue</p>
	<u>Interest expense</u> According to Financial Reporting Standards No. 16 regarding lease agreements	1.05	1.99	1.93	
	<u>Other creditors</u> The Company owes the building rent to the Company. C.H. Treasury Co., Ltd.	0.29	0.29	0.29	

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
					date of June 1, 2021. The audit committee opined that the current rental rate was reasonable and equal to the appraisal price.
8. Maruay Estate Co., Ltd.	<u>Amortization of the right to use</u> according to the Financial Reporting Standard No. 16 on Lease Agreement	0.38	0.73	0.73	Maruay Estate Company Limited leased land for Chinguay (Cambodia) Co., Ltd. to be used as a factory with an area of approximately 100,500 square meters, with a contract dated September 1, 2021, a lease term of 30 years, and a rental rate of USD 30,000 per year (based on the appraisal price by an independent appraiser approved by the SEC). The rental rate is adjusted up by no more than 5% every 3 years. In this regard, the Company records rental by using the amortization and

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
	<u>Interest expense</u> According to Financial Reporting Standards No. 16 regarding lease agreements	0.51	0.88	0.86	<p>interest expense methods according to the new accounting standards on the Lease Agreement.</p> <p><u>Opinions of the audit committee</u></p> <p>The audit committee meeting No. 1/2024 on February 27, 2024, considered and opined that the said transaction was a real estate rental transaction which was appropriate and beneficial to the Company's business operations. The rental rate for the current contract period was USD 30,000 per year, appraised by an independent appraiser on the list of the SEC for public disclosure purposes on the issue date of May 21, 2021. The audit committee opined that the current rental rate was reasonable and equal to the appraisal price.</p> <p>The subsidiary advanced some operating expenses to Maruay Estate Co.,Ltd. Maruay Estate has fully repaid such expenses to the subsidiary already.</p> <p><u>Opinions of the audit committee</u></p> <p>At the Audit Committee meeting No. 1/ 2567 on February 27 it 2567 considered and had the opinion that the said transaction is a real estate rental transaction. which is appropriate and beneficial to the Company's business operations The rental rate for the current contract period is 30,000 US dollars per year This is the rental rate which is assessed by an independent appraiser who is on the list of the SEC Office and has</p>

Connected Person	Transaction characteristics	Transaction Value (Million Baht)			Transaction characteristics
		12-month period ending 31 Dec 2021	12-month period ending 31 Dec 2022	12-month period ending 31 Dec 2023	
					the objective of evaluating it for disclosure to the public, dated May 21, 2021. The Audit Committee is of the opinion that Current rental rates It is reasonable, and the rate is equal to the said appraised price.
9. CH Family Company Limited	<u>Management Fee.</u>	0.36	0.06	0.06	<p>The Company had management fee income from providing consulting services and working on all accounting matters for one year (1 Jan. 2022 - 31 Dec. 2022) and charged a management fee of 5,000 baht per month.</p> <p><u>Opinions of the audit committee</u></p> <p>The audit committee meeting No. 1/2024 on February 27, 2024, considered and opined that the said transaction was appropriate and had a reasonable service fee corresponding to the number of personnel and time of service that did not affect the main work of the involved team.</p>
10. One Law Office Limited	<u>Expenses</u> The Company hired One Law Office Co., Ltd. as a legal consultant.	0.60	0.14	-	The Company hired One Law Office Co., Ltd. as the Company's legal consultant to carry out operations related to the process of converting into a public limited company and the process involved in taking the Company to be listed on the Stock Exchange. For the service fees and conditions, they are in accordance with the market price.

9.6 Opinions of the Audit Committee

The Audit Committee has considered the related transactions between the Company and persons who have interests, have or may have conflicts of interest in the future according to the announcement of the Securities and Exchange Commission. In the Audit Committee meeting No. 1/2024 held on February 27, 2024, it was concluded that such related transactions were reasonable, were in accordance with general trading conditions, were considered the same practice with other unrelated parties or businesses, including no transfer of benefits between companies.

9.7 Measures and Procedures for Approval of the Related Party Transactions

In case there are related party transactions of the Company and its subsidiaries and persons who are involved with the Company, have interests, have or in the future may have conflicts of interest, which are trade agreements in the same way that a reasonable person would do with a general contractor in the same situation with commercial bargaining power without the influence of being a director, executive or related person, and have normal trading conditions or market prices under reasonable and checkable conditions not causing a transfer of benefits, the Company's management can normally operate under the principles approved by the Board of Directors and prepare a summary report to present to the audit committee every quarter.

In the event that there is a related party transaction that is not a normal business transaction, the Company will provide opinions by the audit committee on the necessity and suitability of such transaction. In case the audit committee does not have enough expertise in considering related party transactions that may occur, the Company will consider appointing an independent appraiser, independent specialist, or auditor to give opinions on such connected transactions for the audit committee to make decisions and give opinions to the Board of Directors or shareholders, as the case may be, for approval before entering into the transactions. The Company will disclose related party transactions in the remarks to financial statements audited by the Company's auditor. If the Company's ordinary shares have been listed on the Stock Exchange of Thailand (SET), the Company will disclose such related party transactions in the annual information disclosure form (56-1 One Report) in accordance with the rules and laws on securities and exchange. In this regard, the consideration and approval of such connected transactions must comply with the laws on securities and stock exchange and the regulations, notifications, orders or requirements of the SEC and/or the Stock Exchange of Thailand. Persons who may have conflicts or have interests in the related transactions will not have the right to vote on such related transactions.

9.8 Policy or Trend for Entering into Future Related Transactions

Policy or Trend for Entering into Future Related Transactions

In the future, if the Company and its subsidiaries have a necessity to conduct related party transactions with persons who may have conflicts of interest with the Company, the Company will set various conditions in accordance with the nature of normal business operations and a market price that can be referenced and compared with the conditions or prices incurred in the same type of business that the Company deals with third parties. In this regard, the Company will allow the audit committee to give opinions on the price, rate of remuneration, the necessity, and appropriateness of such connected transactions. In case the audit committee does not have enough expertise in considering related party transactions that may occur, the Company will consider appointing an

independent appraiser, independent specialist, or auditor to give opinions on such connected transactions for the audit committee to make decisions and give opinions to the Board of Directors or shareholders, as the case may be. the Company will disclose related party transactions in the remarks to financial statements audited by the Company's auditor. If the Company's ordinary shares have been listed on the Stock Exchange of Thailand (SET), the Company will disclose such related party transactions in the annual information disclosure form (56-1 One Report) in accordance with the rules and laws on securities and exchange, and regulations, announcements, orders, or requirements of the Stock Exchange of Thailand.

For related party transactions that may occur in the future, the directors must comply with the rules set by the SEC and the Stock Exchange of Thailand. The directors must not approve any transaction that may cause conflicts of interest with the Company. However, such transactions must be disclosed to the Board of Directors for consideration. The Company must comply with the laws on securities and stock exchange and regulations, announcements, orders, or requirements of the Stock Exchange of Thailand, as well as strictly complying with the requirements, regarding the disclosure of connected transactions, and the accounting standards set by the Federation of Accounting Professions. In addition, the Company must not engage in any connected transactions that are not normal business operations.

The connected transactions that tend to occur in the future can be summarized as follows:

1. After the Company has been listed on the stock exchange, the Company believes that financial institutions have approved the withdrawal of director's guarantees for both the Company and its subsidiaries.
2. The Company still has to rent the building and the area surrounding the car parking from C.H. Treasury Company Limited to be used as the Company's head office, with a contract dated September 1, 2021, a lease period of 3 years renewed every 3 years, 4 times, at a rate of 293,000 baht per month (referring to the appraisal price by an independent appraiser approved by the SEC) with a rental rate adjustment of 10% every 3 years from the rental rate under the lease agreement before renewal. The audit committee opined that the rental rate in the said contract was reasonable and was appraised by an independent appraiser in the list of the SEC in order to be disclosed to the public.
3. The subsidiary still needs to rent land from Maruay Estate Co., Ltd. to be used as a production plant. The subsidiary has entered into an agreement dated September 1, 2021 for a 30-year lease term at a rental rate of USD 30,000 per year (based on the appraisal price by an independent appraiser approved by the SEC) with an increase in rental rate by no more than 5% every 3 years. The audit committee opined that the rental rate in the said contract was reasonable and was appraised by an independent appraiser in the list of the SEC in order to be disclosed to the public.
4. The Company still needs to hire Mr. Prakob to be a consultant because he still continuously participates in giving the factory's engineering advice, such as improving the production line, investing in construction, renovating the area within the factory, etc. The Company has entered into a consulting contract with a consulting fee of 20,000 baht per month and has considered participation in consultation, mainly in practice, and determined the form of employment as a year-to-year contract.
5. The consulting services and accounting work for C.H. Treasury Co., Ltd. and CH Family Co., Ltd. are in the form of a year-to-year contract. The Company charges a monthly management fee of 5,000 baht and 3,000 baht, respectively, based on the amount of work, the number of personnel, and the service time, which are considered reasonable and do not affect the main work of the involved team.

6. The Company will continue to conduct other commercial transactions, such as product trading, since it is the normal business transaction of the Company. The Company will conduct transactions at market prices and general trading conditions as with other trading partners and/or in accordance with the welfare policy set by the Company for executives and employees relating to the purchase of various products of the Company.

9.9 Investor Protection Measures

In the future, if there are connected transactions of the Company with persons who have interests, have or in the future may have conflicts of interest, the Company will arrange for the presentation of such transactions through the Board of Directors' meeting which audit committee members also attend, except for normal business transactions or normal business support transactions that are based on market prices and have a commercial agreement in the same manner as a reasonable person would do with a general counterparty in the same situation with commercial bargaining power without the influence of being a director, executive, or related person. The Company will prepare a report summarizing the transactions to present to the audit committee and the Board of Directors' meeting every quarter in order to ensure that the transactions are fair and have a reasonable price policy. In this regard, the Board of Directors must perform duties in accordance with the Securities and Exchange Act and the regulations, notifications, and requirements of the Stock Exchange of Thailand, including complying with the requirements regarding the disclosure of connected transactions.

Independent Auditor's Report

To the Shareholders of CHIN HUAY PUBLIC COMPANY LIMITED

Opinion

I have audited the accompanying consolidated financial statements of CHIN HUAY PUBLIC COMPANY LIMITED and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2023, and the related consolidated statements of income, comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and have also audited the separate financial statements of CHIN HUAY PUBLIC COMPANY LIMITED for the same period.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of CHIN HUAY PUBLIC COMPANY LIMITED and its subsidiaries and of CHIN HUAY PUBLIC COMPANY LIMITED as at 31 December 2023, their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report. I am independent of the Group in accordance with *Code of Ethics for Professional Accountants including Independence Standards* issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the financial statements of the current period. These matters were addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

I have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report, including in relation to these matters. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matters below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

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

Revenue recognition

Since the Group sells their goods to many customers under a variety of commercial terms. In addition, the economic environment has resulted in more intense competition in the foods manufacturing industry. Revenues are the key performance indicator to which users of financial statements focus. I therefore determined as a key audit matter by focusing on the occurrence and timing of revenue recognition.

I examined the revenue recognition of the Group by

- Assessing the Group's internal controls with respect to the revenue cycle by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed significant controls.
- Applying a sampling method to select sales documents to assess whether revenue recognition was consistent with the conditions of the relevant agreement, and whether it was in compliance with the Group's policy.
- On a sampling basis, examining supporting documents for actual sales transactions occurring during the year and near the end of the accounting period.
- Reviewing credit notes issued after the period end.
- Performing analytical procedures on disaggregated data of sales transactions throughout the period.

Impairment of investment in a subsidiary

As disclosed in Note 11 to the consolidated financial statements, the Company had significant investments in subsidiaries which the Company's management will test for impairment in investments in subsidiaries whenever events in circumstances indicate for impairment. I have focused on impairment assessment of such investments. In determining the impairment loss, the management had to exercise significant judgement with respect to its projections of future operating performance by using financial model to calculate for recoverable amount and identifying the cash generating units, and estimating the cashflows that are expected to be generated from that asset group, including setting an appropriate discount rate and long-term growth rate.

I assessed the identification of cash generating units and the financial models, including gaining an understanding and testing significant assumptions that the management used for preparation of estimating cashflows that are expected to be generated from such assets and discount rate, by inquiring the responsible person to understand the process of getting such figures, and evaluate the exercise of management judgement in preparing the cash flow projection, including setting discount rate by assessing weighted average cost of capital and other information in comparable industries. Furthermore, I determined that the assumptions and information management used to estimate the allowance for impairment of investment in a subsidiary were reasonable based on the available evidence.

Other information

Management is responsible for the other information. The other information comprise the information included in annual report of the Group, but does not include the financial statements and my auditor's report thereon. The annual report of the Group is expected to be made available to me after the date of this auditor's report.

My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated.

When I read the annual report of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fairly presentation of the financial statements in accordance with Thai Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise

from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Thai Standards on Auditing, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

I am responsible for the audit resulting in this independent auditor's report.

Orawan Techawatanasirikul

Certified Public Accountant (Thailand) No. 4807

EY Office Limited

Bangkok: 27 February 2024

CHIN HUAY PUBLIC COMPANY LIMITED and its subsidiaries
Statement of financial position
As at 31 December 2023

(Unit: Baht)

Note	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Assets				
Current assets				
Cash and cash equivalents	7	117,783,855	149,804,828	109,517,511
Current investments		948,880	600,000	948,880
Trade and other receivables	8	216,361,365	258,613,750	216,998,573
Current portion of long-term loans to and interest receivables from subsidiaries	6	-	-	3,408,559
Inventories	9	469,257,786	524,495,221	398,942,655
Other current financial assets		89,194	37,951	89,194
Other current assets				37,951
- Advance payment for purchasing goods	6, 10	21,094,692	1,958,874	171,532,901
- Other current assets	10	18,406,777	8,095,579	14,893,667
Total current assets		843,942,549	943,606,203	916,331,940
Non-current assets				
Restricted bank deposits		-	6,670,758	-
Investments in subsidiaries	11	-	-	141,683,659
Long-term loans and interest receivables from subsidiaries, net of current portion	6	-	-	-
Investment property	12	88,374,800	87,624,000	88,374,800
Property, plants and equipment	13	757,977,649	758,578,105	531,311,571
Right-of-use assets	14, 19	59,261,397	62,932,264	39,439,707
Intangible assets	15	6,212,936	7,378,362	6,169,673
Other non-current assets	16	5,461,733	14,058,094	1,593,840
Total non-current assets		917,288,515	937,241,583	808,573,250
Total assets		1,761,231,064	1,880,847,786	1,724,905,190

The accompanying notes are an integral part of the financial statements.

CHIN HUAY PUBLIC COMPANY LIMITED and its subsidiaries
Statement of financial position (continued)
As at 31 December 2023

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
Liabilities and shareholders' equity					
Current liabilities					
Bank overdrafts and short-term loans from banks	17	80,000,000	297,000,000	80,000,000	297,000,000
Trade and other payables	6, 18	129,964,614	138,309,710	127,618,571	140,802,891
Current portion of liabilities					
- Loans from directors	6	10,643,583	-	-	-
- Lease liabilities	19	2,804,429	2,240,093	2,600,566	2,058,957
Advance received from goods		7,779,595	5,238,276	7,779,595	5,238,276
Income tax payable		8,604,002	13,546,471	8,595,936	13,546,471
Other current liabilities		4,864,909	4,023,099	4,678,070	3,784,879
Total current liabilities		244,661,132	460,357,649	231,272,738	462,431,474
Non-current liabilities					
Net of current portion of liabilities					
- Long-term loans from directors	6	87,808,193	-	-	-
- Lease liabilities	19	61,223,376	63,473,616	40,341,469	42,178,918
Deferred tax liabilities	28	26,599,609	26,343,410	26,599,609	26,398,754
Provision for long-term employee benefits	20	77,207,048	73,870,232	77,207,048	73,870,232
Total non-current liabilities		252,838,226	163,687,258	144,148,126	142,447,904
Total liabilities		497,499,358	624,044,907	375,420,864	604,879,378
Shareholders' equity					
Share capital					
Registered					
800,000,000 ordinary shares of Baht 0.5 each	22	400,000,000	400,000,000	400,000,000	400,000,000
Issued and fully paid-up					
800,000,000 ordinary shares of Baht 0.5 each		400,000,000	400,000,000	400,000,000	400,000,000
Share premium		283,168,000	283,168,000	283,168,000	283,168,000
Retained earnings					
Appropriated-statutory reserve	23	40,000,000	40,000,000	40,000,000	40,000,000
Unappropriated		360,406,013	352,007,421	452,044,521	432,280,364
Other components of shareholders' equity		180,157,693	181,627,458	174,271,805	175,391,805
Total shareholders' equity		1,263,731,706	1,256,802,879	1,349,484,326	1,330,840,169
Total liabilities and shareholders' equity		1,761,231,064	1,880,847,786	1,724,905,190	1,935,719,547
		-	-	-	-

The accompanying notes are an integral part of the financial statements.

CHIN HUAY PUBLIC COMPANY LIMITED and its subsidiaries
Income statement
For the year ended 31 December 2023

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
Revenues					
Revenues from sales	29	1,827,098,775	1,831,352,011	1,805,855,621	1,796,495,981
Cost of sales		1,542,722,122	1,488,541,034	1,536,455,301	1,469,463,136
Gross profit		284,376,653	342,810,977	269,400,320	327,032,845
Other income	24	6,935,851	9,048,147	7,338,979	10,521,066
Gain from exchange rate		4,654,587	23,831,435	5,770,327	23,207,023
Selling and distribution expenses		(59,305,522)	(65,564,433)	(53,943,475)	(58,047,144)
Administrative expenses		(153,057,166)	(165,419,502)	(137,689,220)	(147,382,041)
Loss on impairment of investment in subsidiary	11	-	-	-	(16,460,000)
Operating profit		83,604,403	144,706,624	90,876,931	138,871,749
Finance income	25	989,225	149,817	3,339,147	5,347,616
Finance cost	26	(12,307,992)	(14,993,521)	(10,573,081)	(14,118,103)
Profit before income tax expenses		72,285,636	129,862,920	83,642,997	130,101,262
Income tax expenses	28	(15,888,916)	(26,588,307)	(15,880,712)	(26,545,087)
Profit for the year		56,396,720	103,274,613	67,762,285	103,556,175
Earnings per share	30				
Basic earnings per share					
Profit attributable to equity holders of the Company		0.07	0.15	0.08	0.15

The accompanying notes are an integral part of the financial statements.



CHIN HUAY PUBLIC COMPANY LIMITED and its subsidiaries

Statement of changes in shareholders' equity

For the year ended 31 December 2023

(Unit: Baht)

Consolidated financial statements								
	Other components of shareholders' equity							
	Issued and paid-up		Retained earnings		Other comprehensive income		Total other components of shareholders' equity	Total
Note	share capital	Share premium	Appropriated-statutory reserve	Unappropriated	Translation adjustment	Revaluation surplus of land	shareholders' equity	shareholders' equity
Balance as at 1 January 2022	320,000,000	-	40,000,000	276,820,634	6,902,085	175,391,805	182,293,890	819,114,524
Profit for the year	-	-	-	103,274,613	-	-	-	103,274,613
Other comprehensive income for the year	-	-	-	3,912,174	(666,432)	-	(666,432)	3,245,742
Total comprehensive income for the year	-	-	-	107,186,787	(666,432)	-	(666,432)	106,520,355
Increase in share capital	22 80,000,000	283,168,000	-	-	-	-	-	363,168,000
Dividend paid	33 -	-	-	(32,000,000)	-	-	-	(32,000,000)
Balance as at 31 December 2022	400,000,000	283,168,000	40,000,000	352,007,421	6,235,653	175,391,805	181,627,458	1,256,802,879
Balance as at 1 January 2023	400,000,000	283,168,000	40,000,000	352,007,421	6,235,653	175,391,805	181,627,458	1,256,802,879
Profit for the year	-	-	-	56,396,720	-	-	-	56,396,720
Other comprehensive income for the year	-	-	-	-	(349,765)	(1,120,000)	(1,469,765)	(1,469,765)
Total comprehensive income for the year	-	-	-	56,396,720	(349,765)	(1,120,000)	(1,469,765)	54,926,955
Dividend paid	33 -	-	-	(47,998,128)	-	-	-	(47,998,128)
Balance as at 31 December 2023	400,000,000	283,168,000	40,000,000	360,406,013	5,885,888	174,271,805	180,157,693	1,263,731,706
	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-

The accompanying notes are an integral part of the financial statements.

CHIN HUAY PUBLIC COMPANY LIMITED and its subsidiaries

Statement of changes in shareholders' equity

For the year ended 31 December 2023

(Unit: Baht)

Separate financial statements							
Note	Issued and paid-up		Retained earnings		Other components of shareholders' equity		Total shareholders' equity
					Other comprehensive income	Total other components of shareholders' equity	
					Revaluation surplus of land	equity	
	share capital	Share premium	Appropriated- statutory reserve	Unappropriated			
Balance as at 1 January 2022	320,000,000	-	40,000,000	356,812,015	175,391,805	175,391,805	892,203,820
Profit for the year	-	-	-	103,556,175	-	-	103,556,175
Other comprehensive income for the year	-	-	-	3,912,174	-	-	3,912,174
Total comprehensive income for the year	-	-	-	107,468,349	-	-	107,468,349
Increase in share capital	22 80,000,000	283,168,000	-	-	-	-	363,168,000
Dividend paid	33 -	-	-	(32,000,000)	-	-	(32,000,000)
Balance as at 31 December 2022	<u>400,000,000</u>	<u>283,168,000</u>	<u>40,000,000</u>	<u>432,280,364</u>	<u>175,391,805</u>	<u>175,391,805</u>	<u>1,330,840,169</u>
Balance as at 1 January 2023	400,000,000	283,168,000	40,000,000	432,280,364	175,391,805	175,391,805	1,330,840,169
Profit for the year	-	-	-	67,762,285	-	-	67,762,285
Other comprehensive income for the year	-	-	-	-	(1,120,000)	(1,120,000)	(1,120,000)
Total comprehensive income for the year	-	-	-	67,762,285	(1,120,000)	(1,120,000)	66,642,285
Dividend paid	33 -	-	-	(47,998,128)	-	-	(47,998,128)
Balance as at 31 December 2023	<u>400,000,000</u>	<u>283,168,000</u>	<u>40,000,000</u>	<u>452,044,521</u>	<u>174,271,805</u>	<u>174,271,805</u>	<u>1,349,484,326</u>
	-	-	-	-	-	-	-
	-	-	-	-	-	-	-

The accompanying notes are an integral part of the financial statements.

CHIN HUAY PUBLIC COMPANY LIMITED and its subsidiaries
Cash flows statement
For the year ended 31 December 2023

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Cash flows from operating activities				
Profit before tax	72,285,636	129,862,920	83,642,997	130,101,262
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	53,022,440	49,714,864	38,585,469	35,717,241
Depreciation of right-of use assets	4,634,538	4,849,950	3,905,822	4,115,847
Reversal allowance for expected credit loss	(5,733,952)	(1,847,855)	(5,733,952)	(1,847,855)
Reversal reduction of inventory to net realisable value	(6,376,316)	(873,447)	(6,108,355)	(554,851)
Gain from disposal and write-off fixed assets	(82,333)	(301,728)	(82,333)	(301,728)
Loss on impairment of investment in subsidiary	-	-	-	16,460,000
Gain from change in fair value of investment property	(750,800)	-	(750,800)	-
Loss (gain) on changes in fair value of derivatives	(51,243)	624,961	(51,243)	624,961
Provision for long-term employee benefits	7,075,750	7,021,211	7,075,750	7,021,211
Unrealised loss (gain) on exchange rate	1,224,454	482,975	9,980,434	(1,264,716)
Finance income	(989,225)	(149,817)	(3,339,147)	(5,347,616)
Finance cost	12,307,992	14,993,521	10,573,081	14,118,103
Profit from operating activities before change in operating assets and liabilities	136,566,941	204,377,555	137,697,723	198,841,859
Operating assets (increase) decrease				
Trade and other receivables	46,596,784	(63,567,982)	59,128,782	(44,140,069)
Inventories	61,613,751	(8,400,263)	86,808,829	7,852,394
Advance payment for purchasing goods to a subsidiary	-	-	(40,687,155)	(78,398,507)
Other current assets	(29,447,016)	23,373,030	(22,027,316)	24,644,512
Other non-current assets	8,596,361	3,989,566	1,364,741	(1,473,494)
Operating liabilities increase (decrease)				
Trade and other payables	(10,451,352)	17,223,943	(14,920,619)	24,362,859
Advance received from goods	2,541,319	(5,166,311)	2,541,319	(5,166,311)
Other current liabilities	841,810	(225,366)	893,191	(37,656)
Cash paid for long-term employee benefits	(1,394,934)	(4,864,267)	(1,394,934)	(4,864,267)
Cash flows from operating activities	215,463,664	166,739,905	209,404,561	121,621,320
Cash received from interest	-	-	10,540,479	7,783,824
Cash paid for interest	(469)	(311,863)	(469)	(311,863)
Cash paid for income tax expense	(20,419,328)	(21,921,627)	(20,350,392)	(21,917,769)
Net cash flows from operating activities	195,043,867	144,506,415	199,594,179	107,175,512

The accompanying notes are an integral part of the financial statements.

CHIN HUAY PUBLIC COMPANY LIMITED and its subsidiaries
Cash flows statement (continued)
For the year ended 31 December 2023

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Cash flows from investing activities				
Decrease in restricted bank deposits	6,670,758	568,245	6,670,758	568,245
Increase in current investments	(348,880)	(600,000)	(348,880)	(600,000)
Decrease in long-term loans to subsidiary	-	-	92,953,935	6,431,104
Cash paid for acquisition of machinery and equipment	(54,493,817)	(54,690,233)	(50,174,959)	(37,229,264)
Cash paid for acquisition of intangible assets	(14,172)	(88,200)	(14,172)	(88,200)
Cash received from interest income	989,225	149,817	967,223	143,137
Proceeds from disposals of equipment	151,386	507,954	151,386	507,954
Net cash flows from (used in) investing activities	(47,045,500)	(54,152,417)	50,205,291	(30,267,024)
Cash flows from financing activities				
Decrease in short-term loans from banks	(217,000,000)	(244,066,549)	(217,000,000)	(244,066,549)
Payment of long-term loans from banks	-	(25,540,000)	-	(25,540,000)
Cash received from loan from directors	98,451,776	-	-	-
Payment of lease liabilities	(5,444,281)	(4,954,800)	(4,400,000)	(4,621,000)
Cash paid for interest	(9,075,804)	(11,730,650)	(8,606,188)	(11,730,650)
Cash received from increasing in ordinary shares	-	363,168,000	-	363,168,000
Cash paid for dividends	(48,088,655)	(31,485,200)	(48,088,655)	(31,485,200)
Net cash flows from (used in) financing activities	(181,156,964)	45,390,801	(278,094,843)	45,724,601
Translation adjustment increase (decrease)	1,137,624	(8,610,852)	-	-
Net increase (decrease) in cash and cash equivalents	(32,020,973)	127,133,947	(28,295,373)	122,633,089
Cash and cash equivalents at beginning of year	149,804,828	22,670,881	137,812,884	15,179,795
Cash and cash equivalents at end of year (Note 7)	117,783,855	149,804,828	109,517,511	137,812,884
	-	-	-	-
Supplemental cash flows information				
Non-cash transactions				
Actuarial gain - net of income tax	-	3,912,174	-	3,912,174
Long-term employee benefits which cash has yet been paid	2,344,000	-	2,344,000	-
Acquisition of fixed assets which cash has yet been paid	628,515	907,103	444,882	825,758
Increase in lease liabilities	1,154,903	846,257	1,154,903	846,257
Changes in revaluation of land - net of income tax	(1,120,000)	-	(1,120,000)	-

The accompanying notes are an integral part of the financial statements.

CHIN HUAY PUBLIC COMPANY LIMITED and its subsidiaries**Notes to consolidated financial statements****For the year ended 31 December 2023****1. General information of the Company**

CHIN HUAY PUBLIC COMPANY LIMITED ("the Company ") is a public company incorporated and domiciled in Thailand. The major shareholder is CH Family Company Limited which incorporated in Thailand, held 32.70 percent in share capital (2022: 31.75 percent). The directors of the Company held 14.00 percent in share capital (2022: 14.11 percent). The Company is principally engaged in the manufacture and distribution of canned food, dried fruit, and fried vegetable and fruit, both domestic and export. The registered office of the Company is at No. 181 Thakham Road, Samae-Dam Subdistrict, Bangkhuntien District, Bangkok. The Company has 3 branches office in Samutsakhon, 1 branch office in Samutsongkhram, and 1 branch office in Ratchaburi.

2. Basis of preparation

2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547. The presentation of the financial statements has been made in compliance with the stipulations of the Notification of the Department of Business Development, issued under the Accounting Act B.E. 2543.

The financial statements in Thai language are the official statutory financial statements of the Company . The financial statements in English language have been translated from the Thai language financial statements.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

2.2 Basis of consolidation

- a) The consolidated financial statements include the financial statements of Chin Huay Public Company Limited (“the Company”) and the following subsidiary companies (“the subsidiaries”) (collectively as “the Group”):

Company's name	Nature of business	Country of incorporatio n	Percentage of shareholding	
			2023 (%)	2022 (%)
<u>Subsidiaries directly owned by the Company</u>				
CHIN HUAY (CAMBODIA) CO., LTD.	Manufacture and distribution of dried fruit	Cambodia	100	100
CHIN HUAY HOLDING (SINGAPORE) PTE. LTD.	Investment in overseas market	Singapore	100	100
<u>Subsidiary indirectly owned by the Company</u>				
Held by CHIN HUAY HOLDING (SINGAPORE) PTE. LTD.				
CHIN HUAY TRADING (SINGAPORE) PTE. LTD.	Trading products in overseas market	Singapore	100	100

- b) The Company is deemed to have control over an investee or subsidiary if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
- c) A subsidiary is fully consolidated, being the date on which the Company obtains control, and continues to be consolidated until the date when such control ceases.
- d) The financial statements of a subsidiary are prepared using the same significant accounting policies as the Company.
- e) The assets and liabilities in the financial statements of overseas subsidiary companies are translated to Baht using the exchange rate prevailing on the end of reporting period, and revenues and expenses translated using yearly average exchange rates. The resulting differences are shown under the caption of “Exchange differences on translation of financial statements in foreign currency” in the statements of changes in shareholders' equity.
- f) Material intercompany balances and transactions between the Group have been eliminated from the consolidated financial statements.

2.3 The separate financial statements present investment in a subsidiary under the cost method.

3. New financial reporting standards

3.1 Financial reporting standards that became effective in the current year

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

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

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

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

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

4. Significant accounting policies

4.1 Revenue and expense recognition

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 upon 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 and discount.

Export compensation income

Export compensation income is recognised when the Company received the return notice from the related government agency.

Interest income

- a) 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, unless the financial assets subsequently become credit-impaired when it is applied to the net carrying amount of the financial asset (net of the expected credit loss allowance).

Sales of scraps

Sales of scraps is recognised at the point of time when control of the scraps is transferred to the customer, generally upon delivery of scraps. Revenue is measure at the amount of the consideration received or receivable excluded value added tax.

Other income

Other income is recognised when the Group performs under the contract and the cash inflow is probable.

Finance cost

Interest expense from financial liabilities at amortised cost is calculated using the effective interest method and recognised on an accrual basis.

4.2 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and cash at banks, and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

4.3 Inventories

Finished goods and work in process are valued at the lower of cost (under the first-in, first-out method) and net realisable value. The cost of inventories is measured using the standard cost method, which approximate actual cost, and includes all production costs and attributable factory overheads.

Raw materials, chemicals, spare parts and factory supplies are value at the lower of cost (under the weighted average method) and net realisable value and charged to production cost whenever consumed.

4.4 Investment in a subsidiaries

Investments in a subsidiaries is accounted for in the separate financial statements using the cost method less allowance in diminution value (if any).

4.5 Investment property

Investment property is measured initially at cost, including transaction costs. Subsequent to initial recognition, investment property is stated at fair value. Any gains or losses arising from changes in the value of investment property is recognised in profit or loss when incurred.

On disposal of investment property, the difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period when the asset is derecognised.

No depreciation is provided on investment property which is land awaiting for sales.

4.6 Property, plants and equipment/depreciation

Land is stated at revalued amount. The Group is initially recorded land at cost on the acquisition date, and subsequently revalued by an independent professional appraiser to their fair values. Revaluations are made with sufficient regularity to ensure that the carrying amount does not differ materially from fair value at the end of reporting period.

Differences arising from the revaluation are dealt with in the financial statements as follows:

- When an asset's carrying amount is increased as a result of a revaluation of the Group's assets, the increase is credited directly to the other comprehensive income and the cumulative increase is recognised in equity under the heading of "Revaluation surplus on land" in other components of shareholders' equity. However, a revaluation increase is recognised as income to the extent that it reverses a revaluation decrease in respect of the same asset previously recognised as an expense.
- When an asset's carrying amount is decreased as a result of a revaluation of the Group's assets, the decrease is recognised in profit or loss. However, the revaluation decrease is charged to the other comprehensive income to the extent that it does not exceed an amount already held in respect of the same asset in "Revaluation surplus on land" in other components of shareholders' equity.

Plants and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Depreciation of buildings and equipment is calculated by reference to their costs on a straight-line basis over the following estimated useful life.

Land improvement	- 20 years
Building and building improvement	- 20 years and 30 years
Machinery and equipment	- 5 years, 10 years and 20 years
Factory equipment and tools	- 5 years
Furniture and office equipment	- 5 years
Vehicles	- 5 years

Depreciation is included in determining income. No depreciation is provided for land and assets under construction.

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.

Extension cost or improvement cost is recognised included in cost of assets. Repair and maintenance expense is recognised as expense in the accounting period when incurred.

4.7 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

4.8 Intangible assets and amortisation

Intangible assets are carried at cost less accumulated amortisation and allowance for loss on impairment of assets (if any).

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 assets may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

A summary of the intangible assets with finite useful life is as follows:

	<u>Useful life</u>
Computer software	10 years

4.9 Leases

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

The Group as a lessee

The Group applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. At the commencement date of the lease (i.e. the date the underlying asset is available for use), the Group recognises right-of-use assets representing the right to use underlying assets and lease liabilities based on lease payments.

Right-of-use assets

Right-of-use assets are measured at cost, less accumulated depreciation, any accumulated impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities initially recognised, initial direct costs incurred, and lease payments made at or before the commencement date of the lease less any lease incentives received.

Depreciation of right-of-use assets are calculated by reference to their costs, on the straight-line basis over the shorter of their estimated useful lives and the lease term.

Land	30 years
Buildings	15 years
Machinery and equipment	2 years

If ownership of the leased asset is transferred to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Lease liabilities

Lease liabilities are measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be payable under residual value guarantees. Moreover, the lease payments include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

The Group discounted the present value of the lease payments by the interest rate implicit in the lease or the Group's incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets

A lease that has a lease term less than or equal to 12 months from commencement date or a lease of low-value assets is recognised as expenses on a straight-line basis over the lease term.

4.10 Related party transactions

Related parties comprise enterprises and individuals that control, or are controlled by, the Company whether directly or indirectly, or which are under common control with the Company .

They also include associated companies and individuals which directly or indirectly own a voting interest in the Company that gives them significant influence over The Company, key management personnel, directors and officers with authority in the planning and direction of the Company's and subsidiary's operations.

4.11 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Company's functional currency. Items of each entity included in the consolidated financial statements are measured using the functional currency of that entity.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period.

Gains and losses on exchange are included in determining income.

4.12 Impairment of non-financial assets

b) At the end of each reporting period, the Group performs impairment reviews in respect of the investment property, property, plant and equipment, right-of-use assets, and intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount. In determining value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by a valuation model that, based on information available, reflects the amount that the Group could obtain from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal.

The Group recognised impairment loss in profit or loss. However, in cases where land was previously revalued and the revaluation was taken to equity, a part of such impairment is recognised in equity up to the amount of the previous revaluation.

In the assessment of asset impairment, if there is any indication that previously recognised impairment losses may no longer exist or may have decreased, the Group estimates the asset's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The increased carrying amount of the asset attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at the revalued amount, in which case the reversal, which exceeds the carrying amount that would have been determined, is treated as a revaluation increase.

4.13 Employee benefits

Short-term employee benefits

Salaries, wages, bonuses and contributions to the social security fund are recognised as expenses when incurred.

Post-employment benefits

Defined contribution plans

The Company and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company. The fund's assets are held in a separate trust fund and the Company's contributions are recognised as expenses when incurred.

Defined benefit plans

The Company has obligations in respect of the severance payments, it must make to employees upon retirement under labor law. The Company treats this severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from defined benefit plans are recognised immediately in other comprehensive income.

Past service costs are recognised in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the Company recognised restructuring - related cost.

4.14 Provisions

Provisions are recognised when the Group has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

4.15 Income tax

Income tax expense represents the sum of corporate income tax currently payable and deferred tax.

Current tax

Current income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

Deferred tax

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Group recognises deferred tax liabilities for taxable temporary differences while they recognise deferred tax assets for all deductible temporary differences and tax losses carried forward to extent that it is probable that future taxable profit will be available against which such deductible temporary differences and tax losses carried forward can be utilised.

At the end of reporting period, the Group reviews and reduces the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

The Group records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

4.16 Financial instruments

The Group initially measures financial assets at its fair value plus, in the case of financial assets that are not measured at fair value through profit or loss, transaction costs. However, trade receivables, that do not contain a significant financing component are measured at the transaction price as disclosed in the accounting policy relating to revenue recognition.

Classification and measurement of financial assets

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

Financial assets at amortised cost

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

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

Financial assets at FVOCI (debt instruments)

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

Interest income, foreign exchange revaluation and impairment losses or reversals are recognised in profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. Upon derecognition, the cumulative fair value change recognised in other comprehensive income is recycled to profit or loss.

Financial assets at FVTPL

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

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

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

Classification and measurement of financial liabilities

Except for derivative 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 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. In determining amortised cost, the Group takes into account any fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

Derecognition of financial instruments

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or have been transferred and either the Group has transferred substantially all the risks and rewards of the asset, or the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

Impairment of financial assets

The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure (a lifetime ECL).

The Group considers a significant increase in credit risk to have occurred when contractual payments are more than 60 days past due, and considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to have a significant increase in credit risk and to be in default using other internal or external information, such as credit rating of issuers.

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

ECLs are calculated 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.

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 recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

4.17 Derivatives

The Group uses derivatives, such as forward currency contracts, to hedge its foreign currency risks.

Derivatives are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. The subsequent changes are recognised in profit or loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Derivatives are presented as non-current assets or non-current liabilities if the remaining maturity of the instrument is more than 12 months and it is not due to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

4.18 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Group applies a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Group measures fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

Level 1 - Use of quoted market prices in an active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Group determined whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

5. Significant accounting judgements and estimates

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These

judgements and estimates affect reported amounts and disclosures, and actual results could differ from these estimates. Significant judgements and estimates are as follows:

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.

