

## **Attachment No. 5**

### **Report of the Audit Committee**

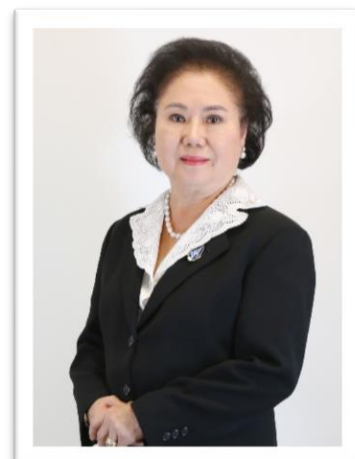
## Report of the Audit Committee

The Audit Committee of Asian Seafoods Coldstorage Public Company Limited consists of 3 independent directors whose qualifications meet the Stock Exchange of Thailand's requirements. Current members of the Audit Committee comprise of

- |                  |                   |                                 |
|------------------|-------------------|---------------------------------|
| 1. Mrs. Sunanta  | Tiasuwan          | Chairman of the Audit Committee |
| 2. Mrs. Yaowanee | Kruo-ongarjnukool | Audit Committee                 |
| 3. Mr. Somboon   | Phaobanchong      | Audit Committee                 |

Miss. Phastrawan Prichapanuwat acts as the secretary to the Audit Committee

In 2018, the Audit Committee held a total of 4 meetings, all of which were fully attended by the Committee's members. The Audit Committee performed its duties pursuant to the Audit Committee Charter and as assigned by the Board of Directors.



In 2018, the Audit Committee performed its duties as briefly described below:

- 1. Reviewed the 2018 quarterly and annual financial statements of the Company and its subsidiaries.** The Committee questioned and listened to explanation of management and auditor to ensure accuracy and completeness of financial statements, and adequacy of disclosed information. The Audit Committee agreed with auditor that financial statements of the Company and its subsidiaries fairly present, in all material respects, the information as required by financial reporting standards, are reliable and beneficial to users of the Company's financial statements.
- 2. Review and express opinions on connected transactions or those may lead to conflicts of interest as well as disclose information of these transactions** as required by the SET's and the SEC's regulations. Auditor opined that material information of transactions made with related companies was disclosed and presented in financial statements and notes to financial statements. The Audit Committee agreed with the auditor's opinion.
- 3. Review internal control and internal audit systems.** The Audit Committee approved internal auditor's annual audit plan which has been improved and developed efficiency and covered important tasks and units. The Audit Committee also reviewed internal audit's reports associated with the Company's operating performance starting from planning, reporting and follow up of performing functions as advised by the Company's internal auditor to ascertain efficiency. The Audit Committee expressed opinion that internal audit was performed in an appropriately sufficient manner and resulted in real effectiveness, and internal control of the Company and subsidiaries was at a satisfactory level.
- 4. Selection and Nomination of External Auditor, and Audit Fee.** The Audit Committee has selected an independent/external auditor for 2018 on the basis of the prior year's performance, qualifications, skills, knowledge, proficiency and professional experience, and nominated Ms. Sumalee Reewarabandith, Certified Public Accountant (Thailand) No. 3970 and/or Ms. Manee Rattanabunnakit, Certified Public Accountant (Thailand) No. 5313 and/or Mrs. Poonnard Paocharoen, Certified Public Accountant (Thailand) No.5238, of EY Office Limited as the Company's auditors of 2018. The Audit Committee also approved remuneration of auditors for 2018.

**Report of the Audit Committee**

5. **Review good corporate governance and monitor performance of the Company's management concerning declaration of intention to participate in Private Sector Collective Action Coalition Against Corruption** to practice in consistent with requirements and recommendations of Institute of Directors (IOD). The Audit Committee opined that the Company's policy complied with the project and encouraged employees to acknowledge and understand the best practice guidelines and applied corporate governance principles in accordance with the SET's and IOD's guidelines.

The Audit Committee has performed its duties in a prudent, vigilant, and independent manner. The Audit Committee is of the opinion that the Company reported financial information and operating performance accurately, had accurate internal control and internal audit systems for information disclosure of connected transactions, and performed duties in compliance with good corporate governance in adequate and reliable manner, as well as continuously improved the operating system for better quality and appropriateness with business circumstance.