Allowance for diminution in value of inventories

The determination of allowance for diminution in the value of inventories requires management to exercise judgment in estimating losses on outstanding inventories, based on the selling price expected in the ordinary course of business, minus selling expenses and provision for obsolete, slow-moving and deteriorated inventories, and taking into account the approximate useful life of each type of inventories.

Impairment of investments in subsidiaries

The Company treat these investments as impaired when there has been a significant or prolonged decline in the fair value below their cost or where other objective evidence of impairment exists. The determination of what is "significant" or "prolonged" requires judgement of the management to determine the recoverable amount of the investments.

Investment property

The Group presents investment property at the fair value estimated by an independent appraiser, and recognises changes in the fair value in profit or loss. The independent appraiser valued the investment property using the market approach. The key assumptions used in estimating the fair value are described in Note 12 to the consolidated financial statements.

Property, plant and equipment and depreciation

In determining depreciation of plant and equipment, the management is required to make estimates of the useful lives and residual values of the plant and equipment and to review estimate useful lives and residual values when there are any changes.

The Group measures land at revalued amounts. Such amounts are determined by the independent valuer using the market approach. The valuation involves certain assumptions and estimates as described in Note 13 to the consolidated financial statements.

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.

Leases - the Group as a lessee

Determining the lease term with extension and termination options

In determining the lease term, the management is required to exercise judgement in assessing whether the Group is reasonably certain to exercise the option to extend or terminate the lease considering all relevant facts and circumstances that create an economic incentive for the Group to exercise either the extension or termination option.

Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease, therefore, the management is required to exercise judgement in estimating its incremental borrowing rate (IBR) to discount lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use assets in a similar economic environment.

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, such as discount rate, future salary increase rate, mortality rate and staff turnover rate.

6. Related party transactions

The relationships between The Company, related persons, and related parties are summarised below.

Name	Type of relationship
CH FAMILY CO., LTD.	Major shareholder
CHIN HUAY (CAMBODIA) CO., LTD.	Subsidiary
CHIN HUAY HOLDING (SINGAPORE) PTE. LTD.	Subsidiary
CHIN HUAY TRADING (SINGAPORE) PTE. LTD.	Subsidiary (Held by subsidiary)
C.H. TREASURY CO., LTD.	Common directors and shareholders
MARUAY ESTATE CO., LTD.	Common directors and shareholders
Related parties	Common directors
Related persons	Directors, management and their related persons

During the years, the Group had significant business transactions with persons or related parties. Such transactions, which are summarised below, arose in the ordinary course of businesses and were concluded on commercial terms and bases agreed upon between the Company and those related parties.

(Unit: Thousand Baht)

	Consolidated		Separate		Transfer pricing policy
	financial statements		financial statements		
	2023	2022	2023	2022	
<u>Transactions with subsidiary companies</u>					
(eliminated from the consolidated financial statements)					
Purchase of goods	-	-	260,030	156,319	Cost plus margin
Sales of goods	-	-	1,789	4,202	Cost plus margin
Management fee income	-	-	1,514	2,188	Contract price
Interest income	-	-	2,372	5,204	2.5 to 4.0 percent per annum (2022: 2.5 to 4.0 percent per annum)

(Unit: Thousand Baht)

	Consolidated		Separate		Transfer pricing policy
	financial statements		financial statements		
	2023	2022	2023	2022	
<u>Transactions with related parties</u>					
Management fee income	144	144	144	144	Contract price
Administrative expenses	-	141	-	141	Contract price
Interest expense	2,790	2,874	1,928	1,998	2.0 to 4.5 percent per annum (2022: 2.0 to 4.5 percent per annum)
Dividend paid	15,240	12,200	15,240	12,200	As approved by Shareholders' Meeting
<u>Transactions with related persons</u>					
Sales of goods	100	108	100	108	Normal business price with discount according to the Company 's policy
Administrative expenses	280	240	280	240	Contract price and price approved by the meeting of the Board of Directors of the Company
Interest expenses	833	-	-	-	1.0 percent per annum (2022: Nil)
Dividend paid	6,772	5,168	6,772	5,168	As approved by Shareholders' Meeting

The outstanding balances of the above transactions as at 31 December 2023 and 2022 between The Company, the subsidiaries, and those related parties are as follows:

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
<u>Trade and other receivables - related party and related persons (Note 8)</u>				

	Consolidated financial statements		(Unit: Thousand Baht)	
			Separate financial statements	
	2023	2022	2023	2022
Subsidiary	-	-	5,983	16,019
Related persons	-	10	-	10
Total	-	10	5,983	16,029
Advance payment for purchasing of goods - related party (Note 10)				
Subsidiary	-	-	154,915	114,227
Total	-	-	154,915	114,227
Advance payment - related party (Note 10)				
Subsidiary	-	-	-	1,040
Total	-	-	-	1,040

Trade and other payables - related parties (Note 18)

Subsidiary	-	-	14,760	13,360
Related party	293	293	293	293
Related persons	72	-	-	-
Total	365	293	15,053	13,653

Long-term loans to and interest receivables from subsidiaries

The balance of long-term loans and interest receivables between the Company and subsidiaries as at 31 December 2023 and 2022 and the movement of loans are as follows:

	(Unit: Thousand Baht)				
	Separate financial statements				
	Balance as at 31 December 2022	Increase during the year	Decrease during the year	Gain on exchange rate	Balance as at 31 December 2023
CHIN HUAY (CAMBODIA) CO., LTD.					
Loans to	100,389	-	(92,792)	(7,597)	-
Interest receivables	9,154	638	(9,241)	(551)	-
Total	109,543	638	(102,033)	(8,148)	-
CHIN HUAY HOLDING (SINGAPORE) PTE. LTD.					
Loans to	3,611	-	(162)	(43)	3,406
Interest receivables	122	92	(212)	1	3

Total	3,733	92	(374)	(42)	3,409
Total long-term loans	113,276	730	(102,407)	(8,190)	3,409
Less: Current portion	(19,261)				(3,409)
Long-term loans to and interest receivables from subsidiaries, net of current portion	94,015				-

In March 2023, the Company already received long-term loans and accrued interest from CHIN HUAY (CAMBODIA) CO.,LTD. (subsidiary).

As at 31 December 2023, the Company has loan to CHIN HUAY HOLDING (SINGAPORE) PTE. LTD. (subsidiary) amounting to USD 0.1 million (2022: USD 0.1 million, due for repayment in December 2023), to use in the subsidiary's operation. This loan carried interest at a rate of 2.5 percent per annum and due for repayment in December 2024.

Long-term loans from directors

During the current year, the subsidiary received long-term loans from the 3 Company's directors amounting to USD 3 million. These loans carried interest at a rate of 1.0 percent per annum and will repay principal loans in monthly installment by USD 25,917 each month, totaling one hundred and twenty installments started from April 2023 to March 2033. The above loans have no security to guarantee.

The balance of long-term loans and interest payables between 3 Company's directors and a subsidiary as at 31 December 2023 and the movement of long-term loans from directors are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements				Balance as at 31 December 2023
	Balance as at 31 December 2022	Increase during the year	Decrease during the year	Translation adjustment	
<u>Related persons</u>					
Long-term loans	-	106,435	(8,212)	229	98,452
Less: Current portion	-				(10,644)
Long-term loans, net of current portion	-				87,808

Directors and management's benefits

During the years ended 31 December 2023 and 2022, the Group had employee benefit expenses to their directors and management as below.

(Unit: Million Baht)

	Consolidated and Separate financial statements	
	2023	2022
Short-term employee benefits	48	48
Post-employment benefits	4	4
Total	52	52

7. Cash and cash equivalents

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Cash	353	373	157	171
Bank deposits	117,431	149,432	109,361	137,642
Total	117,784	149,805	109,518	137,813

As at 31 December 2023, bank deposits in saving accounts carried interests between 0.04 and 1.00 percent per annum (2022: between 0.04 and 0.50 percent per annum).

8. Trade and other receivables

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
<u>Trade receivables - related parties and related parsons (Note 6)</u>				
Aged on the basis of due dates				
Not yet due	-	-	12	-
Past due				
Up to 3 months	-	10	375	1,179
3 - 6 months	-	-	1,417	665
Over 12 months	-	-	-	459
Total trade receivables - related parties and related parsons	-	10	1,804	2,303
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	159,378	221,623	154,641	218,777
Past due				
Up to 3 months	53,803	36,444	53,803	36,444

3 - 6 months	-	893	-	893
6 - 12 months	1,874	-	1,874	-
Over 12 months	4,368	9,622	4,368	9,622
Total	219,423	268,582	214,686	265,736
Less: Allowance for expected credit losses	(4,490)	(10,224)	(4,490)	(10,224)
Total trade receivables - unrelated parties, net	214,933	258,358	210,196	255,512

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
<u>Other receivables</u>				
Other receivables - related party (Note 6)	-	-	4,179	13,726
Other receivables - unrelated parties	1,428	246	820	242
Total other receivables	1,428	246	4,999	13,968
Total trade and other receivables - net	216,361	258,614	216,999	271,783

The normal credit term is 7 days to 75 days.

Set out below is the movement in the allowance for expected credit losses of trade receivables.

	(Unit: Thousand Baht)	
	Consolidated and Separate financial statements	
	2023	2022
Beginning balance	10,224	12,072
Less: Allowance for expected credit losses	(5,734)	(1,848)
Ending balance	4,490	10,224

A significant decrease in the allowance for expected credit losses of trade receivables in 2023 by Baht 5.7 million due to receive payments from a long-outstanding trade receivables and by amounting to Baht 4.1 million.

9. Inventories

	(Unit: Thousand Baht)					
	Consolidated financial statements					
	Reduce cost to net					
	Cost		realisable value		Inventories - net	
	2023	2022	2023	2022	2023	2022
Finished goods	34,542	45,498	877	1,648	33,665	43,850
Semi-finished goods	243,962	285,546	1,982	4,646	241,980	280,900
Raw materials	159,627	165,462	1,890	4,137	157,737	161,325
Packaging	28,368	18,902	-	689	28,368	18,213
Spare parts and supplies	1,870	4,702	-	5	1,870	4,697
Goods in transit	5,638	15,510	-	-	5,638	15,510
Total	474,007	535,620	4,749	11,125	469,258	524,495

(Unit: Thousand Baht)

Separate financial statements

	Reduce cost to net					
	Cost		realisable value		Inventories - net	
	2023	2022	2023	2022	2023	2022
Finished goods	31,198	41,939	826	1,329	30,372	40,610
Semi-finished goods	191,788	256,546	1,982	4,646	189,806	251,900
Raw materials	121,327	157,424	1,890	4,137	119,437	153,287
Packaging	27,218	17,465	-	689	27,218	16,776
Spare parts and supplies	1,364	1,565	-	5	1,364	1,560
Goods in transit	30,746	15,510	-	-	30,746	15,510
Total	403,641	490,449	4,698	10,806	398,943	479,643

The movement of the reduction of inventory to net realisable value for the years ended 31 December 2023 and 2022 are as follows:

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Balance at beginning of year	11,125	12,729	10,806	11,361
Add: Increase in the reduction of inventory during the year	5,603	11,263	5,543	10,466
Less: Reversal of the reduction of inventory during the year	(11,979)	(12,867)	(11,651)	(11,021)
Balance at the end of year	4,749	11,125	4,698	10,806

During the current year, the Group reduced cost of inventories by Baht 5.6 million (2022: Baht 11.3 million) (the Company only: Baht 5.5 million, 2022: Baht 10.5 million), to reflect the net realisable value. This was included in cost of sales. In addition, the Group reversed the write-down of cost of inventories by Baht 12.0 million (2022: Baht 12.9 million) (the Company only: Baht 11.7 million, 2022: Baht 11.0 million), and the reduced the amount of inventories recognised as expenses during the year, since inventories were sold during the year.

10. Other current assets

	(Unit: Thousand Baht)			
	Consolidated financial		Separate financial	
	statements		statements	
	2023	2022	2023	2022
Advance payment for purchasing goods				
- Subsidiary (Note 6)	-	-	154,915	114,227
- Unrelated parties	21,094	1,958	16,618	1,957
Total advance payment for purchasing goods	21,094	1,958	171,533	116,184
Other current assets				
- Prepaid expenses	6,780	4,526	6,226	3,557
- Advance payment - related party (Note 6)	-	-	-	1,040
- Undue input vat	584	706	558	680
- Value added tax refundable	5,364	1,180	5,364	1,180
- Withholding tax deducted at source	2,367	719	2,343	719
- Others	3,312	965	403	352
Total other current assets	18,407	8,096	14,894	7,528
Total	39,501	10,054	186,427	123,712

The amounts of value added tax refundable are subjected to the consideration and approval of the government agency. However, the management believes that the Company will obtain the refunds of almost all of these value added tax in the future.

11. Investments in subsidiaries

Details of investments in subsidiaries as presented in separate financial statements are as follows:

Company	Paid-up capital		Percentage of holding		Cost method		Allowance for impairment of investments		Carrying amounts based on cost method	
	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
			(%)	(%)	(Thousa nd Baht)	(Thousa nd Baht)	(Thousa nd Baht)	(Thousa nd Baht)	(Thousa nd Baht)	(Thousa nd Baht)
<u>Held by the Company</u>										
CHIN HUAY (CAMBODIA) CO., LTD.	USD 5.0 million	USD 5.0 million	100	100	155,769	155,769	(16,460)	(16,460)	139,309	139,309
CHIN HUAY HOLDING (SINGAPORE) PTE. LTD.	SGD 0.1 million	SGD 0.1 million	100	100	2,375	2,375	-	-	2,375	2,375
<u>Held by CHIN HUAY HOLDING (SINGAPORE) PTE.LTD.</u>										

CHIN HUAY TRADING (SINGAPORE) PTE. LTD.	SGD 0.05 million	SGD 0.05 million	100	100	-	-	-	-	-
					<u>158,144</u>	<u>158,144</u>	<u>(16,460)</u>	<u>(16,460)</u>	<u>141,684</u>
									<u>141,684</u>

During the year 2023 and 2022, the Company did not received the dividend from all subsidiaries.

12. Investment property

(Unit: Thousand Baht)

	Consolidated and separate financial statements	
	2023	2022
Net book value at beginning of year	87,624	87,624
Gain from changing in fair value (Included in other income)	751	-
Net book value at the end of year	<u>88,375</u>	<u>87,624</u>

Investment property is land. The fair value of the investment property has been determined based on market approach. During the years 2023 and 2022, the Company engaged an accredited independent valuer to determine the fair value of such land by considering the market price of the nearby land.

Key assumption used in the valuation is summarised below:

	Consolidated and separate financial statements		Result to fair value where as an increase in assumption value
	2023	2022	
Rate per square wah (Baht)	650 - 3,000	600 - 3,300	Increase in fair value

13. Property, plants and equipment

(Unit: Thousand Baht)

	Consolidated financial statements								
	Revaluation basis	Cost basis							
	Land	Land improvement	Buildings and buildings improvement	Machinery and equipment	Factory equipment and tools	Furniture and office equipment	Vehicles	Construction in progress	Total
Cost/Revalued amount									
1 January 2022	232,689	8,450	434,735	308,400	73,666	24,814	24,861	4,727	1,112,342
Additions	3,800	-	302	1,962	4,170	1,719	3,940	36,838	52,731
Disposals/Write-off	-	-	-	(4,698)	(2,544)	(258)	(710)	-	(8,220)
Transferred in (out)	-	-	22,705	9,441	2,673	65	-	(34,884)	-
Translation adjustment	-	55	5,614	1,758	(735)	85	70	-	6,847
31 December 2022	236,489	8,505	463,356	316,863	77,220	26,425	28,161	6,681	1,163,700
Additions	-	-	-	1,405	1,514	1,474	1,270	48,552	54,215
Disposals/Write-off	-	-	-	(1,151)	(2,335)	(318)	-	-	(3,804)
Revalued of land	(1,400)	-	-	-	-	-	-	-	(1,400)
Transferred in (out)	-	231	28,295	7,051	11,793	1,178	-	(48,548)	-
Translation adjustment	-	(19)	(1,866)	(208)	(199)	(30)	(42)	237	(2,127)
31 December 2023	235,089	8,717	489,785	323,960	87,993	28,729	29,389	6,922	1,210,584
Accumulated depreciation									
1 January 2022	-	2,835	99,618	174,245	57,488	13,114	18,265	-	365,565
Depreciation for the year	-	370	19,230	16,320	5,457	3,895	2,669	-	47,941
Depreciation on disposals/write-off	-	-	-	(4,550)	(2,507)	(243)	(710)	-	(8,010)
Translation adjustment	-	3	395	17	(871)	38	44	-	(374)
31 December 2022	-	3,208	119,243	186,032	59,567	16,804	20,268	-	405,122
Depreciation for the year	-	376	20,329	16,913	6,696	3,956	2,582	-	50,852
Depreciation on disposals/write-off	-	-	-	(1,151)	(2,266)	(318)	-	-	(3,735)
Translation adjustment	-	(2)	(88)	225	250	5	(23)	-	367



Chin Huay Public Company Limited

31 December 2023	-	3,582	139,484	202,019	64,247	20,447	22,827	-	452,606
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(Unit: Thousand Baht)

Consolidated financial statements

	Revaluation basis	Cost basis							
	Land	Land improvement	Buildings and buildings improvement	Machinery and equipment	Factory equipment and tools	Furniture and office equipment	Vehicles	Construction in progress	Total
Net book value									
31 December 2022	236,489	5,297	344,113	130,831	17,653	9,621	7,893	6,681	758,578
31 December 2023	235,089	5,135	350,301	121,941	23,746	8,282	6,562	6,922	757,978
Depreciation for the year									
2022: (Baht 41.45 million included in manufacturing cost, and the balance in selling and administrative expenses)									47,941
2023: (Baht 45.41 million included in manufacturing cost, and the balance in selling and administrative expenses)									50,852

(Unit: Thousand Baht)

Separate financial statements

	Revaluation basis		Cost basis						Total
	Land	Land improvement	Buildings and buildings improvement	Machinery and equipment	Factory equipment and tools	Furniture and office equipment	Vehicles	Construction in progress	
Cost/Revalued amount									
1 January 2022	232,689	6,839	266,644	239,867	58,748	22,251	22,851	4,707	854,596
Additions	3,800	-	-	2,491	2,574	1,541	3,940	21,539	35,885
Disposals/Write-off	-	-	-	(4,698)	(2,554)	(258)	(710)	-	(8,220)
Transferred in (out)	-	-	12,560	7,959	2,275	65	-	(22,859)	-
31 December 2022	236,489	6,839	279,204	245,619	61,043	23,599	26,081	3,387	882,261
Additions	-	-	-	1,405	1,318	1,421	-	45,650	49,794
Disposals/Write-off	-	-	-	(1,151)	(2,335)	(318)	-	-	(3,804)
Revalued of land	(1,400)	-	-	-	-	-	-	-	(1,400)
Transferred in (out)	-	-	25,083	6,271	9,849	1,096	-	(42,299)	-
31 December 2023	235,089	6,839	304,287	252,144	69,875	25,798	26,081	6,738	926,851
Accumulated depreciation									
1 January 2022	-	2,684	87,162	163,884	52,538	12,237	16,816	-	335,321
Depreciation for the year	-	286	13,083	12,996	2,584	3,353	2,247	-	34,549
Depreciation on disposals/write-off	-	-	-	(4,550)	(2,507)	(243)	(710)	-	(8,010)
31 December 2022	-	2,970	100,254	172,330	52,615	15,347	18,353	-	361,860
Depreciation for the year	-	286	13,947	13,659	3,780	3,441	2,301	-	37,414
Depreciation on disposals/write-off	-	-	-	(1,151)	(2,266)	(318)	-	-	(3,735)
31 December 2023	-	3,256	114,192	184,838	54,129	18,470	20,654	-	395,539
Net book value									
31 December 2022	236,489	3,869	178,959	73,289	8,428	8,252	7,728	3,387	520,401
31 December 2023	235,089	3,583	190,095	67,306	15,746	7,328	5,427	6,738	531,312
Depreciation for the year									
2022: (Baht 28.44 million included in manufacturing cost, and the balance in selling and administrative expenses)									34,549

(Unit: Thousand Baht)

Separate financial statements

Revaluation basis	Cost basis							
Land	Land improvement	Buildings and buildings improvement	Machinery and equipment	Factory equipment and tools	Furniture and office equipment	Vehicles	Construction in progress	Total

2023: (Baht 31.17 million included in manufacturing cost, and the balance in selling and administrative expenses)

37,414

During the years 2023 and 2022, the fair value of land had been determined based on valuation performed by an accredited independent valuer based on market approach.

Key assumption used in the valuation is summarised below:

	Consolidated and separate financial statements		Result to fair value when as an increase in assumption value
	2023	2022	
Rate per square wah (Baht)	3,300 - 40,000	3,300 - 30,000	Increase in fair value

The details of land in the revaluation basis are as follows:

	(Unit: Thousand Baht)	
	Consolidated and Separate financial statements	
	2023	2022
Land		
Revalued amount at beginning of year	236,489	232,689
Additions	-	3,800
Revaluation	(1,400)	-
Revalued amount at the end of year	235,089	236,489
Cost basis		
Cost as at 31 December	66,911	66,911

As at 31 December 2023, certain items of plant and equipment were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 212.4 million (2022: Baht 193.3 million).

As at 31 December 2022, the Company has mortgaged most of its land which fair value amounting to Baht 219.8 million as collateral against short-term loans from banks as described in Note 17 to the consolidated financial statements. However, in April 2023, the Company already redeemed the mortgage of land from banks.

14. Right-of-use assets

Movement of the right-of-use assets for the years ended 31 December 2023 and 2022 are summarised below.

	(Unit: Thousand Baht)			
	Consolidated financial		Separate	
	statements		financial statements	
	2023	2022	2023	2022
Net book value at beginning of year	62,932	66,216	42,190	45,460
Addition during the year	1,155	846	1,155	846
Depreciation for the year	(4,635)	(4,850)	(3,906)	(4,116)
Translation adjustment	(191)	720	-	-
Net book value at the end of year	59,261	62,932	39,439	42,190

15. Intangible assets

Movement of the intangible assets for the year ended 31 December 2023 and 2022 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated financial	Separate financial statements
	statements	
Cost		
1 January 2022	11,622	11,546
Additions	88	88
Translation adjustment	2	-
31 December 2022	11,712	11,634
Additions	14	14
Translation adjustment	(1)	-
31 December 2023	11,725	11,648
Accumulated amortisation		
1 January 2022	3,158	3,139
Amortisation for the year	1,177	1,168
Translation adjustment	(1)	-
31 December 2022	4,334	4,307
Amortisation for the year	1,179	1,171
Translation adjustment	(1)	-
31 December 2023	5,512	5,478
Net book value		
31 December 2022	7,378	7,327

31 December 2023

6,213

6,170

16. Other non-current assets

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Deposits	1,820	1,440	1,254	869
Advance payment	340	466	340	466
Withholding tax deducted at source	-	1,624	-	1,624
Value added tax refundable	3,302	10,528	-	-
Total	5,462	14,058	1,594	2,959

The amounts of value added tax refundable are subjected to the consideration and approval of government agency.

However, the management believes that the Group will be able to obtain the refunds of almost all of these value added tax in the future.

17. Short-term loans from banks

(Unit: Thousand Baht)

Categories	Interest rates (% per annum)		Consolidated and Separate financial statements	
	2023	2022	2023	2022
Short-term loans from banks	-	F/D Rate + 1.00	-	117,000
Short-term loans from banks	2.85 - 2.98	2.30 - 2.98	80,000	180,000
Total			80,000	297,000

As at 31 December 2023, the Company has short-term loans from banks by Baht 80 million, which is due for repayment during February to March 2024. The above loans have no security to guarantee.

As at 31 December 2022, bank overdrafts and short-term loans from banks are secured by the mortgage most of land of the Company, the director's fixed deposit accounts, and letter of guarantee from the Company's director. However, in April 2023, the Company redeemed all collaterals from bank.

18. Trade and other payables

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Trade payable - related party (Note 6)	-	-	14,760	12,059
Trade payables - unrelated parties	71,239	87,210	58,026	77,295
Other payables - related parties (Note 6)	365	293	293	1,594
Other payables - unrelated parties	13,802	10,164	11,869	10,013
Accrued expenses	44,559	40,643	42,671	39,842
Total trade and other payables	129,965	138,310	127,619	140,803

19. Leases

The Group as a lessee

The Group has lease contracts for using in their operations. Leases generally have lease terms between 2 years and 30 years.

c) Right-of-use assets

Movements of right-of-use assets account for the years ended 31 December 2023 and 2022 are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements			
	Land	Building	Machinery and equipment	Total
1 January 2022	20,756	44,571	889	66,216
Increase	-	-	846	846
Depreciation for the year	(734)	(3,039)	(1,077)	(4,850)
Translation adjustment	720	-	-	720
31 December 2022	20,742	41,532	658	62,932
Increase	-	-	1,155	1,155
Depreciation for the year	(729)	(3,039)	(867)	(4,635)
Translation adjustment	(191)	-	-	(191)
31 December 2023	19,822	38,493	946	59,261

(Unit: Thousand Baht)

	Separate financial statements		
	Building	Machinery and equipment	Total
1 January 2022	44,571	889	45,460
Increase	-	846	846
Depreciation for the year	(3,039)	(1,077)	(4,116)
31 December 2022	41,532	658	42,190
Increase	-	1,155	1,155
Depreciation for the year	(3,039)	(867)	(3,906)
31 December 2023	38,493	946	39,439

d) Lease liabilities

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Lease payments	93,502	98,123	57,157	60,381
Less: Deferred interest expenses	(29,475)	(32,409)	(14,215)	(16,143)
Total	64,027	65,714	42,942	44,238
Less: Portion due within one year	(2,804)	(2,240)	(2,601)	(2,059)
Lease liabilities - net of current portion	61,223	63,474	40,341	42,179

Movements of the lease liability account for the years ended 31 December 2023 and 2022 are summarised below:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Balance at beginning of year	65,714	66,930	44,238	45,997
Additions	1,155	846	1,155	846
Accretion of interest	2,811	2,891	1,949	2,016
Repayments rental	(5,444)	(5,673)	(4,400)	(4,621)
Translation adjustment	(209)	720	-	-
Balance at the end of year	64,027	65,714	42,942	44,238

A maturity analysis of lease payments is disclosed in Note 36.2 to the consolidated financial statements under the liquidity risk.

e) Expenses relating to leases that are recognised in profit or loss

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2023	2022	2023	2022
Depreciation expenses of right-of-use assets	4,635	4,850	3,906	4,116
Interest expenses on lease liabilities	2,811	2,891	1,949	2,016
Expenses relating to leases of low-value assets	97	96	97	96

f) Others

The Group had total cash outflows for leases for the year ended 31 December 2023 of Baht 5.5 million (the Company only: Baht 4.5 million) (2022: Baht 5.8 million, (the Company only: Baht 4.7 million)), including the cash outflows related to short-term leases, leases of low-value assets and variable lease payments that do not depend on an index or a rate.

In addition, the Group had non-cash increases to right-of-use assets and lease liabilities of Baht 1.2 million (the Company only: increase of Baht 1.2 million) (2022: Baht 0.8 million, (the Company only increase Baht 0.8 million)).

20. Provision for long-term employee benefits

Provision for long-term employee benefits, which represents compensation payable to employees after they retire, was as follows:

	(Unit: Thousand Baht)	
	Consolidated and	
	Separate financial statements	
	2023	2022
Provision for long-term employee benefits at beginning of year	73,870	76,603
Included in profit or loss:		
Current service costs	5,079	5,338
Interest cost	1,997	1,683
Included in other comprehensive income:		
Actuarial gain arising from		
- Demographic assumptions changes	-	-
- Financial assumptions changes	-	(4,421)
- Experience adjustments	-	(469)
Benefits paid during the year	(3,739)	(4,864)
Provision for long-term employee benefits at end of year	77,207	73,870

As at 31 December 2023, the Company expected to pay by Baht 1.3 million of long-term employee benefits during the next year (2022: Baht 2.6 million).

As at 31 December 2023, the weighted average duration of the liabilities for long-term employees benefit is 11 years (2022: 11 years).

Significant actuarial assumptions are summarised below:

	(Unit: percent per annum)	
	Consolidated and	
	Separate financial statements	
	2023	2022
Discount rate	2.8	2.8
Salary increase rate	2.0 - 8.0	2.0 - 8.0
Staff turnover rate (depend on employee's age)	1.0 - 20.0	1.0 - 20.0

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employees benefit obligation as at 31 December 2023 and 2022 are summarised below:

	(Unit: Million Baht)			
	Consolidated and Separate financial statements			
	Increase 1%		Decrease 1%	
	2023	2022	2023	2022
Discount rate	(8.2)	(7.7)	9.9	9.3
Salary increase rate	9.3	8.7	(7.9)	(7.4)
	Increase 10%		Decrease 10%	
	2023	2022	2023	2022
	2023	2022	2023	2022
Staff turnover rate	(1.7)	(1.6)	1.8	1.7

21. Revaluation surplus of land

As at 31 December 2023, the revaluation surplus of land recognised using the fair value net from income tax. The revaluation surplus of land can neither be offset against deficit nor used for dividend payment.

22. Share capital

Reconciliation of number of ordinary shares

	2023		2022	
	Number of	Amount	Number of	Amount
	shares		shares	
	(Shares)	(Baht)	(Shares)	(Baht)
<u>Registered ordinary shares</u>				
As at 1 January	800,000,000	400,000,000	640,000,000	320,000,000
Increase in share capital during the year	-	-	160,000,000	80,000,000
As at 31 December	800,000,000	400,000,000	800,000,000	400,000,000
<u>Issued and paid-up ordinary shares</u>				
As at 1 January	800,000,000	400,000,000	640,000,000	320,000,000
Increase due to issuance of ordinary shares	-	-	160,000,000	80,000,000
As at 31 December	800,000,000	400,000,000	800,000,000	400,000,000

23. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution. At present, the statutory reserve has fully been set aside.

24. Other income

			(Unit: Thousand Baht)	
	Consolidated financial		Separate financial statements	
	statements			
	2023	2022	2023	2022
Export compensation income	945	1,623	945	1,623
Sales of scraps	1,803	2,982	1,803	2,958
Management fee income	144	144	1,658	2,332
Gain from disposal of fixed assets	82	302	82	302
Gain on fair value of derivatives	51	-	51	-
Gain from change in fair value of investment property	751	-	751	-
Others	3,160	3,997	2,049	3,306

Total	6,936	9,048	7,339	10,521
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25. Finance income

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Interest income from bank deposits	989	150	967	143
Interest income from loans to subsidiaries	-	-	2,315	4,619
Interest income from other receivables	-	-	57	586
Total	989	150	3,339	5,348

26. Finance cost

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Interest expenses from loans	9,497	12,102	8,624	12,102
Interest expenses from lease liabilities	2,811	2,891	1,949	2,016
Total	12,308	14,993	10,573	14,118

27. Expenses by nature

Significant expenses classified by nature are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Salaries and wages and other employee benefits	348,215	344,030	318,450	316,455
Depreciation and amortisation	57,657	54,565	42,491	39,833
Raw materials and consumables used	1,011,857	955,236	1,133,066	1,023,120
Changes in inventories of finished goods and work in process	(52,834)	(25,958)	(75,500)	(17,167)

28. Income tax

Income tax expenses for the years ended 31 December 2023 and 2022 are made up as follows:

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Current income tax:				
Current income tax charge	15,397	27,099	15,389	27,099
Adjustment of income tax expense prior year	11	(63)	11	(63)
Deferred tax:				
Relating to origination and reversal of temporary differences	481	(448)	481	(491)
Income tax expense reported in profit or loss	15,889	26,588	15,881	26,545

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2023 and 2022 are as follows:

	(Unit: Thousand Baht)	
	Consolidated and Separate financial statements	
	2023	2022
Deferred tax on actuarial gain	-	978
Deferred tax on loss from revaluation of land	(280)	-
	(280)	978

The amounts of current tax and deferred tax that recognised directly in equity for the years ended 31 December 2023 and 2022 are as follows:

	(Unit: Thousand Baht)	
	Consolidated and Separate financial statements	
	2023	2022
Current income tax on transaction costs for issues share capital	-	2,246

The reconciliation between accounting profit and income tax expense is shown below.

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	
	2023	2022	2023	2022
Accounting profit before tax	72,286	129,863	83,643	130,101
Applicable tax rate	17 percent and 20 percent	17 percent and 20 percent	20 percent	20 percent
Accounting profit before tax multiplied by income tax rate	13,617	22,097	16,729	26,020
Effects of:				
Additional expense deductions allowed	(6,241)	(4,972)	(1,489)	(3,598)
Non-deductible expenses	8,513	7,192	641	4,123
Unrecognised deferred tax assets from tax losses of a subsidiary	-	2,271	-	-
Income tax expenses reported in profit or loss	15,889	26,588	15,881	26,545

The components of deferred tax assets and deferred tax liabilities are as follows:

	Consolidated financial		(Unit: Thousand Baht)	
	statements		Separate financial statements	
	2023	2022	2023	2022
Deferred tax assets				
Allowance for expected credit losses	891	959	891	959
Allowance for diminution in value of inventories	940	2,161	940	2,161
Provisions for long-term employee benefit	15,441	14,774	15,441	14,774
Lease liabilities	700	409	700	409
Unused tax losses	-	56	-	-
Total	17,972	18,359	17,972	18,303
Deferred tax liabilities				
Revaluation surplus on land	(43,568)	(43,848)	(43,568)	(43,848)
Revaluation surplus on investment property	(1,004)	(854)	(1,004)	(854)
Total	(44,572)	(44,702)	(44,572)	(44,702)
Deferred tax liabilities - net	(26,600)	(26,343)	(26,600)	(26,399)

As at 31 December 2023, a subsidiary has unused tax losses totaling Baht 52.1 million (2022: Baht 71.5 million), which deferred tax assets of CHIN HUAY (CAMBODIA) CO., LTD. have not been recognised amounting to Baht 10.4 million (2022: Baht 14.3 million) as future taxable profits will expire during the years 2024 to 2028, which is a period of exemption from corporate income tax under the promotional privileges of a subsidiary.

29. Promotional privileges

The subsidiary has received promotional privileges of Qualified Investment Project (QIP) in Cambodia. Subject to certain imposed conditions, the privileges include an exemption from corporate income tax for a period of 6 years from the date the promote operations begin generating revenues, and the privileges could be extended for 3 years under specified conditions. The subsidiary had revenues from its operation since April 2020. During the year 2023, revenue from sales of a subsidiary of Baht 258.0 million are from promoted operations (2022: Baht 196.5 million).

30. Earnings per share

Basic earnings per share is calculated by dividing profit for the years attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares issued during the year.

	Consolidated		Separate	
	financial statements		financial statements	
	2023	2022	2023	2022
Profit for the year (Thousand Baht)	56,397	103,275	67,762	103,556
Weighted average number of shares				
(Thousand shares)	800,000	688,658	800,000	688,658
Earnings per share (Baht per share)	0.07	0.15	0.08	0.15

31. Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

For management purposes, the Group is organized into business units based on its products and has three reportable segments as follows:

- Canned food
- Dried fruit
- Healthy snacks

The Group had dismissed fried vegetable and fruit segment, and had separated the operating segments of healthy snack from the operating segments of dried fruit. The separate operating segments have difference economic characteristics and are difference in the other respects required by the financial reporting standard.

The chief operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and total assets and on a basis consistent with that used to measure operating profit or loss and total assets in the financial statements.

The following table present revenue and profit information regarding the Group's operating segments for the years ended 31 December 2023 and 2022.

(Unit: Million Baht)

	Consolidated financial statements									
	Canned food		Dried fruit		Healthy snacks		Eliminations		Total	
	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
Revenue from external customers	186	220	1,632	1,601	9	10	-	-	1,827	1,831
Inter-segment revenue	-	-	293	187	-	-	(293)	(187)	-	-
Total revenues	<u>186</u>	<u>220</u>	<u>1,925</u>	<u>1,788</u>	<u>9</u>	<u>10</u>	<u>(293)</u>	<u>(187)</u>	<u>1,827</u>	<u>1,831</u>
Segment profit	<u>26</u>	<u>33</u>	<u>257</u>	<u>309</u>	<u>1</u>	<u>1</u>	<u>-</u>	<u>-</u>	<u>284</u>	<u>343</u>
Unallocated income and expenses										
Other income									7	9
Gain from exchange rate									5	23
Selling and distribution expenses									(59)	(66)
Administrative expenses									(153)	(165)
Finance cost									(12)	(15)
Income tax expense									(16)	(26)
Profit for the year									<u>56</u>	<u>103</u>

Geographic information

Revenue from external customers is based on locations of the customers.

	(Unit: Thousand Baht)	
	2023	2022
<u>Revenue from external customers</u>		
United States of America	753,118	671,839
Thailand	431,006	483,463
Japan	112,098	137,775
Canada	94,092	84,761
Italy	83,672	96,858
Mauritius	82,741	69,034
China	69,251	53,255
Hong Kong	33,957	5,639
United Arab Emirates	26,882	41,114
India	21,462	34,831
Australia	18,437	14,563
Israel	15,740	10,186
New Zealand	12,490	2,378
The Kingdom of Saudi Arabia	10,678	21,422
Other counties	61,475	104,234
Total	1,827,099	1,831,352

Major customers

For the year 2023, the Group has revenues from two major customers in amount of Baht 562 million and Baht 159 million, arising from dried fruit segment (2022: Baht 463 million and Baht 240 million from two customers, arising from dried fruit segment).

32. Provident fund

The Company and its employees have jointly established a provident fund as approved by the Ministry of Finance in accordance with the Provident Fund Act B.E. 2530. The fund is monthly contributed by employees, at a rate of 3% of their basic salaries, and by the Company at the same rate, and will be paid to employees upon termination in accordance with the rules of the fund. The fund is managed by Kasikorn Asset Management Company Limited. During the year 2023, the Company contributed by Baht 2.33 million (2022: Baht 2.01 million) to the provident fund.

33. Dividends

Dividends	Approved by	Total dividends (Thousand Baht)	Dividend per share (Baht)
Dividend of 2022	Annual General Meeting of the Shareholders, held on 18 April 2023	47,998	0.06
Dividend of 2021	Annual General Meeting of the Shareholders, held on 22 April 2022	32,000	0.05

34. Commitments and contingent liabilities

34.1 Capital commitments and guarantees

As at 31 December 2023 and 2022, the Group's capital commitments and guarantees are as follow:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2023	2022	2023	2022
Capital commitments				
Building and machinery construction agreements	6.7	10.4	6.7	10.4
Guarantees				
Letter of utility guarantee	3.6	3.6	3.6	3.6
Letter of goods export guarantee	2.7	3.7	2.7	3.7
Letter of trade creditors guarantee	1.0	1.0	1.0	1.0

34.2 Service commitments

As at 31 December 2023 and 2022, the Group has future minimum service payments required under service contracts as follows:

Payable	(Unit: Million Baht)			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Within 1 year	5.5	4.0	5.2	3.2
Over 1 and up to 5 years	0.1	0.2	0.1	-

35. Fair value hierarchy

As at 31 December 2023 and 2022, the Group had the assets that were measured at fair value and liabilities which fair value were disclosed using different levels of inputs as follows:

	(Unit: Million Baht)							
	Consolidated financial statements							
	2023				2022			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Assets measured at fair value								
Investment property	-	88.4	-	88.4	-	87.6	-	87.6
Land	-	235.1	-	235.1	-	236.5	-	236.5
Derivative								
Forward contracts	-	0.09	-	0.09	-	0.04	-	0.04
Liabilities disclosed at fair value								
Long-term loans from directors	-	-	103.5	103.5	-	-	-	-

	(Unit: Million Baht)							
	Separate financial statements							
	2023				2022			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Assets measured at fair value								
Investment property	-	88.4	-	88.4	-	87.6	-	87.6
Land	-	235.1	-	235.1	-	236.5	-	236.5

Derivative								
Forward contracts	-	0.09	-	0.09	-	0.04	-	0.04
Assets disclosed at fair value								
Long-term loans to and interest								
receivables from subsidiaries	-	-	3.5	3.5	-	-	88.4	88.4

36. Financial instruments

36.1 Derivatives

(Unit: Million Baht)

	Consolidated and Separate financial statements	
	2023	2022
Derivative assets		
Derivative assets not designated as hedging instruments		
Foreign exchange forward contracts	0.09	0.04
Total derivative assets	0.09	0.04

Derivatives not designated as hedging instruments

The Group uses foreign exchange forward contracts to manage some of its transaction exposures. The contracts are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally within 1 year.

36.2 Financial risk management objectives and policies

The Group's financial instruments principally comprise cash and cash equivalents, trade and other receivables, loans to subsidiary, loans from banks, loans from directors, trade payables and lease liabilities. The financial risks associated with these financial instruments and how they are managed to describe below.

Credit risk

The Group is exposed to credit risk primarily with respect to trade and other receivables, loans, deposits with banks, and other financial instruments. Except for derivatives, the maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position. The Group's maximum exposure relating to derivatives is noted in the liquidity risk topic.

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 by the

Group. In addition, the Group does not have high concentrations of credit risk since it has a large customer base in various industries.

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 geography. The Group does not hold collateral as security. The calculation 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, the Group has no policy to written-off trade receivables until the enforcement activity for trade receivables with past due for more than one year have been processed.

Financial instruments and cash deposits

The Group manages the credit risk from balances with banks by making investments only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Group's Executive committee on an annual basis, and may be updated throughout the year subject to approval of the Group's Executive committee. 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 Group's exposure to the market risk relates to currency risk. The Group enters into a variety of derivatives to manage its risk exposure, including:

- foreign exchange forward contracts to hedge the foreign currency risk arising on the export or import of goods.

Foreign currency risk

The Group's exposure to the foreign currency risk relates primarily to its trading transactions and loans that are denominated in foreign currencies. The Group seeks to reduce this risk by entering into foreign exchange forward contracts when it considers appropriate. Generally, the forward contracts mature within one year.

As at 31 December 2023 and 2022, the balances of the Company's financial assets and liabilities denominated in foreign currencies are summarised below.

Currency	Financial assets		Financial liabilities		Average exchange rate	
	2023	2022	2023	2022	2023	2022
	(Million)	(Million)	(Million)	(Million)	(Baht per 1 foreign currency unit)	
US Dollar	4.23	8.00	0.77	1.10	34.2233	34.5624
JPY (per 100 Yen)	0.26	0.20	-	0.02	24.2298	26.0914
SGD	-	-	-	0.05	25.9733	25.7206

Forward exchange contracts of the Company outstanding at 31 December 2023 and 2022 are summarised below:

2023					
Foreign currencies	Bought	Sold	Contractual exchange rate		Maturity date
	amount	amount	Bought	Sold	
			(Baht per 1 foreign currency unit)		
	(Thousand)	(Thousand)			
US Dollar	-	600	-	33.54-33.86	5 February 2024 - 3 July 2024

2022					
Foreign currencies	Bought	Sold	Contractual exchange rate		Maturity date
	amount	amount	Bought	Sold	
			(Baht per 1 foreign currency		
	(Thousand)	(Thousand)	unit)		
US Dollar	50	12	34.92	34.34	1 June 2023 - 22 June 2023

Foreign currency sensitivity

There is no significant impact on the Group's profit before tax and shareholder's equity arising from the change in the fair value of monetary assets and liabilities, including derivatives in foreign currency not designated as hedging instruments from affected as at 31 December 2023 and 2022, due to a reasonable possible change in exchange rates within next one year, with all other variables held constant.

Interest rate risk

The Group's exposure to interest rate risk relates primarily to long-term loans to the subsidiaries and loans from banks. Most of the Group's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Group's policy is to maintain borrowings at fixed rates of interest of not more than 50%.

As at 31 December 2023 and 2022, significant financial assets and liabilities classified by type of interest rates are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

Consolidated financial statements							
2023							
Fixed interest rates				Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
Within 1 year	Over 1 and up to 5 years	Over 5 years					
Financial assets							
Cash and cash equivalents	-	-	-	50.6	67.2	117.8	0.04 - 1.00
Current investments	0.9	-	-	-	-	0.9	0.85
Trade and other receivables	-	-	-	-	216.4	216.4	-
Financial liabilities							
Short-term loans from banks	80.0	-	-	-	-	80.0	Note 17
Trade and other payables	-	-	-	-	130.0	130.0	-
Long-term loans from directors	10.6	42.6	45.2	-	-	98.4	1.00
Lease liabilities	2.8	10.8	50.4	-	-	64.0	Note 19

(Unit: Million Baht)

Separate financial statements							
2023							
Fixed interest rates				Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
Within 1 year	Over 1 and up to 5 years	Over 5 years					
Financial assets							
Cash and cash equivalents	-	-	-	44.2	65.3	109.5	0.04 - 1.00
Current investments	0.9	-	-	-	-	0.9	0.85
Trade and other receivables	-	-	-	-	217.0	217.0	-
Short-term loans to subsidiaries	3.4	-	-	-	-	3.4	2.5
Financial liabilities							
Short-term loans from banks	80.0	-	-	-	-	80.0	Note 17
Trade and other payables	-	-	-	-	127.6	127.6	-

Lease liabilities	2.6	9.7	30.6	-	-	42.9	Note 19 (Unit: Million Baht)
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Consolidated financial statements

2022

Fixed interest rates

Within 1 year	Over 1 and up to 5 years	Over 5 years	Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
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Financial assets

Cash and cash equivalents	7.8	-	-	105.4	36.6	149.8	0.04 - 0.50
Current investments	0.6	-	-	-	-	0.6	0.50
Trade and other receivables	-	-	-	-	258.6	258.6	-
Restricted bank deposits	6.7	-	-	-	-	6.7	0.50

Financial liabilities

Short-term loans from banks	180.0	-	-	117.0	-	297.0	Note17
Trade and other payables	-	-	-	-	138.3	138.3	-
Lease liabilities	2.2	9.7	30.6	-	-	65.7	Note 19

(Unit: Million Baht)

Separate financial statements

2022

Fixed interest rates

Within 1 year	Over 1 and up to 5 years	Over 5 years	Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
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Financial assets

Cash and cash equivalents	-	-	-	102.9	34.9	137.8	0.04 - 0.50
Current investments	0.6	-	-	-	-	0.6	0.50
Trade and other receivables	-	-	-	-	271.8	271.8	-
Long-term loans to subsidiaries	19.3	94.0	-	-	-	113.3	2.50 - 4.00
Restricted bank deposits	6.7	-	-	-	-	6.7	0.50

Financial liabilities

Short-term loans from banks	180.0	-	-	117.0	-	297.0	Note17
Trade and other payables	-	-	-	-	140.8	140.8	-
Lease liabilities	2.1	8.7	33.5	-	-	44.3	Note 19

Interest rate sensitivity

There is no significant impact on the Group's profit before tax and shareholders' equity arising from the change in the fair value of monetary assets and liabilities due to the possible change in interest rates on that portion of floating interest rate loans to and loans from affected as at 31 December 2023, due to the possible reasonable change in interest rates in next one year, with all other variables held constant.

Liquidity risk

The Group monitors the risk of a shortage of liquidity through the use of short-term loans from banks, credit purchases and lease contracts. As at 31 December 2023, the Group's debt presented less than one year approximately 33% (2022: 25%) (the Company only: 40%, (2022: 26%)) (excluded short-term loans from banks) 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.

The table below summarises the maturity profile of the Group's non-derivative financial liabilities and derivative financial instruments as at 31 December 2023 and 2022 based on contractual undiscounted cash flows, and included interest payment:

(Unit: Thousand Baht)

	Consolidated financial statements				
	As at 31 December 2023				
	On demand	Less than 1 year	1 to 5 years	Over 5 years	Total
Non-derivatives					
Short-term loans from banks	-	80,369	-	-	80,369
Trade and other payables	-	129,965	-	-	129,965
Long-term loans from directors	-	11,553	45,254	46,215	103,022
Lease liabilities	-	5,509	20,502	67,491	93,502
Total non-derivatives	-	227,396	65,756	113,706	406,858

(Unit: Thousand Baht)

	Consolidated financial statements				
	As at 31 December 2022				
	On demand	Less than 1 year	1 to 5 years	Over 5 years	Total
Non-derivatives					
Short-term loans from banks	-	298,138	-	-	298,138
Trade and other payables	-	138,310	-	-	138,310
Lease liabilities	-	5,033	19,895	73,195	98,123
Total non-derivatives	-	441,481	19,895	73,195	534,571

(Unit: Thousand Baht)

	Separate financial statements				
	As at 31 December 2023				
	On demand	Less than 1 year	1 to 5 years	Over 5 years	Total
Non-derivatives					
Short-term loans from banks	-	80,369	-	-	80,369
Trade and other payables	-	127,619	-	-	127,619
Lease liabilities	-	4,465	16,118	36,574	57,157
Total non-derivatives	-	212,453	16,118	36,574	265,145

(Unit: Thousand Baht)

	Separate financial statements				
	As at 31 December 2022				
	On demand	Less than 1 year	1 to 5 years	Over 5 years	Total
Non-derivatives					
Short-term loans from banks	-	298,106	-	-	298,106
Trade and other payables	-	140,803	-	-	140,803
Lease liabilities	-	3,996	15,557	40,828	60,381
Total non-derivatives	-	442,905	15,557	40,828	499,290

36.3 Fair values of financial instruments

Since the majority of the Company's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

The estimated fair value of long-term financial instruments, in comparison with the related amounts carried in the statement of financial position, is as follows:

(Unit: Thousand Baht)

	Separate financial statements			
	2023		2022	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets				
Long-term loans to and interest receivables from subsidiaries	-	-	113,276	88,436
Financial liabilities				
Long-term loans from directors	98,452	83,004	-	-

The methods and assumptions used by the Group in estimating the fair value of financial instruments are as follows:

- For financial assets and liabilities which have short-term maturities, including cash and cash equivalents, accounts receivable and short-term loans to subsidiary, accounts payable and short-term loans from banks, the carrying amounts in the statement of financial position approximate their fair value.
- The fair value of fixed rate long-term loans from directors is estimated by discounting expected future cash flows receive by the current market interest rate.

During the current year, there were no transfers within the fair value hierarchy.

37. Capital management

The primary objective of the Group's capital management is to ensure that it has an appropriate financial structure in order to support its business and maximise shareholders' value and it meets financial covenants attached to the loan agreements. The Group has complied with these covenants throughout the reporting periods.

As at 31 December 2023, the Group's debt to equity ratio was 0.39:1 (2022: 0.50:1) and the Company's was 0.28:1 (2022: 0.45:1).

38. Event after the reporting period

On 27 February 2024, a meeting of the Company's Board of Directors passed a resolution to propose the dividend payment to shareholders of Baht 0.04 per share, or a total of Baht 32 million, from the Company's 2023 operating results. This will be proposed to the 2024 Annual General Meeting of the Company's shareholders

for approval. Such dividend will be paid and recorded after being approved by the Annual General Meeting of the Company's shareholders.

39. Approval of consolidated financial statements

These consolidated financial statements were authorised for issue by the Company's Board of Directors on 27 February 2024.



Attachment 1

**Details of Directors, Executives, Company Regulators,
Accounting and Financial Directors, Accountant, and Company Secretary**

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
1.	Mr. Pichit Burapavong - Vice Chairman of the Board (Former Name - Surname) -None- Date of Appointment: 9 February 1996 Director 10 August 2023 Chairman of the Board of Directors	79	<u>Ph.D.</u> - Food Technology, Ramkhamhaeng University <u>Professional Degree</u> - Industrial Engineering, University of North Carolina <u>Bachelor</u> - Mechanical Engineering, Michigan Technological University <u>Higher Education</u> - College of Emporia, Kansas <u>Training</u> - Director Accreditation Program BJC/2004 (IOD)	-Yes-	0.873%	1996 - Present	Director, Chin Huay PLC	Production and distribution of processed fruits and food
						1979 - Present	Director, Jute Industry (1961) Co., Ltd.	Import products for sales
						1984 - Present	Managing Director Burapacheep Co., Ltd.	Wholesale of cooking powder, Sales broker business
						1989 - Present	Director, Kanom Sakol Co., Ltd.	Produce, export, sell biscuits made from sticky rice both, domestically and internationally
						1989 - Present	Director, BB Co., Ltd.	Produce, export, sell roasted or fried green peas, Contract frying or baking beans
						2011 - Present	Vice President of Advisory Board, President, Thai Beverage PLC	Activities of holding companies, of mostly investing in non-financial sectors



No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
						2016 - Present	Vice President of the Federation of Thai Industries (President of Thailand Institute of Packaging and Recycling Management for Sustainable Environment)	The Federation of Thai Industries

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
2.	Mr. Chinapat Visuttiapat - Independent Director - Chairman of the Audit Committee (Former Name - Surname) -None- Date of Appointment: 29 November 2019	55	<u>Master</u> - Faculty of Law, (Laws of Taxation) Thammasat University <u>Bachelor</u> - Faculty of Law, Thammasat University - <u>Graduate Diploma</u> - Business Law, Thammasat University <u>Training</u> - Director Diploma Examination 36/2013 (IOD)	-None-	0.051	2022 – present	Independent Director / Hydrogen REIT Management Company Limited	Trust
						2022 – present	Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee / Chairman of the Risk Management and Corporate Governance Committee / Namwiwat Medical PLC	Production of medical tools and equipment (except dentistry)
						2021 – present	Independent Director / Chairman of the Audit Committee / Chairman of the Governance and Risk Management Committee / Sahacogen (Chonburi) PLC.	Electricity generation and transmission
						2019 - Present	Independent Director and Audit Committee, Chin Huay PLC	Production and distribution of processed fruits and food

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
			- Director Certification Program 162/2012 (IOD)			2019 - Present	Director, One Law Office Co., Ltd.	Legal Advisor
						2019 - Present	Company directors and shareholders One Law Club Co., Ltd.	Organize training to provide legal and tax knowledge
						2018 - Present	Director, Chocotoss Co., Ltd.	Wholesale and retail sales of roasted coffee beans and cocoa powder, franchise licensing service
						2018 - Present	Director, Toon Tossakan Co., Ltd.	Lending money, selling, getting mortgages, other types of loans which are not banking businesses
						2018 - Present	Director, OO1 branding Co., Ltd.	Allowing others to use trademarks and other intellectual property
						2018 - Present	Audit Committee, Nomination and Remuneration Committee, and Risk Oversight Committee, TQM Corporation PLC	Activities of holding companies, of mostly investing in non-financial sectors

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
						2016 - Present	Independent Director and Chairman of the Audit Committee, Abatek (Asia) PLC	Electronic circuit board manufacturing
						2016 - Present	Independent Director and Audit Committee, Origin Property PLC	Real Estate Development
						2016 - Present	Independent Director and Chairman of the Audit Committee, Shera PLC	Fiber Cement Products
						2014 - Present	Director, KHKP Co., Ltd.	Legal activities
						2016 - 2019	Partner SCL Tax Consultants Co., Ltd.	Legal activities
						2016 - 2018	Independent Director and Audit Committee, THAI ACE CAPITAL Co., Ltd.	Normally engaged in business as a commercial bank

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
3.	Mr. Sudwin Panyawongkhanti - Independent Director - Audit Committee (Former Name - Surname) -None- Date of Appointment: 29 November 2019	63	<u>Master</u> - Faculty of Commerce and Accountancy, Chulalongkorn University <u>Bachelor</u> - Faculty of Commerce and Accountancy, Chulalongkorn University - Business Chinese Beijing Language and Culture University <u>Training</u> - Certificate of Advanced Auditing Faculty of Commerce and Accounting, Thammasat University - Director Certification Program 179/2013 (IOD)	-None-	0.038%	2019 - Present	Independent Director and Audit Committee, Chin Huay PLC	Production and distribution of processed fruits and food
						2021 - Present	- Directors and Executives, RETAILATURE Co., Ltd. - Independent Director and Chairman of the Audit Committee Nova Empire Public Company Limited - Director, Executive Committee and Chief Financial and Accounting Officer Jenkongklai Public Company Limited - Independent Director and Chairman of the Audit Committee Mukdahan International Hospital Co., Ltd.	- Marketing platform services and marketing management business - Produce electricity from solar energy - Parking lot service and management and hired to set up a parking lot management system - hospital business

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
5.	Mr. Sumeth Lerttantisoonorn - Independent Director - Audit Committee (Former Name - Surname) -None- Date of Appointment: 29 November 2019	72	<u>Bachelor</u> - Faculty of Law Ramkhamhaeng University <u>Training</u> - Director Accreditation Program 37/2005 (IOD)	-None-	0.038%	2019 - Present	Independent Director and Audit Committee, Chin Huay PLC	Production and distribution of processed fruits and food
						1997- 2019	Legal Advisor, Chin Huay PLC	Production and distribution of processed fruits and food
						1997 - Present	Chief Advisor, Bangkok Law Office and Associates	Legal activities
						2012 - Present	Legal Advisor, SEAT BOAT Co., Ltd.	Legal activities
						2015 - Present	Legal Advisor, Bee Home Corporation Co., Ltd	Buy and sell land
						2017 - Present	Executive Director, T.P.K. ETHANOL Co., Ltd.	Alcohol and ethanol production

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
6.	Mr. Khunvat Rojanagatanyoo - Independent Director - Audit Committee (Former Name - Surname) -None- Date of Appointment: 29 November 2019	57	<u>Bachelor</u> - Faculty of Business Administration, Assumption University <u>Training</u> - Director Accreditation Program BJC/2004 (IOD)	-None-	0.037%	2019 - Present	Independent Director and Audit Committee, Chin Huay PLC	Production and distribution of processed fruits and food
						2010 - Present	Managing Director, Red Basket Marketing Solutions Co., Ltd.	Providing advertising business management services
						2010 - Present	Managing Director, Storeminder (Thai) Co., Ltd.	Providing marketing services and organizing promotional program services

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
6.	Mr. Sakda Sresangnum - Director - Authorized Director - Chief Executive Officer (Former Name - Surname) -None- Date of Appointment: - Director as of October 28, 2008 - Chief Executive Officer on January 1, 2014 - Vice Chairman of the Board of Directors on 10 August 2023.	63	<u>Master</u> - University of Southwestern Louisiana, Ms (computer) - Northern Arizona University, MBA	-Yes-	2.755%	1998 - Present	Director and Chief Executive Officer, Chin Huay PLC	Production and distribution of processed fruits and food
			2019 - Present			Director, CH Family Co., Ltd.	Activities of holding companies that do not primarily invest in financial businesses	
			2013 - Present			Director, CH Treasury Co., Ltd.	Office building for rent	
			2016 - Present			Director, Maruay Estate Co.,Ltd.	Property for rent in Cambodia	

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
7.	Mr. Pravit Srisangnam - Director - Authorized Director - Chief Investment Officer (Former Name - Surname) -None- Date of Appointment: - Director on February 9, 1996 - Chief Investment Officer on January 1, 2014	58	<u>Master</u> - MBA The National Institute of Development Administration	-Yes-	4.760%	1996 - Present	Director and Chief Foreign Investment Officer, Chin Huay PLC	Production and distribution of processed fruits and food
			<u>Bachelor</u> - Faculty of Political Science, Chulalongkorn University			2019 - Present	Director, CH Family Co., Ltd.	Activities of holding companies that do not primarily invest in financial businesses
			<u>Training</u> - Director Certification Program 293/2020 (IOD)			2013 - Present	Director, CH Treasury Co., Ltd.	Office building for rent
						2016 - Present	Director, Maruay Estate Co.,Ltd.	Property for rent in Cambodia

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
8.	Mr. Piyawong Srisangnam - Director - Authorized Director - Chief Operating Officer (Former Name - Surname) -None- Date of Appointment: - Director on April 25, 2014 - Chief Operating Officer on January 1, 2014	48	<u>Master</u> - Master of International Management, Thunderbird, School of Global Management - Master of Science in Computer Engineering Management, Assumption University of Thailand <u>Bachelor</u> - Bachelor of Business Administration (Marketing Major), Assumption University of Thailand <u>Training</u> - Director Certification Program 270/2019 (IOD)	-Yes-	1.500%	2010 - Present	Director and Chief Operating Officer, Chin Huay PLC	Production and distribution of processed fruits and food
						2019 - Present	Director, CH Family Co., Ltd.	Activities of holding companies that do not primarily invest in financial businesses
						2013 - Present	Director, CH Treasury Co., Ltd.	Office building for rent
						2016 - Present	Director, Maruay Estate Co.,Ltd.	Property for rent in Cambodia



Chin Huay Public Company Limited

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
10.	Mr. Kongsak Sribonfa - Director (Former Name - Surname) -None- Date of Appointment: 9 February 1996	83	- Secondary level, - Grade 14, Debsirin School <u>Training</u> - Director Accreditation Program 172/2020 (IOD)	-Yes-	1.611%	1996 - Present	Director, Chin Huay PLC	Production and distribution of processed fruits and food
						2019 - Present	Director, CH Family Co., Ltd.	Activities of holding companies that do not primarily invest in financial businesses
						2013 - Present	Director, CH Treasury Co., Ltd.	Office building for rent
11.	Mr. Sumait Kunopasvorakul	56	<u>Master</u>	-None-	2.336%	2021 - Present	Director, Chin Huay PLC	Production and distribution of processed fruits

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
	- Director (Former Name - Surname) -None- Date of Appointment: 30 April 2021		- Master of Business Administration Faculty of Information Technology, George Washington University <u>Bachelor</u> - Faculty of Business Administration, Marketing, Assumption University <u>Training</u> - Director Accreditation Program 182/2021 (IOD)					and food
						2003 - Present	Managing Director Chalet Food Products Co., Ltd.	Import, produce, process, and sell food
						2004 - Present	Director, Cocoa Tree Co., Ltd.	Production, wholesale and retail of chocolate
						2002 - Present	Director, Thanyamitr Rice Co., Ltd.	Produce and export rice

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
12.	Mr. Rungroj Mingvoramongkol - Chief Commercial Officer (Former Name - Surname) -None- Date of Appointment: 1 January 2014	63	<u>Bachelor</u> - Faculty of Business Administration, Marketing, Assumption University	-None-	-None-	1981 - Present	Chief Commercial Officer, Chin Huay PLC	Production and distribution of processed fruits and food

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
13.	Mr. Sorakit Rodtim - Chief Financial and Accounting Officer (Former Name - Surname) Mr. Prakrit Rodtim Date of Appointment: 13 November 2020	57	<u>Bachelor</u> - Business Administration, Accounting, Ramkhamhaeng University <u>Training</u> - Investment in Real Estate Business Course, Sasin Graduate Institute of Business Administration of Chulalongkorn University - Strategic Course CFO 8/2019	-None-	-None-	2020 - Present	Chief Financial and Accounting Officer, Chin Huay PLC	Production and distribution of processed fruits and food
						2015 - 2020	Finance and Accounting Manager, Chin Huay PLC	Production and distribution of processed fruits and food
14.	Ms. Sanisa Nichachinachot - Account Manager (Former Name - Surname) -None- Date of Appointment: 13 November 2020	35	<u>Master</u> - Master of Business Administration, Ramkhamhaeng University <u>Bachelor</u> - Bachelor of Business Administration, Rajamangala University of Technology Phra Nakhon	-None-	-None-	2020 - Present	Account Manager Chin Huay PLC	Production and distribution of processed fruits and food
						2016 - 2020	Assistant Accounting and Finance Manager, Chin Huay PLC	Production and distribution of processed fruits and food

No.	List/Position/Date of Appointment	Age	Education / Training History	Family relationship among executives	Shareholding in the Company (%)	Work experience in the past 5 years		
						Period	Position and name of agency / company	Type of Business
15.	Ms. Yada Phatthanaphakdee - Company Secretary (Former Name - Surname) Ms.Yada Sawattaworn Date of Appointment: 11 August 2022	30	<u>Bachelor</u> - Faculty of Liberal Arts, Thammasat University <u>Training</u> - Company Secretary Program 132/2022 (IOD) - Fundamental Law for Business, Chulalongkorn University - Introduction to Corporate Finance: The Wharton School, University of Pennsylvania - ISO 9001:2015 Internal Audit (SSIA)	-None-	-None-	2022 - Present	Company Secretary Chin Huay PLC	Production and distribution of processed fruits and food

Duties and Responsibilities of the Company Secretary

The Board of Directors' Meeting No. 5/2022, held on August 11, 2022, resolved to appoint Ms. Yada Phatthanaphakdee as Company Secretary in order to comply with Section 89/15 and Section 89/16 of the Securities and Exchange Act 1992 (including any additional amendments). The Company Secretary has the following duties and responsibilities:

1. Supervise the disclosure of information and information reports, in the parts the Company Secretary is responsible for, to the agencies that regulate the Company, as well as storing reports of conflicts of interest reported by directors or executives.
2. Prepare and store the following documents:
 - (1) Director Registration
 - (2) Notice of board meetings, the Board of Directors' meeting minutes, the Company registration form, and an annual report.
 - (3) Invitation letter for the shareholders' meeting and minutes of the shareholders' meeting
3. Store reports of conflicts of interest reported by directors or executives and submit a copy of them to the Chairman of the Board of Directors and Chairman of the Audit Committee within 7 working days from the date the Company received the report.
4. Set up a system for storing documents and evidence related to the display of the following information and ensure that such documents or evidence are kept correctly and verifiable for a period of not less than 5 years from the date of making such documents or information.

The retention of the above documents and evidence includes storage by computer system or any other system that can be retrieved without changing the text.

- (1) Providing information supporting the resolution of the shareholders' meeting
 - (2) The financial statements and reports on the financial position and operating results of the Company, or any other reports that must be disclosed under Section 56, Section 57, Section 58, or Section 199 of the Securities and Exchange Act
 - (3) Opinions of the Company when there is someone making a tender offer for the Company's shares from general shareholders
 - (4) Providing information or any other reports related to the business that the Company prepared for dissemination to shareholders or the general public as specified by the Capital Market Supervisory Board
5. Perform other actions as specified by the Capital Market Supervisory Board.
6. Perform duties responsibly, cautiously, and honestly, including complying with the laws, objectives, and regulations of the Company, and the resolutions of the shareholders' meeting and the board, and do not take any action that is materially contrary to or inconsistent with the Company's interests.
7. Perform duties with responsibility and caution as a reasonable person who conducts such business would do under the same circumstances by:

- (1) The decisions have been made with good faith and a reasonable belief that they are mainly in the best interest of the Company.
 - (2) The decisions have been made on the basis of information that is honestly believed to be sufficient.
 - (3) The decisions have been made out of one's own interest, either directly or indirectly.
8. Give preliminary advice to company directors on legal matters, rules, and regulations of the Company, including the principles of good corporate governance and codes of conduct that directors should follow, follow up to ensure that compliance is correct and consistent, and then report significant changes to the Board of Directors.
9. Proceed to prepare documents and information that are beneficial to the performance of a new director and introduce the nature of business and business guidelines of the Company to the new director.
10. Organize shareholders' meeting, the Board of Directors' meeting, and various subcommittees' meeting in accordance with the laws, the Articles of Association Charter of each committee, and best practices. Then record the minutes of the meetings and monitor the implementation of the resolutions of the meetings.
11. Promote training courses and seminars to enhance knowledge and develop directors' skills and experience that will enable them to perform their duties as directors of the Company effectively.
12. Inform relevant executives about the resolutions and policies of the board and shareholders and give advice and preliminary recommendations to the board according to the Company's regulations and best practices for corporate governance.
13. Contact and communicate with general shareholders to acknowledge their rights.
14. Oversee the affairs of the Board of Directors, act as a coordinator between the board and the executives, provide news and information to the directors on issues related to the Company's business operations, and report significant changes to the directors for acknowledgment.
15. Arrange for evaluations of the performance of the Board of Directors and other committees (if any), including self-assessment, and report the results to the Board of Directors.
16. Perform any other tasks assigned by the Board of Directors.



Information on Holding the Position of the Company's Directors, Executives, and Controlling Persons

Directors / Executives / Controlling Persons		The Company	The Subsidiaries		
			1.	2.	3.
1. Prof. Dr. Udomsil	Srisangnam	XXX /// (1.90%)			
2. Mr. Pichit	Burapavong	XX /// (0.98%)			
3. Mr. Chinapat	Visuttiapat	XXX XXXX			
4. Mr. Sudwin	Panyawongkhanti	XXX XXXX			
5. Mr. Sumeth	Lertantisoontorn	XXX XXXX			
6. Mr. Khunvat	Rojanagatanyoo	XXX XXXX			
7. Mr. Sakda	Sresangnum	XX @ / // /// (2.51%)	xx @	xx @ /// (<0.01%)	xx @ /// (<0.01%)
8. Mr. Pravit	Srisangnam	XX @ / // /// (5.01%)	xx @	xx @ /// (<0.01%)	xx @ /// (<0.01%)
9. Mr. Piyawong	Srisangnam	XX @ / // /// (3.14%)	xx @	xx @ /// (<0.01%)	xx @ /// (<0.01%)
10. Mr. Kongsak	Sribonfa	XX /// (2.68%)			
11. Mr. Sumait	Kunopasvorakul	XX /// (2.87%)			
12. Mr. Rungroj	Mingvoramongkol	//			
13. Mr. Sorakit	Rodtim	//			
14. Ms. Sanisa	Nichachinachot	//			
15. Ms.Yada	Phatthanaphakdee	-			

Remark : 1) x = Chairman, xx = Director, xxx = Independent Director, xxxx = Audit Committee, @ = Authorized Director, / = Executive Director, // = Executive, /// = Shareholders including persons who have a relationship, namely spouse, father, mother, and child

2) The subsidiaries according to the rules under the same control in the consolidated financial statements of the Company and its subsidiaries audited / reviewed by the auditor

3) The numbers in parentheses show the shareholding percentage in that company



Information on Holding the Position of the Company's Directors, Executives, and Controlling Persons

Directors / Executives / Controlling Persons	The Company	The Related Companies											
		4	5	6	7	8	9	10	11	12	13	14	15
1. Prof. Dr. Udomsil Srisangnam	X XX /// (1.90%)	XX @	XX @										
2. Mr. Pichit Burapavong	XX /// (0.98%)	XX @ /// (1.59%)	XX @ /// (1.59%)	XX @ /// (59.87%)	XX @ /// (54.20%)								
3. Mr. Chinapat Visuttiapat	XXX XXXX						XX /// (24.50%)				XX	XX /// (25.50%)	
4. Mr. Sudwin Panyawongkhanti	XXX XXXX												
5. Mr. Sumeth Lerttantisoonorn	XXX XXXX							XX @ /// (99.80%)	XX @ /// (47.65%)	XX @ /// (99.96%)			
6. Mr. Khunvat Rojanagatanyoo	XXX XXXX												
7. Mr. Sakda Sresangnum	XX @ / // /// (2.51%)	XX @ /// (4.05%)	XX @ /// (4.05%)										
8. Mr. Pravitt Srisangnam	XX @ / // /// (5.01%)	XX @ /// (8.10%)	XX @ /// (8.10%)										
9. Mr. Piyawong Srisangnam	XX @ / // /// (3.14%)	XX @ /// (4.07%)	XX @ /// (4.07%)										
10. Mr. Kongsak Sribonfa	XX /// (2.68%)	XX @ /// (3.17%)	XX @ /// (3.17%)										
11. Mr. Sumait Kunopasvorakul	XX /// (2.87%)	/// (4.63%)	/// (4.63%)			XX @ /// (60.00%)							XX /// (21.47%)
12. Mr. Rungroj Mingvoramongkol	//												
13. Mr. Sorakit Rodtim	//												
14. Ms. Sanisa Nichachinachot	//												
15. Ms. Yada Phatthanaphakdee	-												



Remark : 1) x = Chairman, xx = Director, xxx = Independent Director, xxxx = Audit Committee, @ = Authorized Director, / = Executive Director, // = Executive, /// = Shareholders including persons who have a relationship, namely spouse, father, mother, and child

2) The subsidiaries according to the rules under the same control in the consolidated financial statements of the Company and its subsidiaries audited / reviewed by the auditor

3) The numbers in parentheses show the shareholding percentage in that company.



Information on Holding the Position of the Company's Directors, Executives, and Controlling Persons

Directors / Executives / Controlling Persons	The Company	The Related Companies											
		16	17	18	19	20	21	22	23	24	25	26	27
1. Prof. Dr. Udomsil Srisangnam	X XX /// (1.90%)												
2. Mr. Pichit Burapavong	XX /// (0.98%)		XX @ /// (28.67%)	XX @ /// (43.33%)	XX @ /// (55.60%)	XX @ /// (89.50%)		XX					
3. Mr. Chinapat Visuttiapat	XXX XXXX	XX							XX @ /// (0.02%)	XX @ /// (<0.01%)			XX
4. Mr. Sudwin Panyawongkhanti	XXX XXXX						XX @ /// (3.00%)						
5. Mr. Sumeth Lerttantisoonorn	XXX XXXX										XX @ /// (33.34%)		
6. Mr. Khunvat Rojanagatanyoo	XXX XXXX												
7. Mr. Sakda Sresangnum	XX @ / // /// (2.51%)												
8. Mr. Pravut Srisangnam	XX @ / // /// (5.01%)												
9. Mr. Piyawong Srisangnam	XX @ / // /// (3.14%)												
10. Mr. Kongsak Sribonfa	XX /// (2.68%)												
11. Mr. Sumait Kunopasvorakul	XX /// (2.87%)											XX @ /// (25.00%)	
12. Mr. Rungroj Mingvoramongkol	//												
13. Mr. Sorakit Rodtim	//												
14. Ms. Sanisa Nichachinachot	//												
15. Ms. Yada Phatthanaphakdee	-												



Remark : 1) x = Chairman, xx = Director, xxx = Independent Director, xxxx = Audit Committee, @ = Authorized Director, / = Executive Director, // = Executive, /// = Shareholders including persons who have a relationship, namely spouse, father, mother, and child

2) The subsidiaries according to the rules under the same control in the consolidated financial statements of the Company and its subsidiaries audited / reviewed by the auditor

3) The numbers in parentheses show the shareholding percentage in that company.



Information on Holding the Position of the Company's Directors, Executives, and Controlling Persons

Directors / Executives / Controlling Persons	The Company	The Related Companies											
		28	29	30	31	32	33	34	35	36	37	38	39
1. Prof. Dr. Udomsil Srisangnam	X XX /// (1.90%)												
2. Mr. Pichit Burapavong	XX /// (0.98%)			XX @ /// (20.00%)									
3. Mr. Chinapat Visuttiapat	XXX XXXX				XX @ /// (99.80%)		XX					XX	XX @ /// (27.50%)
4. Mr. Sudwin Panyawongkhanti	XXX XXXX												
5. Mr. Sumeth Lerttantisoonorn	XXX XXXX					XX @ /// (100.00%)							
6. Mr. Khunvat Rojanagatanyoo	XXX XXXX	XX @ /// (25.00%)	XX					XX @ /// (25.00%)	XX @ /// (100.00%)	XX @ /// (0.6%)			
7. Mr. Sakda Sresangnum	XX @ / // /// (2.51%)												
8. Mr. Pravut Srisangnam	XX @ / // /// (5.01%)												
9. Mr. Piyawong Srisangnam	XX @ / // /// (3.14%)												
10. Mr. Kongsak Sribonfa	XX /// (2.68%)												
11. Mr. Sumait Kunopasvorakul	XX /// (2.87%)										XX @ /// (30.00%)		
12. Mr. Rungroj Mingvoramongkol	//												
13. Mr. Sorakit Rodtim	//												
14. Ms. Sanisa Nichachinachot	//												
15. Ms. Yada Phatthanaphakdee	-												

Remark : 1) x = Chairman, xx = Director, xxx = Independent Director, xxxx = Audit Committee, @ = Authorized Director, / = Executive Director, // = Executive, /// = Shareholders including persons who have a relationship, namely spouse, father, mother, and child



Chin Huay Public Company Limited

- 2) The subsidiaries according to the rules under the same control in the consolidated financial statements of the Company and its subsidiaries audited / reviewed by the auditor
- 3) The numbers in parentheses show the shareholding percentage in that company.