**(Mrs. Sunanta Tiasuwan)**

**Chairman of the Audit Committee**

## **Attachment No. 6**

### **Report of the Risk Management Committee**

## Report of the Risk Management Committee

### Report of the Risk Management Committee



Asian Seafoods Coldstorage Public Company Limited has realized the importance of risk management throughout the organization. Then, the company apply an integrated risk management system that is linked to the objectives and goals of the organization at all levels by enhancing smooth business operation, lowering the chance of potential damage, and minimizing the magnitude of unavoidable loss down to the acceptable and controllable level.

In 2018, the Risk Management Committee held 10 meetings which Risk Management Committee members attended the meeting to constitute a quorum every time.

In 2018, the Risk Management Committee performed its duties as briefly described below:

1. Considered and assigned the 2018 risk management plan of the Company and its subsidiaries.
2. Followed up, assessed, and feedbacked on the implementation of 2018 risk management plan of the Company and its subsidiaries.
3. Quarterly reported the performance of the Risk Management Committee to the Board of Directors in the meeting.
4. Review the risk management practices of the Company and its subsidiaries.
5. Set up the measures to control the fixed assets of the Company and its subsidiaries and proposed for Board of Director's approval.
6. Set up the Conflict of Interest Policy and proposed for Board of Director's approval.
7. Considered and updated Risk measurement which efficient for current situation. The new measurement will be applied with 2019 Risk Factors in order to develop 2019 risk management plan.

The Company has officially announced the implementation of corporate risk management policy and communicate to all directors, executive officers, and employees of the Company to acknowledge in order to be a corporate culture that has always been attentive instead of occasional discrimination.

The Risk Management Committee performed its duties in 2018 in accordance with the scope of duties and responsibilities assigned by the Board of Directors with systematically, carefully and completely in accordance with good corporate governance for the benefit of the company, shareholders and stakeholders appropriately.

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

(Mr. Suriya Prasatbuntitya)

Chairman of the Risk Management Committee

**Attachment No. 7**

**Report of the Credit Committee**

## Report of Credit Committee

Asian Seafoods Coldstorage PLC. has appointed the Credit Committee since 2015 as the company realized that there are significant amount of overdue debts in its subsidiaries. The Committee comprises of key persons relevant to the issue, including key persons in each subsidiary, to ensure that the Committee will manage debts efficiently. The Committee focus on setting up credit policy and credit scoring measurement, which are applicable and reliable. Credit lines authorization chart also being proposed and approved, including implement debt monitoring and problem-solving procedure in order to solve relieve the overdue debts issue. In overall, the Committee operated well during the past few years, as overdue debts issues is improve continuously.

In 2018, the Credit Committee held 6 meetings which Credit Committee members attended the meeting and constituted its quorum every time.

The Credit Committee performed its duties in 2018 in accordance with the scope of duties and responsibilities assigned by the Board of Directors with systematically, carefully and completely in accordance with good corporate governance for the benefit of the company, shareholders and stakeholders appropriately. In 2018, the Credit Committee performed its duties as briefly described below

Proposed to the Board of Directors to consider and approve debt write-off in accordance with the relevant regulations so the Company could record those amounts as its expenses before tax.

Proposed to the Board of Directors to consider and approve to sell bad debts in order to limit loss and reduce the debt collection expenses.

Proposed to the Board of Directors to consider and authorize Credit Committee to operate debt repayment.

Assigned Legal Department to follow up the overdue debt in written if that debt is overdue more than 90 days for good sake of litigation process and also approve Legal Department to pursue the case to the Court, if the settlement could not be reached or such debt is exceed authority of the Credit Committee.

Moreover, the Committee, together with Accounting Department and Auditors focusing on the new accounting standard relevant to doubtful debt allowance in order to update the doubtful debt allowance policy and ensure that it will comply with the new Accounting standards that will enforce in the course of 2020.

  
(Mr. Suriya Prasatbuntitya)

Chairman of the Risk Management Committee