List of the Subsidiaries and the Related Companies

List of Company	Nature of Business
<u>The Subsidiaries</u>	
1. Chin Huay (Cambodia) Company Limited (CHC)	Production of dehydrated fruit products
2. Chin Huay Holding (Singapore) Pte., Ltd. (CHHS)	Invest in the businesses of companies that will be established or in joint ventures with foreign partners.
3. Chin Huay Trading (Singapore) Pte., Ltd. (CHTS)	Distributor of CHC's products abroad, Agent to purchase raw materials from abroad for CHC
<u>The Related Companies</u>	
4. CH Treasury Co., Ltd.	Office building for rent
5. CH Family Co., Ltd.	Activities of holding companies that do not primarily invest in financial businesses
6. Kanom Sakol Co., Ltd.	Produce, export, sell biscuits made from sticky rice both, domestically and internationally
7. Jute Industry (1961) Co., Ltd.	Import products for sales
8. Chalet Food Products Co., Ltd.	Produce, wholesale, and retail sausage and ham
9. Chocotoss Co., Ltd.	Wholesale and retail sales of roasted coffee beans and cocoa powder, franchise licensing service
10. Nutsasi Co., Ltd.	Product Quality Inspection
11. T.P.K. ETHANOL Co., Ltd.	Alcohol and ethanol production
12. T.P.K. Environmental Co., Ltd.	Production of products obtained from petroleum refineries
13. TQM Corporation PLC	Activities of holding companies that do not primarily invest in financial businesses
14. Toon Tossakan Co., Ltd.	Lending money, selling, getting mortgages, other types of loans which are not banking businesses
15. Sampheng Business Co., Ltd.	Other short-term accommodation activities
16. Namwiwat Engineering Co., Ltd.	Manufacture and Contribute Autoclave Sterilizer and Medical Equipment
17. BB Co., Ltd.	Produce, export, sell roasted or fried green peas, Contract frying or baking beans
18. Burapavong Co., Ltd.	Invest in stocks in other companies, Operate the business of renting real estate
19. Burapacheep Co., Ltd.	Wholesale of cooking powder, Sales broker business
20. Burapar Archeep Limited Partnership	Invest in the stock market
21. Retailature Co., Ltd.	General merchandise wholesale

List of Company	Nature of Business
22. Log Plus Mining Services Co., Ltd.	- Cryptocurrency Trading Center, Digital Token Trading Center - Sales of coal, truck tires and sugar
23. One Law Club Limited	Legal activities
24. One Law Office Limited	Legal activities
25. Siam Law Society Co., Ltd.	Legal activities
26. Siam Thanya Rice Trading Co., Ltd.	Wholesale of rice and products obtained from rice mills
27. Sahacogen (Chonburi) PLC	Generating and distributing electricity and steam
28. Storeminder Co., Ltd.	Providing marketing services and organizing promotional program services
29. Origin Property PLC	Buying and selling non-owned real estate to be a residence
30. AOINUM CHOK COMPANY LIMITED	Agriculture
31. KHKP Co., Ltd.	Legal activities
32. General Realty Co., Ltd.	Real estate rental business
33. Shera PLC	Fiber Cement Products
34. Red Basket Marketing Solutions Co., Ltd.	Providing advertising business management services
35. Education Partners Co., Ltd.	Providing advertising business management and public relations services
36. Actmedia (Thailand) Co., Ltd.	Prepare advertising business, advertising media, and public relations
37. Cocoa Tree Co., Ltd.	Production of chocolate products and confectionery from chocolate
38. Nova Empire PLC	Manufacture and sell galvanized steel sheets
39. OO1 branding Co., Ltd.	Allowing others to use trademarks and other intellectual property

Attachment 2
Details of Subsidiary Director

Details of Subsidiary Director

List		Chin Huay (Cambodia) Co., Ltd. (CHC)	Chin Huay Holding (Singapore) Pte. Ltd. (CHHS)	Chin Huay Trading (Singapore) Pte. Ltd. (CHTS)
1.	Mr. Sakda Sresangnum	XX	XX	XX
2.	Mr. Pravitt Srisengnam	XX	XX	XX
3.	Mr. Piyawong Srisangnam	XX	XX	XX
4.	Mr. Tan Lian Kiow		XX	XX

Remark : 1) XX = a director

Attachment 3

Details of Head of Internal Audit and Operations Supervisor

(Compliance)

Details of Head of Internal Audit and Operations Supervisor (Compliance)

Chin Huay Public Company Limited has appointed KPS Audit Company Limited as the Company's internal auditor. KPS Audit Company Limited has assigned Mr. Wiwat Limnanthasin, who holds the position of managing director, to be the main person responsible for the performance of the Company's internal auditor and regularly reporting the results of such audits to the audit committee and the chief executive officer every quarter. The audit committee has considered the qualifications of KPS Audit Company Limited and Mr. Wiwat Limnanthasin and has concluded that they are suitable for performing such duties due to their independence and experience in internal audit work. According to the internal auditor's audit report on the internal control system, there are no significant issues affecting the internal control system of the Company and its subsidiaries.

In addition, the Company has set up a system to supervise the business operations of the Company and its subsidiaries in accordance with the laws, rules, regulations, policies, and requirements of relevant authorities, such as the Securities and Exchange Commission, the Stock Exchange of Thailand, etc., and has formulated corporate governance policy to force the Board of Directors, audit committee, senior management, department or unit, and employees to comply with the laws, and has communicated with employees to realize that all employees have the duty and responsibility to study and understand the laws, including the rules involved in the assigned work, to comply with the rules correctly and strictly.

Profile of Mr. Wiwat Limnanthasin (Internal Auditor from KPS Audit Co., Ltd.)

Name/Position	Age	Education / Training History	Work experience in the past 5 years		
			Period	Position / Name of Company / Business Type	Type of Examined Business
Mr. Wiwat Limnanthasin - Managing Director	54	<ul style="list-style-type: none"> - Bachelor of Business Administration, Accounting, Faculty of Business Administration, Ramkhamhaeng University - Certified Professional Internal Audit of Thailand– CPIAT (Class 12) - A member of Institute of Internal Auditors of Thailand (IIAT) Training 	2015 – Present	Managing Director / KPS Audit Company Limited / Providing internal audit and business consulting services	Cosmeceutical Business Telecommunication Business Other Financial Institutions Industrial Business Energy Business (trading) Insurance Business

Name/Position	Age	Education / Training History	Work experience in the past 5 years		
			Period	Position / Name of Company / Business Type	Type of Examined Business
		<ul style="list-style-type: none"> - Anti-Corruption: The Practical Guided/Thai Institute of Directors - Detecting and preventing corporate "Fraud" / The Asia Business Forum - Tools and Techniques for the audit manager - Assessing Business Risk: The Gateway to Value-Added Results - CIA Preparation Part1 – 3 Training Course - Quality management System Auditor / Lead Auditor Training Course - Certificate QMS ISO9001:2000/2008 / ISO/IEC27001:2005 Training Course - QMS Internal Audit Training Course - Setting Goals & Reviewing Results and Communicating for Leadership Success / DDI-Asia / Pacific International Ltd. - Effective Internal Control for Success IPO by the Stock Exchange of Thailand - Value Creation and Enhancement for Listed Companies with the New COSO 2017 Enterprise Risk Management (ERM) - Faculty of Commerce and Accountancy, Thammasat University, in collaboration with the Stock Exchange of Thailand - Interactive Dashboard created using the Power BI Desktop program 	2011 – 2015	Internal Audit Department Manager / Thaicom Public Company Limited	Telecommunication Business
			2015 – 2016	Manager, Internal Audit Department / Iwealyh Group Company Limited/ Providing internal audit and business consulting services.	Cosmeceuticals and medical supplies/ Agriculture and food industry/ Finance/ Satellite television.

Attachment 4
Assets for Business Operations

Attachment 4**Assets for Business Operations**

Please see additional details of Assets for Business Operations in Section 2.2-1 Structure and Operation of the Corporate Group, Item 1.2.3 Assets for Business Operations.

Attachment 5

Corporate Governance Policy and Regulations and Business ethics prepared by the Company

1. Good Corporate Governance Policy

Part 1 Good Corporate Governance Policy

The Board of Directors of Chin Huay Public Company Limited (the “Company”) places importance on corporate governance and is committed to complying with good corporate governance principles. Therefore, the Board of Directors has set such principles for all directors, executives, and employees of the Company according to the corporate governance guidelines set by the Stock Exchange of Thailand (“SET”).

In the event that the Company becomes a listed company on the Stock Exchange of Thailand (“SET”), the Board of Directors will comply with the best practices for directors of listed companies, rules, regulations, and relevant practices of the Stock Exchange of Thailand and the Securities and Exchange Commission (“SEC”) in order to develop good corporate governance of the Company to international level and to increase the confidence of shareholders and stakeholders. The essence of good corporate governance is divided into 8 principles as follows:

1.1 Establish Clear Leadership Role and Responsibilities of the Board

1. The Board of Directors understands the role and realizes the responsibility as the leader of the organization that must supervise the organization with good management. The guidelines for the Board of Directors are set to cover the following matters:
 - 1) Define the vision, objectives, policies and directions of the Company’s operations, business strategy, and annual budget so that the Company can adapt to the economic conditions and add economic value for sustainable growth.
 - 2) Review the direction of the Company’s operations, business strategy, annual budget and the allocation of company resources in order for management to achieve objectives and goals.
 - 3) Supervise the management department to ensure that it is in accordance with the established policies, efficiently and effectively, follow up and evaluate the results of the Company’s performance reports.
2. The Board of Directors attaches importance to creating sustainable value for the Company. The Board of Directors has therefore established guidelines for the Company’s business operations to cover the following matters:
 - 1) Develop the Company to be able to compete in the international market and have good sustainable performance.
 - 2) Conduct businesses with regard to ethics, respect for rights, and responsibility to shareholders and other stakeholders along the Company’s Value chain.
 - 3) Determine the Company to help society and surrounding communities on a regular basis each year.
 - 4) Develop the Company’s business operations by taking the possible environmental impacts into account.
 - 5) The Company must be able to adapt, change, and improve business operations under the changing times and economy to meet the long-term sustainability.
3. The Board of Directors is responsible for supervising all company directors and executives to perform their duties with responsibility and carefulness (Duty of care) and honesty to the organization (Duty of loyalty) and ensure that the

operations are in accordance with the law, the Articles of Association, Business Ethics, and the resolutions of the shareholders' meeting.

4. The Board of Directors must review and understand the scope of duties and responsibilities of the Board of Directors as specified in the Board of Directors Charter, which will be reviewed once a year. The Board of Directors will assign duties and responsibilities to the Chief Executive Officer and executives clearly as well as monitoring the Chief Executive Officer and the management to perform their duties as assigned by the Board of Directors.

1.2 Define Objective that Promote Sustainable Value Creation

1. The Board of Directors will set annual, medium-term, and long-term business goals with a focus on sustainability and being in line with creating value for business, customers, stakeholders and society as a whole so that executives and employees can follow and move towards the aforementioned goals within the specified timeframe with appropriate and safe use of innovation and technology.

However, the Company's important goals must not conflict with the Company's vision, mission, corporate values, and philosophy set forth in the Company's business ethics.

1.3 Strengthen Board Effectiveness

1. The Board of Directors is responsible for determining and reviewing the structure of the Board of Directors every year, regarding the size of the board. In the Board of Directors Charter, there are at least 5 members of the Board of Directors, at least 1/3 of the total number of directors are independent directors, in order to balance the power appropriately and necessarily so as to lead the organization to the specified objectives and main goals.
2. The Board of Directors must select an appropriate person to be the Chairman of the Board and ensure that the composition and operations of the Board of Directors are conducive to the exercise of independent discretion.
3. The Board of Directors has supervised to ensure that there are a transparent and clear recruitment and election process in order to obtain the Board of Directors with qualifications consistent with the specified elements.
4. The Company has a clear and transparent policy on monetary remuneration for directors, with an emphasis on long-term sustainability. The Board of Directors has assigned the Nomination and Remuneration Committee to be responsible for determining the remuneration of directors and proposing it to the Annual General Meeting of Shareholders for approval every year. The remuneration for the Board of Directors and each subcommittee must be appropriate to their responsibilities and encourage them to perform their duties.
5. The Board of Directors must ensure that all directors are responsible for performing their duties and have allocated sufficient time.
6. The Board of Directors must supervise the establishment of a framework and mechanism for supervising the policies and operations of subsidiaries and other businesses that the Company has significantly invested at the appropriate level for each business.
7. The Board of Directors will conduct an annual performance assessment of the Board of Directors, subcommittees, and directors individually. The evaluation results will be used for further development through an individual performance appraisal form and self-assessment; the assessment form is in accordance with the guidelines of the Stock Exchange

of Thailand and is made for the Board to use as a framework for reviewing the performance of duties on various issues.

8. The Board of Directors shall ensure that the Board of Directors and each director have knowledge and understanding about their roles, duties, nature of business operations, and laws related to business operations, and encourage all directors to receive skills and knowledge enhancement for performing their duties as directors on a regular basis.
9. The Board of Directors must operate in an orderly manner and have access to necessary information. The Company secretary with necessary and appropriate knowledge and experience has been appointed to support the operations of the Board of Directors by maintaining documents, minutes of meetings, including stakeholder reports of directors and executives, and any other related documents. All these duties and responsibilities shall be in accordance with the law.
10. In the event that the structure of the Board of Directors is not in accordance with the principles of land governance, the Board of Directors will require at least 1 independent director to participate in considering and setting the agenda for the board's meeting.

1.4 Ensure Effective CEO and People Management

1. The Board of Directors has stipulated recruitment and encouraged the development of the Chief Executive Officer and senior executives to have necessary knowledge, skills, experiences, and characteristics to drive the organization towards its goals. In addition, the Board of Directors has assigned the Nomination and Remuneration Committee to prepare a succession plan based on knowledge, ability, suitability, and experience in order to prepare for the succession of the Chief Executive Officer and senior management. The Nomination and Remuneration Committee shall present the plan to the Board of Directors' meeting at least once a year.
2. The Board of Directors will establish a suitable remuneration structure and evaluation to motivate the Chief Executive Officer, senior management, and other personnel at all levels. The performance appraisal of the Chief Executive Officer is required once a year in order to review the performance in accordance with the objectives and main goals of the organization and in line with the long-term benefits of the business.
3. The Board of Directors is aware of conflicts of interest from the structure and relationship of shareholders that may affect the management and operations of the business. The Board of Directors will not let the agreements within the family business, shareholder agreements, or the policies of the holding company be an obstacle to the performance of the Board of Directors, but will proceed to disclose information in accordance with various agreements that may affect the control of the business.
4. The Board of Directors must monitor the management to ensure that personnel are constantly developing in terms of knowledge, skills, and experience.

1.5 Nurture Innovation and Responsible Business

1. The Board of Directors places importance on innovation development for the sustainable growth of the Company; therefore, encouraging the management to develop new products and utilizing innovation and modern technology that create value for the business along with creating benefits for customers or related parties and with social and environmental responsibility.

2. The Board of Directors shall supervise the management to conduct business with social and environmental responsibility, as reflected in the operational plan, to ensure that all departments of the organization are aligned with the objectives, key goals, and strategies of the Company. The Board of Directors shall also apply information technology to increase business opportunities, improve operations and risk management in order to achieve the objectives and main goals of the Company.

1.6 Strengthen Effective Risk Management and Internal Control

1. The Board of Directors shall supervise the Company to ensure that it has a risk management and internal control system that will enable it to achieve its objectives effectively, and shall conduct business in accordance with relevant laws and standards. In the event that the Company has significantly invested in any subsidiaries or other businesses, the Board of Directors shall supervise such subsidiaries and other businesses to ensure that they have risk management and internal control in the same direction as the Company.
2. The Board of Directors has appointed an audit committee, which consists of at least 3 independent directors with a term of office of 3 years each time. The scope and authority of such committee have been clearly defined in the charter of the audit committee to help supervise risk management and internal control to be more efficient.
3. The Board of Directors closely monitors and manages conflicts of interest that may occur between the Company and management or shareholders by establishing policies to prevent inappropriate use of the Company's assets, inside information, and opportunities and by establishing policies for transactions with persons related to the Company in order to prevent inappropriate transactions.
4. The Board of Directors has established an anti-corruption policy and communicated it to all levels in the organization and outsiders for their acknowledgment and implementation.
5. The Board of Directors supervises channels for receiving feedback from customers, including receiving complaints, taking action in case of important clues, and responding to such matters systematically and quickly.

1.7 Ensure Disclosure and Financial Integrity

1. The Board of Directors has established an accounting policy and set the time for the preparation of financial reports systematically, including the disclosure of important information in a correct, complete, sufficient, timely manner in accordance with the regulations, related standards and guidelines.
2. The Board of Directors must monitor the adequacy of financial liquidity and debt repayment ability of the business by requiring the management to monitor and assess the financial position of the business and regularly report to the Board of Directors.
3. The Board of Directors must have a backup plan in case the Company encounters financial problems. However, such plans must mainly take the rights of stakeholders into account.
4. The Board of Directors may consider preparing a sustainability report, as appropriate. It consists of disclosing compliance with the law, the code of conduct, the anti-corruption policy, the treatment of employees and stakeholders, fair treatment, respect for human rights, as well as social and environmental responsibility. Such information may be

disclosed in the annual report as the same source according to the One Report principle, which will be disclosed in accordance with the guidelines set by the SEC and the SET.

5. The Board of Directors must ensure that the management has an agency or person responsible for investor relations in charge of communicating with shareholders and other stakeholders, such as investors and analysts, in an appropriate, equitable, and timely manner.
6. The Board of Directors encourages the use of technology and information for the dissemination of information quickly, appropriately, and accurately, such as through the Company's website and other channels in the future.

1.8 Ensure Engagement and Communication with Shareholders

1. The Board of Directors shall set up channels for shareholders to jointly make decisions in case the Company takes action on important matters that affect all shareholders.
2. The Board of Directors will supervise the conduct of the shareholders' meeting to ensure that it is smooth, transparent, efficient, and conducive to shareholders' fully exercising their rights.
3. The Board of Directors will supervise and screen the disclosure of meeting resolutions and the preparation of minutes of the shareholders' meeting to ensure that they are accurate and complete.

Part 2 Best Practices Related to Good Corporate Governance Principles

2.1 Best Practices for the Board of Directors

To show the Company's intention to conduct business with transparency, morality, and responsibility to the stakeholders, the Company has established a good practice guideline for the Board of Directors, which is regarded as a code of conduct as follows:

- 1) Perform duties in accordance with the laws, objectives, company regulations, regulations related to the board resolutions and the resolutions of the shareholders' meeting
- 2) Manage with honesty without focusing on politics that will affect governance and management of the Company's businesses and strictly neutral, including being independent in both decision-making and action.
- 3) Authorize executives to participate in the day-to-day operations of the Company to the fullest without directing such operations without justifiable reasons.
- 4) Have no interest in any businesses related to the Company and its subsidiaries. Stakeholders should not be involved in decision-making. Transactions that may have conflicts of interest must be carefully considered and have clear guidelines for the benefit of the Company and shareholders as a whole.
- 5) Avoid conflicts of personal interest against the Company's interests in order to manage the work to the fullest and most efficiently.
- 6) Manage with responsibility and caution without creating obligations that may later conflict with their duties.
- 7) Do not seek unlawful benefits from work, either directly or indirectly.
- 8) Perform duties to the best of their abilities for maximum benefit to the Company.

- 9) Refrain from taking any action that may result in undermining the Company's interests or may be beneficial to a person or other legal entities.
- 10) Committed to protecting and eliminating acts that indicate corruption. This is something that needs to be done swiftly and decisively in order to create value and a good image for the Company.
- 11) Be careful in performing 4 fiduciary duties as a director: performing duties with responsibility (Duty of Care); performing duties with honesty to protect the interests of the Company, related shareholders, and the stability of the country's financial system (Duty of Loyalty); complying with laws, objectives, regulations, resolutions of the Board of Directors, and resolutions of shareholders' meetings (Duty of Obedience); and disclosing information accurately, completely, transparently, and timely (Duty of Disclosure).

2.2 Best Practices for Executives and Employees

The Company is committed to continuous stability for the returns and benefits for shareholders and the country's economy as a whole. Thus, the Company has established good practices for executives and employees which are regarded as the code of conduct in performing duties as follows:

- 1) Perform duties responsibly, cautiously, sincerely, determinedly, and dedicatedly, complying with regulations, company policies, and corporate culture, based on the interests of the Company.
- 2) Strictly keep the confidentiality of customers, business partners, and the Company by taking care and being cautious so that confidential documents or news of the Company do not leak or fall into the hands of unrelated persons.
- 3) Respect the privacy rights of employees. Avoid using information or stories about employees, whether related to performance, private matters, or persons related to them, to disclose or criticize in a manner that will cause damage to employees or the overall image of the Company.
- 4) Do not defame or do anything that will lead to disunity or damage within the Company or to persons related to the Company.
- 5) Maintain and co-create unity among employees, help each other in a righteous way for the benefit of the Company as a whole.
- 6) Treat colleagues with politeness, kindness, and good human relations. Do not hide the information that is necessary for the performance of your colleagues. Adjust your personality to be able to work with other people as well as honor others by not claiming other people's works as your own.
- 7) Be determined to be a good and smart person by always developing yourself in a way that is beneficial to yourself and the Company.
- 8) Study for knowledge and experience to strengthen the ability to perform tasks.
- 9) Adhere to virtue and ethics. Abstain from vices. Do not behave in a way that may damage the reputation of yourself and the Company.
- 10) Notify supervisors hierarchically or the audit committee if you see any action implied to be fraud or misconduct within the Company.
- 11) Take any actions to maintain the working environment and atmosphere, including the development of the organization to excellence.

- 12) Avoid giving or receiving gifts, entertainment, or any other benefits from business partners or those involved in the Company's businesses, except for the benefits of normal business operations, festivals, or traditions at a reasonable value. If the received gift is in the form of money or a high-value item, you must inform the supervisor hierarchically and/or return it as soon as possible.

2.3 Best Practices in Human Resource Management

The Company regards employees as the most important and valuable factor in bringing success, progress, and sustainable growth to the Company. The Company therefore focuses on human resource management to lead the organization to development, growth, and sustainable competitive advantage by prescribing the following guidelines:

- 1) Human resource management must be consistent with strategies and business goals of the Company.
- 2) Set up a human resource management system and process comparable to leading businesses, with clarity, transparency, fairness, and in the same direction throughout the organization.
- 3) There is a selection and creation of good, talented people with professional working behaviors.
- 4) All supervisors are responsible for managing human resources within their departments according to the system and guidelines for human resource management of the Company.
- 5) All employees have to perform duties with competence, responsibility, commitment, and dedication for the success of the work by adhering to ethical principles and corporate culture.
- 6) Human resource development is the responsibility of organizations, commanders, and all employees:
 - The Company will continuously develop employees' knowledge, ability, and responsibility.
 - Supervisors are responsible for planning, monitoring, evaluating, and giving advice to subordinates for work development and succession to the next position.
 - Employees must be knowledgeable and strive to develop themselves regularly.
- 7) Career advancement, compensation, and incentives are based on the quality, job achievements, attitudes, and potential of employees.
- 8) The Company will manage employee compensation to be comparable to businesses in similar industries.
- 9) The Company encourages employees to have a good quality of work life and occupational health.

2.4 Best Practices in Accounting and Financial Reporting

- 1) Accuracy of transaction recording
 - The recording of all business transactions of the Company must be correct, complete, and can be examined without any limitations or exceptions.
 - Posting and business recording must be truthful without distortion or creation of false entries.
 - Personnel at all levels must conduct business transactions in accordance with the regulations and orders of the Company, including having accurate and complete supporting documents for business transactions and providing timely and useful information so that those who are responsible for recording, preparing, and

evaluating accounting and financial reports can record and prepare accounting reports and all types of finance for the Company into the Company's accounting system with accurate and complete details.

2) Accounting and financial reports

- All employees must not commit misinformation or create false entries, whether they are about business transactions related to accounting and finance or operational information.
- All employees should be aware that the accuracy of accounting and financial reports is a shared responsibility of the Board of Directors, executives, and employees with direct responsibility.
- All employees are responsible for conducting, preparing, and/or providing business transaction information.

3) Legal Compliance

- Personnel at all levels must comply with relevant laws, regulations, requirements, and orders in order to ensure that the accounting and financial records of the Company are accurate, correct, and complete.
- Personnel at all levels must adhere to the principle of honesty, without prejudice, in record-keeping. Such integrity includes not engaging in illegal or unethical activities as well.

2.5 Best Practices on Internal Control

1) Board of Directors

Set policies and supervise to ensure that internal control system and risk management are at an appropriate level and have been monitored and evaluated regularly.

2) Audit Committee

(1) Review the internal control system and report the audit results to the Board of Directors and shareholders.

(2) 5 important components of internal control system are as follows:

- Have a good control environment so that employees have a good attitude towards internal control.
- Have an appropriate risk assessment process to assess significant risks in the organization's operations that may affect the objectives, goals, or success of the work.
- Have good control activities in every function and at every level appropriately, according to the acceptable risk level.
- Have information and communication systems (Information and Communications) that are sufficient, reliable, timely, and appropriate, both inside and outside the organization.
- Have good monitoring and evaluation systems (Monitoring and Evaluation) to ensure that the internal control system is appropriate, practical, and updated timely and consistent with the changing situation.

3) Risk management and sustainability committee Risk Management Working Group

Define The Company's risk management policy and framework, supervise, support, and suggest ways to succeed in risk management at the enterprise level.

4) Executives

Implement policies set by the Board of Directors:

- (1) High-level executives manage the Company's internal control system and instill discipline in employees with a positive attitude toward internal control.
- (2) The middle management manages the internal control systems in the work they are responsible for, evaluates, improves, and reviews the established systems.
- (3) Employees at all levels comply with rules, regulations, orders, measures, and various internal control systems.
- (4) Internal Audit Department
 - Directly responsible for internal control evaluation and auditing the compliance of the systems.
 - Use the results to improve control measures to suit the environmental situation and changing risk factors.

2.6 Best Practices for Conflicts of Interest Transactions

The Company considers it an important policy not to allow directors, executives, and employees to take advantage of their positions for personal gain. Therefore, it is set for directors, executives, and employees of the Company, as follows:

- 1) Avoid making transactions that may involve oneself causing conflicts of interest with the Company and its subsidiaries.
- 2) In the event that it is necessary to conduct such transactions for the benefit of the Company, make such transactions as if they were transactions with a third party. In this regard, directors, executives, or employees who have interests in such transaction must not be involved in the approval.
- 3) In the case of connected transactions or transactions that may have conflicts of interest, according to the announcements of the SEC or any related agencies, must strictly comply with the rules, methods, and disclosure of connected transactions of listed companies, after the Company was listed on the stock exchange.
- 4) In the event that directors, executives, employees, or family members are involved in or are shareholders in any businesses that may cause conflicts of interest with the Company, must notify the top management (Chief Executive Officer) in writing and notify the Company secretary for acknowledgment and implementation of procedures related to rules and regulations.
- 5) In the event that a director, executive, or employee takes a position as a director or consultant in the Company or other business organizations, that position must not conflict with the interests of the Company or performing duties in the Company.

2.7 Best Practices in Receiving and Giving Gifts, Assets or other Benefits

The Company personnel can receive assets or other benefits from any person as follows:

- 1) Assets or legitimate benefits or regulations issued by virtue of the provisions of the law
- 2) Assets or any other ethical benefits, namely
 - (1) Receive from relatives who give affectionately
 - (2) Receive from other persons with a value not exceeding 5,000 baht
 - (3) Receive from giving in the form of giving to the general public
- 3) The Company has established additional guidelines regarding gifts, assets, or other benefits as follows:

- (1) Personnel at all levels and/or their families are prohibited from requesting or accepting gifts, assets, or other benefits from contractors, customers, traders/sellers, joint ventures, or those involved in the businesses of the Company, or in any case that may affect the decisions, such as working with bias or embarrassment, or may be a conflict of interest.
- (2) The Company will use its discretion in giving gifts, assets, or other benefits to other people in a manner that is appropriate, not extravagant, or does not violate good traditions.

2.8 Best Practices on Confidentiality

- 1) In order to protect company confidentiality and supervise the processing of the Company's confidential information, the Registrar of Confidential Information has been appointed to be responsible for handling confidential information.
- 2) Providing information to third parties
 - (1) The Chief Executive Officer or the authorized executives will approve the information released to the public.
 - (2) The agency designated to provide information to the public, i.e. providing information and public relations by having the agency that owns the information prepare the details for them.
- 3) Expressing opinions to third parties
 - (1) Must not disclose or express opinions to any person outside the Company.
 - (2) Ask each executive or employee to ask themselves whether they have a duty to answer those questions or not. If not, please refuse to express any opinions politely and advise him or her to inquire directly from the relevant agencies.

2.9 Best Practices for Securities Trading

- 1) The Board of Directors, Chief Executive Officer, and Executives (according to the definition of the SEC) are obligated to report their securities holdings in accordance with the regulations of the SET and the SEC. The Board of Directors, executives, and employees must comply with the law on the use of inside information by treating all shareholders equally. In order to prevent illegal actions by personnel at all levels of the Company, the Company will prohibit such persons from trading shares or persuading others to buy, sell, offer to buy, or offer shares of the Company, whether manually or through a broker, while still in possession of information that has not been disclosed to the public and for a period of 1 business day after such material information has been disclosed to the public. The Company considers it to be the trading of securities for speculation or creating an advantage for a particular group.
- 2) The Company has set up a safety system in place to prevent the disclosure of internal information related to financial report information that may affect the Company's share price and has restricted access to inside information that is not disclosed to the public by letting only those involved and those necessary have access. Therefore, it is the duty of the possessor of the information, which has not yet been disclosed to the public, to instruct those concerned to comply strictly with security procedures and the Securities Act.

2.10 Good Practices on Safety, Occupational Health, and Working Environment

- 1) All executives and employees must operate with a management system for safety, occupational health, and the working environment as part of their jobs to help enhance efficiency, effectiveness, and create the highest value for work.
- 2) Executives and employees will strictly adhere to work safety laws, policies, requirements, and standards on safety, occupational health, and the working environment.
- 3) The Company will take every possible action to control and prevent losses due to accidents, fire, injuries or illnesses from work, property loss or damage, or improper operations by maintaining a safe working environment for employees. It is considered the responsibility of executives and employees to report accidents and incidents by following the established procedures.
- 4) The Company will provide emergency control and prevention plans in all operating areas, emergency and crisis management plans for the organization in order to prepare for the various emergencies that may occur, such as fires, etc., and prepare for other crises that may disrupt business operations, damage the reputation and image of the Company.
- 5) The Company will provide training, public relations, and campaigns to let employees know and understand policies, regulations, procedures, and practices on safety, occupational health, and the working environment.
- 6) The Company will seriously and continually aim to promote and instill awareness of safety, occupational health, and the working environment as part of its employees' daily lives.

2.11 Best Practices in Information Technology Usage and Communication

- 1) The Company determines that information technology and communication are important factors that help promote business operations and increase work efficiency. Therefore, it is a joint responsibility of the employees of the Company. Everyone must utilize information technology and communication under the regulations of the laws, company orders, and standards set by the Company.
- 2) The Company has arranged for the security management of the information system, which means the computer system and computer information according to international standards, Computer-related Crime Act 2007.
- 3) Company employees has the duties and responsibilities as follows:
 - (1) Prevent the Company's information system, under their responsibilities, from being improperly accessed by unauthorized persons. Do not disclose business information to unrelated people.
 - (2) Discipline in using the Company's information system and communication equipment so as not to have a negative impact on the Company and others; for example, using them for illegally accessing information systems, causing damage to reputation and property, disturbing or annoying the operations of information systems, eavesdropping on data, stealing passwords, falsifying computer data, broadcasting inappropriate images, texts, or sounds, including not using them for personal business, or other illegal actions.
- 4) Must not infringe software copyrights or the intellectual property of others.
- 5) Data must be encrypted when sending important business data via the internet, including when exchanging important business data through websites that do not have data security protection.

- 6) In the event that an employee asks permission for a second worker which is an employee of the Company contractor to access the Company's information system, the requesting employee must control the use of him or her and must be responsible for any damage that occurs to the Company.
- 7) The Company will inspect, search, track, investigate, and control the use of its information system by employees if there is a suspicion that an employee is using it in an inappropriate and unreasonable way in order to protect the security of the Company's information system.
- 8) If the Company finds that an employee violated and the result of a fair investigation turns out to be true, that employee will be subject to disciplinary action and/or a legal penalty, as appropriate, depending on the case.

2.12 Guidelines on Misconduct and Penalties

- 1) In the case of a misdemeanor, organize an investigation about the offense by the head of the department and give the accused an opportunity to submit a written statement about the offense, with practical guidelines and penalties in accordance with the Company's work regulations.
- 2) In the case of an offense under the law, such as theft, fraud, embezzlement, etc., an investigation committee will be set up to consider the offense within 7 days from the date of acknowledgment of the offense and give the accused an opportunity to clarify verbally or in writing about the offense within the same day. Then the Company will proceed in accordance with the legal process and dismiss him or her from work.

2. Business Ethics

Part 1 Introduction

The Company recognizes the importance of having business ethics to enhance the transparency of the Company's operations, which will build confidence among investors and all involved parties, by focusing on conducting business according to the principle of social responsibility. The Board of Directors is committed to adding value to the Company's businesses sustainably in the long term for maximum benefit to all shareholders.

The Company has prepared a "Business Ethics Handbook" for the directors, executives, and employees. The Board of Directors must act as a good role model for the executives and employees according to the principle of good corporate governance of the Company for the benefit of stakeholders, shareholders, the Company, and society.

Part 2 Principles of Business Operations

The Board of Directors has set goals and methods for conducting businesses for maximum benefit to shareholders, including the code of conduct in "Business Ethics" to make it clear and convenient for directors, executives, and employees of the Company to be informed of the performance standards that the Company expects and adheres to, as a guideline for operations and the treatment of employees, shareholders, customers, business partners, trade competitors, and society as a whole.

Part 3 Best Practices**3.1 Business Ethics**

The Company has set policies for its responsibility to society, the environment, and stakeholders, which all the management team and employees will participate in the implementation, in order to achieve the objectives in line with ethical business practices and good corporate governance principles. The details are as follows:

- (1) Operate business with honesty, integrity, and social responsibility. Strive to do good deeds for individuals, groups, communities, society, and the environment.
- (2) Operate business with a standard operating system, knowledge, carefulness, sufficient information, and evidence that can be referenced, including strictly complying with relevant laws and regulations.
- (3) Treat customers and business partners fairly. Do not demand or receive any unfair benefits from partners. If any conditions cannot be met, immediately notify partners in advance to jointly find solutions.
- (4) Do not disclose customers' information known from business operations, which is information that normally, would be reserved and not disclosed unless it is a disclosure according to the duty of law.
- (5) Allow customers to make complaints about the incompleteness of products and services.
- (6) Disclose accurate and complete news and information about products and services.
- (7) Comply with the terms and conditions with customers fairly. If the terms and conditions cannot be complied with, the customer must be notified immediately to find a solution together.
- (8) Respect the intellectual property rights of others. The Company has a policy for personnel to comply with laws or requirements related to intellectual property rights, i.e., the use of copyrighted computer programs.
- (9) Promote and instill consciousness among the Company's personnel at all levels to create social responsibility.

3.2 Conflicts of Interest Transactions

The Company is aware of compliance with the rules relating to connected transactions as stipulated by the Stock Exchange of Thailand, the Capital Market Supervisory Board, and the Securities and Exchange Commission ("SEC"). As a consequence, the Company has set the criteria and procedures for making connected transactions, as follows:

- (1) In considering connected transactions, the Company will use the same price and commercial terms as used for general customers without the commercial bargaining power of being a director, executive, or related person. The management will prepare a summary report of such transactions to be reported at the audit committee meeting and the Board of Directors meeting every quarter. As for items of giving or receiving financial assistance, there must be a reasonable necessity, fair terms and conditions, and the greatest benefit for the Company.
- (2) In the event that there are no such price criteria for reference, the Company will consider comparing the prices of goods or services to external prices under the same or similar conditions. It must be considered and commented on by the audit committee before being presented to the Board of Directors and/or the shareholders' meeting for further approval.

- (3) The Company may make use of the independent appraiser's report that the Company appointed to compare prices for major connected transactions to ensure that such prices are reasonable and in the best interest of the corporate group (The Company and its subsidiaries).
- (4) Directors, executives, or related persons will enter into transaction with the Company or its subsidiaries only when the transaction has been approved by the management, the Board of Directors' Meeting and/or the shareholders' meeting of the Company, in accordance with the requirements of the Stock Exchange of Thailand, the Capital Market Supervisory Board, and the SEC, unless it is a transaction that is a commercial agreement in the same way that a reasonable person would do with a general counterparty without any commercial bargaining power from being directors, executives or related persons, as the case may be, and it is a commercial agreement that has been approved or is in accordance with the principles that the committee has already approved.
- (5) If the Company has other connected transactions that fall under the requirements of the Stock Exchange of Thailand, the Capital Market Supervisory Board, and the SEC, must comply with such requirements strictly.
- (6) The Company must disclose information about transactions that may have conflicts of interest or connected transactions according to the rules set forth by the Stock Exchange of Thailand, the Capital Market Supervisory Board, and the SEC. It is disclosed in the annual registration statement, annual report, or other forms of reports, as the case may be, and disclosed to the Stock Exchange of Thailand according to the rules of the Stock Exchange of Thailand, as well as transactions related to the Company according to accounting standards.
- (7) Review connected transactions according to the audit plan. The internal audit department must report to the audit committee and set measures to control, inspect, and supervise a random review of the transaction to ensure that it is correct and in accordance with the specified contract, policy, or conditions.

3.3 Use of Internal Information

The Company and its subsidiaries attach importance to supervising the use of internal information in accordance with good corporate governance principles by adhering to business integrity. To make sure investors in the Company's securities will equally receive reliable and timely information, the Company has a policy to prevent the use of internal information, especially information about the financial position and operating results of the Company, before being released to the public by limiting the number of people who could know the information, providing knowledge to directors and executives to acknowledge the obligations of reporting their own securities holdings, including related persons according to the definition of the relevant supervisory authority (that is to report the securities holdings of spouses, minor children, and juristic persons over which they can control), acknowledge the penalties under the Securities and Exchange Act 1992 (including any amendments). The Company has set regulations for using internal information and securities trading regulations for directors, executives, and employees according to securities laws, focusing on transparency in business operations. Key points can be summarized as follows:

- (1) Directors, executives, and employees of the Company must keep secrets and/or internal information of the Company.

- (2) Directors, executives, and employees of the Company must not disclose secrets and/or internal information of the Company to seek benefits for themselves or for the benefit of any other person, whether directly or indirectly.
- (3) Directors, executives, and employees of the Company must not trade, transfer, or accept the transfer of the Company's securities by using secrets and/or inside information of the Company and/or enter into any other legal transactions that may cause damage to the Company, either directly or indirectly. This requirement includes spouses and minor children of directors, executives, and employees of the Company as well. Anyone who violates such regulations will be considered guilty of a serious offence.
- (4) The Company has established guidelines for the preservation and prevention of wrongful use of inside information (Inside Trading) by prohibiting directors, executives, company secretary, the Board of Directors' secretary, secretaries of other committees, employees from senior managers upwards, and persons related to inside information, from trading the Company's securities within 1 month prior to the disclosure of quarterly and annual financial statements, or from the date such inside information has been known before disclosing to the public, and for 1 business day after such material information has been disclosed.
- (5) Directors, executives, and executive positions in accounting or finance at the level of department manager or higher or equivalent must report the purchase or sales of the Company's securities to the SEC (59 report) every time there is a change in the Company's securities holdings, whether buying/selling/transferring/receiving transfers, within 3 business days as prescribed by the Securities and Exchange Act. Then notify the Company secretary of every change in securities holdings. In this regard, the person having such duties may notify the Chairman of the Board of Directors, Chief Executive Officer, or company secretary 1 business day in advance of such change in securities holdings.

If there is an action that violates the above regulations apart from an individual offense according to the relevant laws and regulations, the Company will take disciplinary action to consider punishment as appropriate, namely a verbal warning, a letter warning, a wage cut, suspension, termination without severance pay, or legal action.

However, the Company has a duty to disclose information about its important operations to the public promptly and thoroughly through the media and methods of the Stock Exchange of Thailand, the Company's information disclosure policy, and other media of the Company to ensure that information can reach shareholders and/or all groups of investors in a timely and equal manner.

3.4 Responsibility to The Company and its Assets

The Company encourages executives and employees to use resources and assets of the Company effectively to increase competitiveness and provide good service to customers. The practice guidelines for executives and employees are defined as follows:

3.4.1 Protection of Company Assets

- (1) Use the Company's assets and resources economically and for maximum benefit.
- (2) Prevent the Company's assets from damage, depreciation, or loss.
- (3) Do not use the Company's assets for personal or others' benefits.

3.4.2 Documentation

- (1) Documents must be prepared with honesty, prudence, and in accordance with the specified standards.
- (2) It is forbidden to forge books, reports, or documents of the Company.

3.4.3 Use of Computers and Information Technology System

- (1) The Computers, information technology system, and information data shall be treated as the property of the Company. Executives and employees should not use computers and information technology for personal benefits.
- (2) Executives and employees are prohibited from disclosing business information, including information that the Company purchased, both in and out of the Company's information system, or copying data onto personal data storage media without permission.
- (3) Executives and employees are prohibited from changing, duplicating, deleting, or destroying the Company's information without permission.
- (4) Executives and employees are prohibited from using illegal software or copying copyrighted software for any reason without permission from the software manufacturer.
- (5) Executives and employees are prohibited from modifying hardware equipment or installing any equipment apart from standard equipment installed by the Company, unless permitted on a case-by-case basis.
- (6) Executives and employees are prohibited from using the Company's e-mail address to forward slanderous messages or messages that are vulgar, obscene, threatening, harassing, or annoying to others.
- (7) Executives and employees should use the internet to seek information and knowledge that are beneficial to work, and must avoid illegal websites or violating good morals.
- (8) Executives and employees should use the information technology system and other communication devices provided by the Company, such as telephones, facsimiles, and mobile phones, conscientiously, responsibly, and mainly taking the benefits of the Company into account.
- (9) Executives and employees are prohibited from having unauthorized access to systems or data.
- (10) The Company or the departments assigned by the Company reserve the right to inspect the use of assets under the Company's information system, as appropriate.

3.4.4 Anti-corruption

Directors, executives, and employees of the Company must not take any action that is a claim or accepting all forms of corruption, either directly or indirectly, for the benefit of oneself, family or acquaintances, or for the benefit of business, and must regularly review compliance with the anti-corruption policy announced by the Company, as well as reviewing guidelines and requirements for operations to comply with business changes, rules, regulations, and legal requirements.

Anti-Corruption Guidelines

1. The Company requires directors, executives, and employees at all levels of the Company to be careful with any form of corruption, as follows:
 - **Giving and accepting bribes**

Do not give or accept any kind of bribe, either by themselves or by assigning others to act on their behalf.
 - **Giving or receiving gifts, entertainment, and other benefits**

Giving or receiving gifts, entertainment, or other benefits from customers, partners, government officials, or other related persons must follow the “Good Corporate Governance Handbook” of the Company.
 - **Charitable donations, public service, and support**

The Company provides charitable donations, public service, and financial support as follows:

 - (1) Be transparent, legal, and not contrary to morals, including not taking any action that will have a detrimental effect on society as a whole.
 - (2) Giving or accepting charitable donations, public service, or sponsorship is not being used as an excuse for bribery.
 - (3) Follow procedures for reviewing and approving charitable donations, public service, or financial support according to The Company’s regulations.
2. The Company is committed to creating and maintaining a corporate culture that adheres to the principle that corruption is unacceptable in both transactions with the public and private sectors.
3. Directors, executives, and employees at all levels of the Company must not neglect or ignore an action that falls within the scope of corruption related to The Company, but must notify the supervisor or person in charge and cooperate in investigating various facts, including providing channels to receive complaints from third parties, in accordance with the regulations set by The Company.
4. The Company must be fair and protect employees who reject corruption or provide clues about corruption related to The Company. The Company will not penalize or give negative consequences to employees who refuse to corrupt, although such action may cause The Company to lose business opportunities.
5. Directors and executives at all levels of the Company must show honesty and be good role models in compliance with the anti-corruption policy. The Human Resource Development Department is responsible for disseminating knowledge, creating understanding, encouraging employees at all levels to seriously adhere to the anti-corruption policy, and enhancing it as part of the corporate culture.
6. This anti-corruption policy covers the personnel management process, namely the recruitment or selection of personnel, promotion, training, and employee performance appraisal. Supervisors at all levels are required to communicate with and understand employees' business activities under their responsibilities and the policy.
7. The Company develops anti-corruption measures in line with relevant laws, including moral principles, by providing a risk assessment for related activities or activities susceptible to corruption. Then use it to prepare a guideline for the practice for those involved.

8. Any actions according to the anti-corruption policy must be the guidelines set forth in “Good Corporate Governance Policy”, including regulations and operating manuals of related companies as well as any other guidelines that The Company will be determine further.

3.5 Stakeholder Engagement

The Company adheres to the principle of treating all groups of stakeholders equally and equitably. Therefore, the Company has set the business ethics for directors, executives, and employees towards all groups of stakeholders, as follows:

3.5.1 Ethics of the Board and Executives

- (1) Directors and executives must comply with the laws, rules, regulations, requirements, and resolutions of the shareholders’ meeting with honesty, integrity, and caution.
- (2) Directors and executives must be good representatives of shareholders in order to create sustainable growth for The Company and consistently provide appropriate returns.
- (3) Directors and executives must manage for the best interest of the Company, perform to the fullest capacity with independence in making decisions, not do anything that significantly conflicts with the interests of the Company, and have no interest in related businesses.
- (4) Directors and executives must not have interests in business dealings with The Company in which they are directors or controlling persons.
- (5) Directors and executives must manage the business by avoiding personal conflicts of interest against the interest of the Company, including
 - Do not look for personal benefit.
 - Do not use The Company’s secrets in the wrong way.
 - Have no interest in contracting with The Company.
- (6) Directors and executives must manage with caution without creating an obligation that may conflict with their duties later.
- (7) Directors and executives must not seek unlawful benefits from their work.
- (8) Directors and executives must perform their duties to the best of their abilities.
- (9) Directors and executives must not be entrepreneurs, major shareholders, or have a family member as a director or shareholder in the business or any trade business with the same nature as The Company which can be a competition or conduct business with The Company in which he or she is a director, whether for personal or others’ benefit.
- (10) Directors and executives must not take any action in a manner that will undermine The Company’s interests.
- (11) Directors and executives must enter into a transaction that is a commercial agreement as a reasonable person would do with a general counterparty under the same circumstances without influence, according to their status.

3.5.2 Ethics towards Employees

The Company is always aware of the importance of human resource development and fair treatment of labor, which are success factors that will increase the value of the business and strengthen its competitiveness and sustainable growth in the future. The Company has set policies and guidelines, as follows:

- (1) Respect the rights of employees according to human rights principles and labor laws.
- (2) Provide a fair employment process and employment conditions, determine compensation, and consider meritorious work under a fair performance evaluation process.
- (3) Promote personnel development by organizing training and seminars, sending personnel to attend seminars and academic training in various fields related to developing knowledge and potential in personnel, and instilling good attitudes among personnel.
- (4) Provide various welfare benefits for employees, as required by law, such as social security, etc., and apart from what is required by law, such as health insurance and accident insurance, including providing various types of assistance to employees.
- (5) Provide annual health check-up services for personnel at all levels of the Company by considering risk factors according to level, age, gender, and working environment.
- (6) Take steps to ensure that employees work safely and have a clean workplace by providing training activities and measures to prevent accidents and strengthen employees' sense of safety.
- (7) Employees are given the opportunity to express their opinions or make complaints about unfair practices or wrongful acts in The Company. Employees who report such matters will be protected.

3.5.3 Ethics on Responsibility to Shareholders

The Company is committed to being responsible and creating the highest satisfaction for the shareholders by taking the sustainable growth of the Company and consistently providing appropriate returns into account. The Company is also committed to transparent operations by using a reliable accounting system. In order to comply with the aforementioned principles, the Company therefore strictly adheres to the following guidelines:

Sustainable Growth of the Company

- (1) Perform duties with honesty and fairness to all shareholders for the overall best interest.
- (2) Manage The Company with knowledge and management skills. Any decision-making will be done with caution and discretion.
- (3) Do not take any action in a manner that may cause conflicts of interest with The Company.

Disclosure

- (1) Report the status and future trends of the Company to shareholders equitably, consistently, and completely according to facts.
- (2) Do not seek benefits for oneself and others by using any internal information of the Company which has not yet been disclosed to the public.
- (3) Do not disclose information or secrets that will lead to the disadvantage of the Company to any person.

3.5.4 Ethics on Customer Relations

The Company is committed to conducting business with the intention of creating, presenting, and managing The Company's products and services to customers with high standards and ethics under the following operating principles:

- (1) Continuously provide and develop products and services to meet the needs of customers and to make them satisfied with the variety of products and good quality services.
- (2) Treat customers fairly in terms of products and services without discrimination and disclosing information about customers known through business operations which is information that normally would be reserved and not disclosed unless it is a disclosure according to the duty required by law.
- (3) Provide accurate information about products and services to help customers make decisions. Do not exaggerate, either in advertising or in other communication channels, causing customers to misunderstand the quality, quantity, or any other condition of goods or services.
- (4) Provide a customer relations system for customers to report problems or improper services so that The Company can solve problems for customers and use such information to improve products and services further. Arrange various activities to strengthen the relationship between customers.
- (5) The Company takes the quality, standards, and efficiency of the products and services of the corporate group into account. Apart from good-quality materials, standardized production, and the development of a service management system, the corporate group also pays attention to occupational health and safety management to provide customers with efficient products and services according to international safety standards and regulations required by law. All these actions are taken to make the customers confident in the quality, standard, and safety of the products and services.

3.5.5 Ethics on Relations with Trading Partners, Competitors and Creditors/Debtors

The Company takes equality and honesty into account in its business operations for mutual benefits with business partners, creditors and debtors by business partners, creditors and debtors of the Company by strictly complying with laws, regulations, and business ethics. In the competitive business, the Company will adhere to the rules of good and fair competition in borrowing money from creditors, repaying, and having good ethics with debtors from debt collection. In order to comply with such principles, the Company has set the following guidelines:

Relationship with Partners

- (1) Comply with contracts, agreements, or conditions towards trading partners. In the event of an inability to do so, negotiations with trading partners must be made in advance in order to jointly find solutions and prevent damage.
- (2) Do not request, accept, or give any benefits that is dishonest with partners.
- (3) Comply with conditions towards The Company's trading partners on the basis of equal and fair compensation for the best benefit of both parties. In the event of an inability to do so, negotiations with trading partners must be made in advance in order to jointly find solutions and prevent damage.

- (4) Organize a system for trading partners to complain about related transactions and provide trading partners with a quick and fair response.

Relationship with Competitors

- (1) Behave in accordance with the framework of good competition rules.
- (2) Do not try to damage the reputation of trade competitors by making slanderous accusations.
- (3) The Company will compete vigorously, fairly, and independently by using competitive offers on the basis of price, product quality, and service.

Relationship with Creditors

- (1) Strictly comply with the conditions towards creditors, including repayment, taking care of collateral, and other conditions. Do not use the funds obtained from the loan in a way that is contrary to the objectives in the agreement made with the lender.
- (2) Report accurate financial information to creditors on a regular basis.
- (3) Advance creditor reports if contractual obligations cannot be fulfilled in order to jointly find solutions to such problems.
- (4) Organize a system for creditors to complain about related transactions and provide them with a quick and fair response.

Relationship with Debtors

- (1) Strictly comply with the contracts, agreements, or conditions towards debtors without discrimination in debt collection. In the event of an inability to do so, negotiations with debtors must be made in advance in order to jointly find solutions and prevent damage by using the principles of good governance.
- (2) Regularly report accurate, complete, and timely overdue debtor information to debtors.
- (3) Obey the laws, regulations, and conditions related to the treatment of the debtors according to the obligations in the contract, notice, compromise agreement, and waiver of debt payment.

3.5.6 Ethics on Community, Social, and Environmental Responsibility

The Company gives importance to the surrounding community and society with the realization that The Company is a part of society that walks towards the development of society and environment for sustainability. Consequently, the Company has continuously carried out activities for the community and society in parallel with business operations under its responsibility to the community and society as a whole, as follows:

- (1) Conduct business by taking the environment into account and strictly complying with applicable environmental laws and regulations. The Company has taken measures to prevent pollution from production by providing wastewater treatment ponds before releasing it outside the factory in order to reduce the generation of garbage or waste and to cooperate in the proper disposal of garbage or waste.
- (2) Provide a clear corporate social responsibility (CSR) policy and adhere to it within the organization.

- (3) Respect the customs, traditions, and cultures of each locality where The Company goes into business.
- (4) Provide guidelines for efficient use of natural resources, materials or equipment, and provide measures to conserve natural resources.
- (5) Respond quickly and efficiently to incidents that affect the environment, community, life, and property, due to the operations of the Company, by fully cooperating with government officials and related agencies.

In addition, the Company has given importance to having safety officers who will give advice, supervise, take responsibility for employees' safety in the workplace, survey and inspect potential risks from machinery, equipment, and the working environment, then offer protection by modifying and improving the environment to meet the standards according to the safety law promulgated by the Ministry of Labor and Social Welfare.

Part 4 Supervision of Compliance with the Corporate Governance and Code of Conduct Manual

The Company prescribes that it is the duty and responsibility of all directors, executives, and employees to acknowledge, understand, and strictly follow the policies set forth in these corporate governance and business ethics handbooks, with no claim to not knowing.

Executives at all levels in the organization must ensure that employees under their chain of command know, understand, and comply with corporate governance and business ethics.

The Company does not allow any action that is illegal or contrary to good ethics. If any director, executive, or employee violates the code of conduct, they will receive strict disciplinary action. If there is an action that is believed to be against the laws, rules, and regulations of the government, the Company will forward the matter to government officials for further action.

The Board of Directors and audit committee require an annual review of the "Business Ethics" manual.

Part 5 Receiving Complaints on Business Ethics

The Company has assigned the Human Resources Department to receive ethical complaints, summarize them, and gather them to present to the executive committee for consideration and further action. Every step of the process, from receiving complaints until collecting, searching, and considering them, the executive committee and related persons will keep them confidential, including the information of the complainants, respondents, complaints, witnesses, etc.

Directors', executives', employees', and all groups of stakeholders' complaints can be sent directly to the "Human Resources Department" through the following channels:

By E-mail : manoch.p@chinhuaay.com

By Fax : 0-2 416-0708

By Post : Human Resources Department

However, if such complaints fall within the scope of fraud, the Human Resources Department must coordinate with the designated management representative to participate in investigating employees together with the agency manager, and present the report to the executive committee and the audit committee for further consideration.

Part 6 Penalties

The Company has set penalties for those who do not comply with the Code of Conduct, as follows:

- 1) Verbal warning (by taking a written record as evidence)
- 2) Written warning
- 3) Suspension from work without pay, not more than 7 days
- 4) Dismissal
- 5) Fired (termination of employment)

The Company will consider the penalty according to the severity of the offense committed, together with the history of conduct and intent of the offender. The Company may penalize under any of the above or many items at the same time without necessarily punishing them in the order mentioned above.

3. Risk Management Policy

1. Introduction

Chin Huay Public Company Limited and its affiliates realize the importance of risk management as part of good corporate governance and the basis for achieving The Company's objectives. The identification and management of risks will help The Company to make better decisions, see opportunities, and mitigate the impact of significant events that may occur on shareholders.

2. Purpose

Risk management policy has the following objectives:

- (1) Define the operational framework for The Company's risk management process to be implemented throughout the organization.
- (2) To ensure that responsibilities for controlling the identified risks are appropriately assigned.

3. Scope

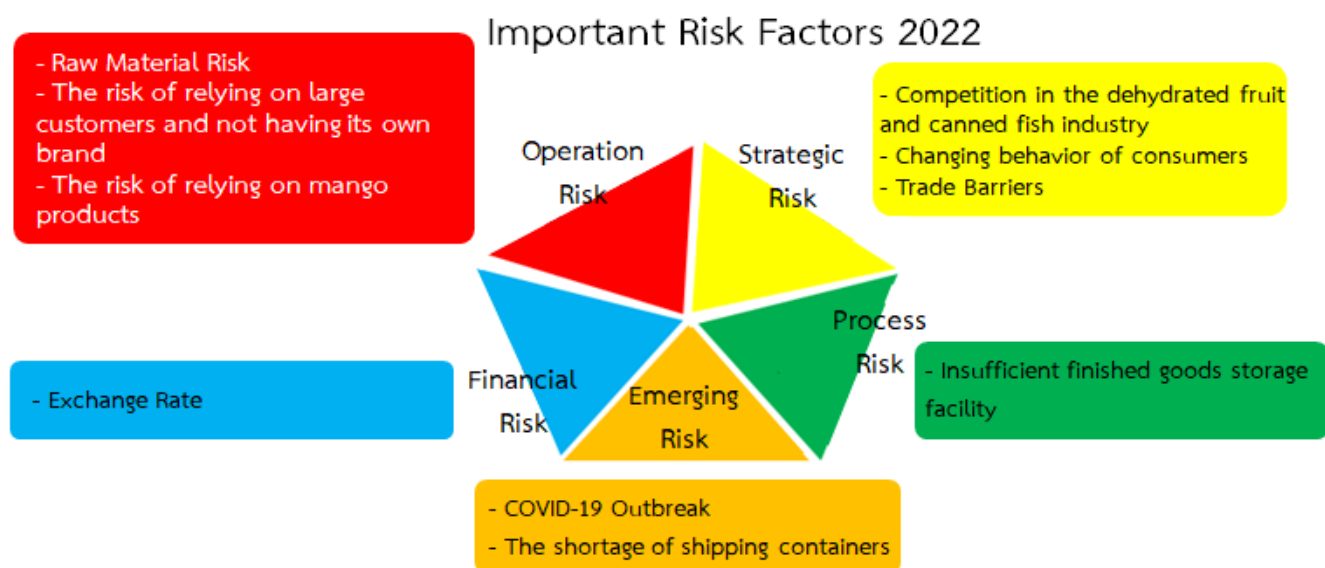
This policy applies to all operations, including all directors, executives, and employees of the Company.

4. Risk Management Policy

4.1 The Company will set up a risk management system and process throughout the organization and its affiliates consistent with its strategy and business goals and according to international standards. The risk assessment covers all 5 risks, as follows:

- 1 **Strategic Risk** -- It is a risk involved at the strategic level, such as in politics, the economy, society, the world situation, consumer trends, market mechanisms, etc.
- 2 **Operation Risk** -- It is a risk involved at the operational level, such as the organization's work system, work process, technology, personnel, information, etc.
- 3 **Financial Risk** -- It is a risk related to finance, such as currency exchange rate, interest rate, budget, liquidity, debt repayment ability, financial credibility, etc.
- 4 **Process Risk** -- It is a risk directly related to the procedure and production process, such as production efficiency, product quality, etc.

- 5 **Emerging Risk** – It is a risk or special event that doesn't often happen in normal conditions but has a significant impact on business operations.



4.2 All executives and employees of the Company own the risks and are responsible for identifying and assessing the risks of the responsible departments as well as setting appropriate measures to manage them. The Company will manage the risks to be at an acceptable level (Risk Appetite) or deviate no more than the acceptable level of the Company (Risk Tolerance).

4.3 All risks affecting the achievement of the Company's objectives must be processed as follows:

- Identify risks in a timely manner
- Assess the likelihood of the risk occurring, and the impact if such an event occurs.
- Manage risks in accordance with the established risk management criteria, taking the involved costs and the benefits that can be obtained from managing such risks into account
- Regularly follow up and review risk management to ensure that Company's risks are properly managed.

4.4 Risks that may affect The Company's business plans and strategies, both high and very high risks, must be reported to the risk management and sustainability committee, audit committee, and the Board of Directors.

5. Risk Governance Structure



6. Policy Review

The risk management and sustainability committee shall review this risk policy annually. Then propose to the audit committee and the Board of Directors for approval if there are any changes.

4. Policy on Investment and Management in Subsidiaries

1. Main Specification

1.1 Definitions in this Policy

- (1) "The Company " means Chin Huay Public Company Limited.
- (2) "Subsidiaries", "associated companies", and "persons who may have conflicts" shall have the same meaning as specified in the SEC's notification No. Kor Jor. 17/2008 on the determination of definitions in the announcements concerning the issuance and offering of securities (including as amended).

- 1.2 This policy is applicable to The Company as an investor holding shares in subsidiaries or associated companies; it is also applicable to subsidiaries and associated companies that have investments in other companies, causing other companies to have the status of subsidiaries and associated companies of indirect companies.

2. Business to be Considered for Investment

2.1 Company in the Scope of Investment Consideration

- (1) Do not operate illegal business or contribute to illegal acts.
- (2) There is a necessary and appropriate evaluation of worthiness or feasibility.
- (3) The Company, subsidiaries, and associated companies must not hold shares back to The Company that is their shareholder in the manner of cross-shareholding, except for necessary reasons; however, it must not be contrary to the law, causing The Company to be disqualified from offering shares to the public.

2.2 Persons with whom The Company may consider joint ventures

- (1) The Company will not jointly invest with “persons who may have conflicts” unless there is a necessity. In this regard, persons who may have conflicts shall jointly invest an amount that does not cause The Company to be disqualified from offering shares to the public.
- (2) The Basic rules that The Company uses to consider selecting persons to jointly invest with are as follows:
 - No illegal acts.
 - Have knowledge, experience, ability, or a wide network of relationships that will help support the business operations of subsidiaries or associated companies.

3. Proportion or Amount of Investment in Subsidiaries or Associated Companies

- 3.1 If it is not inconsistent with any other terms, the Company should directly or indirectly hold shares in the invested company, in the proportion or in a manner that The Company can control or participate in setting policies and managing the business of the invested company, or can receive other benefits The Company needs. The Board of Directors will consider sending a representative of the Company who has qualifications and experience suitable for the business that The Company invested in or is a director of. This representative may be the Chairman of the Board of Directors, chief executive officer, director, senior executive, or any person of the Company who has no conflicts of interest with the businesses of those subsidiaries and associated companies.
- 3.2 In the case of a joint venture with persons who may have conflicts of interest with The Company, they shall not hold more than 10 percent of the voting shares in that company, unless there is a necessity and a clear explanation that it is in the best interest of the Company and the shareholders of the Company .
- 3.3 The investment and shareholding proportion in each business shall be approved by the authorized person in accordance with The Company's approval authority regulations.

4. Any other Financial Assistance to Subsidiaries or Associated Companies

The Company has taken measures to provide financial assistance to only subsidiaries in which The Company holds more than 50 percent of the shares. It must be under the condition that such subsidiaries must not have any connected persons of the Company holding the rest of the shares more than 10%.

- 4.1 For loans to subsidiaries, the interest rate must be charged at the rate used in the market, close to the interest rate offered by the financial institution² set for the best customers, or slightly higher than the cost of borrowing of the Company so that The Company (lender) will not be at a disadvantage, not against the principles of transfer of benefits of the Revenue Department, in order to eliminate doubts about the transfer of benefits, but must not exceed the rate prescribed by law at the time of approving the loan.
- 4.2 The Company can guarantee only for subsidiaries in which it holds shares directly. The guarantee conditions must be reasonable given the debt received by the subsidiaries. However, the guarantee must be in accordance with the shareholding proportion of the Company.

² Calculated from the average rate of 3 major banks, Siam Commercial Bank, Thai Military Bank, and Krungsri Bank which use the “Minimum Loan Rate”

- 4.3 Providing financial assistance in other ways, such as commercial terms that may be used as money attached to related transactions must not exceed the interest rate charged by financial institutions for prime customers, but must not exceed the rate stipulated by laws at the time of approval of such financial assistance.

5. Management in Subsidiaries and Associated Companies

- 5.1 The Board of Directors is responsible for monitoring and supervising the management and operations of subsidiaries and/or associated companies to be in accordance with the policy set by The Company, laws related to business operations, the Securities and Exchange Act B.E. 1992 ("Securities Act"), the announcement of the Capital Market Supervisory Board, and the requirements of the Stock Exchange of Thailand ("SET"), mutatis mutandis, to the extent that it is not contrary to or inconsistent with other laws.
- 5.2 The Company should send representatives to be directors on the Board of Directors of the subsidiaries or associated companies. The number of representatives must be in accordance with the shareholding proportion of the Company and/or the agreement between the shareholders on managing the subsidiaries or associated companies.
- 5.3 Nomination and voting rights to appoint any persons for being directors in subsidiaries and associated companies must be approved by the Board of Directors, including clearly specifying the scope of authority, duties, and responsibilities of those appointed. The appointed persons are responsible for operating for the best interests of its subsidiaries and associated companies (not only for The Company). In the case of having to vote on important matters at the same level as The Company, it must be approved by the Board of Directors first, unless there are restrictions in accordance with other laws, conditions of a joint venture with the government sector, or any other case according to the Securities Act, the announcement of the Capital Market Supervisory Board, or regulations of the Stock Exchange of Thailand. In this regard, the above appointed or nominated directors and executives of subsidiaries and/or associated companies must be persons with qualifications as stipulated in the relevant laws, as well as having no untrustworthy characteristics according to the announcement of the Securities and Exchange Commission ("SEC") concerning the determination of untrustworthy characteristics of company directors and executives, and must be persons listed in The Company's director and executive database issuing securities as well.
- 5.4 Directors authorized to sign to bind subsidiaries must always have representatives of the Company co-signed with.
/ Affiliated companies should always have representatives of the Company co-signed with.
- 5.5 Representatives of the Company should have the right to participate in the consideration and selection of senior executives or any persons responsible for accounting and finance, and need to supervise the storage of information and accounting records of subsidiaries, allowing The Company to audit and gather information to prepare the consolidated financial statements on time.
- 5.6 The Board of Directors is responsible for ensuring that subsidiaries and/or associated companies have an internal control system, a risk management system, and an anti-corruption system, including establishing measures that are efficient and concise enough to ensure that the operations of subsidiaries and/or associated companies will be in accordance with the plans, budgets, and policies of the Company, laws, notices on good corporate governance

of listed companies, announcements, and relevant regulations of the Capital Market Supervisory Board, the SEC, and the Stock Exchange of Thailand. In addition, the Board of Directors is also responsible for monitoring the directors and executives of subsidiaries and/or associated companies to ensure they perform their duties and responsibilities as required by law.

- 5.7 The Board of Directors is responsible for monitoring the subsidiaries and/or associated companies to ensure they disclose important information to the SET, the SEC, and general investors, such as information about financial position, operating results, connected transactions, transactions that may have conflicts of interest for subsidiaries and/or associated companies, significant acquisitions or dispositions of assets, and any other important transactions that are not normal business transactions for subsidiaries and/or associated companies, etc. However, the disclosure of such information must provide sufficient, complete, timely, and correct information, within the time defined by The Company, in accordance with the criteria of relevant agencies.
- 5.8 In case the subsidiaries agree to enter into connected transactions, transactions relating to the acquisitions or dispositions of the subsidiaries' assets, or material transactions in accordance with the rules set forth in the notification of the Capital Market Supervisory Board and/or the announcement of the Stock Exchange of Thailand (depending on the case), the Company and its subsidiaries will comply with the such rules and procedures specified in the announcement after becoming a listed company.

In the event that such type of transaction requires approval from the Board of Directors' meeting and/or the shareholders' meeting of the Company according to the announcement of the Capital Market Supervisory Board and/or the announcement of the SET Board of Governors and/or related laws, the Company and its subsidiaries shall consider the size of the transaction compared to the consolidated financial statements of the Company.

- 5.9 Transactions or actions which have a significant effect on the financial position and operating results of subsidiaries and associated companies, which are supposed to be approved by the Board of Directors of the Company or the shareholders' meeting (as the case may be), the Company's directors are responsible for organizing the Board of Directors' meeting and/or The Company's shareholders' meeting. (depending on the case) in order to consider and approve such matters before the subsidiaries and associated companies hold their own meetings of the Board of Directors and/or shareholders (depending on the case); to consider and approve before making transactions or taking action in such matters, in which case The Company shall disclose information and comply with the rules, conditions, procedures, and methods related to such matters, in accordance with the Public Limited Companies Act B.E. 1992 ("Public Company Act"), Civil and Commercial Code, Securities Act, and relevant laws, as well as announcements, regulations, and guidelines of the Capital Market Supervisory Board, the SEC, and the Stock Exchange of Thailand, mutatis mutandis, completely, and accurately.

6. Investment Approval and Evaluation Procedures

6.1 Investment Approval Process

Approval of investment in the purchase of shares should include an evaluation of the worthiness or feasibility of the investment. If necessary, an independent specialist advisor may also be offered to provide investment worthiness assessment services. The scope and detail of such an assessment will be considered by the

management through considering suitability for such investment projects before proposing them to the Board of Directors or shareholders for approval (depending on the case), in accordance with the scope of approval authority of the Company.

6.2 Investment Evaluation

(1) The Company's management must follow up on the operating results of subsidiaries and associated companies on a monthly basis, summarize them as a quarterly report, propose them to the audit committee for opinions, and present them to the Board of Directors within 45 days from the end of each quarter and within 2 months from the end of each year.

(2) The Company's management must coordinate with the management of subsidiaries or associated companies in facilitating the audit committee of the Company in business visit or inquiry about operations at least once a year.

6.3 Verification of Compliance with this Policy

(1) The Company's management must assign internal auditors or the internal audit department to check compliance with this policy. However, in the case of subsidiaries or associated companies, the Company's management must coordinate with company representatives in that company to deliver enough documents for internal auditors or the internal audit department to inspect.

(2) Have the internal auditor or the internal audit department of the Company to submit the audit report to the audit committee within 45 days from the end of each quarter and within 2 months from the end of each year in order for them to report and give opinions to the Board of Directors' meeting.

5. Anti-Corruption Policy

Directors, executives, and employees of the Company must not solicit, perform, or accept corruption in any form, both directly and indirectly, for the benefit of the organization, yourself, family, friends, acquaintances, or all businesses in all countries and all related departments of the Company. Directors, executives, and employees must review compliance with this anti-corruption policy regularly, as well as guidelines and operational requirements to comply with business changes, rules, regulations, and legal requirements. However, if there is a violation of any action that is supportive of or cooperates with corruption, there will be a punishment according to The Company's regulations.

1. Responsibilities

1. The Board of Directors is responsible for formulating and approving the anti-corruption policy and supervising to ensure that there is an effective system that supports anti-corruption and that the management recognizes the importance of implementing it until it becomes part of the corporate culture.
2. The audit committee is responsible for reviewing The Company to ensure that there are adequate internal controls and operations in accordance with the anti-corruption policy.
3. The chief executive officer, executive committee, and executives are responsible for setting up a system to promote, support, and supervise to ensure that all employees and related parties are complying with the anti-corruption policy, including reviewing the appropriateness of the system and measures according to changes in business, regulations, and legal requirements.

4. The internal audit department or assigned department is responsible for inspecting and reviewing the operations to ensure that they are in accordance with the policies, guidelines, regulations, and related laws and that there is an appropriate and adequate internal control system against potential corruption risks, then reporting them to the audit committee.
5. Directors, executives and employees of the Company have duties to comply with the anti-corruption policy, whether directly or indirectly.
6. The subsidiaries and associated companies that The Company has control over must agree to comply with The Company's anti-corruption policy.
7. The risk management working group is responsible for developing a risk assessment system, assigning units within the organization to assess corruption risks, gathering corruption risk control measures that the units have considered to be summarized, and presented the assessment results to the risk management and sustainability committee, as well as reviewing existing corruption management measures to ensure they are suitable for the changing circumstances.
8. The human resource management unit has a duty and responsibility to disseminate knowledge and encourage employees at all levels to adhere to the anti-corruption policy and be part of the organizational culture. No employees will be demoted/relegated/punished/negatively affected by their refusal to commit corruption, although such actions will result in The Company losing business opportunities. The human resource management unit will determine penalties for those who violate or fail to comply with the anti-corruption policy, as appropriate.
9. All employees, other individuals, or legal entities who act on behalf of the Company or persons employed under a temporary contract are obligated to strictly adhere to this policy by applying the principles of the anti-corruption policy as a guideline for operations throughout the organization.

2. Scope and Guidelines

1. The Company requires directors, executives, and employees at all levels of the Company to be careful with any form of corruption, as follows:

Giving and Accepting Bribes

- Do not give or accept any kind of bribe, either by themselves or by assigning others to act on their behalf.

Giving or Receiving Gifts, Entertainment, and other Benefits

- Giving or receiving gifts, entertainment, or other benefits from customers, partners, government officials, or other related persons must follow "Good Corporate Governance Handbook" of the Company .

Charitable Contribution, Public Service, Political Party Donation, or Support for Political Activities and Political Party Funding

It must be in accordance with the following intentions:

- (1) Transparent, legal, and not contrary to morals, including not taking any action causing negative effect to society as a whole.
 - (2) Giving or accepting charitable donations, public service, or funding that is not being used for allegations of bribery.
 - (3) Follow the process of reviewing and approving funding or charitable contributions for the public benefit according to The Company's regulations.
2. The Company is committed to creating and maintaining a corporate culture that believes corruption is unacceptable in both transactions with the public and private sectors.

3. Directors, executives, and employees at all levels of the Company must not neglect or ignore the corruption related to the Company, but must notify supervisors or responsible persons for acknowledgment, cooperate in investigating facts, and provide channels for receiving complaints from outsiders and persons within the Company, in accordance with the regulations set by the Company.
4. The Company must be fair and protect employees who reject or report corruption related to the Company. The Company will treat the notification as confidential. There is no need to disclose the identity of the complainants/whistleblowers; employees who reject corruption are not fired, dismissed, demoted, punished, or given negative consequences, although the actions may result in the Company losing business opportunities.
5. Directors and executives at all levels of the Company must show honesty and be good role models in compliance with the anti-corruption policy. The Human Resources Department is responsible for disseminating knowledge and encouraging employees at all levels to continuously and strictly adhere to the anti-corruption policy and be part of the organizational culture.
6. This anti-corruption policy covers the personnel management process: the recruitment or selection of personnel, promotion, training, evaluation, and employee performance. Supervisors at all levels are required to communicate with employees to use anti-corruption policy in business activities under their responsibilities and to control policy compliance effectively.
7. The Company develops anti-corruption measures in line with relevant laws and moral principles by providing a risk assessment of related activities or activities being at risk of corruption and then using it to prepare a guideline for the practice of those involved.
8. Any actions according to the anti-corruption policy must follow the guidelines set forth in the "Good Corporate Governance Policy".
9. The Company will cooperate with the government sector in requiring every agency that is a party to a contract with the government to disclose income-expense account forms to the National Anti-Corruption Commission (NACC).
10. The policy and practice of this anti-corruption measure are considered part of the work discipline of the Board of Directors, executives, and employees of the Company. If anyone ignores and intends not to comply with the Company's policies and practices, they will be considered a disciplinary act and subject to penalties according to the Company's regulations and they may be punished according to the laws if the actions are against the requirements of the laws.

3. Recommendations on Anti-Corruption Measure

If directors, executives, and employees of the Company have doubts about their own actions whether they are in accordance with the anti-corruption policy or not, please consider before taking action or making a decision on that matter, as follows:

1. Whether or not that action follows the regulations of the government and The Company
2. Whether or not society accepts that action, if it can be disclosed to society or not
3. Whether or not that action is against ethics and brings disgrace to the offenders, others, or the reputation of the Company
4. In case of doubts that may affect the law, ask for advice from the law department in writing. In any other important matters, let them be at the discretion of the management.

4. Risk Assessment

Let the Company assess the risks from transactions of the Company that may have procedures or processes that have risks of corruption by reviewing The Company's anti-corruption risk management policy as deemed necessary as well as

reviewing existing risk management measures to ensure they are appropriate to prevent or reduce the risk to an acceptable level.

5. Internal Control System and Financial Reporting

1. The Company's management is responsible for the preparation of accurate, complete, and timely financial reports in accordance with accepted accounting standards.
2. The Company has set up an internal control system to create reasonable confidence about operational efficiency, reliability of financial reports, and compliance with policies, rules, and regulations, as follows:
 - (1) Prescribe rules, regulations, and operating procedures in clear writing.
 - (2) Determine the authorized person to approve the responsible payment and the amount of money.
 - (3) Accounting records, receiving-paying items, and all types of expenses must have clear evidence documents with approval according to the operational authority and be recorded in a correct, complete, and timely manner in accordance with the criteria set by the Company.
 - (4) The Company must not allow the recording of information that is false, unscrupulous, incomplete, inaccurate, or manipulating the account and must not have an account outside of the financial statements to support or conceal improper payments.
 - (5) Storage data and accounting documents according to the criteria set by the Company and the relevant laws systematically for ease of use. After the expiration of the data retention period, the responsible employees must arrange for destruction in an appropriate manner for each type of information and document.
 - (6) Establish an internal mechanism to monitor and control the financial reporting system in line with accounting standards. Improve the work processes of all departments efficiently to combat corruption and misconduct.
 - (7) Raise awareness and discipline in performing duties with honesty, transparency, and ethics. The directors, executives, and employees at all levels must participate in the prevention and anti-corruption efforts to make the organization transparent without corruption.
 - (8) Encourage subsidiaries/associated companies, agents, brokers, trade partners/contract parties to follow the policy and this practice without involving in corruption.

6. Communication and Training

In order to effectively implement the anti-corruption policies and measures, the Company has set the guidelines as follows:

1. Communication

- (1) Communicate and disseminate the anti-corruption policy/practice to related parties, consisting of directors, executives, company employees, and all relevant stakeholders, either in the Company, subsidiaries, or associated companies.
- (2) Describe penalties for non-compliance with the anti-corruption policies and measures; describe the policy on not demoting positions, penalizing, or giving negative results to directors, executives, and employees who reject corruption, although the actions may result in the Company losing business opportunities.
- (3) Provide public disclosure of information about the Company's anti-corruption policies and measures.

2. Training

- (1) Provide orientation and training on anti-corruption policies and measures for directors, executives, and employees, either in the Company, subsidiaries, or associated companies.
- (2) Encourage directors and executives to participate in educating employees to be good role models in compliance with anti-corruption policies and measures.

However, if you have any questions or suggestions to support the development and upgrade of anti-corruption measures, please inquire or notify the supervisors or the head of the audit department in order to jointly consider and continue to do the right thing.

The Company considers ethics and a code of conduct in this anti-corruption effort as one discipline that all directors, executives, and employees, either in the Company, subsidiaries, or associated companies, must strictly follow. Those who violate or fail to comply with these anti-corruption policies or guidelines will be punished according to the specified regulations of the Company and/or related laws.

7. Compliance and Internal Audit

1. The Board of Directors encourages the management to participate in the Board of Directors' meetings in order to have the opportunity to express opinions or present problematic reports to be considered for solutions efficiently and effectively.
2. The Company requires the internal audit unit or assigned department to monitor and review the appropriateness, adequacy, and effectiveness of anti-corruption measures, make suggestions, and discuss with relevant management ways to improve anti-corruption measures to suit the Company's business. The results of the review are reported to the audit committee and/or the Board of Directors at least once a year.
3. The Company has established a procedure for reporting audit results and reporting on urgent issues as follows:
 - (1) The internal audit unit or assigned department must report audit results and findings to the audit committee and relevant persons.
 - (2) If it is found that there is an urgent issue, the internal audit unit or assigned department must report directly to the chairman of the audit committee and/or chief executive officer immediately.
 - (3) The audit committee will report its findings on the important issues to the board of directors.

8. Consideration of Penalties if there is a violation or non-compliance with the anti-corruption policy

1. If company directors violate or fail to comply with this policy, the Company shall appoint an investigation committee to investigate the facts relating to such actions immediately. The investigation committee shall consist of all independent directors of the Company. If during the investigation, any director who violates or fails to comply with this policy is an independent director, that independent director is prohibited from joining the investigation committee at that time. In conducting an investigation, the investigative committee shall consider based on factual evidence and circumstances, as appropriate in each case, and present a report on the results of the investigation, including the consideration of punishment, for the Board of Directors' further consideration. However, if violating or not complying with such policies is an illegal act, there shall be punishment according to the laws.
2. In the event that directors of affiliates commit an offense or have involvement in wrongdoing and its affiliates do not have independent directors, the chairman of the affiliated company shall also join the investigation committee, unless the chairman is the offender, participates in the commission of an offense, or its affiliates have not appointed a Chairman of the Board of Directors. The Board of Directors shall appoint a director who is not involved in such an offense to act as a member of the investigation committee instead. The investigative committee shall present the results of the investigation and punishment considerations to the Board of Directors of that affiliated company for further consideration.
3. If executives and employees of the Company violate or fail to comply with this policy, they will be subject to disciplinary action. The method of punishment depends on the facts and the surrounding situation. However, if violating or not complying with such policies is an illegal act, there shall be punishment according to the laws.

6. Whistleblowing or Complaint Policy

Chin Huay Public Company Limited realizes the importance of providing channels for whistleblowing and complaints in order to listen to opinions, suggestions, or complaints, both from personnel and outsiders who are affected or at risk of being affected by the Company's business operations or illegal actions, including behaviors that fall within the scope of corruption of the Company's personnel. It is also a surveillance tool for following up on the Company's business operations and a source of information used to improve management.

1. Purpose

Chin Huay Public Company Limited is committed to conducting business with honesty, transparency, morality, and in accordance with good corporate governance principles and anti-corruption policies. Thereby, the Company has established a policy for whistleblowing or complaints to support and be a working channel for directors, executives, employees, and all other groups of stakeholders of the Company. They can report clues and complaints with good faith intentions in the event that actions are seen or suspected to be fraudulent or illegal actions against the rules, regulations, policies, and business ethics of the Company, unequal treatment, or a lack of caution, in order to jointly improve or take further action. In this regard, the information of the whistleblowers will be kept confidential to prevent rights violations.

2. Scope of Whistleblowing or Complaints

The whistleblowers or complainants can report clues or complaints about important matters which may have a significant negative impact on the Company as follows:

- 1) Illegal actions or non-compliance with the policies on corporate governance, business ethics, and anti-corruption
- 2) Violation of regulations and the Company's regulations
- 3) Inaccurate financial reports, Defective internal control system, and Preparation of false financial documents
- 4) Conflicts of Interest

3. Methods for Reporting Clues or Complaints

In order to treat all stakeholders equally and fairly according to the principles of corporate governance, the Company has provided channels for receiving clues or complaints showing that stakeholders are affected or at risk of being affected by the Company's business operations or by the conduct of directors, executives, or employees of the Company about illegal or unethical actions, including behaviors that may imply corruption, unequal treatment, or actions that lack caution. Stakeholders can report clues or complaints about misconduct according to the following methods:

State the name, address, and contact phone number of the whistleblower or complainant clearly, including the name of the offender and the event of the offense that is reliable with witness evidence (if any):

1. By post:

Chairman of the Board of Directors or Chairman of the Audit Committee

Chin Huay Public Company Limited

181, Tha Kham Road, Samae Dam Sub-district, Bang Khun Thian District, Bangkok 10150

2. Email to the Chairman of the Board of Directors and Chairman of the Audit Committee:

Email : chairman@chinhua.com, Website: www.chinhua.com

3. Suggestion/comment/complaint box

Whistleblowing channels are safe channels and allow whistleblowers to confidently access when wanting to inform clues without the risk to informers later or advice on compliance with anti-corruption measures.

The Company will conduct an investigation in accordance with the procedures and record the investigation in writing without disclosing the name of the whistleblowers, including the preparation of confidential complaints, in order to protect the impact that may occur to such whistleblowers.

4. Procedures after Receiving Clues or Complaints

4.1 When receiving clues or complaints, the Company will assign the internal audit department or other appropriate departments to collect relevant facts for screening information received from whistleblowers or complainants. In the event that it is found to be factual, the internal audit department or other assigned departments will present it to the audit committee and the Board of Directors for acknowledgement, order, or setting guidelines for taking action, together with appointing a fact-finding committee for further consideration in the relevant sections.

4.2 After the said facts have been verified, the investigation committee will give advice on how to proceed to the audit committee and the Board of Directors for considering, ordering, and determining guidelines for corrective action and the next penalty.

5. Investigation and Punishment

If information or evidence is reasonable to believe that the accused has committed fraud, corruption, illegal acts, rules, regulations, or the Company's code of conduct, the Company will give the accused the right to be informed of the allegation and to prove themselves by seeking additional information or evidence to show that they are not involved in the alleged offense.

If the accused acts in corruption or in violation of laws, rules, regulations, or the Company's code of conduct, offenders, whether directors, executives, or employees of the Company, are considered to be in violation of the anti-corruption policy, corporate governance policy, or the Company's code of conduct manual and will be subject to disciplinary action according to the regulations set by the Company. If the actions are against the law, offenders will be punished both legally and in disciplinary action according to the Company's regulations.

6. Protection Measures for Whistleblowers or Complainants

In order to protect the rights of complainants who act in good faith, the Company will hide the name, address, or any other information that can identify the complainants and keep that information confidential. Only those who are responsible for investigating complaints can access the information.

In the case of complaints about corruption by directors or executives, the audit committee will protect whistleblowers, witnesses, and persons providing information from trouble, danger, or unrighteousness.

The Company will not take any actions that are unfair to whistleblowers, complainants, or those who cooperate in fact-checking, whether by changing positions, job descriptions, workplaces, suspensions, harassment, interference with operations, termination of employment, etc.

Persons responsible for complaints must keep the information, complaints, and evidence documents of the complainants, including those who provide information, confidential. Do not disclose information to other unrelated parties unless it is required by law.

7. False Whistleblowing or Complaints

If the Company finds that whistleblowing, making complaints, or making any statement was an act of dishonesty with the intention to cause damage to the Company, in the case of employees of the Company, the disciplinary action will be imposed on them according to the Company's regulations. Yet, if the actions of third parties have caused damage to the Company, the Company will consider taking legal action against those persons as well.

7. Environmental Policy and Social Responsibility

Chin Huay Public Company Limited produces dehydrated fruits and canned fish with the intention and determination to continuously improve and preserve the environment to meet the specified standards so that customers, employees, and communities realize that the Company is responsible for and committed to improving environmental management and preventing pollution in all areas of work, as follows:

1. The Company will operate in accordance with the laws, regulations, and environmental announcements strictly.
2. The Company will protect the environment and prevent pollution caused by operations that may affect the environment, including promoting and developing innovations for environmental sustainability.
3. The Company will promote and support environmental activities to create knowledge, understanding, and awareness of the environment for employees.
4. The Company will communicate its environmental policy to personnel at all levels for their acknowledgment and will disclose it to the public.

Corporate Social Responsibility (CSR)

Social Responsibility

The Company realizes the importance of operating a business for sustainable growth under responsibility towards society, environment, and stakeholders, according to corporate social responsibility guidelines specified by the Stock Exchange of Thailand ("SET") which defines 8 principles as follows: (1) Fair Business Operations, (2) Anti-Corruption, (3) Respect for Human Rights, (4) Fair Labor Practices, (5) Responsibility towards Customer, (6) Environmental Stewardship and Social Responsibility, (7) Community or Social Development, and (8) Innovation and Dissemination of Innovation derived from operations that are responsible for society, environment, and stakeholders.

(1) Overview Policy

The Company has set business guidelines with the aim of requiring a return on investment and advancement in business to achieve sustainability in the future. The Company realizes that sustainable business growth is not only based on the benefits

or profits of the Company, it is also necessary to take the return of profits to society and social responsibility into account in order to achieve sustainable business success.

The Company operates with transparency, establishes regulations for various parts of work, and strictly enforces them to create equality at work. In addition, the management system is supervised by the auditor, licensed by the Securities and Exchange Commission, and internal control auditors to ensure efficiency in preventing conflicts of interest, including corruption, and to ensure that The Company recognizes the rights of stakeholders, both set in the laws and in The Company's policy, whether it is the treatment of shareholders, employees, customers, business partners, and communities, etc.

Operations and Reporting

The Company has set policies for its responsibility to society, the environment, and stakeholders, which all the management team and employees will participate in the implementation, in order to achieve the objectives in line with ethical business practices and good corporate governance principles. The details are as follows:

1. Fair Business Operations

- (1) Operate business with honesty, integrity, and social responsibility. Strive to do good deeds for individuals, groups, communities, society, and the environment.
- (2) Operate business with a standard operating system, knowledge, carefulness, sufficient information, and evidence that can be referenced, including strictly complying with relevant laws and regulations.
- (3) Treat customers and business partners fairly. Do not demand or receive any unfair benefits from partners. If any conditions cannot be met, immediately notify partners in advance to jointly find solutions.
- (4) Do not disclose customers' information known from business operations, which is information that normally, would be reserved and not disclosed unless it is a disclosure according to the duty of law.
- (5) Allow customers to make complaints about the incompleteness of products and services.
- (6) Disclose accurate and complete news and information about products and services.
- (7) Comply with the terms and conditions with customers fairly. If the terms and conditions cannot be complied with, the customer must be notified immediately to find a solution together.
- (8) Respect the intellectual property rights of others. The Company has a policy for personnel to comply with laws or requirements related to intellectual property rights, i.e., the use of copyrighted computer programs.
- (9) Promote and instill consciousness among The Company's personnel at all levels to create social responsibility.

2. Anti-Corruption

Directors, executives, and employees of the Company must not take any action that is a claim or accepting all forms of corruption, either directly or indirectly, for the benefit of oneself, family or acquaintances, or for the benefit of business, and must regularly review compliance with the anti-corruption policy announced by The Company, as well as reviewing guidelines and requirements for operations to comply with business changes, rules, regulations, and legal requirements.

Anti-Corruption Guidelines

1. The Company requires directors, executives, and employees at all levels of the Company to be careful with any form of corruption, as follows:
 - **Giving and accepting bribes**

Do not give or accept any kind of bribe, either by themselves or by assigning others to act on their behalf.

- **Giving or receiving gifts, entertainment, and other benefits**

Giving or receiving gifts, entertainment, or other benefits from customers, partners, government officials, or other related persons must follow the “Good Corporate Governance Handbook” of the Company .

- **Charitable donations, public service, and support**

The Company provides charitable donations, public service, and financial support as follows:

- (1) Be transparent, legal, and not contrary to morals, including not taking any action that will have a detrimental effect on society as a whole.
 - (2) Giving or accepting charitable donations, public service, or sponsorship is not being used as an excuse for bribery.
 - (3) Follow procedures for reviewing and approving charitable donations, public service, or financial support according to The Company’s regulations.
2. The Company is committed to creating and maintaining a corporate culture that adheres to the principle that corruption is unacceptable in both transactions with the public and private sectors.
 3. Directors, executives, and employees at all levels of the Company must not neglect or ignore an action that falls within the scope of corruption related to The Company, but must notify the supervisor or person in charge and cooperate in investigating various facts, including providing channels to receive complaints from third parties, in accordance with the regulations set by The Company .
 4. The Company must be fair and protect employees who reject corruption or provide clues about corruption related to The Company . The Company will not penalize or give negative consequences to employees who refuse to corrupt, although such action may cause The Company to lose business opportunities.
 5. Directors and executives at all levels of the Company must show honesty and be good role models in compliance with the anti-corruption policy. The Human Resource Development Department is responsible for disseminating knowledge, creating understanding, encouraging employees at all levels to seriously adhere to the anti-corruption policy, and enhancing it as part of the corporate culture.
 6. This anti-corruption policy covers the personnel management process, namely the recruitment or selection of personnel, promotion, training, and employee performance appraisal. Supervisors at all levels are required to communicate with and understand employees' business activities under their responsibilities and the policy.
 7. The Company develops anti-corruption measures in line with relevant laws, including moral principles, by providing a risk assessment for related activities or activities susceptible to corruption. Then use it to prepare a guideline for the practice for those involved.
 8. Any actions according to the anti-corruption policy must be the guidelines set forth in “Good Corporate Governance Policy”, including regulations and operating manuals of related companies as well as any other guidelines that The Company will be determine further.

3. Respect for Human Rights

The Company has a policy that supports and respects the protection of human rights by treating those involved, whether employees, communities, or society, with respect for human values, equality, and freedom. The Company does not infringe on basic rights and does not discriminate regardless of race, nationality, religion, language, skin color, sex, age, education, physical condition, or social status, including preventing the businesses of the Company from getting involved in human rights violations such as forced labor, child labor, sexual harassment, etc.

Furthermore, the Company also encourages and gives employees, the community, and society the opportunity to participate in expressing opinions or making complaints about violations of one's rights taken by The Company or personnel in The Company that may cause any trouble to the community and society. Complaints can be made by contacting the Human Resources Department or The Company's environmental and safety department. The community relations activities will be organized to communicate about the corporate group's production process and The Company's internal management system if the community has any doubts about the operations of the corporate group.

In order to effectively respect human rights, the Company has created a body of knowledge about human rights and raised awareness among its personnel to comply with human rights principles.

4. Fair Labor Practices

The Company is always aware of the importance of human resource development and fair treatment of labor, which are success factors that will increase the value of the business and strengthen its competitiveness and sustainable growth in the future. The Company has set policies and guidelines, as follows:

- (1) Respect the rights of employees according to human rights principles and labor laws.
- (2) Provide a fair employment process and employment conditions, determine compensation, and consider meritorious work under a fair performance evaluation process.
- (3) Promote personnel development by organizing training and seminars, sending personnel to attend seminars and academic training in various fields related to developing knowledge and potential in personnel, and instilling good attitudes among personnel.
- (4) Provide various welfare benefits for employees, as required by law, such as social security, etc., and apart from what is required by law, such as health insurance and accident insurance, including providing various types of assistance to employees.
- (5) Provide annual health check-up services for personnel at all levels of the Company by considering risk factors according to level, age, gender, and working environment.
- (6) Take steps to ensure that employees work safely and have a clean workplace by providing training activities and measures to prevent accidents and strengthen employees' sense of safety.
- (7) Employees are given the opportunity to express their opinions or make complaints about unfair practices or wrongful acts in The Company. Employees who report such matters will be protected.

5. Responsibility towards Customer

The Company is committed to conducting business with the intention of creating, presenting, and managing The Company's products and services to customers with high standards and ethics under the following operating principles:

- (1) Continuously provide and develop products and services to meet the needs of customers and to make them satisfied with the variety of products and good quality services.
- (2) Treat customers fairly in terms of products and services without discrimination and disclosing information about customers known through business operations which is information that normally would be reserved and not disclosed unless it is a disclosure according to the duty required by law.
- (3) Provide accurate information about products and services to help customers make decisions. Do not exaggerate, either in advertising or in other communication channels, causing customers to misunderstand the quality, quantity, or any other condition of goods or services.
- (4) Provide a customer relations system for customers to report problems or improper services so that The Company can solve problems for customers and use such information to improve products and services further. Arrange various activities to strengthen the relationship between customers.
- (5) The Company takes the quality, standards, and efficiency of the products and services of the corporate group into account. Apart from good-quality materials, standardized production, and the development of a service management system, the corporate group also pays attention to occupational health and safety management to provide customers with efficient products and services according to international safety standards and regulations required by law. All these actions are taken to make the customers confident in the quality, standard, and safety of the products and services.

6. Environmental Stewardship and Social Responsibility

The Company gives importance to the surrounding community and society with the realization that The Company is a part of society that walks towards the development of society and environment for sustainability. Consequently, the Company has continuously carried out activities for the community and society in parallel with business operations under its responsibility to the community and society as a whole, as follows:

- (1) Conduct business by taking the environment into account and strictly complying with applicable environmental laws and regulations. The Company has taken measures to prevent pollution from production by providing wastewater treatment ponds before releasing it outside the factory in order to reduce the generation of garbage or waste and to cooperate in the proper disposal of garbage or waste.
- (2) Provide a clear corporate social responsibility (CSR) policy and adhere to it within the organization.
- (3) Respect the customs, traditions, and cultures of each locality where The Company goes into business.
- (4) Provide guidelines for efficient use of natural resources, materials or equipment, and provide measures to conserve natural resources.
- (5) Respond quickly and efficiently to incidents that affect the environment, community, life, and property, due to the operations of the Company, by fully cooperating with government officials and related agencies.

In addition, the Company has given importance to having safety officers who will give advice, supervise, take responsibility for employees' safety in the workplace, survey and inspect potential risks from machinery, equipment, and the working environment, then offer protection by modifying and improving the environment to meet the standards according to the safety law promulgated by the Ministry of Labor and Social Welfare.

7. Community or Social Development

The Company realizes the importance of social responsibility and participation in community and society development by supporting social assistance activities, improving the quality of people's lives in the community, continuously promoting volunteer work related to community and society development, and instilling awareness of community, social, and environmental responsibility among employees at all levels with the following policies:

- (1) Regularly carry out activities to contribute to the creation of society, community, and the environment so that the community in which The Company is located has a better quality of life, whether they are carried out by The Company or by cooperating with government agencies, the private sector, and the community. Cooperate in various activities with the surrounding communities in which The Company goes to conduct business, as appropriate.
- (2) The Company provides opportunities for communities and stakeholders to participate in giving opinions on various projects that may affect the communities, as well as offering opinions or complaints about The Company's operations.
- (3) The Company cooperates in the implementation of international standards or agreements on various matters that have been prepared to prevent or reduce environmental impacts.
- (4) Encourage The Company's employees to have awareness and responsibility towards the environment and society.

8. Innovation and Dissemination of Innovation

The Company will support innovation both at the level of the work process in the organization and in the collaboration between organizations. This action means doing things in a new way and can also mean a change in thinking and production to add value. The goal of innovation is positive change to make things change for the better, increase productivity, and benefit society.

The dissemination of innovation is a social responsibility by communicating and disseminating them to stakeholders both directly and indirectly through various communication channels to ensure that The Company's news and information can reach The Company's stakeholders thoroughly.

The Company applies the concept of social responsibility and invents business innovations that create benefits and competitiveness for business and society, as follows:

- (1) Explore the various processes of the current businesses to determine whether or not they pose risks or have negative impacts on society and the environment. Then study and find solutions to reduce such impacts, including studying, considering, and analyzing work processes in detail and covering all aspects in order to create opportunities for development and discover business innovations.
- (2) Disclose discovered innovations that are beneficial to society and the environment so as to encourage other businesses and entrepreneurs to follow.
- (3) Analyze solutions to problems and continuously develop innovations to create opportunities to innovate new products and services for growth and sustainable business profitability.

(2) Operations and Reporting

The Company has practiced in accordance with the overall policy of conducting business with social responsibility as follows:

(1) Operation in accordance with the policy

The Company focuses on cultivating employees to understand the goals of the organization and operate with an awareness of social responsibility. The Company has communicated the policy on social responsibility to all employees through The Company's good corporate governance policy, which has been announced for general knowledge so that all employees can follow correctly in the same direction. The Company also encourages employees to attend training for work skills and participate in various activities for the benefit of society and the environment on a regular basis. In this regard, to raise awareness of the participation and social responsibility of the Company's personnel, the Company will consider guidelines for social responsibility that are suitable for business operations, financial status, and performance of the Company to set a budget and form of activities for that year.

(2) Report preparation process

The Company gives importance to the framework of practice, the implementation of social responsibility, and established policies. The Company prepares a report on the implementation of the social responsibility policy annually to be presented to the executives. Such information will be provided in the annual registration statement or the sustainability report to be published annually after being listed on the stock exchange.

8. Dividend Payment Policy

The Board of Directors may consider The Company's annual dividend payment. In this regard, it must be approved by the shareholders' meeting unless it is an interim dividend payment, which the Board of Directors has the authority to approve from time to time when The Company is profitable enough to do so and then report to the shareholders' meeting for acknowledgment at the next meeting.

The Company has a policy to pay dividends at a rate of not less than 40% of net profit (separate financial statements) after deducting all types of reserves as required by law and as specified in The Company's Articles of Association. The Board of Directors will consider the dividend payment by mainly taking the interests of the shareholders into account. The said dividend payment must not significantly affect normal operations. However, such dividend payment may be changed, depending on the performance, financial position, liquidity, business expansion plans, any other necessity or suitability in the future, and other factors related to the management of the Company as the Board of Directors and/or shareholders deem appropriate.

For each company subsidiary, there is no minimum rate for dividend payments. However, the Board of Directors of subsidiaries and/or shareholders of such subsidiaries will consider paying dividends from the annual net profit after deducting income tax from separate financial statements and any money, including all types of reserves as required by law and as specified in The Company's Articles of Association, by considering the suitability of the business environment; for example, considering the investment plan for business expansion, performance, financial position, and the liquidity of that subsidiary, etc.

9. Board of Directors Charter

Chin Huay Public Company Limited (the “Company”) realizes and attaches great importance to corporate governance. In addition, the Board of Directors must strictly perform duties in accordance with the Company’s Articles of Association, the Public Limited Companies Act 1992 (“Public Companies Act”), the laws relating to the Securities and Exchange Act 1992 (“Securities Act”), and other related laws. The Company has established a policy on corporate governance in order to emphasize the roles and responsibilities of the Board of Directors in line with the principles of good corporate governance set by the Stock Exchange of Thailand, as follows:

1. Composition of the Board of Directors

The Board of Directors must have the following components:

- 1.1 The Board of Directors consists of at least 5 directors, with qualifications as required by law, and not less than half of the total number of directors in Thailand.
- 1.2 The structure of the Board of Directors must consist of independent directors, at least one-third of all directors, but not less than 3 persons. Independent directors must have qualifications in accordance with the criteria for qualifications of independent directors as specified in the notification of the Capital Market Supervisory Board No. Tor Jor. 39/2016, on application for and approval of an offer for sale of newly issued shares, or as amended in the future.
- 1.3 The Board of Directors consists of at least 3 members of the audit committee. The audit committee must have qualifications according to Tor Jor. 39/2016. In addition, there is a scope of duties and responsibilities as announced by the Stock Exchange of Thailand.
- 1.4 The Board of Directors will elect one director to be the Chairman of the Board of Directors. In the event that the Board of Directors deems it appropriate, the Board of Directors may elect one or more directors to be the Vice Chairman of the Board of Directors.
- 1.5 The Company has a policy that the Chairman of the Board of Directors should be an independent director and not be the same person as the Chief Executive Officer and not a spouse or son of Chief Executive Officer.

In the event that the Chairman of the Board of Directors and the Chief Executive Officer are not clearly separated from each other. For example, the Chairman of the Board of Directors and the Chief Executive Officer are members of the same family (except being a spouse or child as prohibited in the preceding paragraph), or the Chairman of the Board of Directors is a member of the executive committee or working group or assigned to have administrative responsibilities (including being a director authorized to sign to bind the Company as specified in the Company affidavit). The Board of Directors will promote a balance of power between the Board of Directors and the management by taking action according to one of the following principles:

- 1) Appoint at least one independent director to share opinions with the management on setting the agenda for each Board of Directors meeting, or
- 2) Organize the structure of the Board of Directors consisting of independent directors more than half of all directors.

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- 1.6 The directors do not have to be shareholders of the Company.
- 1.7 A person nominated as a director of the Company must be reviewed and nominated by the nomination and compensation committee.
- 1.8 The shareholders' meeting shall appoint the Company's directors according to the Company's Articles of Association and relevant legal, requirements, criteria, and methods, as follows:
- (1) Each shareholder has 1 vote per share.
 - (2) Each shareholder may exercise his or her vote to elect one or more persons to be the Company's directors. In the case of electing several persons to be directors of the Company, cannot divide the votes among any person in any amount (voting for the election of company directors in the form of Non-Cumulative only).
 - (3) Persons who receive the highest number of votes, in descending order, are elected as directors of the Company in a number that is equal to the number of directors of the Company that should be or will be elected at that time. In the event that the persons elected in descending order have equal votes, exceeding the number of directors of the Company that should be or will be elected at that time, the chairman shall have a casting vote.

2. Qualifications of the Board of Directors

- 2.1 The directors must be knowledgeable, capable, and have beneficial experiences for business operations; have honesty and ethics in business operations; and have enough time to devote knowledge and competence to fully perform duties for the Company.
- 2.2 The directors must have complete qualifications, not have prohibited characteristics as specified in the Public Companies Act and the Securities and Exchange Act, and not have characteristics that indicate a lack of suitability to be entrusted with managing a publicly held business as announced by the Securities and Exchange Commission.
- 2.3 The directors cannot operate a business of the same nature and in competition with the business of the Company or become partners or other juristic directors with the same status and in competition with the business of the Company, whether it is done for their own benefit or for the benefit of others, unless it is notified to the shareholders' meeting prior to the appointment resolution.
- 2.4 The directors must notify the Company right away if there is a stake in a contract made by the Company, whether directly, indirectly, or holding increasing or decreasing shares, debentures in the Company, or affiliated companies.

3. Appointment of Company Directors and Tenure

- 3.1 The election of the Company's directors shall be in accordance with the Company's Articles of Association and related laws. In this regard, there must be transparency and clarity in recruiting the Company's directors by considering their educational background, professional experience, qualifications, and non-prohibited characteristics. The details for consideration must be sufficient to be proposed to the nomination and

remuneration committee for consideration and approval before being proposed to the Board of Directors and shareholders for further consideration.

- 3.2 The Company director has a term of office for 3 years each time (1 year here means the period between the date of the annual general meeting of shareholders of the year in which he was appointed and the date of the next annual general meeting of shareholders). However, the director who retires by rotation may be re-nominated and re-appointed for another term.
- 3.3 At every annual general meeting, at least one-third of the directors shall retire from office. If the number of directors cannot be divided exactly into three parts, then retire by the number closest to one third (1/3). The directors who must retire from office in the first and second years after the registration of the Company shall use lottery methods to determine who will leave (voluntarily); for the following years, the director who has been in office the longest shall retire, while the directors who retire by rotation may be re-elected.
- 3.4 Apart from the mentioned termination of office, the director vacates office when:
 - (1) Death
 - (2) Resign
 - (3) Lack of qualifications or having prohibited characteristics under Public Companies Act and/or Securities Act
 - (4) Removal by a resolution of the shareholders' meeting with a vote of not less than three-fourths (3/4) of the number of shareholders attending the meeting, having the right to vote, and having shares altogether not less than half of the number of shares held by shareholders attending the meeting and having the right to vote.
 - (5) Dismissal by the court order
- 3.5 Any director who wishes to resign from the position must submit a resignation letter to the Company. The resignation shall be effective from the date the resignation letter reaches the Company. A director who resigns may also notify the Registrar of Public Company Limited of his/her resignation.
- 3.6 In the event that a director's position becomes vacant due to reasons other than retirement by rotation, the Board of Directors shall select a qualified person who does not have prohibited characteristics according to the Public Companies Act and the Securities and Exchange Act to be a replacement director at the next Board of Directors' meeting unless the remaining term of such director is less than 2 months. The person who is appointed as a replacement director will be in the position of director only for the remaining term of the director he/she replaces.

4. Duties and Responsibilities of the Board of Directors

- 4.1 Manage The Company in accordance with the laws, objectives, and company regulations, as well as the legitimate resolutions of shareholders' meetings, with honesty and carefulness to protect the interests of the Company.
- 4.2 Organize a shareholders' meeting as an annual general meeting within 4 months from the end of the Company's accounting period. The Company should send a meeting invitation letter, the meeting agenda,

and supporting documents for consideration in advance within a reasonable period of time but not less than the period specified in the Company's articles of association or the regulations of the regulatory agency in effect at that time.

- 4.3 Organize the Board of Directors' meeting for at least 3 months per time but it should not be less than 6 times a year. There should be a full meeting when considering the resolution of a significant topic, obtaining lists or distributing asset lists of the Company and its subsidiaries that have a significant impact on the Company, the important purchase or sales items, the expansion of investment projects, the consideration and approval of connected transactions, the determination of the level of power, and the formulation of financial and risk management policies of the Company .
- 4.4 Provide effective internal control system, internal inspection, and risk management.
- 4.5 Provide reliable accounting system, financial reporting system, and auditing system. Ensure that there is a document storage system that can be verified the accuracy of the information later.
- 4.6 Arrange for quarterly financial statements to be presented to the auditor for review before presenting them to the Board of Directors' meeting. Arrange for accurate financial statements at the end of the accounting period of the Company in order to show the financial position and operating results of the previous year accurately, completely, and in accordance with the generally accepted accounting standards. Then they will be reviewed by the Company's auditor before being presented to the general meeting of shareholders for consideration and approval.
- 4.7 Consider approving the appointment of qualified auditors as required by laws and regulations and approving the annual audit fee to be presented to the annual general meeting of shareholders for consideration and approval.
- 4.8 Set the Company's goals, guidelines, policies, business plans, and budget. Monitor and supervise the administration and management of the management department in accordance with the policies, plans, and budgets set forth.
- 4.9 Review and approve the business expansion plans, the large investment projects, and the joint investments with other entrepreneurs that are proposed by the management department.
- 4.10 Determine and change the names of directors who have authority to bind the Company.
- 4.11 Consider proposing annual dividend payment to shareholders for approval at the annual general meeting of shareholders and consider approving interim dividend payments to shareholders when the Company is profitable enough to do so. After that, report such dividend payment to the shareholders' meeting for acknowledgment in the next shareholders' meeting.
- 4.12 Enforce control policies and corporate governance mechanisms for the investments the Company makes in subsidiaries or associated companies, namely:
 - (1) Perform duties in accordance with the scope of responsibility, which has been specified for the directors who have been approved by the Board of Directors' meeting to become the directors or the executives of the subsidiaries or associated companies in accordance with the shareholding of the Company in those subsidiaries or associated companies.

- (2) Follow up on the operations of the subsidiaries or the associated companies to be in accordance with the plan and budget continuously.
 - (3) Monitor and ensure that subsidiaries accurately disclose information relating to financial position, operating results, related transactions, and acquisition or disposal of assets that are significant to the Company.
 - (4) In the event that the subsidiaries enter into a transaction with a connected person, there is an acquisition or disposition of assets, or the subsidiaries do any other important items, the Board of Directors, especially directors or any other persons approved by the Board of Directors' meeting to be appointed as directors or executives in subsidiaries, is responsible for supervising the subsidiaries to comply with the regulatory mechanism regarding transactions with connected persons, acquisition and disposition of assets, and important items specified by the Company. In this regard, such transactions of subsidiaries shall be considered in the same manner as transactions of the same nature and size that the Company is required to approve by resolution of the Board of Directors' meeting or the Company's shareholders' meeting (depending on the case).
- 4.13 Consider approving the appointment of directors and/or executives in the subsidiaries or associated companies in accordance with the shareholding, including determining the use of control policies and corporate governance mechanisms for the investments the Company makes in subsidiaries or associated companies to show that the Company has a regulatory mechanism as specified in the Tor Jor announcement of the 39/2016 regarding the request and permission to propose new shares (including an amended version).
- 4.14 Consider determining the management structure. Have the power to appoint executive committee, chief executive officer, and other subcommittee as appropriate, such as the audit committee, the nomination and compensation committee, etc. Consider determining the scope of authority as well as the remuneration of the appointed executive committee, chief executive officer, and subcommittees.
- However, the delegation of authority within the specified scope of authority must not be in the nature of delegation that causes the executive director, chief executive officer, and such subcommittees to approve transactions that may have conflicts of interest made with the Company or its subsidiaries (if any), except for approval of transactions in accordance with policies and criteria already considered and approved by the Board of Directors.
- In case the Board of Directors assigns the chief executive officer or other persons acting on behalf of the Board of Directors in any matter. Such assignments must be made in writing or clearly recorded as the resolutions of the Board of Directors in the minutes of the Board of Directors' meetings and clearly specify the scope of authority of the assignee.
- 4.15 The Board of Directors may authorize one or more directors or any other person to perform any act on behalf of the Board of Directors under the supervision of the board, or may authorize such person to have power within a period of time that the board deems appropriate. The Board of Directors may revoke, change or modify such authorization when the board deems appropriate.

The authorization must not be in the form that allows such a person to consider and approve transactions that may cause conflicts of interest with the Company or its subsidiaries (if any), except for the approval of normal business transactions according to general trading conditions or policies and criteria that the Board of Directors has considered and approved under the rules, conditions, and procedures as specified in connected transactions and the acquisition or disposition of important assets according to the announcement of the Capital Market Supervisory Board and/or any other announcements of relevant agencies.

- 4.16 The directors and executives must report to The Company about their own interests or related persons' interests, which are involved in the management of the activities of the Company or its subsidiaries in accordance with the rules, conditions and procedures specified in the notification of the Capital Market Supervisory Board.
- 4.17 The directors, executives, including their spouses or minor children, are prohibited from using insider information of the Company, its subsidiaries, or associated companies, either from the performance of duty or in any other way that has or may have a significant impact on the Company, its subsidiaries, or associated companies, for the benefit of themselves or others, whether directly or indirectly, and regardless of whether they receive a return or not.
- 4.18 The Company directors and executives, including related persons to such directors and executives, are responsible for notifying the Company of relationships and transactions with the Company, its subsidiaries, or associated companies in ways that may cause conflicts of interest and also need to avoid making the aforementioned transactions.
- 4.19 Appoint the Company secretary to assist the Board of Directors in performing various tasks to ensure that the Company's business operations are in accordance with relevant laws, regulations, rules, and guidelines.

5. Board of Directors' Meeting

- 5.1 The Board of Directors will hold a meeting to acknowledge the Company's operating results at least once every three months and no less than 6 times per year. There may be additional meetings on special agendas as necessary. The Board of Directors must attend at least three-fourths of the total number of meetings. In the Board of Directors' meeting, company directors must express their opinions and exercise their discretion independently and should attend every meeting unless there is force majeure, they must notify the secretary of the Board of Directors in advance. The Company must report the number of meetings attended by the Board of Directors in the annual report. For each meeting of the Board of Directors, the secretary of the Board of Directors must deliver meeting invitation letters to all directors to know the date, time, place, and agenda of the meeting by delivering at least 7 days in advance (except in urgent cases for the benefit of the Company, do otherwise as appropriate) and is responsible for collecting meeting documents from directors and management to deliver to the board in advance. Such documents must provide sufficient information for decision-making and independent discretion of the Board of Directors. The secretary of the Board of Directors must record the issues in the meeting to prepare the minutes of the meeting, which must contain complete

content and be completed within 14 days from the date of the meeting to propose to the Chairman of the Board of Directors to sign, and must provide a convenient storage system for searching and keeping secrets.

- 5.2 Directors who have an interest in any matter have no right to vote on that matter.
- 5.3 Voting in the meeting of the Board of Directors shall be based on the opinion of the majority vote. In case of equal votes, the chairman of the meeting shall have an additional vote as a casting vote. However, the opinions of other company directors who did not agree with shall be stated in the minutes of the meeting.
- 5.4 The chairman of the board acts as the chairman of the meeting, responsible for allocating sufficient time for each agenda for directors to freely discuss and express their opinions on important issues by taking the fair interests of shareholders and stakeholders into account.
- 5.5 The Chairman of the Board of Directors and the Chairman of the Executive Committee will oversee and approve the meeting agenda.
- 5.6 At the meeting of the Board of Directors, not less than half of the total number of directors must be present, and there must be at least one independent director to constitute a quorum. In case the Chairman is not present at the meeting or is unable to perform his duty, if the Vice Chairman is present at the meeting, the Vice Chairman shall preside over the meeting; if there is no Vice Chairman or there is one but he is not present at the meeting or unable to perform his duty, the directors present at the meeting shall elect one director to preside over the meeting. The decision of the meeting shall be made by a majority vote.
- 5.7 Voting is based on a majority vote. If there is any objection by the members to the resolution, the objection shall be recorded in the minutes of the meeting.
- 5.8 In considering any matter, directors have the right to request to see or inspect relevant documents or ask the relevant management to attend the meeting to clarify more detailed information.
- 5.9 Each director should attend at least 75% of the total number of meetings that the Board of Directors provided during the year.

6. Reporting of the Board of Directors

The Board of Directors will prepare a performance appraisal report to support the opinions of the Board of Directors in order to report the performance of the past year to the shareholders in the annual report by disclosing at least the following details:

- 6.1 The number of meetings
- 6.2 The number of times each director attending the meeting
- 6.3 Remuneration of the Board of Directors
- 6.4 The performance of duty according to the specified charter

7. Evaluation of the Board of Directors' Performance

An evaluation of the Board of Directors' performance will be held every year. There are two types of assessments: the performance appraisal of individual company directors and the performance appraisal of the entire Board of Directors. The

Board of Directors will prepare a performance appraisal report as supplementary information for the Board of Directors' opinions.

8. Review and Revision of the Charter

The Board of Directors will review this charter annually and revise it as appropriate.

10. Audit Committee Charter

The audit committee serves as a subcommittee of the Board of Director and performs duties as assigned by the Board of Directors by acting independently in accordance with the principles of good corporate governance and international standards to ensure that the management of the business operates efficiently and achieves the specified objectives. The Board of Directors has established the Audit Committee Charter as follows:

1. Composition of the Audit Committee

The audit committee must have the following components:

- 1.1 The Board of Directors appoints the audit committee with the approval of the nomination and compensation committee, which is selected from independent directors. The aforementioned audit committee must consist of at least 3 directors.
- 1.2 The audit committee selects one member of the audit committee to be the Chairman of the audit committee.
- 1.3 The head of the internal audit unit or the assigned staff acts as secretary of the audit committee to assist the audit committee with regards to scheduling meetings, preparing the agenda, delivering meeting documents, and recording meeting minutes.
- 1.4 At least one audit committee member must have sufficient knowledge, understanding, and experience in accounting and/or finances to be able to review the credibility of the financial statements, have knowledge of the reasons for changes in financial reporting, and be a person who can ask questions directly to the point and be able to interpret and evaluate the received responses.

2. Qualifications of the Audit Committee

- 2.1 All audit committee members must be independent directors of the Company.
- 2.2 Not being a director assigned by the Board of Directors to make decisions on the operations of the Company, parent company, subsidiaries, associated companies, same-level subsidiaries, major shareholders, or controlling persons of the Company. Not being a director of the parent company, subsidiaries, or same-level subsidiaries, only those listed companies.
- 2.3 Holding shares by not exceeding one percent of the total number of shares with voting rights of the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company. In this regard, the shares held by related persons of the audit committee shall also be included.

- 2.4 Have sufficient knowledge and experience to be able to perform duties as an audit committee member. In this regard, there must be at least one member of the audit committee with sufficient knowledge and experience to be able to review the credibility of the financial statements.
- 2.5 Not being nor having been an executive director, employee, staff, advisor who receives a regular salary, a controlling person of the Company, parent company, subsidiary company, associated company, same-level subsidiary company, or major shareholder, unless he or she has retired from such a position for not less than two years before the date of filing an application with the SEC or the date of appointment.
- 2.6 Have no relationship by blood or by legal registration as father, mother, spouse, sibling, or child, including spouses of children, executives, major shareholders, controllers, or a person who will be nominated as an executive or controlling person of the Company or its subsidiaries.
- 2.7 Not having nor having had a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder, or controlling person of the Company in a manner that may obstruct the exercise of independent judgment, including not being or having been a significant shareholder or a controlling person of persons having a business relationship with the Company, parent company, subsidiary, associated company, major shareholder, or controlling person of the Company, unless he or she has retired from the aforementioned position for not less than 2 years before the date of appointment.

Business relationship under the first paragraph includes commercial transactions that are normally done for business operations, such as renting real estate, transactions relating to assets or services, giving or receiving financial assistance by accepting or giving loans, guarantees, collateralization of assets, and other similar behaviors causing the Company or the counterparty to have a debt obligation to be paid to the other party from 3% of the net tangible assets of the Company or from 20 million baht or more, whichever is lower. In this regard, the calculation of such indebtedness shall be in accordance with the method for calculating the value of connected transactions under the notification of the Capital Market Supervisory Board on Rules for Connected Transactions, mutatis mutandis. Yet in considering such indebtedness, we shall include debt obligations incurred during the year prior to the date of the business relationship with the same person.
- 2.8 Not being nor having been an auditor of the Company, parent company, subsidiary company, associated company, major shareholder, or controlling person of the Company and not being a significant shareholder, controller, or partner of the audit firm which has auditors of the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling person of the Company unless he or she has retired from such a position for not less than two years prior to the date of filing an application with the SEC or date of appointment.
- 2.9 Not being nor having been a professional service provider, including providing legal or financial advisory services that receive service fees of more than two million baht per year from the Company, parent company, subsidiary company, associated company, major shareholder, or controlling person of the Company and not being a significant shareholder, controller, or partner of that professional service provider as well, unless he or she has retired from such a position for not less than two years prior to the date of filing an application with the SEC or date of appointment.

- 2.10 For the purpose of interpretation according to clause 2.8 and clause 2.9, the term “partner” means a person, assigned by the audit firm or a professional service provider, to sign the audit report or professional service report (as the case may be) on behalf of that juristic person.
- 2.11 In the event that the person appointed by the Company as a member of the audit committee is a person who has or used to have a business relationship or is providing professional services in excess of the value specified in the first paragraph of clause 2.8. or 2.9, the Company shall grant a waiver of the prohibition of having or having had a business relationship or providing professional services in excess of such value only when the Company has provided the opinions of the Board of Directors showing that it has been considered in accordance with Section 89/7 of the Securities and Exchange Act 1992 (including the amendment) that the appointment of such person has no effect on the performance of duties and the giving of independent opinions. The following information is also disclosed in the notice of the shareholders’ meeting in the agenda on the appointment of the audit committee:
- (1) Nature of business relationship or professional service which makes such person unqualified
 - (2) Reasons and necessities for retaining or appointing such person as an audit committee member
 - (3) Opinions of the Board of Directors of the Company on proposing the appointment of such a person as an independent director
- 2.12 Not being a director appointed as a representative of the Company’s directors, major shareholders, or shareholders who are related to major shareholders
- 2.13 Do not operate a business that has the same nature and is in significant competition with the business of the Company or its subsidiaries, or be a partner in a significant partnership, or be an executive director, employee, staff, or consultant who receives a regular salary or holds more than one percent of the total number of shares with voting rights of another company that operates a business that has the same nature and is in significant competition with the business of the Company or its subsidiaries.
- 2.14 Not having any other characteristics that make him or her unable to express independent opinions on the Company’s operations
- 2.15 Have duties in the same manner as specified in the announcement of the Stock Exchange of Thailand, regarding the qualifications and scope of work of the audit committee.
- 2.16 The audit committee must not be a director in more than 5 other listed companies.

3. Appointment of the Audit Committee and Tenure

- 3.1 The members of the audit committee have a term of office of 3 years. If the member of the audit committee vacates office at the expiration of the term, he or she may be re-appointed, but not for more than 3 consecutive terms, unless he or she has been unanimously approved by the nomination and remuneration committee that holding the position beyond the specified term does not jeopardize independence. This must be approved by the Board of Directors’ meeting and/or the Company’s shareholders’ meeting as well.

In the event that the audit committee resigns before the end of their term of office, the audit committee should notify the Company 1 month in advance with reasons for the Board of Directors or the shareholders’ meeting

to consider appointing a qualified person to take the position instead. The Company shall notify the resignation and send a copy of the resignation letter to the Stock Exchange of Thailand for acknowledgment.

- 3.2 In the event that the audit committee vacates office as a group, the retiring audit committee shall continue to perform their duties until the new audit committee takes office.
- 3.3 In the event that the position of the audit committee is vacant due to reasons other than retirement by rotation, the Board of Directors shall appoint a qualified person to be a member of the audit committee within 90 days so that the number of audit committee members is complete as specified by the Board of Directors. The appointed person will be in office only for the remaining term of the audit committee member he/she replaces.
- 3.4 Apart from the mentioned termination of office, the audit committee vacates office when:
 - (1) Death
 - (2) Resign (both resignation from being an audit committee member and being a director of the Company)
 - (3) Lack of qualifications for being an audit committee member, according to these regulations or according to the rules of the Capital Market Supervisory Board and the Stock Exchange of Thailand
 - (4) Removal by a resolution of the Board of Directors with a vote of not less than three-fourths (3/4) of the number of directors attending the meeting and having the right to vote
 - (5) Lack of qualifications for being a company director, having prohibited characteristics under the law on public limited companies, or having characteristics indicating a lack of suitability to be entrusted with managing a publicly held business as announced by the Securities and Exchange Act (and amendments), including relevant announcements of the Securities and Exchange Commission.
 - (6) The shareholders' meeting has passed a resolution to vacate the Company's director position (for the case that the resolution of the shareholders' meeting must consist of votes of not less than three-fourths (3/4) of the number of shareholders attending the meeting, having the right to vote, and having shares altogether not less than half of the number of shares held by shareholders attending the meeting and having the right to vote).
 - (7) The court orders dismissal from the position of company director.

4. Duties and Responsibilities of the Audit Committee

- 4.1 Review the Company and its subsidiaries to ensure accurate financial reports according to the accounting standards required by law. Disclose them adequately by coordinating with the auditor and executives who are responsible for preparing both quarterly and annual financial reports. The audit committee may recommend that the auditor review or examine any necessary and important transactions during the audit of the Company's accounts.
- 4.2 Review the Company and its subsidiaries to ensure that there is a suitable and effective internal control and audit system. Consider the independence of the internal audit department as well as the appointment, transfer, termination of employment, and the performance of the head of the internal audit department or any other department responsible for internal auditing.

- 4.3 Review the Company and its subsidiaries to ensure that they comply with securities and exchange laws, requirements of the Stock Exchange of Thailand, and announcements of the SEC and the Capital Market Supervisory Board, including laws relating to the business of the Company's and its subsidiaries.
- 4.4 Consider, select, and nominate an independent person to act as the auditor of the Company and its subsidiaries and propose the compensation with respect to credibility, resource sufficiency, and the amount of audit work of that audit firm, including the experience of personnel assigned to audit the Company's accounts. Then present to the Board of Directors and attend a meeting with the auditor without the presence of the management department at least once a year.
- 4.5 Consider connected transactions or transactions, which may have conflicts of interest, in accordance with the laws, announcements of the Capital Market Supervisory Board, and regulations of the Stock Exchange of Thailand to ensure that such transactions are reasonable and in the best interests of the Company and its subsidiaries.
- 4.6 Consider the disclosure of accurate and complete information of the Company and its subsidiaries in case there are connected transactions or transactions that may cause conflicts of interest.
- 4.7 Review to ensure that The Company and its subsidiaries have appropriate and effective risk management systems to propose to the Board of Directors.
- 4.8 Review and approve the internal audit charter, annual internal audit plan, and operations of the internal audit department and coordinate with the auditors.
- 4.9 Prepare a report of the audit committee by disclosing in the Company's annual report. The said report must be signed by the chairman of the audit committee and must contain at least the following information:
 - (1) Opinions on the accuracy, completeness and credibility of the financial reports of the Company and its subsidiaries
 - (2) Opinions on the adequacy of the internal control system of the Company and its subsidiaries
 - (3) Opinions on compliance with the laws on securities and exchange, the regulations of the Stock Exchange of Thailand, or laws related to the business of the Company and its subsidiaries
 - (4) Opinions on the suitability of an auditor
 - (5) Opinions on transactions that may have conflicts of interest
 - (6) Opinions on risk management of the Company and its subsidiaries
 - (7) Number of audit committee meetings and the attendance of each member of the Audit Committee
 - (8) Opinions or overall remarks received by the audit committee from the performance of duties in accordance with the Charter
 - (9) Other items that shareholders and general investors should know under the scope of duties and responsibilities assigned by the Board of Directors
 - (10) Transactions that cause conflicts of interest
 - (11) Fraud or abnormality or defect in the internal control system

- Violation of securities and exchange laws, announcements of the Capital Market Supervisory Board, requirements of the Stock Exchange of Thailand or laws related to the business of the Company and its subsidiaries
 - If the Board of Directors or the executives fail to make improvements within the specified time, any member of the audit committee may report such transactions or actions to the Securities and Exchange Commission or the Stock Exchange of Thailand.
- 4.10 Investigate the facts as notified by the auditor about the suspicious circumstances that the director, chief executive officer, or person responsible for the operations of the Company and its subsidiaries has committed an offense as stipulated by the law on securities and exchange. The audit committee shall report the preliminary audit results to the Securities and Exchange Commission and the auditor within 30 days from the date of being notified by the auditor.
- 4.11 Report the performance of the audit committee to the Board of Directors at least 4 times a year. If found or suspected of transactions or actions that may significantly affect the financial position and performance of the Company, the audit committee shall report to the Company's Board of Directors to make improvements within the period of time that the audit committee deems appropriate.
- 4.12 In performing duties within its scope of authority, the audit committee has the power to invite the directors, executives, heads of departments, or employees of the Company and its subsidiaries to exchange opinions, attend the meeting, or submit documents as deemed relevant and necessary.
- 4.13 Consider approving the hiring of consultants or third parties, according to the regulations of the Company's and its subsidiaries, to ask them to give an opinion or advice if necessary. The Company is responsible for the expenses.
- 4.14 Review the Company and its subsidiaries to ensure that they comply with the policy of giving misconduct and corruption information, investigation and protection of whistleblowers, including acknowledgment of complaints and the results of the investigation of the investigation committee.
- 4.15 Scope and evaluate the performance of the audit committee annually.
- 4.16 Review the independence of the auditor and consider receiving other services which are not an auditing from the same audit firm.
- 4.17 Perform any other tasks assigned by the Board of Directors with the approval of the audit committee.
- 4.18 In performing the duties of the audit committee, if you find or suspect transactions or actions that may significantly affect the financial position and performance of the Company and its subsidiaries, please immediately report them so that the Board of Directors can find solutions in time.
- (1) List of conflicts of interest
 - (2) Suspicion or assumption that there may be fraud, something wrong, or significant defects in the internal control system
 - (3) Suspicion that there may be a violation of the laws on securities and exchange, SET requirements, or relevant laws of the Company
 - (4) Any other reports that the Board of Directors should be aware of.

If the audit committee has reported to the Board of Directors about things which have a significant impact on the financial position and operating results and has jointly discussed that improvements must be made, at the set due date, if it is found that such corrective actions have been neglected without reasonable grounds, any member of the audit committee or the audit committee may report them to the Securities and Exchange Commission or the Stock Exchange of Thailand.

5. Audit Committee Meeting

- 5.1 The audit committee must hold meetings at least 4 times a year, depending on the situation and necessity in order to achieve the set objectives.
- 5.2 The audit committee must attend a meeting with the auditor without the presence of the management at least once a year.
- 5.3 The chairman of the audit committee may call a special meeting of the audit committee if it is requested by the audit committee, internal auditors, auditors, or the Chairman of the Board of Directors to consider issues that need to be discussed together.
- 5.4 All audit committee members should attend every audit committee meeting. In the meeting of the audit committee, at least one-half of the total members of the audit committee must be present to constitute a quorum. The chairman of the audit committee shall preside over the meeting. In case the chairman of the audit committee is absent from the meeting or unable to perform duties, the members of the audit committee who attend the meeting shall elect one of the members of the audit committee to act as the chairman of the meeting.
- 5.5 The audit committee should invite the Company's external and internal auditors for a presentation and may invite others who are not members of the audit committee, such as related executives, to attend the meeting, as necessary and appropriate.
- 5.6 The resolution of the meeting of the audit committee will be based on the majority of the audit committee members attending the meeting. In the event of equal votes, the chairman of the audit committee shall have a casting vote. If the audit committee objected to such a resolution, the objection of the audit committee member shall be recorded in the minutes of the meeting.
- 5.7 The secretary of the audit committee prepares an invitation letter for the audit committee meeting. Each meeting has a clearly defined date, time, place, and agenda. The secretary will deliver meeting documents to the audit committee and attendees in advance for a reasonable period of time in order for them to have time to consider various matters or request additional information for consideration.
- 5.8 The name of the persons must be specified in the supporting documents for the meeting. The audit committee members who have interests in the matters under consideration are prohibited from attending the meeting and having no right to vote on that matter.
- 5.9 The secretary of the audit committee takes minutes of the meeting. The minutes of such meetings must be submitted to the audit committee and the Company directors who attended the meeting, as well as forwarded to the auditor to confirm the information and notify what the audit committee is concerned with or paying special

attention to within 7 days after the meeting date so that the Board of Directors will be informed of the activities of the audit committee in a timely manner.

6. Reporting of the Audit Committee

The audit committee has duties and responsibilities to report on the activities of the audit committee or any other duties assigned by the Board of Directors. The audit committee's report is important to the Board of Directors, shareholders, and general investors since it expresses the independent and straightforward opinions of the audit committee and ensures the Board of Directors that the management has managed carefully and taken the equal interests of all shareholders into account.

6.1 Reporting to the Board of Directors

Report performed activities on a regular basis so that the Board of Directors will be aware of the activities of the audit committee.

- (1) Audit Committee Meeting's Minutes which clearly states the opinions of the audit committee on various matters
- (2) Summary of the activity report during the year
- (3) Report on opinions on financial reports, internal audit, and internal audit process
- (4) Any other reports that the Board of Directors should be aware of

6.2 Reporting to Shareholders and General Investors

Report on activities performed during the year according to the duties and responsibilities assigned by the Board of Directors. This report is signed by the chairman of the audit committee and disclosed in the Company's annual report.

7. Evaluation of the Audit Committee's Performance

Evaluation of the Audit Committee's Performance will be held every year. The audit committee will prepare a performance appraisal report as a supplement to the opinions of the audit committee and report it to the shareholders in the Company's annual report.

8. Review and Revision of the Charter

The audit committee will review this charter annually and suggest amendments as deemed appropriate for the Board of Directors to consider and approve.

11. Risk Management and Sustainability Committee Charter

The Board of Directors of Chin Huay Public Company Limited (the "Company") has appointed the risk management and sustainability committee to formulate a risk management policy to cover the entire organization and oversee the establishment of a risk management system or process to appropriately reduce the impact on the Company's business. The compositions, scope of authority, duties, and responsibilities have been specified so that the risk management and sustainability committee can perform its duties effectively as assigned by the Board of Directors.

1. Composition of the Risk Management and Sustainability Committee

The risk management and sustainability committee must have the following components:

- 1.1 The Board of Directors has appointed the risk management and sustainability committee. There are at least 3 members of the risk management and sustainability committee, consisting of at least 1 executive director, at least 1 independent director, and another person.
- 1.2 The risk management and sustainability committee select one member of the risk management and sustainability committee to be the chairman of the risk management and sustainability committee.
- 1.3 The risk management and sustainability committee will consider selecting company employees to act as secretary of the risk management and sustainability committee to assist the committee's operations with meeting appointments, preparing the agenda, delivering meeting documents, and recording meeting minutes.

2. Qualifications of the Risk Management and Sustainability Committee

- 2.1 The members of the risk management and sustainability committee must not be the Chairman of the Board of Directors.
- 2.2 The members of the risk management and sustainability committee must be knowledgeable, understand the Company's business, have specific expertise that is an important factor for the Company's business operations, and be able to devote time to performing duties in order for the committee to achieve the set objectives.

3. Appointment of the Risk management and sustainability committee and Sustainability and Tenure

- 3.1 The Board of Directors has appointed the risk management and sustainability committee. The term of office of the risk management and sustainability committee is 3 years. If the risk management and sustainability committee vacates office at the expiration of the term, it may be re-appointed.
- 3.2 Apart from the mentioned termination of office, the risk management and sustainability committee vacates office when:
 - (1) Death
 - (2) Resign
 - (3) Lack of qualifications for being a member of the risk management and sustainability committee.
- 3.3 In the event that the risk management and sustainability committee vacates office as a group, the outgoing risk management and sustainability committee shall continue to perform their duties until a new risk management and sustainability committee team takes office.
- 3.4 In the event that the position of the risk management and sustainability committee becomes vacant due to reasons other than retirement by rotation, the Board of Directors shall appoint a qualified person to be a member of the committee within 3 months so that the number of members can be reached as specified by the Board of Directors. The person appointed as a member of the risk management and sustainability committee shall be in office only for the remaining term of the member of the risk management and sustainability committee he/she replaces.

4. Duties and Responsibilities of the Risk management and sustainability committee

- 4.1 Define and review the risk management framework, risk management charter, policies, and management processes. Also, recommend various risk management guidelines related to the business of the Company appropriately, efficiently, and in line with the strategic direction of the business plans and changing circumstances.
- 4.2 Support and develop tools and risk management at all levels throughout the organization, continuously and efficiently.
- 4.3 Supervise, monitor, review, and give advice on important risk management plans and reports to ensure that risk management is efficient and appropriate at an acceptable level in line with the risk management policy.
- 4.4 Report important risk management results to the audit committee for acknowledgment. In the event that there may be factors or important events significantly affecting the Company, they must be reported to the Board of Directors for consideration as soon as possible.
- 4.5 Responsible for any other tasks assigned by the Board of Directors. The risk management and sustainability committee may seek opinions from independent consultants when deemed necessary and appropriate. The expenses are borne by the Company.

5. Risk management and sustainability committee's Meeting

- 5.1 The risk management and sustainability committee should hold a meeting at least twice a year, depending on the situation and necessity, in order to achieve the set objectives.
- 5.2 The chairman of the risk management and sustainability committee or the risk management and sustainability committee members assigned by the chairman of the risk management and sustainability committee shall determine the date, time, and place of the risk management and sustainability committee meeting. The place of the meeting may be specified other than the area where the Company's head office is located or nearby provinces. If the chairman of the risk management and sustainability committee or the assigned members of the risk management and sustainability committee do not specify the meeting place, the location of the Company's head office shall be used as the meeting place.

In convening a meeting of the risk management and sustainability committee, the chairman of the committee or the assigned person shall send a meeting notice or deliver it directly to the member of the risk management and sustainability committee, together with specifying the date, time, place, and business of the meeting, at least 7 days prior to the meeting date. Except in cases of urgent necessity, to protect the rights or benefits of the Company, the appointment of the meeting may be notified by other means or the date of the meeting may be set earlier.

- 5.3 The chairman of the risk management and sustainability committee may call a special meeting of the risk management and sustainability committee if it is requested by the committee or the Chairman of the Board of Directors to consider the agenda that needs to be discussed together.

- 5.4 All members of risk management and sustainability committee should attend every risk management and sustainability committee meeting. At the meeting of the risk management and sustainability committee, at least half of the total number of members must be present for there to be a quorum.
- 5.5 The chairman of the risk management and sustainability committee shall preside over the meeting. In case the chairman of the risk management and sustainability committee is absent from the meeting or unable to perform duties, the members of the risk management and sustainability committee who attend the meeting shall elect one of the members of the risk management and sustainability committee to act as the chairman of the meeting.
- 5.6 The risk management and sustainability committee may invite the executives of the Company or those involved to attend the meeting to request clarification on related matters.
- 5.7 The resolution of the meeting of the risk management and sustainability committee shall be based on the majority of votes cast by the risk management and sustainability committee members attending the meeting. In the event of equal votes, the chairman of the risk management and sustainability committee shall have a casting vote. If any member of the risk management and sustainability committee opposes such a resolution, the objection of that member shall be recorded in the minutes of the meeting.
- 5.8 The secretary of the risk management and sustainability committee prepares an invitation letter to the meeting of the risk management and sustainability committee. Each meeting has a clearly specified date, time, place, and agenda. The secretary will deliver meeting documents to the risk management and sustainability committee and attendees in advance for a reasonable period of time in order for them to have time to consider various matters or request additional information for consideration.
- 5.9 The secretary of the risk management and sustainability committee takes minutes of the meeting. The minutes of such meetings must be submitted to the risk management and sustainability committee, audit committee, and the Board of Directors, as well as forwarded to the auditor to confirm the information and notify what the risk management and sustainability committee is concerned with or paying special attention to within 7 days after the meeting date so that the audit committee and the Board of Directors will be informed of the activities of the risk management and sustainability committee in a timely manner.

6. Reporting of the Risk management and sustainability committee

- 6.1 The risk management and sustainability committee reports to the audit committee meeting results, issues that need to be corrected, or any other matters that the audit committee should be aware of at the next meeting of the audit committee.
- 6.2 The chairman of the risk management and sustainability committee shall report to the shareholders on the activities that have been done during the year according to the duties and responsibilities assigned by the Board of Directors. This report is signed by the chairman of the risk management and sustainability committee and disclosed in the Company's annual report.

7. Evaluation of the Risk management and sustainability committee's Performance

The risk management and sustainability committee must evaluate its performance annually, report problems and obstacles that cause the operations to fail to achieve the objectives (if any) for the Board of Directors to acknowledge, and summarize the results of operations in the Company's annual report.

8. Review and Revision of the Charter

The risk management and sustainability committee will review this charter annually and suggest amendments as deemed appropriate for the Board of Directors to consider and approve.

12. Nomination and Remuneration Committee Charter

The nomination and remuneration committee is responsible for determining the criteria and process for recruiting qualified persons to be appointed as directors and top executives of Chin Huay Public Company Limited ("The Company"), as well as selecting company directors to serve as members of subcommittees, including considering forms and criteria of remuneration payment and conducting the selection process, according to the recruitment process that has been established, to present to the Board of Directors or the shareholders' meeting for approval as required by law.

1. Composition and Nomination of the Nomination and Remuneration Committee

- 1.1 The nomination and remuneration committee is appointed by the Board of Directors. There are at least 3 members of nomination and remuneration committee, including at least 1 director who is an executive of the Company.
- 1.2 The nomination and remuneration committee has a term of office for 3 years each time. The members of the nomination and remuneration committee who retired by rotation may be re-appointed by the Board of Directors.
- 1.3 In the event that the position of the nomination and remuneration committee is vacant for reasons other than the expiration of the term under Clause 1.2, namely termination of being a director of the Company, resignation or removal, the Board of Directors shall appoint a qualified person to be a member in order for the nomination and remuneration committee to have the full number as specified by the Board of Directors in this charter. That person will be in office only for the remaining term of the member he/she replaces.
- 1.4 The nomination and remuneration committee can appoint one employee of the Company to be a secretary of the nomination and remuneration committee to assist the committee's operations with meeting appointments, preparing an agenda, delivering meeting documents, and recording the minutes of the meeting. The nomination and remuneration committee has the authority to determine the remuneration (meeting allowance) for the secretary of the nomination and remuneration committee as it deems appropriate.

- 1.5 In case the Board of Directors has appointed any person to be an advisor to the nomination and remuneration committee, the advisor's information should be disclosed in the annual report, including independence or no conflicts of interest.

2. Qualifications of the Nomination and Remuneration Committee

- 2.1 The nomination and remuneration committee must not be the Chairman of the Board of Directors.
- 2.2 The nomination and remuneration committee must be knowledgeable, capable, and have beneficial experiences for business operations; have honesty and ethics in business operations; and have enough time to devote knowledge and competence to fully perform duties for the Company.

3. Appointment of the Nomination and Remuneration Committee and Tenure

- 3.1 The Board of Directors appoints the nomination and remuneration committee with a term of office of 3 years each time, according to the term of office of the Company's directors (in the event that a member of the nomination and remuneration committee is a director of the Company). The member of the nomination and remuneration committee who retired by rotation may be re-nominated and re-appointed for another position. In the event that a member of the nomination and remuneration committee is an outsider, he or she will have a term of office of 3 years each time. When vacating office by rotation, he or she may be re-appointed as a member of the nomination and remuneration committee.
- 3.2 The nomination and remuneration committee will retire from the position when:
 - (1) Death
 - (2) Resign
 - (3) Lack of qualifications for being a member of the nomination and remuneration committee
- 3.3 In the event that the nomination and remuneration committee vacates office as a group, the retiring ones shall continue to perform their duties until a new nomination and remuneration committee takes office.
- 3.4 In the event that the position of the nomination and remuneration committee is vacant, resulting in the number of members of the nomination and remuneration committee being less than 3 people, the Board of Directors will select a person who is qualified in accordance with the composition to become a director instead in order to have the full amount immediately or at the latest within 3 months from the date that the number of members of the nomination and remuneration committee is insufficient to ensure continuity in performing the duties of the nomination and remuneration committee. That person will be in office only for the remaining term of the member he/she replaces.

4. Duties and Responsibilities of the Nomination and Remuneration Committee

- 4.1 Nomination
 - (1) Determine policies, criteria, and methods for recruiting suitable persons to take the positions of directors, subcommittees, and chief executive officer to suit the nature and business operations of the organization by defining needed qualifications and expertise in each field.

- (2) Nominate directors, subcommittees, and the chief executive officer when it is time to nominate them to the Board of Directors for consideration. The nomination may come from the former director to continue to hold the position, or it may be open for nomination from shareholders, or ask outside companies to help recruit, or consider a person from a chartered director, or allow each director to nominate an appropriate person, etc.
- (3) Consider the list of nominated persons and select the qualified persons according to the specified qualification criteria.
- (4) Verify that the nominated persons meet the legal and regulatory requirements of the relevant authorities.
- (5) Proceed to approach the person who has the qualifications according to the eligibility criteria to ensure that such person is willing to take the position of director of the Company, if appointed by the shareholders.
- (6) Nominate names to the Board of Directors for consideration and inclusion in the notice of the shareholders' meeting for the shareholders' meeting to consider and appoint.
- (7) Consider criteria and methods for recruiting and appointing senior executives together with the chief executive officer.
- (8) Consider the structure, size, and composition and determine the qualifications of the Board of Directors and subcommittees to be appropriate with the Company's strategy and changing situations.
- (9) Oversee the preparation of a succession plan in order to prepare for the succession of the chief executive officer and chief executive. In the event that the chief executive officer or chief executive retire, resign or is unable to perform their duties, in order for the Company's management to continue effectively. The nomination and compensation committee will periodically report the performance under the succession plan to the Board of Directors at least once a year, including supervising the management and development of personnel to have the appropriate number, knowledge, skills, experience, and motivation.
- (10) Review the criteria and methods for recruiting directors to propose to the Board of Directors before the nomination of directors.
- (11) Consider the independence of each independent director to ensure that the Company's independent directors are fully qualified.
- (12) In the event that the nomination and compensation committee nominates directors whose terms have expired to be re-elected, the nomination and compensation committee will consider the performance of such director and should present results of duties, contributions, including history of attending the Board of Directors' meetings and shareholders' meetings for shareholders to take into consideration as well.
- (13) Consider forms and prepare development plans for company directors, subcommittees, and chief executive officer to develop the knowledge of both current and new personnel to understand the Company's business, roles and important developments, such as economic and industry conditions, rules or laws related to the business of the Company, etc.

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- (14) Take other actions as assigned by the Board of Directors with the approval of the nomination and compensation committee.

4.2 Compensation

- (1) Consider the remuneration criteria for directors and senior executives to ensure appropriateness by reviewing the appropriateness of the current criteria, comparing it with compensation information of other companies that are in the same industry as the Company, and determining appropriate criteria in order to get the results expected to be fair and as a reward to the person who helped the Company's work.
- (2) Review all forms of compensation, such as fixed remuneration, compensation based on performance, and meeting allowance, by giving importance to the practices used by the same industry, the performance and size of the Company's business, and the responsibility, knowledge, competence, and experience of the directors and high-ranking executives required by the Company.
- (3) Consider the performance appraisal criteria for the chief executive officer and senior executives as assigned by the Board of Directors.
- (4) Determine annual remuneration for the Company directors, chief executive officer, and senior executives according to the considered payment criteria. Then present to the Board of Directors for approval of the remuneration of the chief executive officer and senior executives. As for the remuneration of the Company's directors, the Board of Directors shall propose to the shareholders' meeting for approval.
- (5) Consider suitability and give approval under the principles of fairness to shareholders in the case of offering new securities to the directors and employees. Also, incentivize the directors and employees to perform their duties in order to create long-term added value for shareholders and to retain quality personnel.
- (6) Prepare policies and criteria for evaluating the performance of the Board of Directors, audit committee, and chief executive officer so as to consider the annual return and present to the Board of Directors for approval.
- (7) Disclose policies and criteria of determining remuneration and other benefits. Then prepare a report on such determination in the Company's annual report.
- (8) Perform other actions as assigned by the Board of Directors with the approval of the nomination and compensation committee. The nomination and compensation committee is responsible for reviewing and proposing to the Board of Directors to consider amending the scope of duties and responsibilities of the nomination and compensation committee to be in line with the situation.

5. Nomination and Remuneration Committee Meeting

- 5.1 The nomination and compensation committee should hold a meeting at least twice a year or as appropriate in order for the operations of the committee to achieve the set objectives.

- 5.2 The chairman of the nomination and compensation committee or the nomination and compensation committee assigned by the chairman of the nomination and compensation committee shall fix the date, time, and place of the nomination and compensation committee's meeting. The place may be specified other than the area where The Company's head office is located or nearby provinces. If the chairman or the assigned member does not specify the meeting place, the location of the Company's head office shall be used as the meeting place.

In summoning a meeting of the nomination and compensation committee, the chairman of the nomination and compensation committee or the assigned person shall send a meeting notice or deliver it directly to the member of the nomination and compensation committee, as well as specifying the date, time, place, and business of the meeting to the directors at least 7 days prior to the meeting date. Except in cases of urgent necessity, to protect the rights or benefits of the Company, the appointment of the meeting may be notified by other means or the date of the meeting may be set earlier.
- 5.3 The chairman of the nomination and compensation committee may call a special meeting of the nomination and compensation committee if it is requested by the committee or the Chairman of the Board of Directors to consider the agenda that needs to be discussed together.
- 5.4 All members of nomination and compensation committee should attend every nomination and compensation committee meeting. At the meeting, at least half of the total number of members must be present for there to be a quorum.
- 5.5 The chairman of the nomination and compensation committee shall preside over the meeting. In case the chairman is absent from the meeting or unable to perform duties, the members of the nomination and compensation committee who attend the meeting shall elect one of the members of nomination and compensation committee to act as the chairman of the meeting.
- 5.6 The resolution of the meeting of the nomination and compensation committee shall be based on the majority of votes cast by the nomination and compensation committee members attending the meeting. In the event of equal votes, the chairman of the nomination and compensation committee shall have a casting vote. If any member of the committee opposes such a resolution, the objection of that member shall be recorded in the minutes of the meeting.
- 5.7 The secretary of the nomination and compensation committee prepares an invitation letter to the meeting of the nomination and compensation committee. Each meeting has a clearly specified date, time, place, and agenda. The secretary will deliver meeting documents to the nomination and compensation committee and attendees in advance for a reasonable period of time in order for them to have time to consider various matters or request additional information for consideration.
- 5.8 The secretary of the nomination and compensation committee takes minutes of the meeting. The minutes of such meetings must be submitted to the nomination and compensation committee and company directors attending the meeting within 7 days after the meeting date so that the Board of Directors will be regularly informed of the activities of the nomination and compensation committee.

6. Reporting of the Nomination and Remuneration Committee

- 6.1 The nomination and compensation committee reports to the Board of Directors the results of the meeting, issues that need improvement, or any other matters that the Board of Directors should be aware of at the next board meeting.
- 6.2 The chairman of the nomination and compensation committee reports to the shareholders on the activities that have been done during the year, according to the duties and responsibilities assigned by the Board of Directors. This report is signed by the chairman of the nomination and compensation committee and disclosed in The Company's annual report.

7. Evaluation of the Nomination and Remuneration Committee's Performance

The nomination and remuneration committee must evaluate its performance annually, report problems and obstacles that cause the operations to fail to achieve the objectives (if any) for the Board of Directors to acknowledge and summarize the results of operations in the Company's annual report.

8. Review and Revision of the Charter

The nomination and remuneration committee will review this charter annually and will suggest amendments as deemed appropriate for the Board of Directors to consider and approve.

13. Executive Committee Charter

The Board of Directors of Chin Huay Public Company Limited appoints the executive committee to supervise the performance of the management in the Company's affairs to ensure that it is in accordance with the established policies, plans, and strategies. Therefore, the Executive Committee Charter has been established in order for the executive committee to perform their duties in accordance with the laws, SET's regulations, and codes of conduct, in order to promote good corporate governance.

1. Composition of the Executive Committee

- 1.1 The executive committee has at least 3 members and consists of people who are directors of the Company, executives of the Company or its subsidiaries.
- 1.2 The executive chairman must be appointed by the Board of Directors.
- 1.3 The executive directors are appointed by the Board of Directors.
- 1.4 The Chief Executive Officer will hold the position of executive director by position.

2. Term of office

- 2.1 The executive committee has a term of office of 3 years. The directors who retire by the end of their term of office have the right to return to the position of director.
- 2.2 The members of the executive committee will retire from the position when:

- (1) Death
- (2) Resign
- (3) The removal by resolution of the Board of Directors with a vote of not less than three-fourths (3/4) of the number of directors attending the meeting and having the right to vote

2.3 The member of the executive committee who wishes to resign must submit a resignation letter to the Chairman of the Board of Directors and let the Board of Directors' meeting appoint a new member to replace the resigned members so that the executive committee has the number of members required by the Board of Directors.

3. Scope and Duties of the Executive Committee

The executive committee has the authority to manage the business of the Company in accordance with the objectives, articles of association, resolutions of the shareholders' meeting, or any policies and orders specified by the board of directors and has the power to approve any normal operation necessary for the management of the Company. In addition, the executive committee has the duty to consider and screen various considerations that will be presented to the Board of Directors for approval, as specified in the regulations or orders of the Board of Directors as well as following orders from time to time from the Board of Directors.

Moreover, the executive committee also has the authority to act on the following matters (within the scope that has been defined):

- 3.1 Manage the business of the Company in accordance with the business objectives of the Company, policies, regulations, or any orders as specified by the Board of Directors. The executive committee is responsible for considering matters that will be presented to the Board of Directors for approval.
- 3.2 Make a vision, business strategies, direction of business, business policies, target, guidelines, operational plans, and budgets for the Company and its subsidiaries to be presented to the Board of Directors for approval.
- 3.3 Formulate business plans and administrative powers. Approve the annual budget for business operations and the annual expenditure budget. Then implement business plans and strategies in accordance with the policies and business guidelines announced to the Board of Directors.
- 3.4 Examine and follow up on policy implementation and management guidelines in various fields of the Company to be in accordance with the assignments of the Board of Directors.
- 3.5 Consider approving, in some cases or any action, regarding the Company's normal business under the annual budget as approved by the Board of Directors, and have the power to proceed as specified.
- 3.6 Any action taken by the executive committee must not cause any debt or attachment that is worth more than the power specified in the Company's authority manual. In this part of the debt or any obligation, there must be project finance that the Company has done with any financial institution.
- 3.7 Approve borrowing or lending or applying for any credit from the financial institutions and the corporate group, including being a guarantor for the subsidiaries or making payments or spending money for normal business transactions of the Company.
- 3.8 Determine the organizational structure and the organization chart of the Company, including improvements, corrections, after the implementation. Then report to the Board of Directors.

- 3.9 Appointment, removal, promotion or demoting and/or position, cutting or reducing wages, merit consideration, disciplinary actions, rewards, bonus allocations in return for work to employees from the level of assistant department manager up.
- 3.10 Approve the appointment of consultants in various fields that are necessary to the operation of the Company, except in the case of appointing a consultant to provide specific opinions to the audit committee.
- 3.11 The executive committee is responsible for reporting its performance to the Board of Directors as follows:
 - (1) Quarterly Company Performance Report within the timeframe specified by the Stock Exchange of Thailand
 - (2) Auditor's Report on Company Financial Statements, including annual financial statements and quarterly financial statements, within the timeframe specified by the Stock Exchange of Thailand
 - (3) Other reports as the executive committee deems appropriate.
- 3.12 Delegate authority and duties to the chief executive officer and/or executives of the Company deemed appropriate. After the operations, they will be reported to the Board of Directors for acknowledgment.
- 3.13 Perform any other tasks as assigned by the Board of Directors.

In this regard, the authorization of the executive committee as mentioned above will not include the authorization of the executive board to approve any transaction in which any executive director or person, who may have conflicts of interest according to the announcement of the SEC, has a vested interest or has conflicts of interest with the Company or its subsidiaries. The executive committee must present this matter to the board of directors and/or the shareholders' meeting for consideration and approval under regulations, notifications, or relevant laws.

The scope and duties of the executive chairman (additional) are as follows:

- (1) Supervise and give advice to the Chief Executive Officer (CEO) and senior management under company policy.
- (2) Report the Board of Directors in the event that there is a non-compliance with the policy or resolution of the Board of Directors for further consideration.
- (3) Consider proposing the list of members of the executive committee to the Board of Directors for further consideration.

4. Approval Authority of the Executive Committee

The approval authority of the executive committee must be passed by a resolution of the executive committee meeting, with a vote of not less than half of the total number of the executive committee.

5. Executive Committee Meeting

Set a meeting of the executive committee at least once a month.

6. Quorum

- 6.1 At the meeting of the executive committee, there must be members of the executive committee representing not less than half of the total number of the executive committee to constitute a quorum. In case the Chief Executive Officer

is absent from the meeting or is unable to perform his duty, the executive directors attending the meeting shall elect one of the executive directors to preside over the meeting.

6.2 One executive director has one vote. The decision of the meeting shall be made by a majority vote. In the event that any executive director has an interest in any matter, he or she will not have the right to vote on that matter. If the votes are equal, the chairman of the executive board shall have an additional vote as a casting vote.

6.3 The secretary of the executive committee has no right to vote.

7. Responsible Staff

All company executives and all heads of department have duties to report information or support the work of the executive board when requested.

8. Review and Revision of the Charter

The Executive Committee will review this charter annually and will suggest amendments as deemed appropriate for the Board of Directors to consider and approve.

Attachment 6
Report of the Audit Committee

Report of the Audit Committee

The audit committee of Chin Huay Public Company Limited consists of 4 independent directors who are experts and independent. They have knowledge, competence, and experience that will enable the audit committee to perform its duties efficiently and independently. Mr. Chinapat Visuttiapat acts as the Chairman of the Audit Committee. Mr. Sudwin Panyawongkhanti, Mr. Sumeth Lerttantisoonorn, and Mr. Khunvat Rojanagatanyoo act as members of the Audit Committee. The Audit Committee performs its duties in accordance with the responsibilities assigned by the Board of Directors and the Charter of the Audit Committee.

In 2023, the audit committee held a total of 4 meetings, at which all members of the audit committee attended as follows:

Mr. Chinapat Visuttiapat Chairman of the Audit Committee Number of meeting attendance 4 / 4 times

Mr. Sudwin Panyawongkhanti Audit Committee Number of meeting attendance 4 / 4 times

Mr. Sumeth Lerttantisoonorn Audit Committee Number of meeting attendance 4 / 4 times

Mr. Khunvat Rojanagatanyoo Audit Committee Number of meeting attendance 4 / 4 times

Furthermore, the Audit Committee also invited the management, auditors, and internal audit department to attend the meeting as appropriate. The Audit Committee has considered various matters. The issues and important points are as follows:

1. Consider and review the preparation of quarterly financial reports and the 2023 annual financial report of the Company and its subsidiaries to comply with the newly issued and revised accounting standards and financial reporting standards, announced by the Federation of Accounting Professions, which are effective for all editions. Then disclose information that is important and necessary for the decision-making of users of financial reports accurately, completely, adequately, and timely.
2. Review connected transactions between The Company and its subsidiaries with connected persons of the Company to ensure that such related party transactions are conducted according to normal commercial terms, there is no transfer of any benefits, and they are in the best interest of the Company.
3. Review to ensure that the Company and its subsidiaries have an internal control system and internal audit that are appropriate, transparent, and effective by monitoring the performance of the internal audit department to efficiently perform its duties in accordance with professional standards with independence. Then provide advice to ensure that operations are in accordance with rules, regulations, and policies set by the Company, including providing reasonable assurance in assessing that the Company's internal control system is sufficient and suitable.
4. Review the adequacy and appropriateness of the risk management system according to the risk management framework of COSO Enterprise Risk Management - Integrate Framework, consisting of strategic risk, financial risk, management and operational risk, legal and regulatory risk, including risk from regulations related to the environment, image, and participation with the community and the environment.

5. Promote and supervise the Company operation in accordance with good corporate governance principles. The Board of Directors has continuously assessed compliance with good corporate governance principles in 2023 in a total of 8 areas, consisting of the rights of shareholders and equitable treatment of shareholders, the roles of stakeholders, the disclosure of information and transparency, the responsibilities of the Board of Directors, internal control and risk management, the prevention of conflicts of interest, Business Ethics and Code of Conduct, and anti-corruption policies. The Company has established policies in accordance with the principles of good corporate governance on the prevention of conflicts of interest, supervision of the use of inside information, and determination of the auditor's remuneration. In this regard, the Board of Directors has reviewed and improved the policies and good corporate governance practices for the sustainability of the Company as specified by the Securities and Exchange Commission in 2018, and the Company has adequately and effectively complied with all requirements. In addition, plans have been set for the Company to continuously improve and develop.
6. Review the Business Ethics and Code of Conduct of the directors, executives, and employees of the Company.
7. Promote and force the directors, executives, and employees of the Company to operate in accordance with the Anti-Corruption Policy.
8. Promote and force The Company to operate according to safety standards and maintain a good environment in the production factory as well as in surrounding communities and societies.
9. Select and propose the appointment of the auditor for the year 2023 and propose appropriate remuneration for performing duties and responsibilities for EY Office Limited.
10. Select and propose the appointment of the internal control system auditor for the year 2023 and propose suitable remuneration for performing duties and responsibilities for KPS Audit Company Limited.

The audit committee has followed up on the operations of the Company according to the scope of assigned authority, duties, and responsibilities by using knowledge and ability cautiously and independently in performing duties with good information and cooperation from the Company's management. The audit committee opined that the Company has prepared financial reports accurately in material respects, according to accounting and financial reporting standards, and has adequately disclosed information on related party transactions or transactions that may cause conflicts of interest. There are an internal control system, an audit of the internal control system, and risk management that is suitable for the business conditions, including accurate and complete compliance with relevant laws and the principles of good corporate governance.

Chin Huay Public Company Limited

Mr. Chinapat Visuttiapat
Chairman of the Audit Committee

Attachment 7

Internal Control Adequacy Evaluation Form Chin Huay Public Company Limited Year 2023

This evaluation form is prepared by the Board of Directors. It indicates the opinions of the board on the adequacy of the internal control systems.

Concept and Purpose

Having a good internal control system is extremely important for a listed company or a public company because a good system can help prevent and manage various risks or damages that may occur to the Company and its stakeholders. Therefore, it is a duty for the Board of Directors to ensure that the Company has accurate and reliable financial reports and has enough appropriate internal control systems to supervise the operations in accordance with the goals, objectives, laws, and relevant requirements efficiently and be able to protect assets from fraud and damage.

The Securities and Exchange Commission (SEC) has received good cooperation from PricewaterhouseCoopers Thailand (PwC Thailand) in developing the Internal Control Adequacy Evaluation Form. This form is a guideline for the Company in evaluating the adequacy of its internal control system by itself.

This assessment form has been prepared according to the concept of COSO³ (The Committee of Sponsoring Organizations of the Treadway Commission) that was updated in May 2013 to make it easier to understand and make it suitable for Thai listed companies. The main question is still divided into 5 parts, like the original COSO guideline, but each part has been expanded into 17 sub-principles in order to visualize each part more clearly.

Implementation

The Company uses this assessment form as a guideline to assess or review the adequacy of the internal control system every year. In this regard, there will be additional reviews if there is an incident that may significantly affect the Company's operations. The said assessment is also reviewed by the audit committee and the Board of Directors for exchanging opinions, creating common understanding, and determining the best practice guideline for the Company.

Answering the assessment is based on actual practice. If it is assessed and found that the Company still lacks sufficient internal control in any respect, (Whether there is no system in that regard or one has existed but is not suitable), the Company will additionally explain the reasons and solutions.

³ It is a joint committee of five professional institutions: the American Institute of Certified Public Accountants (AICPA), the Institute of Internal Auditors (IIA), the Financial Executives International (FEI), the American Accounting Association (AAA), and Institute of Management Accountants (IMA).

Control Environment
1. The organization demonstrates its commitment to the values of integrity and ethics.

Question	Yes	No
<p>1.1 The board and executives set guidelines and act with integrity and maintain business ethics that covers:</p> <p>1.1.1 Performing daily duties and making decisions on various matters.</p> <p>1.1.2 Treating business partners, customers, and third parties.</p> <p>Additional comments:</p> <p>The Company has established a good corporate governance policy, a code of conduct in conducting business, and guidelines for the directors, executives, and employees at all levels in order to conduct business sustainably, efficiently, fairly, transparently, and verifiably, and to have good responsibility to shareholders, customers, business partners, competitors, executives, employees, society as a whole, and all stakeholders.</p>	✓	
<p>1.2 There are written requirements for executives and employees to perform their duties with integrity and ethics that cover:</p> <p>1.2.1 Appropriate Code of Conduct for executives and employees</p> <p>1.2.2 Regulations prohibiting executives and employees from acting in ways that may cause conflicts of interest to the business, including any corruption causing damage to the organization⁴</p> <p>1.2.3 Appropriate penalties if any of the above requirements are violated.</p> <p>1.2.4 Communicating the aforementioned requirements and penalties to all executives and employees, for example, by adding them to the orientation of new employees, having employees sign to acknowledge the terms and penalties annually, and disseminating the Code of Conduct to employees and outsiders.</p> <p>Additional comments:</p> <p>The Company has set a written Code of Conduct to be used as a practical guideline for directors, executives, and employees at all levels to prevent executives and employees from seeking personal benefits and operating businesses that compete with or conflict with The Company's interests. In addition, the Company has also set a policy against corruption, regulations for giving and receiving gifts, and penalties if there is a violation of the Company's regulatory requirements. Then The Company will communicate with executives and employees at all levels to acknowledge them and have them sign to certify compliance with the Code of Conduct manual.</p>	✓	
<p>1.3 There is a process for monitoring and evaluating compliance with the Code of Conduct.</p> <p>1.3.1 Monitoring and evaluation by the internal audit department or compliance unit</p> <p>1.3.2 Self-assessment by executives and employees</p> <p>1.3.3 Assessment by an independent expert from outside the organization</p>	✓	

⁴ The Company should determine the internal control according to the anti-corruption measures suitable for the Company's risk.

Question	Yes	No
Additional comments: <p>The Company has hired KPS Audit Co., Ltd., an independent external expert, to conduct an audit of internal controls, follow up, and evaluate compliance with the good corporate governance policy and the Code of Conduct through the internal audit process. The evaluation of Code of Conduct compliance will be required as part of the audit approach and will be prepared as an internal audit report to be presented to the audit committee for consideration every quarter.</p>		
<p>1.4 The is timely management if any non-compliance with the requirements of integrity and ethics is found.</p> <p>1.4.1 Process allowing breaches to be detected in a timely manner.</p> <p>1.4.2 Process making it possible to appropriately punish or deal with violations within a reasonable time.</p> <p>1.4.3 Appropriately correcting actions violating the principles of integrity and ethics within a reasonable time.</p> Additional comments: <p>The Company has set up a follow-up and evaluation of compliance with ethics and company regulations through the verification process and has procedures for punishing or dealing with violations of such practices in a timely manner. Moreover, the Company has also set up a policy for reporting complaints from both internal and external sources, a process to protect the complainant or the whereabouts of witnesses and related persons, and penalties. The Company will appoint a fact-finding committee to conduct an investigation, propose to the audit committee to determine the punishment, and report the operation to the Board of Directors for acknowledgment.</p>	✓	

2. The Board of Directors is independent from the management department and is in charge of oversight and development of internal control operations.

Question	Yes	No
<p>2.1 The roles and responsibilities of the Board of Directors are defined separately from the management department. The specific authority of the board has been clearly reserved.</p> Additional comments: <p>The Company has defined the roles and responsibilities of the Board of Directors, subcommittees, and Chief Executive Officer through the Board of Directors' Charter and Subcommittees' Charter in the Code of Conduct, which specifies the qualifications, powers, duties, and responsibilities of the directors and Chief Executive Officer in accordance with the requirements of the SET and the SEC.</p>	✓	
<p>2.2 The board supervises the establishment of clear and measurable goals for business operations to be a guideline for the performance of executives and employees.</p> Additional comments: <p>The Board of Directors' Charter specifies the duties and responsibilities of the directors in setting a vision, policy, and direction for The Company 's, operations, business strategy, annual budget, and</p>	✓	

Question	Yes	No
supervising to ensure that the management department operates in accordance with the established policies.		
<p>2.3 The Board of Directors supervises The Company to determine the roles and duties of the board and executives in accordance with the laws and charters, which cover the important roles of the audit committee, auditors, internal auditors, and the persons responsible for financial reports.</p> <p>Additional comments:</p> <p>The Company has defined the roles and responsibilities of the board through the Board of Directors' Charter and the Audit Committee's Charter, which cover the important roles of the audit committee, auditors, internal auditors, and the persons responsible for financial reports.</p>	✓	
<p>2.4 The board is knowledgeable about The Company's business and has expertise that is beneficial to The Company or can ask for advice from experts in that subject.</p> <p>Additional comments:</p> <p>The Board of Directors consists of directors who are knowledgeable and experienced in The Company's business and in related matters, such as international business, intellectual property law, consultants in the money market and capital market, etc. Besides, some of whom are directors in listed companies on the stock exchange.</p>	✓	
<p>2.5 The board has enough independent directors who are knowledgeable, reliable, and truly independent in performing their duties, such as having no business relationship with The Company, or any other relationship that may influence the exercise of discretion or the independent performance of duties.</p> <p>Additional comments:</p> <p>The Board of Directors consists of 4 independent directors who are knowledgeable, competent, reliable, and truly independent in performing their duties and have no business relationship with The Company or its subsidiaries that may influence the performance of their duties.</p>	✓	
<p>2.6 The board oversees the development and implementation of internal controls which cover the creation of a control environment, risk assessment, control activities, information and communications, and tracking.</p> <p>Additional comments:</p> <p>The board supervises the development and practice of internal control by assigning the audit committee the authority, duties, and responsibilities to review whether The Company has an appropriate internal control system.</p>	✓	

3. The management department has established a reporting structure and defined appropriate authority and responsibilities for the organization to achieve its objectives under the oversight of the Board of Directors.

Question	Yes	No
<p>3.1 Senior management has established an organizational structure that supports the achievement of the Company's objectives by considering both business and legal suitability, including the arrangement of effective internal control, such as segregation of duties in important work causing checks of balances between them, internal audit work reported directly to the audit committee, a clear reporting line, etc.</p> <p>Additional comments:</p> <p>The Company has a clearly defined organizational structure with an internal audit unit reporting directly to the audit committee. There is also a determination of the level of approval authority of each level of executive and each department.</p>	✓	
<p>3.2 Senior management sets reporting lines in The Company by considering the appropriateness of authority, responsibility, and data communication.</p> <p>Additional comments:</p> <p>The Company has set up an organizational structure by considering the suitability of business lines to ensure accurate and systematic communication of information and each department clearly.</p>	✓	
<p>3.3 There is an appropriate determination, assignment, and limitation of authority and responsibilities between the Board of Directors, senior executives, executives, and employees.</p> <p>Additional comments:</p> <p>The Company has a Charter of the Board of Directors that clearly determines the duties and responsibilities of the directors, an organizational structure, the level of approval authority of executives, and a description of employees' work in each position in order to work efficiently.</p>	✓	

4. The organization demonstrates its commitment to motivate, develop, and retain knowledgeable personnel.

Question	Yes	No
<p>4.1 The Company has policies and procedures to recruit, develop, and retain personnel with appropriate knowledge and abilities. There is a process to regularly review these policies and procedures as well.</p> <p>Additional comments :</p> <p>The Company has a manual for the operation of the personnel department and human resource management policy, which explains procedures related to The Company's personnel, to acquire, develop, and retain personnel with appropriate competencies. There is a review of the policy annually.</p>	✓	
<p>4.2 The Company has a performance appraisal process that includes giving incentives or rewards to personnel with good performance, and dealing with personnel whose performance does not meet the target, including communicating these processes to executives and employees.</p> <p>Additional comments:</p> <p>The Company has an annual employee performance appraisal, which is used as supporting information for considering salary adjustments, considering special returns, or considering giving</p>	✓	

Question	Yes	No
rewards based on performance to employees. In this regard, there has been communication with employees since the day they started working and during the year according to the time frame.		
<p>4.3 The Company has a process to timely resolve or prepare for the lack of personnel with appropriate knowledge and ability.</p> <p>Additional comments:</p> <p>The Company has a manual for the operation of the personnel department and a human resource management policy, which explain procedures related to The Company's personnel to acquire, develop, and retain personnel with appropriate competencies.</p> <p>The Company has a manpower plan in terms of human resource management to assess the sufficiency of manpower in various departments. The Company then compiles the approved manpower plans of each department to summarize the overall manpower of the Company, and the number of current and missing employees.</p>	✓	
<p>4.4 The Company has procedures for recruiting, developing, and retaining all executives and employees, such as setting up a mentoring system and training.</p> <p>Additional comments:</p> <p>The Company has a manual for the operation of the personnel department and a human resource management policy which explain procedures related to The Company's personnel to acquire, develop, and retain personnel with appropriate competencies.</p> <p>The Company has an annual training plan in line with The Company's business plan for employees to improve themselves and keep up with changing missions.</p>	✓	
<p>4.5 The Company has an important succession plan and process.</p> <p>Additional comments:</p> <p>The Company has prepared a succession plan for key positions and has prepared a manual that is a standard for operating in each work process.</p>	✓	

5. The organization assigns personnel the duties and responsibilities of internal control to achieve the objectives of the organization.

Question	Yes	No
<p>5.1 The board and management have mandatory processes and communications, making all personnel responsible for internal control and also providing improvements to the operational processes if necessary.</p> <p>Additional comments:</p> <p>The Company has communicated to employees the importance of the internal control system through management and staff meetings on a monthly basis. The Company has hired an internal auditor who is an outside expert to audit and review the performance of executives and employees in order to comply with the policies and operational manuals set by The Company, including the duty to follow up and report the results of improvements to the audit committee continuously.</p>	✓	

Question	Yes	No
<p>5.2 The Board of Directors and executives have set appropriate indicators of performance, motivation, and rewards by taking compliance with the Code of Conduct, the Company's short-term and long-term objectives into account.</p> <p>Additional comments:</p> <p>The Company has a performance appraisal for employees and has set guidelines for salary adjustments and special remuneration for employees based on achieving the objectives according to The Company's plans and compliance with the Code of Conduct.</p>	✓	
<p>5.3 The board and management constantly evaluate incentives and rewards by emphasizing the success of duties in complying with internal control.</p> <p>Additional comments:</p> <p>Code of Conduct the Company has a performance appraisal for employees and has set guidelines for salary adjustments and special remuneration for employees every year based on achieving the objectives according to The Company's plans and compliance with the Code of Conduct.</p>	✓	
<p>5.4 The board management considers that there should be no excessive pressure on the performance of individual personnel.</p> <p>Additional comments:</p> <p>The Company has a manual for the operation of the personnel department and a human resource management policy that complies with the requirements of labor protection laws. In addition, the Company has created a working culture by focusing on doing everything with honesty, sincerity, and friendliness, encouraging employees to dare to try new things for change, and working together for the success of the team.</p>	✓	

Risk Assessment

6. The organization sets objectives clearly in order to be able to identify and assess various risks regarding the achievement of organizational objectives.

Question	Yes	No
<p>6.1 The Company can comply with accounting standards that are generally accepted and suitable for the business at that time by showing that the items in the financial report are real, complete, accurately represent the rights or obligations of the Company, have reasonable value, and disclose complete and accurate information.</p> <p>Additional comments:</p> <p>The Company has assigned accounting personnel, who have knowledge and ability in compiling and preparing financial reports for The Company and have been trained to develop knowledge of accounting continuously, to be responsible for direct supervision of accounting according to generally accepted accounting standards. In addition, the Company has appointed EY Office Limited as an auditor to audit and review financial information to ensure that financial reports are complete, accurate,</p>	✓	

Question	Yes	No
have appropriate values, and disclose complete information in accordance with financial reporting standards.		
<p>6.2 The Company determines the essence of financial transactions by taking important factors such as financial report users, transaction size, and business trends into account.</p> <p>Additional comments:</p> <p>The Company uses accounting standards that are enforced in the current year, including those that will be effective in the future, to make financial reports reflecting activities and operating results accurately and completely, and has appointed EY Office Limited as an auditor to audit and review financial information.</p>	✓	
<p>6.3 The Company's financial reports truly reflect The Company's operating activities.</p> <p>Additional comments:</p> <p>The Company uses accounting standards that are enforced in the current year, including those that will be effective in the future, to make financial reports reflecting the operating results and financial status accurately and completely.</p>	✓	
<p>6.4 The board or risk management and sustainability committee approves and communicates risk management policies to all executives and employees for their acknowledgment and compliance until risk management policies are part of the culture of the organization.</p> <p>Additional comments:</p> <p>The Company has risk management policies and has appointed a risk management and sustainability committee and a risk management working group to be responsible for communicating risk management policies, assessing risks, and monitoring changes in risks in their own work.</p>	✓	

7. The organization identifies and analyzes all types of risks that may affect the achievement of objectives comprehensively throughout the organization.

Question	Yes	No
<p>7.1 The Company identifies all types of risks that may affect business operations at the level of the organization, business units, or any other departments.</p> <p>Additional comments:</p> <p>The Company has established a risk management and sustainability committee as a subcommittee responsible for formulating risk management policies to cover various types of risks, overseeing the establishment of a risk management system to control and reduce the impact of risks on The Company's business and determining measures to prevent and monitor compliance with such measures.</p>	✓	
<p>7.2 The Company analyzes all types of risks that may arise from both internal and external factors, including strategic, operational, reporting, compliance, and information technology risks.</p> <p>Additional comments:</p>	✓	

Question	Yes	No
The Company has a risk assessment that covers both internal and external risk factors that may affect its goals, businesses, and financial plans.		
<p>7.3 Executives at all levels participate in risk management.</p> <p>Additional comments:</p> <p>The Company's risk management policies require all executives and employees to be responsible for risk management and report the risks to The Company's risk committee and the Board of Directors for acknowledgment and jointly finding preventive and corrective approaches.</p>	✓	
<p>7.4 The Company has assessed the importance of the risks by considering both their chance of occurrence and their potential impact.</p> <p>Additional comments:</p> <p>In assessing The Company's risks, the Company has considered both the chance of occurrence and the potential impact of those risks. The evaluation criteria are clearly defined in order to classify the risk levels and determine appropriate risk management plans.</p>	✓	
<p>7.5 The Company has measures and plans to manage risks. They could be acceptance, reduction, avoidance, or sharing.</p> <p>Additional comments:</p> <p>The Company has established risk management policies. Risk management has been considered according to the level of importance in order to keep the risks at an acceptable level. Besides, the Company has also determined appropriate preventive and corrective plans for such risks.</p>	✓	

8. The organization has considered the potential for fraud in assessing the risks to achieve the organization's objectives.

Question	Yes	No
<p>8.1 The Company assesses the likelihood of corruption occurrence, covering various types of fraud, such as making false financial reports, loss of property, corruption, management override of internal controls, significant changes in information in reports, improper acquisition, or use of property, etc.</p> <p>Additional comments:</p> <p>The Company has an assessment of the potential risks and fraud as a part of the risk management process and has established various policies and guidelines reflecting anti-corruption.</p>	✓	
<p>8.2 The Company has carefully reviewed the operational goals by considering the possibility of the set target and has considered the reasonableness of providing incentives or rewards to employees that do not encourage employees to act inappropriately; for example, do not set The Company's sales target too high causing creating an incentive to decorate sales numbers, etc.</p> <p>Additional comments:</p> <p>The Company has carefully reviewed the operational goals and determined the remuneration for employees as an incentive for them to be able to perform according to The Company's goals.</p>	✓	

Question	Yes	No
<p>8.3 The audit committee has considered and asked the executives about the possibility of fraud and the measures taken by The Company to prevent or correct corruption.</p> <p>Additional comments:</p> <p>The internal audit unit is responsible for evaluating the potential for fraud, creating plans, performing audit work, and reporting to the audit committee for acknowledgment.</p>	✓	
<p>8.4 The Company has communicated to all employees to understand and comply with the specified policies and guidelines.</p> <p>Additional comments:</p> <p>The Company has communicated to all employees to acknowledge and comply with the policies and guidelines through communication channels, such as e-mail and The Company's central database, as well as emphasizing the operation in accordance with the policies, operating manual, and various criteria at The Company meeting.</p>	✓	

9. The organization can identify and assess changes that may affect the internal control system.

Question	Yes	No
<p>9.1 The Company has evaluated changes in external factors that may have an impact on business operations, internal control, and financial reports, and has determined enough measures to respond to such changes already.</p> <p>Additional comments:</p> <p>The Company has assessed risks that may affect the goals and operations of the Company, both caused by internal and external factors, by identifying various risks to assess their likelihood and impact and has specified responsible persons and plans to manage those risks.</p>	✓	
<p>9.2 The Company has assessed changes in business models that may have an impact on business operations, internal control, and financial reports and has determined enough measures to respond to such changes already.</p> <p>Additional comments:</p> <p>The Company has organized joint meetings among relevant executives to prepare business plans and assess changes that may affect the business model and performance of the Company . In this regard, the Company has determined appropriate measures to prevent and solve such impacts.</p>	✓	
<p>9.3 The Company has evaluated organization's leadership changes that may have an impact on business operations, internal control, and financial report, and has determined enough measures to respond to such changes already.</p> <p>Additional comments:</p> <p>The Company has prepared an important succession plan to respond to changes in the organization's leadership.</p>	✓	

Control Activities

10. The organization has control measures that reduce the risk of not achieving the organization's objectives to an acceptable level.

Question	Yes	No
<p>10.1 The Company's control measures are appropriate to the risks and specific characteristics of the organization, such as the environment, complexity of work, nature of work, scope of work, etc.</p> <p>Additional comments:</p> <p>The Company has set policies, an operating manual for each unit, and an operational power manual by considering the scope of operations and related risk factors.</p>	✓	
<p>10.2 In order to prevent corruption, the Company has written internal control measures covering various processes appropriately, such as policies and procedures related to financial transactions, purchasing, general management, the scope of authority, and the hierarchy of approval of executives at each level. For example, there are limits on the size and approval authority of each level of executive, procedures for approving investment projects, purchasing procedures and vendor selection methods, recording of purchasing decisions, procedures for disbursement of materials, equipment, or tools, etc., by providing processes for the following cases:</p> <p>10.2.1 Collecting and always updating information about major shareholders, directors, executives, and related persons, including connected persons for the purpose of monitoring and reviewing related party transactions or transactions that may have conflicts of interest.</p> <p>10.2.2 In the event that The Company has already approved transactions or entered into contracts with related parties in a manner that binds The Company in the long run, such as contracts for purchase and sales of goods, lending, and guarantees, the Company has monitored and ensured that there is compliance with agreed conditions throughout the period binding The Company, such as following up on debt repayment as scheduled, or there is a review of the suitability of the contract, etc.</p> <p>Additional comments :</p> <p>The Company has set policies, the operating manual of each unit, and the operation power manual in writing and has communicated to all employees how to perform their duties correctly.</p> <p>In addition, the Company has collected information about major shareholders, directors, executives, related persons, and connected persons for use in following up on and reviewing related transactions or transactions that may have conflicts of interest and has updated the information and reported it to the audit committee and the Board of Directors.</p>	✓	
<p>10.3 The Company requires a variety of internal controls, such as manual and automated controls or preventive and monitoring controls.</p> <p>Additional comments :</p> <p>The Company has set policies, an operating manual for each unit, and an operation power manual in accordance with good internal control principles. The form of control has been considered to suit the specific characteristics of each process/agency.</p>	✓	

Question	Yes	No
<p>10.4 The Company has established internal controls at all levels of the organization, such as corporate group, business units, departments, divisions or processes.</p> <p>Additional comments:</p> <p>The Company has established internal controls at the organizational level and at the business process level through the policies and operation manuals of each department. In addition, the Company has set up an internal audit unit to audit its internal controls.</p>	✓	
<p>10.5 The Company has strictly separated the following 3 areas of responsibility and duties in order to verify each other, that are:</p> <p>(1) Approval;</p> <p>(2) Recording accounting transactions and information;</p> <p>(3) Storing assets.</p> <p>Additional comments:</p> <p>The Company has set the management structure, operation manuals, and operation power manuals by taking the clear separation of important responsibilities into account.</p>	✓	

11. The organization selects and develops general control activities with technological systems to support the achievement of objectives.

Question	Yes	No
<p>11.1 The Company should determine the relationship between the use of information technology in the operational process and the general control of the information system.</p> <p>Additional comments:</p> <p>The Company has established a policy on the security of information systems within the organization as a guideline for work and general control of information systems, including a plan to restore the information technology system in case of an emergency.</p>	✓	
<p>11.2 The Company should determine the appropriate control of the infrastructure of the technology system.</p> <p>Additional comments:</p> <p>The Company has a policy on the security of information systems. This policy covers infrastructure, such as computer networks and other peripherals, that is sufficient and suitable for current operations.</p>	✓	
<p>11.3 The Company should determine appropriate security controls for the technology system.</p> <p>Additional comments:</p> <p>The Company has a policy to control information technology systems and internal information access policies that cover security as a guideline for operations and general control of information systems.</p>	✓	
<p>11.4 The Company should determine appropriate control over the acquisition, development, and maintenance of technology systems.</p> <p>Additional comments :</p>	✓	

Question	Yes	No
The Company has a policy to control information technology systems, information systems strategic plans, and plans for maintenance and development of information systems that cover security as a guideline for operations and general control of information systems.		

12. The organization provides control activities through policies, which set out expectations and practical steps so that the defined policies can be put into practice.

Question	Yes	No
<p>12.1 The Company has a strict policy to monitor the transactions of major shareholders, directors, executives, or persons related to the persons to go through the required approval process, such as the articles of association of the Company, regulations of the Stock Exchange of Thailand, office criteria, etc., to prevent taking opportunities or taking advantages of the Company for personal use.</p> <p>Additional comments:</p> <p>The Company has established a Code of Conduct and a policy for connected transactions as a measure of controlling, monitoring, and reviewing transactions among major shareholders, directors, executives, and related parties.</p>	✓	
<p>12.2 The Company has a policy to consider and approve transactions by persons who have no interest in the transaction.</p> <p>Additional comments :</p> <p>The Company has already specified such details in the connected transaction policy.</p>	✓	
<p>12.3 The Company has policies to consider and approve transactions for the best interests of the Company and consider them as transactions with a third party (At Arms' Length Basis).</p> <p>Additional comments:</p> <p>The Company has established a Code of Conduct and policy for connected transactions for consideration and approval based on the best interests of the Company as if they were transactions with outsiders.</p>	✓	
<p>12.4 The Company has a process to monitor the operations of subsidiaries or associated companies and has set guidelines for the person appointed by The Company to be a director or executive in that subsidiary or associated company to follow.</p> <p>Additional comments:</p> <p>Currently, the Company has investments in subsidiaries, namely Chin Huay (Cambodia) Co., Ltd., Chin Huay Holding (Singapore) Pte. Ltd., and Chin Huay Trading (Singapore) Pte. Ltd., and has set a clear policy on appointing a person to be a director in a subsidiary or associated company, including complying with the same internal control system as that of the Company (only in the work system related to that company).</p>	✓	
<p>12.5 The Company has defined duties and responsibilities for implementing policies and procedures by executives and employees.</p>	✓	

Question	Yes	No
Additional comments : The Company has defined duties and responsibilities of executives and employees in the policy and operational process.		
12.6 The Company policies and procedures have been implemented in a timely manner by competent personnel, including covering the process of correcting operational errors. Additional comments: The Company emphasizes that all employees must comply with company policies and procedures, along with reviewing the practice to see whether or not it can be performed properly, so that there will be an appropriate review and improvement.		
12.7 The Company always reviews the policies and procedures to ensure they are appropriate. Additional comments: The Company emphasizes that all employees must comply with company policies and procedures, along with reviewing the practice to see whether or not it can be performed properly, so that there will be an appropriate review and improvement.	✓	

Information & Communication

13. The organization has relevant and quality information to support the internal control to be able to proceed as specified.

Question	Yes	No
13.1 The Company has determined the information required for operations, both internal and external data which are quality and relevant to the job. Additional comments: The Company considers the use of information both inside and outside the organization for analysis and decision-making in business operations.	✓	
13.2 The Company considers both the costs and benefits that will be received, including the quantity and accuracy of the information. Additional comments: The Company's operations have given importance to the costs and benefits that will be obtained by considering the quantity and accuracy of information used in management and operations.	✓	
13.3 The Company operates to provide the Board of Directors with sufficient important information for decision-making, such as details of matters proposed for consideration, reasons, impacts on The Company and other options. Additional comments: The Company has assigned relevant agencies to prepare relevant and necessary documents, information, and reports to be sent to the Board of Directors in advance of the meeting through The	✓	

Question	Yes	No
Company secretary to allow the Board of Directors sufficient time to study important information for decision-making.		
<p>13.4 The Company arranges for the directors to receive meeting invitations or meeting documents containing necessary and sufficient information for consideration prior to the meeting at least within the minimum period required by law.</p> <p>Additional comments:</p> <p>The Company Secretary is responsible for organizing meetings. Sending a meeting notice and supporting documents to the Board of Directors at least 7 days in advance of the meeting so that the Board of Directors have sufficient time to study the information on various matters, except in the case of an urgent meeting for the best interest of the Company.</p>	✓	
<p>13.5 The Company proceeds to ensure that the minutes of the Board of Directors' meetings are detailed as they should be in order to be able to retrospectively verify the suitability of each director's performance, such as recording the director's inquiries, opinions or remarks on the matters under consideration, opinions of the directors who disagree with the proposed matter with reasons, etc.</p> <p>Additional comments:</p> <p>In each meeting of the Board of Directors, the Company secretary is assigned to prepare the minutes of the meeting, which will specify the details of the matters under consideration, the director's opinions, question-answer, argument-explanation, and the resolution of the meeting on that agenda.</p>	✓	
<p>13.6 The Company has taken the following actions:</p> <p>13.6.1 Important documents are stored completely in categories.</p> <p>13.6.2 In case of being notified by an auditor or internal auditor that there is a deficit in internal control, the Company has completely fixed that flaw.</p> <p>Additional comments:</p> <p>The Company has determined who is responsible for storing important documents in the policy and operating manual appropriately and safely.</p> <p>In the event that the audited agency receives a report on observations and suggestions, the top management of the agency will be responsible for setting up the management plan and making improvements according to the specified period. The Company secretary, as the internal audit department, will follow up on the status of improvements on various issues and report to the audit committee and the Board of Directors.</p>	✓	

14. The organization communicates information within the organization, including the objectives and responsibilities of internal control necessary to support internal control as intended.

Question	Yes	No
<p>14.1 The Company has an effective internal information communication process and has appropriate communication channels to support internal control.</p> <p>Additional comments:</p>	✓	

Question	Yes	No
The Company has established several channels for communicating information to employees, such as e-mail, meetings, training, and announcements on bulletin boards. In addition, the Company also has a central database where necessary central information is shared and is beneficial to operations, with limited access rights as appropriate to ensure that the required information is communicated to the group of employees completely and efficiently.		
<p>14.2 The Company regularly reports important information to the Board of Directors. The Board of Directors can access information sources which are necessary for their operations or can review various transactions as needed, such as designating an intermediary to contact for information other than that provided by management, including seeking information from the auditor and internal auditor, organizing meetings between the board and executives as requested by the Board of Directors, arranging meeting activities between the board and executives apart from the board' meeting, etc.</p> <p>Additional comments:</p> <p>The Company has appointed The Company secretary to act as a contact center for the Board of Directors, executives, auditors, and internal auditors and to be the organizer of meetings between the Board of Directors and executives as requested by the Board of Directors.</p>	✓	
<p>14.3 The Company has provided a special or secret communication channel for people within The Company to be able to report information or clues about fraud or corruption within The Company (Whistle-Blower Hotline) safely.</p> <p>Additional comments:</p> <p>The Company has established a complaint reporting policy in writing as practical guidelines for executives, employees, and stakeholders to be able to report information or clues about fraud or corruption to The Company safely.</p>	✓	

15. The organization has communicated with external agencies about issues that may affect internal control.

Question	Yes	No
<p>15.1 The Company has an effective communication process with external stakeholders and has appropriate communication channels to support internal control, such as providing officers or investor relations units, Complaint Center, etc.</p> <p>Additional comments:</p> <p>The Company communicates information to external stakeholders through the website, which includes important content, such as company information, product information, company news and events, complaints-receiving, etc.</p>	✓	
<p>15.2 The Company provides a special or secret communication channel for stakeholders outside the organization to report information or clues about fraud or corruption (Whistle-Blower Hotline) to The Company safely.</p> <p>Additional comments:</p>	✓	

Question	Yes	No
The Company has established a complaint reporting policy in writing as practical guidelines for stakeholders outside the organization to be able to report information or clues about fraud or corruption to The Company safely.		

Monitoring Activities

16. The organization monitors and evaluates the results of internal control to ensure that it operates completely and appropriately.

Question	Yes	No
<p>16.1 The Company has established a process to monitor compliance with business ethics and regulations prohibiting management and employees from acting in ways that may cause conflicts of interest, such as requiring each department to monitor compliance and report to supervisors or assigning the internal audit unit to follow up on the implementation and report to the audit committee, etc.</p> <p>Additional comments :</p> <p>The Company has monitored and evaluated compliance with business ethics and The Company's requirements through the internal audit process by incorporating the assessment of compliance with business ethics and The Company's requirements as part of the audit approach. The internal audit department will report the said assessment and requirements to the senior management meeting and the audit committee meeting for acknowledgment.</p>	✓	
<p>16.2 The Company arranges to audit compliance with the established internal control system through self-assessment and/or an independent assessment by internal auditors.</p> <p>Additional comments :</p> <p>The Company arranges for an audit of compliance with the established internal control system by internal auditors from KPS Audit Company Limited.</p>	✓	
<p>16.3 The frequency of monitoring and evaluation is appropriate to the changes of the Company.</p> <p>Additional comments :</p> <p>The Company has hired internal auditors from KPS Audit Company Limited to assess and review the control process every quarter.</p>	✓	
<p>16.4 Follow up and evaluate the internal control system by people with knowledge and ability.</p> <p>Additional comments:</p> <p>The Company has hired internal auditors from KPS Audit Company Limited to assess and review the internal control process.</p>	✓	
<p>16.5 The Company has set guidelines for reporting internal audit results directly to the audit committee.</p> <p>Additional comments :</p> <p>The internal auditors report audit results to the audit committee every quarter.</p>	✓	

Question	Yes	No
<p>16.6 The Company encourages internal auditors to perform their duties in accordance with International Standards for the Professional Practice of Internal Auditing, IIA</p> <p>Additional comments:</p> <p>The Company has hired internal auditors from KPS Audit Company Limited to assess and audit the internal control process, which has established operating procedures in accordance with IIA standards.</p>	✓	

17. The organization timely assesses and communicates deficiencies in internal control to responsible persons, including senior management and the Board of Directors, as appropriate.

Question	Yes	No
<p>17.1 The Company evaluates, communicates deficiencies in internal control, and takes action to follow up and fix them in a timely manner if the resulting performance is significantly different from the set target.</p> <p>Additional comments:</p> <p>The Company secretary is assigned to coordinate with internal auditors from outside to follow up and report defects in internal control to the persons in charge in order to promptly correct them, as well as reporting to senior management and the audit committee, as appropriate.</p>	✓	
<p>17.2 The Company has a reporting policy as follows:</p> <p>17.2.1 The management department must promptly report to the Board of Directors in the event of an incident or suspicion of serious fraud, a violation of the laws, or any other abnormal action that may significantly affect the reputation and financial position of the Company.</p> <p>17.2.2 Report a material deficiency with solving problem guidelines (even if management has already begun) to the Board of Directors/audit committee for consideration within a reasonable time.</p> <p>17.2.3 Report the progress of improvement of significant deficiencies to the Board of Directors/audit committee.</p> <p>Additional comments:</p> <p>The internal audit department of the Company together with external internal auditors will report the deficiencies in the internal control to responsible persons for prompt correction and report to senior management and the audit committee, as appropriate.</p>	✓	



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